

METLIFE INC  
Form 10-Q  
August 05, 2016

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

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Form 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED JUNE 30, 2016

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE TRANSITION PERIOD FROM TO

Commission file number: 001-15787

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MetLife, Inc.

(Exact name of registrant as specified in its charter)

Delaware

13-4075851

(State or other jurisdiction of  
incorporation or organization)

(I.R.S. Employer  
Identification No.)

200 Park Avenue, New York, N.Y. 10166-0188

(Address of principal executive offices) (Zip Code)

(212) 578-9500

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if a smaller reporting company) Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

At July 29, 2016, 1,098,872,382 shares of the registrant's common stock, \$0.01 par value per share, were outstanding.

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As used in this Form 10 Q, “MetLife,” the “Company,” “we,” “our” and “us” refer to MetLife, Inc., a Delaware corporation incorporated in 1999, its subsidiaries and affiliates.

Note Regarding Forward-Looking Statements

This Quarterly Report on Form 10 Q, including Management’s Discussion and Analysis of Financial Condition and Results of Operations, may contain or incorporate by reference information that includes or is based upon forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995.

Forward-looking statements give expectations or forecasts of future events. These statements can be identified by the fact that they do not relate strictly to historical or current facts. They use words such as “anticipate,” “estimate,” “expect,” “project,” “intend,” “plan,” “believe” and other words and terms of similar meaning, or are tied to future periods, in connection with a discussion of future operating or financial performance. In particular, these include statements relating to future actions, prospective services or products, future performance or results of current and anticipated services or products, sales efforts, expenses, the outcome of contingencies such as legal proceedings, trends in operations and financial results.

Any or all forward-looking statements may turn out to be wrong. They can be affected by inaccurate assumptions or by known or unknown risks and uncertainties. Many such factors will be important in determining the actual future results of MetLife, Inc., its subsidiaries and affiliates. These statements are based on current expectations and the current economic environment. They involve a number of risks and uncertainties that are difficult to predict. These statements are not guarantees of future performance. Actual results could differ materially from those expressed or implied in the forward-looking statements. Risks, uncertainties, and other factors that might cause such differences include the risks, uncertainties and other factors identified in MetLife, Inc.’s filings with the U.S. Securities and Exchange Commission. These factors include: (1) difficult conditions in the global capital markets; (2) increased volatility and disruption of the global capital and credit markets, which may affect our ability to meet liquidity needs and access capital, including through our credit facilities, generate fee income and market-related revenue and finance statutory reserve requirements and may require us to pledge collateral or make payments related to declines in value of specified assets, including assets supporting risks ceded to certain of our captive reinsurers or hedging arrangements associated with those risks; (3) exposure to global financial and capital market risks, including as a result of the disruption in Europe and possible withdrawal of one or more countries from the Euro zone; (4) impact on us of comprehensive financial services regulation reform, including potential regulation of MetLife, Inc. as a non-bank systemically important financial institution, or otherwise; (5) numerous rulemaking initiatives required or permitted by the Dodd-Frank Wall Street Reform and Consumer Protection Act which may impact how we conduct our business, including those compelling the liquidation of certain financial institutions; (6) regulatory, legislative or tax changes relating to our insurance, international, or other operations that may affect the cost of, or demand for, our products or services, or increase the cost or administrative burdens of providing benefits to employees; (7) adverse results or other consequences from litigation, arbitration or regulatory investigations; (8) our ability to address difficulties, unforeseen liabilities, asset impairments, or rating agency actions arising from (a) business acquisitions and integrating and managing the growth of such acquired businesses, (b) dispositions of businesses via sale, initial public offering, spin-off or otherwise, (c) entry into joint ventures, or (d) legal entity reorganizations; (9) potential liquidity and other risks resulting from our participation in a securities lending program and other transactions; (10) investment losses and defaults, and changes to investment valuations; (11) changes in assumptions related to investment valuations, deferred policy acquisition costs, deferred sales inducements, value of business acquired or goodwill; (12) impairments of goodwill and realized losses or market value impairments to illiquid assets; (13) defaults on our mortgage loans; (14) the defaults or deteriorating credit of other financial institutions that could adversely affect us; (15) economic, political, legal, currency and other risks relating to our international operations, including with respect to fluctuations of exchange rates; (16) downgrades in our claims paying ability, financial strength or credit ratings; (17) a deterioration in the experience of the closed block established in connection with the reorganization of Metropolitan Life Insurance Company; (18) availability and effectiveness of reinsurance or indemnification arrangements, as well as any default or failure of counterparties to perform; (19) differences between actual claims experience and underwriting and reserving assumptions; (20) ineffectiveness of risk management policies and procedures; (21) catastrophe losses; (22) increasing cost and limited market capacity for statutory life

insurance reserve financings; (23) heightened competition, including with respect to pricing, entry of new competitors, consolidation of distributors, the development of new products by new and existing competitors, and for personnel; (24) exposure to losses related to variable annuity guarantee benefits, including from significant and sustained downturns or extreme volatility in equity markets, reduced interest rates, unanticipated policyholder behavior, mortality or longevity; (25) legal, regulatory and other restrictions affecting MetLife, Inc.'s ability to pay dividends and repurchase common stock; (26) MetLife, Inc.'s primary reliance, as a holding company, on dividends from its subsidiaries to meet its free cash flow targets and debt payment obligations and the applicable regulatory restrictions on the ability of the subsidiaries to pay such dividends; (27) the possibility that MetLife, Inc.'s Board of Directors may influence the outcome of stockholder votes through the voting provisions of the MetLife Policyholder Trust; (28) changes in accounting standards, practices and/or policies; (29) increased expenses relating to pension and postretirement benefit plans, as well as health care and other employee benefits; (30) inability to protect our intellectual property rights or claims of infringement of the intellectual property rights of others; (31) difficulties in marketing and distributing products through our distribution channels; (32) provisions of laws and our incorporation documents may delay, deter or prevent takeovers and corporate combinations involving MetLife; (33) the effects of business disruption or economic contraction due to disasters such as terrorist attacks, cyberattacks, other hostilities, or natural catastrophes, including any related impact on the value of our investment portfolio, our disaster recovery systems, cyber- or other information security systems and management continuity planning; (34) the effectiveness of our programs and practices in avoiding giving our associates incentives to take excessive risks; and (35) other risks and uncertainties described from time to time in MetLife, Inc.'s filings with the U.S. Securities and Exchange Commission.

MetLife, Inc. does not undertake any obligation to publicly correct or update any forward-looking statement if MetLife, Inc. later becomes aware that such statement is not likely to be achieved. Please consult any further disclosures MetLife, Inc. makes on related subjects in reports to the U.S. Securities and Exchange Commission.

#### Corporate Information

We announce financial and other information about MetLife to our investors through the MetLife Investor Relations web page at [www.metlife.com](http://www.metlife.com), as well as U.S. Securities and Exchange Commission filings, news releases, public conference calls and webcasts. MetLife encourages investors to visit the Investor Relations web page from time to time, as information is updated and new information is posted. The information found on our website is not incorporated by reference into this Quarterly Report on Form 10-Q or in any other report or document we file with the U.S. Securities and Exchange Commission, and any references to our website are intended to be inactive textual references only.

#### Note Regarding Reliance on Statements in Our Contracts

See "Exhibit Index — Note Regarding Reliance on Statements in Our Contracts" for information regarding agreements included as exhibits to this Quarterly Report on Form 10-Q.

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## Part I — Financial Information

## Item 1. Financial Statements

MetLife, Inc.

Interim Condensed Consolidated Balance Sheets

June 30, 2016 (Unaudited) and December 31, 2015

(In millions, except share and per share data)

	June 30, 2016	December 31, 2015
Assets		
Investments:		
Fixed maturity securities available-for-sale, at estimated fair value (amortized cost: \$350,821 and \$332,964, respectively; includes \$3,548 and \$4,277, respectively, relating to variable interest entities)	\$ 387,508	\$ 351,402
Equity securities available-for-sale, at estimated fair value (cost: \$2,914 and \$2,997, respectively)	3,333	3,321
Fair value option and trading securities, at estimated fair value (includes \$8 and \$404, respectively, of actively traded securities; and \$9 and \$13, respectively, relating to variable interest entities)	14,314	15,024
Mortgage loans (net of valuation allowances of \$467 and \$318, respectively; includes \$159 and \$172, respectively, at estimated fair value, relating to variable interest entities; includes \$449 and \$314, respectively, under the fair value option)	69,399	67,102
Policy loans (includes \$0 and \$4, respectively, relating to variable interest entities)	11,240	11,258
Real estate and real estate joint ventures (includes \$71 and \$47, respectively, of real estate held-for-sale)	9,063	8,433
Other limited partnership interests (includes \$15 and \$27, respectively, relating to variable interest entities)	6,982	7,096
Short-term investments, principally at estimated fair value (includes \$0 and \$26, respectively, relating to variable interest entities)	9,838	9,299
Other invested assets, principally at estimated fair value (includes \$43 and \$43, respectively, relating to variable interest entities)	31,834	22,524
Total investments	543,511	495,459
Cash and cash equivalents, principally at estimated fair value (includes \$16 and \$85, respectively, relating to variable interest entities)	17,067	12,752
Accrued investment income (includes \$1 and \$23, respectively, relating to variable interest entities)	3,884	3,988
Premiums, reinsurance and other receivables (includes \$4 and \$21, respectively, relating to variable interest entities)	26,035	22,702
Deferred policy acquisition costs and value of business acquired (includes \$0 and \$240, respectively, relating to variable interest entities)	24,748	24,130
Current income tax recoverable	51	161
Goodwill	9,852	9,477
Other assets (includes \$3 and \$148, respectively, relating to variable interest entities)	7,747	7,666
Separate account assets (includes \$0 and \$1,022, respectively, relating to variable interest entities)	309,672	301,598
Total assets	\$ 942,567	\$ 877,933
Liabilities and Equity		
Liabilities	\$ 204,461	\$ 191,879

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Future policy benefits (includes \$0 and \$716, respectively, relating to variable interest entities)		
Policyholder account balances (includes \$0 and \$21, respectively, relating to variable interest entities)	213,526	202,722
Other policy-related balances (includes \$0 and \$238, respectively, relating to variable interest entities)	14,447	14,255
Policyholder dividends payable	734	720
Policyholder dividend obligation	3,343	1,783
Payables for collateral under securities loaned and other transactions	45,790	36,871
Short-term debt	103	100
Long-term debt (includes \$47 and \$63, respectively, at estimated fair value, relating to variable interest entities)	16,586	18,023
Collateral financing arrangements	4,113	4,139
Junior subordinated debt securities	3,168	3,194
Deferred income tax liability	14,966	10,592
Other liabilities (includes \$0 and \$81, respectively, relating to variable interest entities)	32,285	23,561
Separate account liabilities (includes \$0 and \$1,022, respectively, relating to variable interest entities)	309,672	301,598
Total liabilities	863,194	809,437
Contingencies, Commitments and Guarantees (Note 13)		
Redeemable noncontrolling interests in partially-owned consolidated subsidiaries	—	77
Equity		
MetLife, Inc.'s stockholders' equity:		
Preferred stock, par value \$0.01 per share; \$2,100 aggregate liquidation preference	—	—
Common stock, par value \$0.01 per share; 3,000,000,000 shares authorized; 1,161,802,382 and 1,159,590,766 shares issued, respectively; 1,098,794,277 and 1,098,028,525 shares outstanding, respectively	12	12
Additional paid-in capital	30,783	30,749
Retained earnings	36,924	35,519
Treasury stock, at cost; 63,008,105 and 61,562,241 shares, respectively	(3,172	) (3,102
Accumulated other comprehensive income (loss)	14,632	4,771
Total MetLife, Inc.'s stockholders' equity	79,179	67,949
Noncontrolling interests	194	470
Total equity	79,373	68,419
Total liabilities and equity	\$942,567	\$ 877,933
See accompanying notes to the interim condensed consolidated financial statements.		

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MetLife, Inc.

