### Edgar Filing: METLIFE INC - Form 4

METLIFE INC Form 4 February 28, 2014 <b>FORM 4</b> <b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> <b>Washington, D.C. 20549</b> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).							OMB Number: Expires: Estimated a burden hou response				
(Print or Type	Responses)										
Morris Maria R s			2. Issuer Name <b>and</b> Ticker or Trading Symbol METLIFE INC [MET]				ng	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Check				k all applicable)				
(Mor				(Month/Day/Year) 02/26/2014				Director 10% Owner X Officer (give title Other (specify below) below) EVP, Global Employee Benefits			
			nendment, Date Original Ionth/Day/Year)				<ul><li>6. Individual or Joint/Group Filing(Check</li><li>Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>				
NEW YOR	K, NY 10166							Form filed by N Person	Iore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	Perivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	) Execution any	med n Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common	02/26/2014			M	3,788	A	<u>(1)</u>	69,632	D		
Stock Common Stock	02/26/2014			F	1,424	D	\$ 49.97	68,208	D		

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. Transactic Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	02/26/2014		М	3,788	(2)	(2)	Common Stock	3,788	\$

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Morris Maria R 200 PARK AVENUE NEW YORK, NY 10166			EVP, Global Employee Benefits				
Signatures							
Timothy J. Ring, authorized signer		02/28/2014					
<u>**</u> Signature of Reporting Person		Date					

### **Explanation of Responses:**

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Each Restricted Stock Unit represents the contingent right to receive one share of MetLife, Inc. common stock.

(2) The award of Restricted Stock Units vests in three equal installments on February 26, 2014, 2015 and 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.