PRICE HUGH B Form 4

December 16, 2005

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

burden hours per response...

5. Relationship of Reporting Person(s) to

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

) (DOT	TEE ING						
			IFE INC				(Cl	neck all applic	able)
(Last) (First)	(Middle)		of Earliest	Fransaction []	1				
			Day/Year)				X Director Officer (g		10% Owner Other (specify
200 PARK AVENUE		12/15/2	2005				below)	below)	, <u>r</u>
(Street)		4. If Am	endment, I	Oate Origin	ıal		6. Individual or	Joint/Group	Filing(Check
		Filed(Mo	onth/Day/Ye	ar)			Applicable Line) _X_ Form filed b	y One Reportin	~
NEW YORK, NY 10166							Form filed b Person	y More than On	e Reporting
(City) (State)	(Zip)	Tak	ole I - Non-	Derivativ	e Secu	ırities Ac	quired, Disposed	of, or Benefi	cially Owned
1.Title of 2. Transaction Da	te 2A. Deem	ed	3.	4. Securi	ties A	cquired	5. Amount of	6.	7. Nature of
Security (Month/Day/Year) Execution	Date, if		or(A) or Di	•		Securities	Ownership	Indirect
(Instr. 3)	any		Code	(Instr. 3,	4 and	5)	Beneficially	Form:	Beneficial
	(Month/D	ay/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(A)		Reported Transaction(s)	(I) (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(IIIsu: +)	
Common Stock 12/15/2005			J <u>(1)</u>	95	A	\$ 50.35	9,230	D	
Stock						20.22			
Common									By MetLife
Stock							10	I	Policyholder Trust (2)
Reminder: Report on a separate l	ine for each cl	lass of sec	urities ben	eficially ov	vned d	lirectly 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. Transa Code (Instr.	8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and A Underlying S (Instr. 3 and	Securities	8. Price Derivati Security (Instr. 5
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Equivalent Units (3)	\$ 50.35	12/15/2005		J <u>(4)</u>		6	(3)	(3)	Common Stock	6	\$ 50.3

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer Othe				
PRICE HUGH B							
200 PARK AVENUE	X						
NEW YORK, NY 10166							

Signatures

Gwenn L. Carr, authorized signer 12/16/2005

**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).
- Reinvestment of dividends on shares held in Reporting Person's share deferral account (the "Plan Account") pursuant to the MetLife, Inc. (1) 2000 Directors' Stock Plan. The amount of shares beneficially owned following the reported transaction may include adjustments in the
- (1) 2000 Directors' Stock Plan. The amount of shares beneficially owned following the reported transaction may include adjustments in the Reporting Person's Plan Account to reflect the accumulation of fractional shares into whole shares.
- (2) Shares held in trust under MetLife Policyholder Trust established to hold shares of Common Stock allocated to eligible policyholders of Metropolitan Life Insurance Company, a wholly-owned subsidiary of MetLife, Inc.
- (3) The reported Common Stock Equivalent Units were acquired pursuant to the MetLife Deferred Compensation Plan for Outside Directors and will be settled upon the reporting person's retirement or other termination of service.
- (4) Reinvestment of dividends on shares held in Reporting Person's share deferral account (the "Plan Account") pursuant to the MetLife Deferred Compensation Plan for Outside Directors.

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

Reporting Owners 2

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