Interim Condensed Consolidated Statements of Operations and Comprehensive Income (Loss)

For the Three Months and Six Months Ended June 30, 2016 and 2015 (Unaudited)

(In millions, except per share data)

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
Revenues				
Premiums	\$9,417	\$9,312	\$19,110	\$18,565
Universal life and investment-type product policy fees	2,286	2,434	4,630	4,828
Net investment income	4,887	4,947	9,446	10,408
Other revenues	487	518	974	1,013
Net investment gains (losses):				
Other-than-temporary impairments on fixed maturity securities	(8 )	—	(86 )	(8 )
Other-than-temporary impairments on fixed maturity securities transferred to other comprehensive income (loss)	(6 )	(2 )	(6 )	(12 )
Other net investment gains (losses)	280	(131 )	373	173
Total net investment gains (losses)	266	(133 )	281	153
Net derivative gains (losses)	(2,099 )	(912 )	(764 )	(91 )
Total revenues	15,244	16,166	33,677	34,876
Expenses				
Policyholder benefits and claims	10,274	9,352	19,952	18,609
Interest credited to policyholder account balances	1,500	1,298	2,826	3,293
Policyholder dividends	324	331	639	670
Other expenses	3,246	4,072	7,438	8,132
Total expenses	15,344	15,053	30,855	30,704
Income (loss) before provision for income tax	(100 )	1,113	2,822	4,172
Provision for income tax expense (benefit)	(214 )	(6 )	505	890
Net income (loss)	114	1,119	2,317	3,282
Less: Net income (loss) attributable to noncontrolling interests	4	4	6	9
Net income (loss) attributable to MetLife, Inc.	110	1,115	2,311	3,273
Less: Preferred stock dividends	46	31	52	61
Preferred stock repurchase premium	—	42	—	42
Net income (loss) available to MetLife, Inc.'s common shareholders	\$64	\$1,042	\$2,259	\$3,170
Comprehensive income (loss)	\$3,884	\$(3,994)	\$12,272	\$(893 )
Less: Comprehensive income (loss) attributable to noncontrolling interests, net of income tax	7	(23 )	100	40
Comprehensive income (loss) attributable to MetLife, Inc.	\$3,877	\$(3,971)	\$12,172	\$(933 )
Net income (loss) available to MetLife, Inc.'s common shareholders per common share:				
Basic	\$0.06	\$0.93	\$2.05	\$2.83
Diluted	\$0.06	\$0.92	\$2.04	\$2.80
Cash dividends declared per common share	\$0.400	\$0.375	\$0.775	\$0.725
See accompanying notes to the interim condensed consolidated financial statements.				

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MetLife, Inc.

Interim Condensed Consolidated Statements of Equity

For the Six Months Ended June 30, 2016 and 2015 (Unaudited)

(In millions)

	Preferred Stock	Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock at Cost	Accumulated Other Comprehensive Income (Loss)	Total MetLife, Inc. Stockholders' Equity	Noncontrolling Interests (1)	Controlling Total Equity
Balance at December 31, 2015	\$ —	\$ 12	\$ 30,749	\$ 35,519	\$ (3,102)	\$ 4,771	\$ 67,949	\$ 470	\$ 68,419
Treasury stock acquired in connection with share repurchases					(70 )		(70 )		(70 )
Stock-based compensation			34				34		34
Dividends on preferred stock				(52 )			(52 )		(52 )
Dividends on common stock				(854 )			(854 )		(854 )
Change in equity of noncontrolling interests							—	(376 )	(376 )
Net income (loss)				2,311			2,311	6	2,317
Other comprehensive income (loss), net of income tax						9,861	9,861	94	9,955
Balance at June 30, 2016	\$ —	\$ 12	\$ 30,783	\$ 36,924	\$ (3,172)	\$ 14,632	\$ 79,179	\$ 194	\$ 79,373
	Preferred Stock	Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock at Cost	Accumulated Other Comprehensive Income (Loss)	Total MetLife, Inc.'s Stockholder Equity	Noncontrolling Interests (1)	Controlling Total Equity
Balance at December 31, 2014	\$ 1	\$ 12	\$ 30,543	\$ 32,020	\$ (1,172)	\$ 10,649	\$ 72,053	\$ 507	\$ 72,560
Repurchase of preferred stock	(1 )		(1,459 )				(1,460 )		(1,460 )
Preferred stock repurchase premium				(42 )			(42 )		(42 )
Preferred stock issuance			1,483				1,483		1,483
Treasury stock acquired in connection with share repurchases					(1,000 )		(1,000 )		(1,000 )
Stock-based compensation			151				151		151
Dividends on preferred stock				(61 )			(61 )		(61 )
Dividends on common stock				(814 )			(814 )		(814 )
Change in equity of noncontrolling interests							—	(27 )	(27 )



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Net income (loss)			3,273			3,273	9	3,282	
Other comprehensive income (loss), net of income tax				(4,206 )		(4,206 )	31	(4,175 )	
Balance at June 30, 2015	\$ —	\$ 12	\$30,718	\$34,376	\$(2,172)	\$ 6,443	\$ 69,377	\$ 520	\$69,897

(1) Net income (loss) attributable to noncontrolling interests did not exclude any gains of redeemable noncontrolling interests in partially-owned consolidated subsidiaries at June 30, 2016. Net income (loss) attributable to noncontrolling interests excluded losses of redeemable noncontrolling interests in partially-owned consolidated subsidiaries of less than \$1 million at June 30, 2015.

See accompanying notes to the interim condensed consolidated financial statements.

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MetLife, Inc.

Interim Condensed Consolidated Statements of Cash Flows

For the Six Months Ended June 30, 2016 and 2015 (Unaudited)

(In millions)

	Six Months Ended June 30,	
	2016	2015
Net cash provided by (used in) operating activities	\$6,255	\$6,888
Cash flows from investing activities		
Sales, maturities and repayments of:		
Fixed maturity securities	67,505	77,865
Equity securities	893	184
Mortgage loans	6,751	6,494
Real estate and real estate joint ventures	171	503
Other limited partnership interests	450	582
Purchases of:		
Fixed maturity securities	(74,049 )	(72,892 )
Equity securities	(776 )	(227 )
Mortgage loans	(9,088 )	(10,545 )
Real estate and real estate joint ventures	(674 )	(334 )
Other limited partnership interests	(401 )	(669 )
Cash received in connection with freestanding derivatives	2,478	1,524
Cash paid in connection with freestanding derivatives	(2,709 )	(2,600 )
Cash received under repurchase agreements (Note 6)	—	199
Cash paid under reverse repurchase agreements (Note 6)	—	(199 )
Purchases of investments in operating joint ventures	(39 )	—
Net change in policy loans	107	(5 )
Net change in short-term investments	(415 )	(6,233 )
Net change in other invested assets	133	(257 )
Other, net	(245 )	(150 )
Net cash provided by (used in) investing activities	(9,908 )	(6,760 )
Cash flows from financing activities		
Policyholder account balances:		
Deposits	41,348	44,433
Withdrawals	(39,893 )	(46,372 )
Net change in payables for collateral under securities loaned and other transactions	8,594	205
Net change in short-term debt	3	—
Long-term debt issued	—	1,492
Long-term debt repaid	(1,264 )	(1,020 )
Collateral financing arrangements repaid	(26 )	(32 )
Treasury stock acquired in connection with share repurchases	(70 )	(1,000 )
Preferred stock issued, net of issuance costs	—	1,485
Repurchase of preferred stock	—	(905 )
Preferred stock repurchase premium	—	(27 )
Dividends on preferred stock	(52 )	(61 )
Dividends on common stock	(854 )	(814 )
Other, net	(170 )	52
Net cash provided by (used in) financing activities	7,616	(2,564 )

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Effect of change in foreign currency exchange rates on cash and cash equivalents balances	352	(298 )
Change in cash and cash equivalents	4,315	(2,734 )
Cash and cash equivalents, beginning of period	12,752	10,808
Cash and cash equivalents, end of period	\$17,067	\$8,074
Supplemental disclosures of cash flow information		
Net cash paid (received) for:		
Interest	\$623	\$587
Income tax	\$393	\$344
Non-cash transactions:		
Reduction of fixed maturity securities in connection with a reinsurance transaction	\$224	\$—
Deconsolidation of operating joint venture (Note 6):		
Reduction of fixed maturity securities	\$917	\$—
Reduction of noncontrolling interests	\$373	\$—
See accompanying notes to the interim condensed consolidated financial statements.		

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited)

1. Business, Basis of Presentation and Summary of Significant Accounting Policies

Business

“MetLife” and the “Company” refer to MetLife, Inc., a Delaware corporation incorporated in 1999, its subsidiaries and affiliates. MetLife is a global provider of life insurance, annuities, employee benefits and asset management. MetLife is organized into six segments: Retail; Group, Voluntary & Worksite Benefits; Corporate Benefit Funding; and Latin America (collectively, the “Americas”); Asia; and Europe, the Middle East and Africa (“EMEA”).

Basis of Presentation

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (“GAAP”) requires management to adopt accounting policies and make estimates and assumptions that affect amounts reported on the interim condensed consolidated financial statements. In applying these policies and estimates, management makes subjective and complex judgments that frequently require assumptions about matters that are inherently uncertain. Many of these policies, estimates and related judgments are common in the insurance and financial services industries; others are specific to the Company’s business and operations. Actual results could differ from estimates.

Consolidation

The accompanying interim condensed consolidated financial statements include the accounts of MetLife, Inc. and its subsidiaries, as well as partnerships and joint ventures in which the Company has control, and variable interest entities (“VIEs”) for which the Company is the primary beneficiary. Intercompany accounts and transactions have been eliminated.

Prior to January 1, 2016, certain international subsidiaries had a fiscal year cutoff of November 30th. Accordingly, the Company’s interim condensed consolidated financial statements reflect the assets and liabilities of such subsidiaries as of November 30, 2015 and the operating results of such subsidiaries for the three months and six months ended May 31, 2015. Effective January 1, 2016, the Company converted its Japan operations to calendar year-end reporting. The elimination of a one-month reporting lag of a subsidiary is considered a change in accounting principle and requires retrospective application. While the Company believes that eliminating the lag in the reporting of its Japan operations was preferable in order to consistently reflect events, economic conditions and global trends in the financial statements, the Company determined that it was impracticable to apply the effects of the lag elimination to financial reporting periods prior to January 1, 2015. The effect of not retroactively applying this change in accounting, however, was not material to the 2015 or 2016 consolidated financial statements. Therefore, the Company reported the cumulative effect of the change in accounting principle in net income for the three months ended March 31, 2016 and the six months ended June 30, 2016 and did not retrospectively apply the effects of this change to prior periods. See Note 2.

The Company uses the equity method of accounting for equity securities when it has significant influence or at least 20% interest and for real estate joint ventures and other limited partnership interests (“investees”) when it has more than a minor ownership interest or more than a minor influence over the investee’s operations, but does not have a controlling financial interest. The Company generally recognizes its share of the investee’s earnings on a three-month lag in instances where the investee’s financial information is not sufficiently timely or when the investee’s reporting period differs from the Company’s reporting period. The Company uses the cost method of accounting for investments in which it has virtually no influence over the investee’s operations.

Reclassifications

Certain amounts in the prior year periods’ interim condensed consolidated financial statements and related footnotes thereto have been reclassified to conform with the 2016 presentation as discussed throughout the Notes to the Interim Condensed Consolidated Financial Statements.

The accompanying interim condensed consolidated financial statements are unaudited and reflect all adjustments (including normal recurring adjustments) necessary to present fairly the financial position, results of operations and cash flows for the interim periods presented in conformity with GAAP. Interim results are not necessarily indicative of full year performance. The December 31, 2015 consolidated balance sheet data was derived from audited

consolidated financial statements included in MetLife, Inc.'s Annual Report on Form 10-K for the year ended December 31, 2015 (the "2015 Annual Report"), which include all disclosures required by GAAP. Therefore, these interim condensed consolidated financial statements should be read in conjunction with the consolidated financial statements of the Company included in the 2015 Annual Report.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

1. Business, Basis of Presentation and Summary of Significant Accounting Policies (continued)

Adoption of New Accounting Pronouncement

Effective January 1, 2016, the Company retrospectively adopted new guidance relating to the consolidation of certain entities. The objective of the new standard is to improve targeted areas of the consolidation guidance and to reduce the number of consolidation models. The new consolidation standard provides guidance on how a reporting entity (i) evaluates whether the entity should consolidate limited partnerships and similar entities, (ii) assesses whether the fees paid to a decision maker or service provider are variable interests in a VIE, and (iii) assesses the variable interests in a VIE held by related parties of the reporting entity. The new guidance also eliminates the VIE consolidation model based on majority exposure to variability that applied to certain investment companies and similar entities. The adoption of the new guidance did not impact which entities are consolidated by the Company. The consolidated VIE assets and liabilities and unconsolidated VIE carrying amounts and maximum exposure to loss as of June 30, 2016, disclosed in Note 6, reflect the application of the new guidance.

