

SCHMIDT OSCAR
Form 3
May 10, 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 SCHMIDT OSCAR			(Month/Day/Year)	METLIFE INC [MET]	
(Last)	(First)	(Middle)	05/01/2018	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
200 PARK AVENUE				(Check all applicable)	
(Street)				<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
NEW YORK,Â NYÂ 10166				<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City)	(State)	(Zip)		(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
				President, Latin America	

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)
No shares beneficially owned	0	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) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title	Amount or Number of		

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				Shares		(I) (Instr. 5)	
Restricted Units (Cash Payable)	Â (1)	Â (1)	Common Stock	2,429	\$ (2)	D	Â
Restricted Units (Cash Payable)	Â (3)	Â (3)	Common Stock	3,559	\$ (2)	D	Â
Restricted Units (Cash Payable)	Â (4)	Â (4)	Common Stock	9,891	\$ (2)	D	Â
Unit Options (Cash-Payable)	Â (5)	02/22/2021	Common Stock	30,558	\$ 40.91 (6)	D	Â
Unit Options (Cash-Payable)	Â (7)	02/27/2022	Common Stock	11,416	\$ 34.21 (6)	D	Â
Unit Options (Cash-Payable)	Â (8)	02/24/2024	Common Stock	12,589	\$ 45.15 (6)	D	Â
Unit Options (Cash-Payable)	Â (9)	02/23/2025	Common Stock	12,529	\$ 45.91 (6)	D	Â
Unit Options (Cash-Payable)	Â (10)	02/22/2026	Common Stock	14,565	\$ 34.33 (6)	D	Â
Unit Options (Cash-Payable)	Â (11)	02/27/2027	Common Stock	16,010	\$ 46.85 (6)	D	Â
Unit Options (Cash-Payable)	Â (12)	03/01/2028	Common Stock	29,664	\$ 45.5 (6)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHMIDT OSCAR 200 PARK AVENUE NEW YORK, NY 10166	Â	Â	Â President, Latin America	Â

Signatures

Mark A. Schuman, authorized signer
05/10/2018

**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 Units will vest on March 1, 2019.

(2) Each Restricted Unit is the contingent right to receive cash equal to the closing price of one share of MetLife, Inc. common stock on the vesting date.

(3) The Restricted Units will vest in two installments on March 1, 2019 and March 2, 2020.

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- (4) The Restricted Units will in three installments on March 4, 2019, March 2, 2020 and 2021.
- (5) These Unit Options became exercisable in three installments on February 23, 2012, 2013 and 2014. The reported number of units represent outstanding unexercised options.
- (6) Each Unit Option is the contingent right to receive cash equal to the closing price of one share of MetLife, Inc. common stock less the exercise price.
- (7) These Unit Options became exercisable in three installments on February 28, 2013, 2014 and 2015. The reported number of units represent outstanding unexercised options.
- (8) These Unit Options became exercisable in three installments on February 25, 2015, 2016 and 2017. The reported number of units represent outstanding unexercised options.
- (9) These Unit Options became exercisable in three installments on February 24, 2016, 2017 and 2018. The reported number of units represent outstanding unexercised options.
- (10) These Unit Options became and will become exercisable in three installments on February 23, 2017, 2018 and 2019. The reported number of units represent outstanding unexercised options.
- (11) These Unit Options became and will become exercisable in three installments on February 28, 2018, 2019 and 2020. The reported number of units represent outstanding unexercised options.
- (12) These Unit Options become exercisable in three installments on March 2, 2019, 2020 and 2021. The reported number of units represent outstanding unexercised options.

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.