METLIFE INC

Form 4

September 24, 2010

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

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * TOPPETA WILLIAM J			2. Issuer Name and Ticker or Trading Symbol METLIFE INC [MET]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
200 PARK AVENUE			(Month/Day/Year) 09/22/2010	Director 10% Owner _X_ Officer (give title Other (specify below) President, International			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Chec			
NEW YORK, NY 10166			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) (Instr. 3, 4 and 5) Beneficially Code Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount Price Common \$ 29.95 09/22/2010 M 10,000 A 142,925 D Stock Common $S^{(1)}$ 09/22/2010 1,000 D 141,925 D Stock 40.5201 Common 09/22/2010 $S^{(1)}$ 1,000 D \$ 40.528 140,925 D Stock Common 09/22/2010 $S^{(1)}$ 1,000 139,925 D 40.5301 Stock Common 09/22/2010 $S^{(1)}$ 300 D \$ 40.543 139,625 D

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Common Stock	09/22/2010	S <u>(1)</u>	700	D	\$ 40.55	138,925	D	
Common Stock	09/22/2010	S <u>(1)</u>	500	D	\$ 40.575	138,425	D	
Common Stock	09/22/2010	S(1)	500	D	\$ 40.58	137,925	D	
Common Stock	09/22/2010	S <u>(1)</u>	959	D	\$ 40.65	136,966	D	
Common Stock	09/22/2010	S <u>(1)</u>	500	D	\$ 40.6501	136,466	D	
Common Stock	09/22/2010	S <u>(1)</u>	600	D	\$ 40.66	135,866	D	
Common Stock	09/22/2010	S <u>(1)</u>	600	D	\$ 40.68	135,266	D	
Common Stock	09/22/2010	S <u>(1)</u>	400	D	\$ 40.69	134,866	D	
Common Stock	09/22/2010	S <u>(1)</u>	941	D	\$ 40.7	133,925	D	
Common Stock	09/22/2010	S <u>(1)</u>	1,000	D	\$ 40.71	132,925	D	
Common Stock						344	I	By the MetLife Policyholder Trust (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly 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. Transactic Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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Employee

Stock

Option \$ 29.95 09/15/2010 M 10,000 (3) 04/08/2011 Common Stock 10,000

(Right to Buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TOPPETA WILLIAM J 200 PARK AVENUE NEW YORK, NY 10166

President, International

Signatures

Gwenn L. Carr, authorized o9/24/2010 signer

**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).
- (1) The sale transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 Sales Plan adopted by the reporting person on May 13, 2010.
- (2) Shares held in trust under the 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 option became fully exercisable on April 9, 2004.

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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