Brighthouse Financial, Inc.

Form 3

July 06, 2017

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 [*] Â METLIFE INC	2. Date of Event Requiring Statement (Month/Day/Year) 07/06/2017	3. Issuer Name **and** Ticker or Trading Symbol Brighthouse Financial, Inc. [BHF]	
(Last) (First) (Middle)		4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
200 PARK AVENUE		(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
(Street)		_____ Director __X__ 10% Owner _____ Officer _____ Other (give title below) (specify below)	_X_ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
NEW YORK,Â NYÂ 10166			
(City) (State) (Zip)			

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	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	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,Â NYÂ 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).

(1)   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 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.
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