METLIFE INC Form 4 March 15, 2016

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

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

Estimated average burden hours per response... 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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * SICCHITANO KENTON J | | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | |
|---|---------|----------|--|---|-------------------------|--|
| | | | METLIFE INC [MET] | (Check all applicable) | | |
| (Last) (| First) | (Middle) | 3. Date of Earliest Transaction | | | |
| | | | (Month/Day/Year) | _X_ Director | 10% Owner | |
| 200 PARK AVENUE | | | 03/14/2016 | Officer (give title below) | Other (specified below) | |
| | Street) | | 4. If Amendment, Date Original | 6. Individual or Joint/ | Group Filing(Check | |
| | | | Filed(Month/Day/Year) | Applicable Line) | | |
| NEW YORK, N | Y 10166 | | | _X_ Form filed by One I Form filed by More Person | | |
| (City) | Stata) | (7in) | | | | |

| (,) | () | Tabl | le 1 - Non-1 | Derivative So | ecuriti | es Acqu | nrea, Disposea of, | or Beneficiall | y Owned |
|-----------------|---------------------|--------------------|--------------|---------------|-----------|------------|--------------------|----------------|--------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securitie | s Acqı | uired | 5. Amount of | 6. | 7. Nature of |
| Security | (Month/Day/Year) | Execution Date, if | Transactio | on(A) or Disp | osed o | of (D) | Securities | Ownership | Indirect |
| (Instr. 3) | | any | Code | (Instr. 3, 4 | and 5) | | Beneficially | Form: Direct | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) | | | | Owned | (D) or | Ownership |
| | | | | | | | Following | Indirect (I) | (Instr. 4) |
| | | | | | (4) | | Reported | (Instr. 4) | |
| | | | | | (A) | | Transaction(s) | | |
| | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | | |
| Common Stock | 03/14/2016 | | A <u>(1)</u> | 22.4596 | A | \$ 43.9 | 26,990.2781 | D | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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| | . Title of | 2. | 3. Transaction Date (Month/Day/Year) | | 4. | 5. | 6. Date Exerc | | 7. Title and | 8. Price of | 9. Nu Deriv |
|---|-------------------------------------|---|--------------------------------------|---|---------------------------------|---|---|--------------------|--|--------------------------------------|---|
| 5 | Derivative Security Instr. 3) | Conversion or Exercise Price of Derivative Security | (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Transacti Code (Instr. 8) | of Derivativ Securities Acquired (A) or | Derivative Securities Acquired (A) or Disposed of (D) | | Amount of Underlying Securities (Instr. 3 and 4 | Derivative Security (Instr. 5) | Deriv Secur Bene Own Follo Repo Trans (Instr |
| | | | | | Code V | | Date Exercisable | Expiration Date | Title Amour or Number of | er | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|
| • | Director | 10% Owner | Officer | Other | | | |
| SICCHITANO KENTON J 200 PARK AVENUE NEW YORK, NY 10166 | X | | | | | | |

Signatures

Mark A. Schuman, authorized signer 03/15/2016

**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).

Represents imputed reinvestment of dividends on Deferred Shares in the Reporting Person's deferral account pursuant to the MetLife

(1) Non-Management Director Deferred Compensation Plan. Deferred Shares represent shares of MetLife, Inc. common stock that have become payable, but that remain unpaid because payment has been deferred.

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.

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