Future Adoption of New Accounting Pronouncements

In June 2016, the Financial Accounting Standards Board (“FASB”) issued new guidance on measurement of credit losses on financial instruments (Accounting Standards Update (“ASU”) 2016-13, Financial Instruments - Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments). The new guidance is effective for fiscal years and interim periods within those fiscal years, beginning after December 15, 2019. Early adoption is permitted for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2018. This ASU replaces the incurred loss impairment methodology with one that reflects expected credit losses. The measurement of expected credit losses should be based on historical loss information, current conditions, and reasonable and supportable forecasts. The guidance also requires enhanced disclosures. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.

In March 2016, the FASB issued new guidance on stock compensation (ASU 2016-09, Compensation - Stock Compensation (Topic 718): Improvements to Employee Share-based Payment Accounting). The new guidance is effective for the fiscal years beginning after December 15, 2016, including interim periods within those fiscal years, and requires either a modified retrospective, a retrospective or a prospective transition approach depending upon the type of change. Early adoption is permitted in any interim or annual period. The new guidance changes several aspects of the accounting for share-based payment award transactions, including: (a) income tax consequences when awards vest or are settled; (b) classification of awards as either equity or liabilities due to statutory tax withholding requirements; and (c) classification on the statement of cash flows. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.

In February 2016, the FASB issued new guidance on leasing transactions (ASU 2016-02, Leases - Topic 842). The new guidance is effective for the fiscal years beginning after December 15, 2018, including interim periods within those fiscal years, and requires a modified retrospective transition approach which includes a number of optional practical expedients. Early adoption is permitted. The new guidance requires a lessee to recognize assets and liabilities for leases with lease terms of more than 12 months. Consistent with current guidance, leases would be classified as finance or operating leases. However, unlike current guidance, the new guidance will require both types of leases to be recognized on the balance sheet. Lessor accounting will remain largely unchanged from current guidance except for certain targeted changes. The new guidance will also require new qualitative and quantitative disclosures. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.

In January 2016, the FASB issued new guidance (ASU 2016-01, Financial Instruments-Overall: Recognition and Measurement of Financial Assets and Financial Liabilities) on the recognition and measurement of financial instruments. The new guidance is effective for fiscal years beginning after December 15, 2017, including interim periods within those fiscal years. Early adoption is permitted for the instrument-specific credit risk provision. The new guidance changes the current accounting guidance related to (i) the classification and measurement of certain equity investments, (ii) the presentation of changes in the fair value of financial liabilities measured under the fair value option (“FVO”) that are due to instrument-specific credit risk, and (iii) certain disclosures associated with the fair value

of financial instruments. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 1. Business, Basis of Presentation and Summary of Significant Accounting Policies (continued)

In May 2015, the FASB issued new guidance on short-duration insurance contracts (ASU 2015-09, Financial Services - Insurance (Topic 944): Disclosures about Short-Duration Contracts). The amendments in this new guidance are effective for annual periods beginning after December 15, 2015, and interim periods within annual periods beginning after December 15, 2016. The new guidance should be applied retrospectively by providing comparative disclosures for each period presented, except for those requirements that apply only to the current period. The new guidance requires insurance entities to provide users of financial statements with more transparent information about initial claim estimates and subsequent adjustments to these estimates, including information on: (i) reconciling from the claim development table to the balance sheet liability, (ii) methodologies and judgments in estimating claims, and (iii) the timing, and frequency of claims. The adoption will not have an impact on the Company's consolidated financial statements other than expanded disclosures in Note 4.

In May 2014, the FASB issued a comprehensive new revenue recognition standard (ASU 2014-09, Revenue from Contracts with Customers (Topic 606)), effective for fiscal years beginning after December 15, 2016 and interim periods within those years and should be applied retrospectively. In August 2015, the FASB amended the guidance to defer the effective date by one year, effective for the fiscal years beginning after December 15, 2017, including interim periods within that reporting period. Earlier application is permitted only as of annual reporting periods beginning after December 15, 2016, including interim reporting periods within that reporting period. The new guidance will supersede nearly all existing revenue recognition guidance under GAAP; however, it will not impact the accounting for insurance contracts, leases, financial instruments and guarantees. For those contracts that are impacted by the new guidance, the guidance will require an entity to recognize revenue upon the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled, in exchange for those goods or services. The Company is currently evaluating the impact of this guidance on its consolidated financial statements.

## 2. Segment Information

MetLife is organized into six segments, reflecting three broad geographic regions: Retail; Group, Voluntary & Worksite Benefits; Corporate Benefit Funding; and Latin America (collectively, the "Americas"); Asia; and EMEA. In addition, the Company reports certain of its results of operations in Corporate & Other.

On January 12, 2016, MetLife, Inc. announced its plan to pursue the separation of a substantial portion of its Retail segment, which is organized into two U.S. businesses, Life & Other and Annuities, as well as certain portions of its Corporate Benefit Funding segment and Corporate & Other (the "Separation"). Additionally, on July 21, 2016, MetLife, Inc. announced that the separated business will be rebranded as "Bighthouse Financial" after the Separation. The Company is currently evaluating structural alternatives for the proposed Separation, including a public offering of shares in an independent, publicly traded company, a spin-off, or a sale. The completion of a public offering would depend on, among other things, the U.S. Securities and Exchange Commission ("SEC") filing and review process, as well as market conditions. A Separation, depending on the specific form, would be subject to the satisfaction of various conditions and approvals, including, among other things, approval of any transaction by the MetLife, Inc. Board of Directors, satisfaction of any applicable requirements of the SEC, and receipt of insurance and other regulatory approvals and other anticipated conditions. See Note 14.

## Americas

The Americas consists of the following segments:

## Retail

The Retail segment offers a broad range of protection products and services and a variety of annuities to individuals and employees of corporations and other institutions, and is organized into two U.S. businesses: Life & Other and Annuities. Life & Other insurance products and services include variable life, universal life, term life and whole life products. Additionally, through broker-dealer affiliates, the Company offers a full range of mutual funds and other securities products. Life & Other products and services also include individual disability income products and personal lines property & casualty insurance, including private passenger automobile, homeowners and personal



excess liability insurance. Annuities includes a variety of variable, fixed and indexed annuities which provide for both asset accumulation and asset distribution needs.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

2. Segment Information (continued)

Group, Voluntary & Worksite Benefits

The Group, Voluntary & Worksite Benefits segment offers a broad range of protection products and services to individuals and corporations, as well as other institutions and their respective employees. Group, Voluntary & Worksite Benefits insurance products and services include life, dental, group short- and long-term disability and accidental death and dismemberment (“AD&D”) coverages. In addition, the Group, Voluntary & Worksite Benefits segment offers property & casualty insurance, including private passenger automobile, homeowners and personal excess liability, which is offered to employees on a voluntary basis, long-term care, critical illness, vision and accident & health coverages, as well as prepaid legal plans.

Corporate Benefit Funding

The Corporate Benefit Funding segment offers a broad range of annuity and investment products, including guaranteed interest contracts and other stable value products, income annuities and separate account contracts for the investment management of defined benefit and defined contribution plan assets. This segment also includes structured settlements and certain products to fund postretirement benefits and company-, bank- or trust-owned life insurance used to finance nonqualified benefit programs for executives.

Latin America

The Latin America segment offers a broad range of products to both individuals and corporations, as well as other institutions and their respective employees, which include life insurance, accident & health insurance, group medical, dental, credit insurance, endowment and retirement & savings products written in Latin America. The Latin America segment also includes U.S. direct business, comprised of group and individual products sold through sponsoring organizations, affinity groups and direct to consumer. Products included are life, dental, group short- and long-term disability, AD&D coverages, property & casualty and other accident & health coverages, as well as non-insurance products such as identity protection.

Asia

The Asia segment offers a broad range of products to both individuals and corporations, as well as other institutions and their respective employees, which include whole life, term life, variable life, universal life, accident & health insurance, fixed and variable annuities, credit insurance and endowment products.

EMEA

The EMEA segment offers a broad range of products to both individuals and corporations, as well as other institutions and their respective employees, which include life insurance, accident & health insurance, credit insurance, annuities, endowment and retirement & savings products.

Corporate & Other

Corporate & Other contains the excess capital, as well as certain charges and activities, not allocated to the segments, including external integration costs, internal resource costs for associates committed to acquisitions, enterprise-wide strategic initiative restructuring charges, various start-up businesses (including expatriate benefits insurance and the investment management business through which the Company offers fee-based investment management services to institutional clients) and certain run-off businesses. Corporate & Other also includes assumed reinsurance of certain variable annuity products from the Company’s former operating joint venture in Japan. Under this in-force reinsurance agreement, the Company reinsures living and death benefit guarantees issued in connection with variable annuity products. Additionally, Corporate & Other includes interest expense related to the majority of the Company’s outstanding debt and expenses associated with certain legal proceedings and income tax audit issues. Corporate & Other also includes the elimination of intersegment amounts, which generally relate to intersegment loans, which bear interest rates commensurate with related borrowings.

Financial Measures and Segment Accounting Policies

Operating earnings is the measure of segment profit or loss the Company uses to evaluate segment performance and allocate resources. Consistent with GAAP guidance for segment reporting, operating earnings is the Company’s measure of segment performance and is reported below. Operating earnings should not be viewed as a substitute for

net income (loss). The Company believes the presentation of operating earnings as the Company measures it for management purposes enhances the understanding of its performance by highlighting the results of operations and the underlying profitability drivers of the business.

Operating earnings is defined as operating revenues less operating expenses, both net of income tax.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 2. Segment Information (continued)

Operating revenues and operating expenses exclude results of discontinued operations and other businesses that have been or will be sold or exited by MetLife and are referred to as divested businesses. In addition, for the three months ended March 31, 2016 and the six months ended June 30, 2016, operating revenues and operating expenses exclude the financial impact of converting the Company's Japan operations to calendar year-end reporting without retrospective application of this change to prior periods and is referred to as lag elimination. Operating revenues also excludes net investment gains (losses) and net derivative gains (losses). Operating expenses also excludes goodwill impairments.

The following additional adjustments are made to revenues, in the line items indicated, in calculating operating revenues:

Universal life and investment-type product policy fees excludes the amortization of unearned revenue related to net investment gains (losses) and net derivative gains (losses) and certain variable annuity guaranteed minimum income benefits ("GMIBs") fees ("GMIB Fees");

Net investment income: (i) includes investment hedge adjustments which represent earned income on derivatives and amortization of premium on derivatives that are hedges of investments or that are used to replicate certain investments, but do not qualify for hedge accounting treatment, (ii) includes income from discontinued real estate operations, (iii) excludes post-tax operating earnings adjustments relating to insurance joint ventures accounted for under the equity method, (iv) excludes certain amounts related to contractholder-directed unit-linked investments and (v) excludes certain amounts related to securitization entities that are VIEs consolidated under GAAP; and

Other revenues are adjusted for settlements of foreign currency earnings hedges.

The following additional adjustments are made to expenses, in the line items indicated, in calculating operating expenses:

Policyholder benefits and claims and policyholder dividends excludes: (i) changes in the policyholder dividend obligation related to net investment gains (losses) and net derivative gains (losses), (ii) inflation-indexed benefit adjustments associated with contracts backed by inflation-indexed investments and amounts associated with periodic crediting rate adjustments based on the total return of a contractually referenced pool of assets and other pass through adjustments, (iii) benefits and hedging costs related to GMIBs ("GMIB Costs") and (iv) market value adjustments associated with surrenders or terminations of contracts ("Market Value Adjustments");

Interest credited to policyholder account balances includes adjustments for earned income on derivatives and amortization of premium on derivatives that are hedges of policyholder account balances but do not qualify for hedge accounting treatment and excludes amounts related to net investment income earned on contractholder-directed unit-linked investments;

Amortization of deferred policy acquisition costs ("DAC") and value of business acquired ("VOBA") excludes amounts related to: (i) net investment gains (losses) and net derivative gains (losses), (ii) GMIB Fees and GMIB Costs and (iii) Market Value Adjustments;

Amortization of negative VOBA excludes amounts related to Market Value Adjustments;

Interest expense on debt excludes certain amounts related to securitization entities that are VIEs consolidated under GAAP; and

Other expenses excludes costs related to: (i) noncontrolling interests, (ii) implementation of new insurance regulatory requirements, and (iii) acquisition, integration and other costs.

