

KANDARIAN STEVEN A
 Form 4
 March 06, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
KANDARIAN STEVEN A

2. Issuer Name and Ticker or Trading Symbol
METLIFE INC [MET]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 200 PARK AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 03/02/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman, President & CEO

NEW YORK, NY 10166

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/02/2018		M		18,151	A	Ⓛ
Common Stock	03/02/2018		F(2)		6,217	D	\$ 45.5
Common Stock	03/02/2018		M		25,493	A	Ⓛ
Common Stock	03/02/2018		F(2)		11,982	D	\$ 45.5
Common Stock	03/02/2018		M		18,677	A	Ⓛ
	03/02/2018		F(2)		9,199	D	377,332.9527

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Common Stock						\$						
						45.5						
Common Stock	03/02/2018		A ⁽³⁾	50,424	A	\$	427,756.9527	D				
						45.5						
Common Stock	03/02/2018		F ⁽⁴⁾	24,834	D	\$	402,922.9527	D				
						45.5						
Common Stock							69,000	I			By GRAT	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount
Restricted Stock Units	<u>(1)</u>	03/02/2018		M	18,151 <u>(5)</u>	<u>(6)</u> <u>(6)</u>	Common Stock 18,151
Restricted Stock Units	<u>(1)</u>	03/02/2018		M	25,493 <u>(7)</u>	<u>(8)</u> <u>(8)</u>	Common Stock 25,493
Restricted Stock Units	<u>(1)</u>	03/02/2018		M	18,677 <u>(9)</u>	<u>(10)</u> <u>(10)</u>	Common Stock 18,677
Employee Stock Option (Right to Buy)	\$ 45.5	03/02/2018		A	108,768	<u>(11)</u> 03/01/2028	Common Stock 108,768
Restricted Stock Units	<u>(1)</u>	03/02/2018		A	36,264	<u>(12)</u> <u>(12)</u>	Common Stock 36,264

