

Ponnnavolu Kishore
 Form 3
 September 04, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Ponnnavolu Kishore | | (Month/Day/Year) | METLIFE INC [MET] | |
| (Last) | (First) | (Middle) | 09/01/2018 | |
| METLIFE, INC., 200 PARK AVENUE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| NEW YORK, Â NY Â 10166 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | President, Asia | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 12,636 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|---------------------------------------|------------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Restricted Stock Units | Â (1) | Â (1) | Common Stock | 1,335 | \$ (2) | D | Â |
| Restricted Stock Units | Â (3) | Â (3) | Common Stock | 1,940 | \$ (2) | D | Â |
| Restricted Stock Units | Â (4) | Â (4) | Common Stock | 3,022 | \$ (2) | D | Â |
| Employee Stock Options (right to buy) | Â (5) | 02/24/2024 | Common Stock | 7,553 | \$ 45.15 | D | Â |
| Employee Stock Options (right to buy) | Â (6) | 02/23/2025 | Common Stock | 8,494 | \$ 45.91 | D | Â |
| Employee Stock Options (right to buy) | Â (7) | 02/22/2026 | Common Stock | 4,005 | \$ 34.33 | D | Â |
| Employee Stock Options (right to buy) | Â (8) | 02/27/2027 | Common Stock | 8,725 | \$ 46.85 | D | Â |
| Employee Stock Options (right to buy) | Â (9) | 03/01/2028 | Common Stock | 9,064 | \$ 45.5 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ponnnavolu Kishore METLIFE, INC., 200 PARK AVENUE NEW YORK, NY 10166 | Â | Â | Â President, Asia | Â |

Signatures

Mark A. Schuman, authorized
signer

09/04/2018

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) These Restricted Stock Units will vest on March 1, 2019.
- (2) Each Restricted Stock Unit is the contingent right to receive one share of MetLife, Inc. common stock.
- (3) These Restricted Stock Units will vest in two installments on March 1, 2019 and March 2, 2020.
- (4) These Restricted Stock Units will vest in three installments on March 4, 2019, March 2, 2020 and March 2, 2021.
- (5) These options became exercisable in three installments on February 25, 2015, February 25, 2016 and February 25, 2017.
- (6) These options became exercisable in three installments on February 24, 2016, February 24, 2017 and February 24, 2018.
- (7)

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These options will become exercisable on February 23, 2019. The reported number of underlying shares represent outstanding unexercised options.

- (8) These options became and will become exercisable in three installments on February 28, 2018, February 28, 2019 and February 28, 2020.
- (9) These options will become exercisable in three installments on March 2, 2019, March 2, 2020 and March 2, 2021.

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Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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