

Brighthouse Financial, Inc.
Form 3
July 06, 2017

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 *

^ METLIFE INC

(Last) (First) (Middle)

200 PARK AVENUE

(Street)

NEW YORK, ^ NY ^ 10166

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

07/06/2017

3. Issuer Name **and** Ticker or Trading Symbol
Brighthouse Financial, Inc. [BHF]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

5. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

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, par value \$0.01 per share

100,000 ⁽¹⁾

D ^

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

Expiration
Date

Title

Amount or
Number of

Shares

(I)
(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
METLIFE INC 200 PARK AVENUE NEW YORK, NY 10166	Â	Â X	Â	Â

Signatures

/s/ Jeannette N. Pina, Vice President and Secretary of
MetLife, Inc.

07/06/2017

__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).

As of the date of this report, Brighthouse Financial, Inc. ("Brighthouse") is a wholly-owned subsidiary of MetLife, Inc. ("MetLife") (NYSE: MET). MetLife has announced that its Board of Directors has approved the spin-off of Brighthouse through the distribution of at least 80.1 percent of the shares of Brighthouse common stock to the holders of MetLife common stock. The distribution of shares of

- (1) Brighthouse common stock will be effective as of 5:00 p.m., New York City time, on August 4, 2017 to MetLife shareholders of record as of 5:00 p.m., New York City time, on July 19, 2017, the record date for the distribution. MetLife will distribute to its shareholders, pro rata, one share of Brighthouse common stock for every 11 shares of MetLife common stock outstanding as of the record date. Shareholders will receive cash in lieu of fractional shares of Brighthouse common stock.

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.