Operating earnings also excludes the recognition of certain contingent assets and liabilities that could not be recognized at acquisition or adjusted for during the measurement period under GAAP business combination accounting guidance. In addition to the tax impact of the adjustments mentioned above, provision for income tax expense (benefit) also includes the impact related to the timing of certain tax credits, as well as certain tax reforms.

Set forth in the tables below is certain financial information with respect to the Company's segments, as well as Corporate & Other, for the three months and six months ended June 30, 2016 and 2015. The segment accounting policies are the same as those used to prepare the Company's consolidated financial statements, except for operating

earnings adjustments as defined above. In addition, segment accounting policies include the method of capital allocation described below.

Economic capital is an internally developed risk capital model, the purpose of which is to measure the risk in the business and to provide a basis upon which capital is deployed. The economic capital model accounts for the unique and specific nature of the risks inherent in the Company's business.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

2. Segment Information (continued)

The Company's economic capital model, coupled with considerations of local capital requirements, aligns segment allocated equity with emerging standards and consistent risk principles. The model applies statistics-based risk evaluation principles to the material risks to which the Company is exposed. These consistent risk principles include calibrating required economic capital shock factors to a specific confidence level and time horizon while applying an industry standard method for the inclusion of diversification benefits among risk types. The Company's management is responsible for the ongoing production and enhancement of the economic capital model and reviews its approach periodically to ensure that it remains consistent with emerging industry practice standards.

Segment net investment income is credited or charged based on the level of allocated equity; however, changes in allocated equity do not impact the Company's consolidated net investment income, operating earnings or net income (loss).

Net investment income is based upon the actual results of each segment's specifically identifiable investment portfolios adjusted for allocated equity. Other costs are allocated to each of the segments based upon: (i) a review of the nature of such costs; (ii) time studies analyzing the amount of employee compensation costs incurred by each segment; and (iii) cost estimates included in the Company's product pricing.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 2. Segment Information (continued)

Three Months Ended June 30, 2016	Operating Results									Total Adjustments Consolidate	
	Americas					Asia	Corporate		Total		
	Retail	Group, Voluntary & Worksite Benefits	Corporate Benefit Funding	Latin America	Total			EMEA & Other			
	(In millions)										
Revenues											
Premiums	\$1,695	\$4,276	\$517	\$716	\$7,204	\$1,681	\$519	\$13	\$9,417	\$—	\$9,417
Universal life and investment-type product policy fees	1,156	197	61	269	1,683	370	95	25	2,173	1132,286	
Net investment income	1,950	458	1,421	247	4,076	678	83	44	4,881	6	4,887
Other revenues	224	117	72	9	422	16	19	27	484	3	487
Net investment gains (losses)	—	—	—	—	—	—	—	—	—	266	266
Net derivative gains (losses)	—	—	—	—	—	—	—	—	—	(2,099)	(2,099)
Total revenues	5,025	5,048	2,071	1,241	13,385	2,745	716	109	16,955	(1,711)	15,244
Expenses											
Policyholder benefits and claims and policyholder dividends	2,937	3,990	1,181	645	8,753	1,324	283	25	10,385	21310,598	
Interest credited to policyholder account balances	525	37	313	84	959	324	30	1	1,314	1861,500	
Capitalization of DAC	(245)	(39)	(1)	(96)	(381)	(426)	(106)	(2)	(915)	—	(915)
Amortization of DAC and VOBA	487	39	4	75	605	304	103	3	1,015	(89)	921
Amortization of negative VOBA	—	—	—	—	—	(57)	(4)	—	(61)	(6)	(67)
Interest expense on debt	1	1	2	—	4	—	—	299	303	3	306
Other expenses	1,124	685	109	373	2,291	877	336	155	3,659	1423,801	
Total expenses	4,829	4,713	1,608	1,081	12,231	2,346	642	481	15,700	(356)	15,344
Provision for income tax expense (benefit)	12	114	161	32	319	140	10	(184)	285	(499)	214
Operating earnings	\$184	\$221	\$302	\$128	\$835	\$259	\$64	\$(188)	970		
Adjustments to:											
Total revenues									(1,711)		
Total expenses									356		
Provision for income tax (expense) benefit									499		
Net income (loss)									\$114		\$114

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 2. Segment Information (continued)

Three Months Ended June 30, 2015	Operating Results Americas										
	Retail	Group, Voluntary & Workplace Benefits	Corporate Benefit Funding	Latin America	Total	Asia	EMEA & Other	Corporate Total	Adjustments	Total Consolidated	
	(In millions)										
Revenues											
Premiums	\$1,747	\$4,104	\$319	\$783	\$6,953	\$1,809	\$525	\$26	\$9,313	\$(1)	\$9,312
Universal life and investment-type product policy fees	1,252	183	59	301	1,795	400	114	26	2,335	99	2,434
Net investment income	2,003	481	1,526	283	4,293	679	84	129	5,185	(238)	4,947
Other revenues	263	114	77	7	461	28	19	19	527	(9)	518
Net investment gains (losses)	—	—	—	—	—	—	—	—	—	(133)	(133)
Net derivative gains (losses)	—	—	—	—	—	—	—	—	—	(912)	(912)
Total revenues	5,265	4,882	1,981	1,374	13,502	2,916	742	200	17,360	(1,194)	16,166
Expenses											
Policyholder benefits and claims and policyholder dividends	2,373	3,805	933	744	7,855	1,375	265	8	9,503	180	9,683
Interest credited to policyholder account balances	551	38	294	89	972	328	34	8	1,342	(44)	1,298
Capitalization of DAC	(257)	(36)	(4)	(100)	(397)	(398)	(132)	—	(927)	—	(927)
Amortization of DAC and VOBA	400	39	6	86	531	336	133	1	1,001	(104)	897
Amortization of negative VOBA	—	—	—	(1)	(1)	(78)	(4)	—	(83)	(9)	(92)
Interest expense on debt	—	—	1	—	1	—	—	306	307	1	308
Other expenses	1,220	681	130	419	2,450	869	389	174	3,882	4	3,886
Total expenses	4,287	4,527	1,360	1,237	11,411	2,432	685	497	15,025	28	15,053
Provision for income tax expense (benefit)	288	124	215	21	648	59	7	(175)	539	(545)	(6)
Operating earnings	\$690	\$231	\$406	\$116	\$1,443	\$425	\$50	\$(122)	1,796		
Adjustments to:											
Total revenues									(1,194)		
Total expenses									(28)		
Provision for income tax (expense) benefit									545		
Net income (loss)									\$1,119		\$1,119



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 2. Segment Information (continued)

Six Months Ended June 30, 2016	Operating Results Americas										
	Retail	Group, Voluntary & Workplace Benefits	Corporate Benefit Funding	Latin America	Total	Asia	EMEA	Corporate & Other	Total	Adjustments	Total
	(In millions)										
<b>Revenues</b>											
Premiums	\$3,435	\$8,570	\$875	\$1,407	\$14,287	\$3,339	\$1,019	\$39	\$18,684	\$426	\$19,110
Universal life and investment-type product policy fees	2,305	382	141	537	3,365	720	190	49	4,324	306	4,630
Net investment income	3,830	905	2,763	504	8,002	1,296	163	126	9,587	(141)	9,446
Other revenues	439	248	142	16	845	33	39	54	971	3	974
Net investment gains (losses)	—	—	—	—	—	—	—	—	—	281	281
Net derivative gains (losses)	—	—	—	—	—	—	—	—	—	(764)	(764)
<b>Total revenues</b>	<b>10,009</b>	<b>10,105</b>	<b>3,921</b>	<b>2,464</b>	<b>26,499</b>	<b>5,388</b>	<b>1,411</b>	<b>268</b>	<b>33,566</b>	<b>111</b>	<b>33,677</b>
<b>Expenses</b>											
Policyholder benefits and claims and policyholder dividends	5,395	8,024	2,143	1,262	16,824	2,560	544	50	19,978	613	20,591
Interest credited to policyholder account balances	1,047	74	623	164	1,908	643	59	5	2,615	211	2,826
Capitalization of DAC	(500)	(75)	(1)	(193)	(769)	(811)	(207)	(4)	(1,791)	(105)	(1,896)
Amortization of DAC and VOBA	860	79	9	148	1,096	590	205	5	1,896	(780)	1,116
Amortization of negative VOBA	—	—	—	—	—	(121)	(7)	—	(128)	(38)	(166)
Interest expense on debt	3	1	4	—	8	—	—	607	615	3	618
Other expenses	2,273	1,397	229	744	4,643	1,728	669	329	7,369	397	7,766
<b>Total expenses</b>	<b>9,078</b>	<b>9,500</b>	<b>3,007</b>	<b>2,125</b>	<b>23,710</b>	<b>4,589</b>	<b>1,263</b>	<b>992</b>	<b>30,554</b>	<b>301</b>	<b>30,855</b>
Provision for income tax expense (benefit)	215	210	317	74	816	235	21	(365)	707	(202)	505
<b>Operating earnings</b>	<b>\$716</b>	<b>\$395</b>	<b>\$597</b>	<b>\$265</b>	<b>\$1,973</b>	<b>\$564</b>	<b>\$127</b>	<b>\$(359)</b>	<b>2,305</b>		
Adjustments to:											
Total revenues									111		
Total expenses									(301)		
Provision for income tax (expense) benefit									202		
<b>Net income (loss)</b>									<b>\$2,317</b>		<b>\$2,317</b>

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 2. Segment Information (continued)

Six Months Ended June 30, 2015	Operating Results Americas										
	Retail	Group, Voluntary & Workplace Benefits	Corporate Benefit Funding	Latin America	Total	Asia	EMEA	Corporate & Other	Total	Adjustment	Total Consolidated
	(In millions)										
<b>Revenues</b>											
Premiums	\$3,496	\$8,221	\$737	\$1,482	\$13,936	\$3,561	\$1,033	\$36	\$18,566	\$(1)	\$18,565
Universal life and investment-type product policy fees	2,488	371	113	595	3,567	797	216	49	4,629	199	4,828
Net investment income	3,983	959	2,956	501	8,399	1,363	167	238	10,167	241	10,408
Other revenues	514	227	148	17	906	56	29	39	1,030	(17)	1,013
Net investment gains (losses)	—	—	—	—	—	—	—	—	—	153	153
Net derivative gains (losses)	—	—	—	—	—	—	—	—	—	(91)	(91)
<b>Total revenues</b>	<b>10,481</b>	<b>9,778</b>	<b>3,954</b>	<b>2,595</b>	<b>26,808</b>	<b>5,777</b>	<b>1,445</b>	<b>362</b>	<b>34,392</b>	<b>484</b>	<b>34,876</b>
<b>Expenses</b>											
Policyholder benefits and claims and policyholder dividends	4,822	7,640	1,924	1,325	15,711	2,715	504	20	18,950	329	19,279
Interest credited to policyholder account balances	1,093	75	587	175	1,930	665	64	14	2,673	620	3,293
Capitalization of DAC	(504)	(72)	(10)	(211)	(797)	(833)	(265)	—	(1,895)	—	(1,895)
Amortization of DAC and VOBA	775	80	11	164	1,030	662	261	1	1,954	(32)	1,922
Amortization of negative VOBA	—	—	—	(1)	(1)	(164)	(8)	—	(173)	(19)	(192)
Interest expense on debt	(1)	—	2	—	1	—	—	603	604	2	606
Other expenses	2,396	1,345	254	844	4,839	1,773	751	319	7,682	9	7,691
<b>Total expenses</b>	<b>8,581</b>	<b>9,068</b>	<b>2,768</b>	<b>2,296</b>	<b>22,713</b>	<b>4,818</b>	<b>1,307</b>	<b>957</b>	<b>29,795</b>	<b>909</b>	<b>30,704</b>
Provision for income tax expense (benefit)	557	251	411	52	1,271	207	18	(363)	1,133	(243)	890
<b>Operating earnings</b>	<b>\$1,343</b>	<b>\$459</b>	<b>\$775</b>	<b>\$247</b>	<b>\$2,824</b>	<b>\$752</b>	<b>\$120</b>	<b>\$(232)</b>	<b>3,464</b>		
Adjustments to:											
Total revenues									484		
Total expenses									(909)		
Provision for income tax (expense) benefit									243		
<b>Net income (loss)</b>									<b>\$3,282</b>		<b>\$3,282</b>

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 2. Segment Information (continued)

The following table presents total assets with respect to the Company's segments, as well as Corporate & Other, at:

	June 30, 2016	December 31, 2015
	(In millions)	
Retail	\$364,611	\$347,257
Group, Voluntary & Worksite Benefits	51,721	46,476
Corporate Benefit Funding	236,311	225,015
Latin America	68,971	65,266
Asia	131,537	113,895
EMEA	27,007	26,767
Corporate & Other	62,409	53,257
Total	\$942,567	\$877,933

## 3. Disposition

In July 2016, MetLife, Inc. completed the sale to Massachusetts Mutual Life Insurance Company ("MassMutual") of MetLife's U.S. Retail advisor force and certain assets associated with the MetLife Premier Client Group, including all of the issued and outstanding shares of MetLife's affiliated broker-dealer, MetLife Securities, Inc. ("MSI"), a wholly-owned subsidiary of MetLife, Inc. (collectively, the "U.S. Retail Advisor Force Divestiture") for \$280 million. MassMutual assumed all of the liabilities related to such assets and that arise or occur after the closing of the sale. The Company expects to record a gain of approximately \$45 million, net of income tax, in the third quarter of 2016. Offsetting the gain will be certain charges that were recorded during the three months and six months ended June 30, 2016. See Notes 8 and 11.

