

SCHMIDT OSCAR  
Form 3  
May 10, 2018

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

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**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 <b>and</b> 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)<br>(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<br>200 PARK AVENUE<br>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.