## 4. Insurance

## Guarantees

As discussed in Notes 1 and 4 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report, the Company issues directly and assumes through reinsurance variable annuity products with guaranteed minimum benefits. Guaranteed minimum accumulation benefits ("GMABs") and the portions of both non-life-contingent guaranteed minimum withdrawal benefits ("GMWBs") and the GMIBs that do not require annuitization are accounted for as embedded derivatives in policyholder account balances and are further discussed in Note 7.

The Company also issues other annuity contracts that apply a lower rate on funds deposited if the contractholder elects to surrender the contract for cash and a higher rate if the contractholder elects to annuitize. These guarantees include benefits that are payable in the event of death, maturity or at annuitization. Certain other annuity contracts contain guaranteed annuitization benefits that may be above what would be provided by the current account value of the contract. Additionally, the Company issues universal and variable life contracts where the Company contractually guarantees to the contractholder a secondary guarantee or a guaranteed paid-up benefit.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 4. Insurance (continued)

Information regarding the Company's guarantee exposure, which includes direct and assumed business, but excludes offsets from hedging or ceded reinsurance, if any, was as follows at:

	June 30, 2016		December 31, 2015		
	In the Event of Death	At Annuitization	In the Event of Death	At Annuitization	
(Dollars in millions)					
Annuity Contracts (1):					
Variable Annuity Guarantees:					
Total account value (2), (3)	\$ 180,789	\$ 91,042	\$ 181,413	\$ 91,240	
Separate account value	\$ 151,174	\$ 87,414	\$ 151,901	\$ 87,841	
Net amount at risk (2)	\$ 9,916	(4) \$ 4,150	(5) \$ 10,339	(4) \$ 2,762	(5)
Average attained age of contractholders	66 years	66 years	66 years	66 years	
Other Annuity Guarantees:					
Total account value (3)	N/A	\$ 1,514	N/A	\$ 1,560	
Net amount at risk	N/A	\$ 401	(6) N/A	\$ 422	(6)
Average attained age of contractholders	N/A	51 years	N/A	51 years	
(Dollars in millions)					
Universal and Variable Life Contracts (1):					
Total account value (3)	\$ 17,273	\$ 3,408	\$ 17,211	\$ 3,461	
Net amount at risk (7)	\$ 175,990	\$ 18,514	\$ 175,958	\$ 19,047	
Average attained age of policyholders	57 years	62 years	57 years	62 years	

(1) The Company's annuity and life contracts with guarantees may offer more than one type of guarantee in each contract. Therefore, the amounts listed above may not be mutually exclusive.

(2) Includes amounts, which are not reported on the consolidated balance sheets, from assumed reinsurance of certain variable annuity products from the Company's former operating joint venture in Japan.

(3) Includes the contractholder's investments in the general account and separate account, if applicable.

(4) Defined as the death benefit less the total account value, as of the balance sheet date. It represents the amount of the claim that the Company would incur if death claims were filed on all contracts on the balance sheet date and includes any additional contractual claims associated with riders purchased to assist with covering income taxes payable upon death.

(5) Defined as the amount (if any) that would be required to be added to the total account value to purchase a lifetime income stream, based on current annuity rates, equal to the minimum amount provided under the guaranteed benefit. This amount represents the Company's potential economic exposure to such guarantees in the event all contractholders were to annuitize on the balance sheet date, even though the contracts contain terms that allow annuitization of the guaranteed amount only after the 10th anniversary of the contract, which not all contractholders have achieved.

(6) Defined as either the excess of the upper tier, adjusted for a profit margin, less the lower tier, as of the balance sheet date or the amount (if any) that would be required to be added to the total account value to purchase a lifetime income stream, based on current annuity rates, equal to the minimum amount provided under the guaranteed benefit. These amounts represent the Company's potential economic exposure to such guarantees in the event all contractholders were to annuitize on the balance sheet date.

(7)

Defined as the guarantee amount less the account value, as of the balance sheet date. It represents the amount of the claim that the Company would incur if death claims were filed on all contracts on the balance sheet date.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 5. Closed Block

On April 7, 2000 (the “Demutualization Date”), Metropolitan Life Insurance Company (“MLIC”) converted from a mutual life insurance company to a stock life insurance company and became a wholly-owned subsidiary of MetLife, Inc. The conversion was pursuant to an order by the New York Superintendent of Insurance approving MLIC’s plan of reorganization, as amended (the “Plan of Reorganization”). On the Demutualization Date, MLIC established a closed block for the benefit of holders of certain individual life insurance policies of MLIC.

Experience within the closed block, in particular mortality and investment yields, as well as realized and unrealized gains and losses, directly impact the policyholder dividend obligation. Amortization of the closed block DAC, which resides outside of the closed block, is based upon cumulative actual and expected earnings within the closed block.

Accordingly, the Company’s net income continues to be sensitive to the actual performance of the closed block.

Closed block assets, liabilities, revenues and expenses are combined on a line-by-line basis with the assets, liabilities, revenues and expenses outside the closed block based on the nature of the particular item.

Information regarding the closed block liabilities and assets designated to the closed block was as follows at:

	June 30, 2016	December 31, 2015
	(In millions)	
Closed Block Liabilities		
Future policy benefits	\$40,976	\$41,278
Other policy-related balances	240	249
Policyholder dividends payable	491	468
Policyholder dividend obligation	3,343	1,783
Other liabilities	726	380
Total closed block liabilities	45,776	44,158
Assets Designated to the Closed Block		
Investments:		
Fixed maturity securities available-for-sale, at estimated fair value	29,404	27,556
Equity securities available-for-sale, at estimated fair value	110	111
Mortgage loans	5,825	6,022
Policy loans	4,558	4,642
Real estate and real estate joint ventures	566	462
Other invested assets	1,106	1,066
Total investments	41,569	39,859
Cash and cash equivalents	220	236
Accrued investment income	463	474
Premiums, reinsurance and other receivables	51	56
Current income tax recoverable	—	11
Deferred income tax assets	200	234
Total assets designated to the closed block	42,503	40,870
Excess of closed block liabilities over assets designated to the closed block	3,273	3,288
Amounts included in accumulated other comprehensive income (loss) (“AOCI”)		
Unrealized investment gains (losses), net of income tax	2,435	1,382
Unrealized gains (losses) on derivatives, net of income tax	100	76
Allocated to policyholder dividend obligation, net of income tax	(2,173 )	(1,159 )
Total amounts included in AOCI	362	299
Maximum future earnings to be recognized from closed block assets and liabilities	\$3,635	\$3,587



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 5. Closed Block (continued)

Information regarding the closed block policyholder dividend obligation was as follows:

	Six Months Ended June 30, 2016	Year Ended December 31, 2015
	(In millions)	
Balance, beginning of period	\$1,783	\$ 3,155
Change in unrealized investment and derivative gains (losses)	1,560	(1,372 )
Balance, end of period	\$3,343	\$ 1,783

Information regarding the closed block revenues and expenses was as follows:

	Three Months Ended June 30, 2016 2015		Six Months Ended June 30, 2016 2015	
	(In millions)			
Revenues				
Premiums	\$444	\$457	\$861	\$887
Net investment income	469	498	949	1,013
Net investment gains (losses)	12	2	(16 )	1
Net derivative gains (losses)	4	(13 )	(7 )	12
Total revenues	929	944	1,787	1,913
Expenses				
Policyholder benefits and claims	632	643	1,242	1,251
Policyholder dividends	246	244	491	484
Other expenses	35	36	67	73
Total expenses	913	923	1,800	1,808
Revenues, net of expenses before provision for income tax expense (benefit)	16	21	(13 )	105
Provision for income tax expense (benefit)	6	8	(5 )	37
Revenues, net of expenses and provision for income tax expense (benefit)	\$10	\$13	\$(8 )	\$68

MLIC charges the closed block with federal income taxes, state and local premium taxes and other state or local taxes, as well as investment management expenses relating to the closed block as provided in the Plan of Reorganization.

MLIC also charges the closed block for expenses of maintaining the policies included in the closed block.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments

## Fixed Maturity and Equity Securities Available-for-Sale

## Fixed Maturity and Equity Securities Available-for-Sale by Sector

The following table presents the fixed maturity and equity securities available-for-sale (“AFS”) by sector. Redeemable preferred stock is reported within U.S. corporate and foreign corporate fixed maturity securities and non-redeemable preferred stock is reported within equity securities. Included within fixed maturity securities are structured securities including residential mortgage-backed securities (“RMBS”), asset-backed securities (“ABS”) and commercial mortgage-backed securities (“CMBS”) (collectively, “Structured Securities”).

	June 30, 2016					December 31, 2015				
	Cost or Amortized Cost	Gross Gains	Unrealized Temporary Losses	OTTI Losses	Estimated Fair Value	Cost or Amortized Cost	Gross Gains	Unrealized Temporary Losses	OTTI Losses	Estimated Fair Value
(In millions)										
Fixed maturity securities:										
U.S. corporate	\$95,218	\$10,302	\$905	\$—	\$104,615	\$96,466	\$6,583	\$2,255	\$—	\$100,794
U.S. government and agency	59,591	10,167	21	—	69,737	56,499	5,373	226	—	61,646
Foreign corporate	56,813	3,865	1,466	—	59,212	56,003	3,019	1,822	2	57,198
Foreign government	52,293	10,113	145	—	62,261	45,451	5,269	221	—	50,499
RMBS	43,223	1,790	364	51	44,598	37,914	1,366	424	59	38,797
State and political subdivision	14,403	3,024	11	6	17,410	13,723	1,795	67	10	15,441
ABS	16,689	141	309	3	16,518	14,498	131	229	6	14,394
CMBS (1)	12,591	660	95	(1)	13,157	12,410	347	125	(1)	12,633
Total fixed maturity securities	\$350,821	\$40,062	\$3,316	\$59	\$387,508	\$332,964	\$23,883	\$5,369	\$76	\$351,402
Equity securities:										
Common stock	\$2,013	\$431	\$18	\$—	\$2,426	\$1,962	\$397	\$107	\$—	\$2,252
Non-redeemable preferred stock	901	70	64	—	907	1,035	85	51	—	1,069
Total equity securities	\$2,914	\$501	\$82	\$—	\$3,333	\$2,997	\$482	\$158	\$—	\$3,321

The noncredit loss component of other-than-temporary impairment (“OTTI”) losses for CMBS was in an unrealized gain position of \$1 million at both June 30, 2016 and December 31, 2015, due to increases in estimated fair value subsequent to initial recognition of noncredit losses on such securities. See also “— Net Unrealized Investment Gains (Losses).”

The Company held non-income producing fixed maturity securities with an estimated fair value of \$115 million and \$54 million with unrealized gains (losses) of \$6 million and \$12 million at June 30, 2016 and December 31, 2015, respectively.

## Maturities of Fixed Maturity Securities

The amortized cost and estimated fair value of fixed maturity securities, by contractual maturity date, were as follows at June 30, 2016:

Due in One Year or Less	Due After One Year	Due After Five Years	Due After Ten Years	Structured Securities	Total Fixed Maturity Securities

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Through Through  
 Five Ten  
 Years Years

(In millions)

Amortized cost	\$ 13,404	\$ 80,755	\$ 69,842	\$ 114,317	\$ 72,503	\$ 350,821
Estimated fair value	\$ 13,499	\$ 85,064	\$ 74,476	\$ 140,196	\$ 74,273	\$ 387,508

Actual maturities may differ from contractual maturities due to the exercise of call or prepayment options. Fixed maturity securities not due at a single maturity date have been presented in the year of final contractual maturity. Structured Securities are shown separately, as they are not due at a single maturity.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

## Continuous Gross Unrealized Losses for Fixed Maturity and Equity Securities AFS by Sector

The following table presents the estimated fair value and gross unrealized losses of fixed maturity and equity securities AFS in an unrealized loss position, aggregated by sector and by length of time that the securities have been in a continuous unrealized loss position.

	June 30, 2016				December 31, 2015			
	Less than 12 Months		Equal to or Greater than 12 Months		Less than 12 Months		Equal to or Greater than 12 Months	
	Estimated Fair Value	Gross Unrealized Losses	Estimated Fair Value	Gross Unrealized Losses	Estimated Fair Value	Gross Unrealized Losses	Estimated Fair Value	Gross Unrealized Losses
	(Dollars in millions)							
Fixed maturity securities:								
U.S. corporate	\$7,932	\$ 394	\$5,581	\$ 511	\$27,526	\$ 1,629	\$3,762	\$ 626
U.S. government and agency	1,026	3	164	18	19,628	222	298	4
Foreign corporate	8,135	585	6,477	881	14,447	911	5,251	913
Foreign government	1,298	83	807	62	3,530	166	429	55
RMBS	5,221	183	3,033	232	13,467	287	2,431	196
State and political subdivision	172	3	89	14	1,618	55	168	22
ABS	5,136	176	4,555	136	7,329	124	2,823	111
CMBS	900	45	982	49	4,876	81	637	43
Total fixed maturity securities	\$29,820	\$ 1,472	\$21,688	\$ 1,903	\$92,421	\$ 3,475	\$ 15,799	\$ 1,970
Equity securities:								
Common stock	\$114	\$ 18	\$7	\$ —	\$203	\$ 105	\$20	\$ 2
Non-redeemable preferred stock	50	6	168	58	79	2	200	49
Total equity securities	\$164	\$ 24	\$175	\$ 58	\$282	\$ 107	\$220	\$ 51
Total number of securities in an unrealized loss position	2,783		1,965		6,366		1,489	

## Evaluation of AFS Securities for OTTI and Evaluating Temporarily Impaired AFS Securities

As described more fully in Notes 1 and 8 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report, the Company performs a regular evaluation of all investment classes for impairment, including fixed maturity securities, equity securities and perpetual hybrid securities, in accordance with its impairment policy, in order to evaluate whether such investments are other-than-temporarily impaired.

## Current Period Evaluation

Based on the Company's current evaluation of its AFS securities in an unrealized loss position in accordance with its impairment policy, and the Company's current intentions and assessments (as applicable to the type of security) about holding, selling and any requirements to sell these securities, the Company concluded that these securities were not other-than-temporarily impaired at June 30, 2016. Future OTTI will depend primarily on economic fundamentals, issuer performance (including changes in the present value of future cash flows expected to be collected), changes in credit ratings, collateral valuation, interest rates and credit spreads. If economic fundamentals deteriorate or if there are adverse changes in the above factors, OTTI may be incurred in upcoming periods.

Gross unrealized losses on fixed maturity securities decreased \$2.0 billion during the six months ended June 30, 2016 to \$3.4 billion. The decrease in gross unrealized losses for the six months ended June 30, 2016 was primarily attributable to a decrease in interest rates and, to a lesser extent, narrowing credit spreads and the impact of strengthening foreign currencies on non-functional currency denominated fixed maturity securities.

At June 30, 2016, \$418 million of the total \$3.4 billion of gross unrealized losses were from 129 fixed maturity securities with an unrealized loss position of 20% or more of amortized cost for six months or greater.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

## Investment Grade Fixed Maturity Securities

Of the \$418 million of gross unrealized losses on fixed maturity securities with an unrealized loss of 20% or more of amortized cost for six months or greater, \$228 million, or 55%, were related to gross unrealized losses on 60 investment grade fixed maturity securities. Unrealized losses on investment grade fixed maturity securities are principally related to widening credit spreads and, with respect to fixed-rate fixed maturity securities, rising interest rates since purchase.

## Below Investment Grade Fixed Maturity Securities

Of the \$418 million of gross unrealized losses on fixed maturity securities with an unrealized loss of 20% or more of amortized cost for six months or greater, \$190 million, or 45%, were related to gross unrealized losses on 69 below investment grade fixed maturity securities. Unrealized losses on below investment grade fixed maturity securities are principally related to U.S. and foreign corporate securities (primarily industrial securities) and are the result of significantly wider credit spreads resulting from higher risk premiums since purchase, largely due to economic and market uncertainties including concerns over lower oil prices in the energy sector. Management evaluates U.S. and foreign corporate securities based on factors such as expected cash flows and the financial condition and near-term and long-term prospects of the issuers.

## Equity Securities

Gross unrealized losses on equity securities decreased \$76 million during the six months ended June 30, 2016 to \$82 million. Of the \$82 million, \$49 million were from seven securities with gross unrealized losses of 20% or more of cost for 12 months or greater. Of the \$49 million, 63% were rated A or better, and all were from financial services industry investment grade non-redeemable preferred stock.

## Mortgage Loans

## Mortgage Loans by Portfolio Segment

Mortgage loans are summarized as follows at:

	June 30, 2016		December 31, 2015	
	Carrying Value	% of Total	Carrying Value	% of Total
	(Dollars in millions)			
Mortgage loans:				
Commercial	\$45,165	65.1 %	\$44,012	65.6 %
Agricultural	13,434	19.4	13,188	19.6
Residential	10,659	15.4	9,734	14.5
Subtotal (1)	69,258	99.9	66,934	99.7
Valuation allowances	(467)	(0.7)	(318)	(0.5)
Subtotal mortgage loans, net	68,791	99.2	66,616	99.2
Residential — FVO	449	0.6	314	0.5
Commercial mortgage loans held by CSEs — FVO	159	0.2	172	0.3
Total mortgage loans, net	\$69,399	100.0 %	\$67,102	100.0 %

Purchases of mortgage loans were \$1.2 billion and \$1.4 billion for the three months and six months ended June 30, (1)2016, respectively, and \$785 million and \$2.2 billion for the three months and six months ended June 30, 2015, respectively.

See “— Variable Interest Entities” for discussion of consolidated securitization entities (“CSEs”).

Information on commercial, agricultural and residential mortgage loans is presented in the tables below. Information on residential — FVO and commercial mortgage loans held by CSEs — FVO is presented in Note 8. The Company elects the FVO for certain mortgage loans and related long-term debt that are managed on a total return basis.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

## Mortgage Loans, Valuation Allowance and Impaired Loans by Portfolio Segment

Mortgage loans by portfolio segment, by method of evaluation of credit loss, impaired mortgage loans including those modified in a troubled debt restructuring, and the related valuation allowances, were as follows at:

	Evaluated Individually for Credit Losses			Impaired Loans		Evaluated Collectively for Credit Losses		Impaired Loans
	Impaired Loans with a Valuation Allowance			without a Valuation Allowance		Recorded Investment	Valuation Allowances	Carrying Value
	Unpaid Principal Balance	Recorded Investment	Valuation Allowances	Unpaid Principal Balance	Recorded Investment			
(In millions)								
June 30, 2016								
Commercial	\$176	\$ 157	\$ 143	\$12	\$ 12	\$44,996	\$ 224	\$ 26
Agricultural	16	13	1	39	38	13,383	40	50
Residential	—	—	—	205	189	10,470	59	189
Total	\$192	\$ 170	\$ 144	\$256	\$ 239	\$68,849	\$ 323	\$ 265
December 31, 2015								
Commercial	\$—	\$ —	\$ —	\$57	\$ 57	\$43,955	\$ 217	\$ 57
Agricultural	49	47	3	22	21	13,120	39	65
Residential	—	—	—	141	131	9,603	59	131
Total	\$49	\$ 47	\$ 3	\$220	\$ 209	\$66,678	\$ 315	\$ 253

The average recorded investment for impaired commercial, agricultural and residential mortgage loans was \$184 million, \$52 million and \$175 million, respectively, for the three months ended June 30, 2016; and \$142 million, \$57 million and \$160 million, respectively, for the six months ended June 30, 2016.

The average recorded investment for impaired commercial, agricultural and residential mortgage loans was \$160 million, \$64 million and \$70 million, respectively, for the three months ended June 30, 2015; and \$165 million, \$63 million and \$59 million, respectively, for the six months ended June 30, 2015.

## Valuation Allowance Rollforward by Portfolio Segment

The changes in the valuation allowance, by portfolio segment, were as follows:

	Six Months Ended June 30, 2016				2015			
	Commercial	Agricultural	Residential	Total	Commercial	Agricultural	Residential	Total
(In millions)								
Balance, beginning of period	\$217	\$ 42	\$ 59	\$318	\$224	\$ 39	\$ 42	\$305
Provision (release)	150	1	7	158	4	2	23	29
Charge-offs, net of recoveries	—	(2)	(7)	(9)	—	—	(9)	(9)
Balance, end of period	\$367	\$ 41	\$ 59	\$467	\$228	\$ 41	\$ 56	\$325

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

## Credit Quality of Commercial Mortgage Loans

The credit quality of commercial mortgage loans was as follows at:

	Recorded Investment			Total	% of Total	Estimated Fair Value	% of Total
	> 1.20x	1.00x - 1.20x	< 1.00x				
(Dollars in millions)							
June 30, 2016							
Loan-to-value ratios:							
Less than 65%	\$39,346	\$ 1,095	\$ 670	\$41,111	91.0 %	\$ 43,055	91.6 %
65% to 75%	3,330	76	171	3,577	7.9	3,627	7.7
76% to 80%	26	—	2	28	0.1	25	0.1
Greater than 80%	384	53	12	449	1.0	295	0.6
Total	\$43,086	\$ 1,224	\$ 855	\$45,165	100 %	\$ 47,002	100 %
December 31, 2015							
Loan-to-value ratios:							
Less than 65%	\$38,163	\$ 1,063	\$ 544	\$39,770	90.4 %	\$ 40,921	90.7 %
65% to 75%	3,270	138	76	3,484	7.9	3,451	7.7
76% to 80%	—	—	—	—	—	—	—
Greater than 80%	381	140	237	758	1.7	732	1.6
Total	\$41,814	\$ 1,341	\$ 857	\$44,012	100.0%	\$ 45,104	100.0%

## Credit Quality of Agricultural Mortgage Loans

The credit quality of agricultural mortgage loans was as follows at:

	June 30, 2016		December 31, 2015	
	Recorded Investment	% of total	Recorded Investment	% of total
(Dollars in millions)				
Loan-to-value ratios:				
Less than 65%	\$12,711	94.6 %	\$12,399	94.0 %
65% to 75%	656	4.9	710	5.4
76% to 80%	20	0.1	21	0.2
Greater than 80%	47	0.4	58	0.4
Total	\$13,434	100.0%	\$13,188	100.0%

The estimated fair value of agricultural mortgage loans was \$13.9 billion and \$13.5 billion at June 30, 2016 and December 31, 2015, respectively.

## Credit Quality of Residential Mortgage Loans

The credit quality of residential mortgage loans was as follows at:

	June 30, 2016		December 31, 2015	
	Recorded Investment	% of total	Recorded Investment	% of total
(Dollars in millions)				
Performance indicators:				
Performing	\$10,326	96.9 %	\$9,408	96.7 %
Nonperforming	333	3.1	326	3.3
Total	\$10,659	100.0%	\$9,734	100.0%





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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

The estimated fair value of residential mortgage loans was \$11.0 billion and \$9.9 billion at June 30, 2016 and December 31, 2015, respectively.

## Past Due and Interest Accrual Status of Mortgage Loans

The Company has a high quality, well performing mortgage loan portfolio, with 99% of all mortgage loans classified as performing at both June 30, 2016 and December 31, 2015. The Company defines delinquency consistent with industry practice, when mortgage loans are past due as follows: commercial and residential mortgage loans — 60 days and agricultural mortgage loans — 90 days. The past due and accrual status of mortgage loans at recorded investment, prior to valuation allowances, by portfolio segment, were as follows at:

	Past Due		Nonaccrual Status	
	June 30, 2016	December 31, 2015	June 30, 2016	December 31, 2015
	(In millions)			
Commercial	\$—	\$ 2	\$—	\$ —
Agricultural	118	103	39	46
Residential	333	326	320	318
Total	\$451	\$ 431	\$359	\$ 364

## Mortgage Loans Modified in a Troubled Debt Restructuring

During both the three months and six months ended June 30, 2016 and 2015, the Company did not have a significant amount of mortgage loans modified in a troubled debt restructuring.

## Cash Equivalents

The carrying value of cash equivalents, which includes securities and other investments with an original or remaining maturity of three months or less at the time of purchase, was \$7.9 billion and \$7.5 billion at June 30, 2016 and December 31, 2015, respectively.

## Net Unrealized Investment Gains (Losses)

Unrealized investment gains (losses) on fixed maturity and equity securities AFS and the effect on DAC, VOBA, deferred sales inducements (“DSI”), future policy benefits and the policyholder dividend obligation, that would result from the realization of the unrealized gains (losses), are included in net unrealized investment gains (losses) in AOCI. The components of net unrealized investment gains (losses), included in AOCI, were as follows:

	June 30, 2016	December 31, 2015
	(In millions)	
Fixed maturity securities	\$36,633	\$ 18,164
Fixed maturity securities with noncredit OTTI losses included in AOCI	(59 )	(76 )
Total fixed maturity securities	36,574	18,088
Equity securities	558	422
Derivatives	3,766	2,350
Other	333	287
Subtotal	41,231	21,147
Amounts allocated from:		
Future policy benefits	(4,410 )	(163 )
DAC and VOBA related to noncredit OTTI losses recognized in AOCI	(2 )	—
DAC, VOBA and DSI	(2,380 )	(1,273 )
Policyholder dividend obligation	(3,343 )	(1,783 )
Subtotal	(10,135 )	(3,219 )
Deferred income tax benefit (expense) related to noncredit OTTI losses recognized in AOCI	23	27
Deferred income tax benefit (expense)	(10,473 )	(6,151 )

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Net unrealized investment gains (losses)	20,646	11,804
Net unrealized investment gains (losses) attributable to noncontrolling interests	(11 )	(31 )
Net unrealized investment gains (losses) attributable to MetLife, Inc.	\$20,635	\$ 11,773

The changes in fixed maturity securities with noncredit OTTI losses included in AOCI were as follows:

	Six Months Ended June 30, 2016	Year Ended December 31, 2015
	(In millions)	
Balance, beginning of period	\$(76)	\$(112 )
Noncredit OTTI losses and subsequent changes recognized	6	6
Securities sold with previous noncredit OTTI loss	23	125
Subsequent changes in estimated fair value	(12 )	(95 )
Balance, end of period	\$(59)	\$(76 )

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

The changes in net unrealized investment gains (losses) were as follows:

	Six Months Ended June 30, 2016 (In millions)
Balance, beginning of period	\$ 11,773
Fixed maturity securities on which noncredit OTTI losses have been recognized	17
Unrealized investment gains (losses) during the period	20,067
Unrealized investment gains (losses) relating to:	
Future policy benefits	(4,247 )
DAC and VOBA related to noncredit OTTI losses recognized in AOCI	(2 )
DAC, VOBA and DSI	(1,107 )
Policyholder dividend obligation	(1,560 )
Deferred income tax benefit (expense) related to noncredit OTTI losses recognized in AOCI	(4 )
Deferred income tax benefit (expense)	(4,322 )
Net unrealized investment gains (losses)	20,615
Net unrealized investment gains (losses) attributable to noncontrolling interests	20
Balance, end of period	\$ 20,635
Change in net unrealized investment gains (losses)	\$ 8,842
Change in net unrealized investment gains (losses) attributable to noncontrolling interests	20
Change in net unrealized investment gains (losses) attributable to MetLife, Inc.	\$ 8,862

## Concentrations of Credit Risk

Investments in any counterparty that were greater than 10% of the Company's equity, other than the U.S. government and its agencies, were in fixed income securities of the Japanese government and its agencies with an estimated fair value of \$29.0 billion and \$20.9 billion at June 30, 2016 and December 31, 2015, respectively. The Company's investment in fixed maturity and equity securities to counterparties that primarily conduct business in Japan, including Japan government and agency fixed maturity securities, was \$33.5 billion and \$25.4 billion at June 30, 2016 and December 31, 2015, respectively.

## Securities Lending

Elements of the securities lending program are presented below at:

	June 30, 2016	December 31, 2015
	(In millions)	
Securities on loan: (1)		
Amortized cost	\$26,471	\$ 27,223
Estimated fair value	\$31,392	\$ 29,646
Cash collateral on deposit from counterparties (2)	\$32,006	\$ 30,197
Security collateral on deposit from counterparties (3)	\$198	\$ 50
Reinvestment portfolio — estimated fair value	\$32,330	\$ 30,258

(1) Included within fixed maturity securities, short-term investments and cash equivalents. At June 30, 2016, both (1) amortized cost and estimated fair value also included \$106 million, at estimated fair value, of securities which are not reflected on the consolidated financial statements.

(2) Included within payables for collateral under securities loaned and other transactions.

(3)

Security collateral on deposit from counterparties may not be sold or re-pledged, unless the counterparty is in default, and is not reflected on the consolidated financial statements.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

The cash collateral liability by loaned security type and remaining tenor of the agreements were as follows at:

	June 30, 2016				
	Remaining Tenor of Securities Lending Agreements				
	Open (1)	1 Month or Less	1 to 6 Months	Total	% of Total
	(Dollars in millions)				
Cash collateral liability by loaned security type:					
U.S. government and agency	\$8,379	\$9,517	\$11,514	\$29,410	91.9%
Agency RMBS	—	—	1,265	1,265	4.0
Foreign government	—	911	—	911	2.8
U.S. corporate	7	401	—	408	1.3
Foreign corporate	—	12	—	12	—
Total	\$8,386	\$10,841	\$12,779	\$32,006	100%
	December 31, 2015				
	Remaining Tenor of Securities Lending Agreements				
	Open (1)	1 Month or Less	1 to 6 Months	Total	% of Total
	(Dollars in millions)				
Cash collateral liability by loaned security type:					
U.S. government and agency	\$10,116	\$11,157	\$5,986	\$27,259	90.3%
Agency RMBS	—	951	600	1,551	5.1
Foreign government	2	510	486	998	3.3
U.S. corporate	9	380	—	389	1.3
Foreign corporate	—	—	—	—	—
Total	\$10,127	\$12,998	\$7,072	\$30,197	100%

(1) The related loaned security could be returned to the Company on the next business day which would require the Company to immediately return the cash collateral.

If the Company is required to return significant amounts of cash collateral on short notice and is forced to sell securities to meet the return obligation, it may have difficulty selling such collateral that is invested in securities in a timely manner, be forced to sell securities in a volatile or illiquid market for less than what otherwise would have been realized under normal market conditions, or both. The estimated fair value of the securities on loan related to the cash collateral on open at June 30, 2016 was \$8.2 billion, over 99% of which were U.S. government and agency securities which, if put back to the Company, could be immediately sold to satisfy the cash requirement.

The reinvestment portfolio acquired with the cash collateral consisted principally of fixed maturity securities (including U.S. government and agency, agency RMBS, ABS, short-term investments and U.S. corporate securities) with 65% invested in U.S. government and agency securities, agency RMBS, short-term investments, or held in cash and cash equivalents. If the securities on loan or the reinvestment portfolio become less liquid, the Company has the liquidity resources of most of its general account available to meet any potential cash demands when securities on loan are put back to the Company.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

## Repurchase Agreement Transactions

The Company participates in short-term repurchase agreements and reverse repurchase agreements with unaffiliated financial institutions. Under these agreements, the Company lends fixed maturity securities and contemporaneously borrows other fixed maturity securities (e.g., repurchase and reverse repurchase, respectively). The Company obtains cash collateral in an amount greater than or equal to 95% of the estimated fair value of the securities loaned, and pledges cash collateral in an amount generally equal to 98% of the estimated fair value of the borrowed securities at the inception of the transaction. The Company monitors the estimated fair value of the securities loaned and borrowed on a daily basis with additional collateral obtained as necessary throughout the duration of the transaction.

The Company accounted for these transactions as collateralized borrowing and lending. The amount of fixed maturity securities lent and borrowed, at estimated fair value, was \$320 million and \$308 million, respectively, at June 30, 2016. There were no such transactions outstanding as of December 31, 2015. Securities loaned under such transactions may be sold or re-pledged by the transferee. Securities borrowed under such transactions may be re-pledged and are not reflected on the consolidated financial statements. The amount of borrowed securities which were re-pledged was \$106 million, at estimated fair value, at June 30, 2016.

The Company has elected to offset amounts recognized as receivables and payables resulting from these transactions. The gross amounts of the receivables and payables related to these transactions at June 30, 2016 were both \$300 million. After the effect of offsetting of \$300 million, the net amount presented on the consolidated balance sheet at June 30, 2016 was a liability of less than \$1 million. Amounts owed to and due from counterparties may be settled in cash or offset, in accordance with the agreements. Cash inflows and outflows for cash settlements are reported on the consolidated statements of cash flows. At June 30, 2016, all \$300 million of payables from repurchase agreements had a remaining tenor of one to six months and were loans of U.S. and foreign corporate securities. See Note 7 for information regarding the estimated fair value of the Company's net derivative assets and net derivative liabilities after the application of master netting agreements and collateral.

## Invested Assets on Deposit, Held in Trust and Pledged as Collateral

Invested assets on deposit, held in trust and pledged as collateral are presented below at estimated fair value for all asset classes, except mortgage loans, which are presented at carrying value at:

	June 30,	December 31,
	2016	2015
	(In millions)	
Invested assets on deposit (regulatory deposits)	\$10,353	\$ 9,089
Invested assets held in trust (collateral financing arrangements and reinsurance agreements)	11,767	10,443
Invested assets pledged as collateral (1)	28,606	23,145
Total invested assets on deposit, held in trust and pledged as collateral	\$50,726	\$ 42,677

(1) The Company has pledged invested assets in connection with various agreements and transactions, including funding agreements (see Notes 4 and 12 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report), collateral financing arrangements (see Note 13 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report) and derivative transactions (see Note 7).

See “— Securities Lending” and “— Repurchase Agreement Transactions” for information regarding securities on loan and Note 5 for information regarding investments designated to the closed block.

## Variable Interest Entities

The Company is involved with certain legal entities that are VIEs. In certain instances, the Company holds both the power to direct the most significant activities of the entity, as well as an economic interest in the entity and, as such, is deemed to be the primary beneficiary or consolidator of the entity. The determination of the VIE's primary beneficiary requires an evaluation of the contractual and implied rights and obligations associated with each party's relationship with or involvement in the entity.





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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

## Consolidated VIEs

Creditors or beneficial interest holders of VIEs where the Company is the primary beneficiary have no recourse to the general credit of the Company, as the Company's obligation to the VIEs is limited to the amount of its committed investment.

The following table presents the total assets and total liabilities relating to VIEs for which the Company has concluded that it is the primary beneficiary and which are consolidated at June 30, 2016 and December 31, 2015.

	June 30, 2016		December 31, 2015	
	Total Assets	Total Liabilities	Total Assets	Total Liabilities
	(In millions)			
MRSC (collateral financing arrangement (primarily securities)) (1)	\$3,559	\$ —	\$3,374	\$ —
Operating joint venture (2)	—	—	2,465	2,079
CSEs (assets (primarily loans) and liabilities (primarily debt)) (3)	172	47	186	62
Other investments (4)	67	—	76	—
Total	\$3,798	\$ 47	\$6,101	\$ 2,141

- (1) See Note 13 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report for a description of the MetLife Reinsurance Company of South Carolina ("MRSC") collateral financing arrangement. Following a change in the foreign investment law in India, the Company no longer consolidated its India operating joint venture, effective January 1, 2016. Assets of the operating joint venture are primarily fixed maturity securities and separate account assets. Liabilities of the operating joint venture are primarily future policy benefits, other policy-related balances and separate account liabilities.
- (2) The Company consolidates entities that are structured as CMBS and as collateralized debt obligations. The assets of these entities can only be used to settle their respective liabilities, and under no circumstances is the Company liable for any principal or interest shortfalls should any arise. The Company's exposure was limited to that of its remaining investment in these entities of \$106 million and \$105 million at estimated fair value at June 30, 2016 and December 31, 2015, respectively. The long-term debt bears interest primarily at fixed rates ranging from 2.25% to 5.57%, payable primarily on a monthly basis. Interest expense related to these obligations, included in other expenses, was \$2 million and \$3 million for the three months and six months ended June 30, 2016, respectively, and \$1 million and \$2 million for the three months and six months ended June 30, 2015, respectively.
- (3) Other investments is primarily comprised of other invested assets and other limited partnership interests.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

## Unconsolidated VIEs

The carrying amount and maximum exposure to loss relating to VIEs in which the Company holds a significant variable interest but is not the primary beneficiary and which have not been consolidated were as follows at:

	June 30, 2016		December 31, 2015	
	Carrying Amount	Maximum Exposure to Loss (1)	Carrying Amount	Maximum Exposure to Loss (1)
	(In millions)			
Fixed maturity securities AFS:				
Structured Securities (2)	\$74,273	\$ 74,273	\$65,824	\$ 65,824
U.S. and foreign corporate	3,173	3,173	3,261	3,261
Other limited partnership interests	6,267	10,470	5,186	7,074
Other invested assets	2,131	2,747	1,604	2,161
FVO and trading securities	546	546	586	586
Real estate joint ventures	118	148	65	82
Other (3)	117	117	71	71
Total	\$86,625	\$ 91,474	\$76,597	\$ 79,059

- The maximum exposure to loss relating to fixed maturity securities AFS, FVO and trading securities and equity securities AFS is equal to their carrying amounts or the carrying amounts of retained interests. The maximum exposure to loss relating to other limited partnership interests, mortgage loans and real estate joint ventures is equal to the carrying amounts plus any unfunded commitments. For certain of its investments in other invested assets, the
- (1) Company's return is in the form of income tax credits which are guaranteed by creditworthy third parties. For such investments, the maximum exposure to loss is equal to the carrying amounts plus any unfunded commitments, reduced by income tax credits guaranteed by third parties of \$162 million and \$179 million at June 30, 2016 and December 31, 2015, respectively. Such a maximum loss would be expected to occur only upon bankruptcy of the issuer or investee.
- (2) For these variable interests, the Company's involvement is limited to that of a passive investor in mortgage-backed or asset-backed securities issued by trusts that do not have substantial equity.
- (3) Other is comprised of mortgage loans, non-redeemable preferred stock and a loan receivable.
- As described in Note 13, the Company makes commitments to fund partnership investments in the normal course of business. Excluding these commitments, the Company did not provide financial or other support to investees designated as VIEs during both the six months ended June 30, 2016 and 2015.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

## Net Investment Income

The components of net investment income were as follows:

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	2016	2015	2016	2015
	(In millions)			
Investment income:				
Fixed maturity securities	\$3,564	\$3,672	\$7,218	\$7,213
Equity securities	33	35	70	66
FVO and trading securities — Actively traded and FVO general account securities (1)	10	2	16	39
Mortgage loans	851	801	1,658	1,531
Policy loans	147	151	296	303
Real estate and real estate joint ventures	149	323	306	534
Other limited partnership interests	120	250	166	465
Cash, cash equivalents and short-term investments	43	37	83	72
Operating joint ventures	11	8	23	16
Other	51	30	92	152
Subtotal	4,979	5,309	9,928	10,391
Less: Investment expenses	285	313	581	615
Subtotal, net	4,694	4,996	9,347	9,776
FVO and trading securities — FVO contractholder-directed unit-linked investments (1)	191	(55 )	94	622
FVO CSEs — interest income:				
Commercial mortgage loans	2	5	5	9
Securities	—	1	—	1
Subtotal	193	(49 )	99	632
Net investment income	\$4,887	\$4,947	\$9,446	\$10,408

(1) Changes in estimated fair value subsequent to purchase for securities still held as of the end of the respective periods included in net investment income were as follows:

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	2016	2015	2016	2015
	(In millions)			
Actively traded and FVO general account securities	\$(1 )	\$(38 )	\$(1 )	\$(40 )
FVO contractholder-directed unit-linked investments	\$80	\$(288)	\$(120)	\$261

See “— Variable Interest Entities” for discussion of CSEs.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

6. Investments (continued)

FVO and trading securities are primarily comprised of securities for which the FVO has been elected (“FVO securities”). FVO securities include certain fixed maturity and equity securities held-for-investment by the general account to support asset and liability management strategies for certain insurance products and investments in certain separate accounts. FVO securities are primarily comprised of contractholder-directed investments supporting unit-linked variable annuity type liabilities which do not qualify for presentation as separate account summary total assets and liabilities. The investment returns on these investments inure to the contractholders and are offset by a corresponding change in policyholder account balances through interest credited to policyholder account balances. FVO securities also include securities held by CSEs. The Company previously maintained a trading securities portfolio, principally invested in fixed maturity securities, to support investment strategies that involved the active and frequent purchase and sale of actively traded securities and the execution of short sale agreements. In June 2016, the Company commenced a reinvestment of this portfolio into other asset classes.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

Net Investment Gains (Losses)

Components of Net Investment Gains (Losses)

The components of net investment gains (losses) were as follows:

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	(In millions)			
Total gains (losses) on fixed maturity securities:				
Total OTTI losses recognized — by sector and industry:				
U.S. and foreign corporate securities — by industry:				
Consumer	\$—	\$—	\$—	\$(3 )
Industrial	(8 )	—	(79 )	(2 )
Communications	—	—	(3 )	—
Total U.S. and foreign corporate securities	(8 )	—	(82 )	(5 )
RMBS	(4 )	(2 )	(8 )	(15 )
ABS	(2 )	—	(2 )	—
OTTI losses on fixed maturity securities recognized in earnings	(14 )	(2 )	(92 )	(20 )
Fixed maturity securities — net gains (losses) on sales and disposals	165	117	263	268
Total gains (losses) on fixed maturity securities	151	115	171	248
Total gains (losses) on equity securities:				
Total OTTI losses recognized — by sector:				
Common stock	(16 )	(9 )	(67 )	(9 )
OTTI losses on equity securities recognized in earnings	(16 )	(9 )	(67 )	(9 )
Equity securities — net gains (losses) on sales and disposals	13	17	19	25
Total gains (losses) on equity securities	(3 )	8	(48 )	16
Mortgage loans	(98 )	(9 )	(162 )	(52 )
Real estate and real estate joint ventures	45	(33 )	47	(6 )
Other limited partnership interests	(14 )	(9 )	(41 )	7
Other	(57 )	(27 )	(75 )	(4 )
Subtotal	24	45	(108 )	209
FVO CSEs:				
Commercial mortgage loans	(1 )	1	—	(2 )
Securities	—	—	1	—
Long-term debt — related to commercial mortgage loans	—	1	—	2
Non-investment portfolio gains (losses)	243	(180 )	388	(56 )
Subtotal	242	(178 )	389	(56 )
Total net investment gains (losses)	\$266	\$(133)	\$281	\$153

See “— Variable Interest Entities” for discussion of CSEs.

Gains (losses) from foreign currency transactions included within net investment gains (losses) were \$289 million and \$368 million for the three months and six months ended June 30, 2016, respectively, and (\$243) million and (\$82) million for the three months and six months ended June 30, 2015, respectively.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 6. Investments (continued)

## Sales or Disposals and Impairments of Fixed Maturity and Equity Securities

Investment gains and losses on sales of securities are determined on a specific identification basis. Proceeds from sales or disposals of fixed maturity and equity securities and the components of fixed maturity and equity securities net investment gains (losses) were as shown in the table below.

	Three Months Ended June 30,			
	2016	2015	2016	2015
	Fixed Maturity Securities		Equity Securities	
	(In millions)			
Proceeds	\$26,267	\$29,321	\$ 28	\$ 103
Gross investment gains	\$283	\$338	\$ 14	\$ 20
Gross investment losses	(118 )	(221 )	(1 )	(3 )
OTTI losses	(14 )	(2 )	(16 )	(9 )
Net investment gains (losses)	\$151	\$115	\$ (3 )	\$ 8

	Six Months Ended June 30,			
	2016	2015	2016	2015
	Fixed Maturity Securities		Equity Securities	
	(In millions)			
Proceeds	\$58,261	\$59,327	\$ 87	\$ 156
Gross investment gains	\$715	\$676	\$ 24	\$ 35
Gross investment losses	(452 )	(408 )	(5 )	(10 )
OTTI losses	(92 )	(20 )	(67 )	(9 )
Net investment gains (losses)	\$171	\$248	\$ (48 )	\$ 16

## Credit Loss Rollforward

The table below presents a rollforward of the cumulative credit loss component of OTTI loss recognized in earnings on fixed maturity securities still held for which a portion of the OTTI loss was recognized in other comprehensive income (loss) ("OCI"):

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
	(In millions)			
Balance, beginning of period	\$270	\$357	\$277	\$357
Additions:				
Initial impairments — credit loss OTTI on securities not previously impaired	—	—	—	2
Additional impairments — credit loss OTTI on securities previously impaired	6	2	8	13
Reductions:				
Sales (maturities, pay downs or prepayments) of securities previously impaired as credit loss OTTI	(17 )	(78 )	(26 )	(91 )
Securities impaired to net present value of expected future cash flows	(1 )	—	(1 )	—
Increase in cash flows — accretion of previous credit loss OTTI	—	(1 )	—	(1 )
Balance, end of period	\$258	\$280	\$258	\$280





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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives

## Accounting for Derivatives

## Freestanding Derivatives

Freestanding derivatives are carried on the Company's balance sheet either as assets within other invested assets or as liabilities within other liabilities at estimated fair value. The Company does not offset the estimated fair value amounts recognized for derivatives executed with the same counterparty under the same master netting agreement.

Accruals on derivatives are generally recorded in accrued investment income or within other liabilities. However, accruals that are not scheduled to settle within one year are included with the derivatives carrying value in other invested assets or other liabilities.

If a derivative is not designated as an accounting hedge or its use in managing risk does not qualify for hedge accounting, changes in the estimated fair value of the derivative are reported in net derivative gains (losses) except as follows:

## Statement of Operations Presentation: Derivative:

Policyholder benefits and claims	• Economic hedges of variable annuity guarantees included in future policy benefits
Net investment income	• Economic hedges of equity method investments in joint ventures • All derivatives held in relation to trading portfolios • Derivatives held within contractholder-directed unit-linked investments

## Hedge Accounting

To qualify for hedge accounting, at the inception of the hedging relationship, the Company formally documents its risk management objective and strategy for undertaking the hedging transaction, as well as its designation of the hedge. Hedge designation and financial statement presentation of changes in estimated fair value of the hedging derivatives are as follows:

Fair value hedge (a hedge of the estimated fair value of a recognized asset or liability) - in net derivative gains (losses), consistent with the change in estimated fair value of the hedged item attributable to the designated risk being hedged.

Cash flow hedge (a hedge of a forecasted transaction or of the variability of cash flows to be received or paid related to a recognized asset or liability) - effectiveness in OCI (deferred gains or losses on the derivative are reclassified into the statement of operations when the Company's earnings are affected by the variability in cash flows of the hedged item); ineffectiveness in net derivative gains (losses).

Net investment in a foreign operation hedge - effectiveness in OCI, consistent with the translation adjustment for the hedged net investment in the foreign operation; ineffectiveness in net derivative gains (losses).

The changes in estimated fair values of the hedging derivatives are exclusive of any accruals that are separately reported on the statement of operations within interest income or interest expense to match the location of the hedged item. Accruals on derivatives in net investment hedges are recognized in OCI.

In its hedge documentation, the Company sets forth how the hedging instrument is expected to hedge the designated risks related to the hedged item and sets forth the method that will be used to retrospectively and prospectively assess the hedging instrument's effectiveness and the method that will be used to measure ineffectiveness. A derivative designated as a hedging instrument must be assessed as being highly effective in offsetting the designated risk of the hedged item. Hedge effectiveness is formally assessed at inception and at least quarterly throughout the life of the designated hedging relationship. Assessments of hedge effectiveness and measurements of ineffectiveness are also subject to interpretation and estimation and different interpretations or estimates may have a material effect on the amount reported in net income.

The Company discontinues hedge accounting prospectively when: (i) it is determined that the derivative is no longer highly effective in offsetting changes in the estimated fair value or cash flows of a hedged item; (ii) the derivative expires, is sold, terminated, or exercised; (iii) it is no longer probable that the hedged forecasted transaction will occur; or (iv) the derivative is de-designated as a hedging instrument.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

When hedge accounting is discontinued because it is determined that the derivative is not highly effective in offsetting changes in the estimated fair value or cash flows of a hedged item, the derivative continues to be carried on the balance sheet at its estimated fair value, with changes in estimated fair value recognized in net derivative gains (losses). The carrying value of the hedged recognized asset or liability under a fair value hedge is no longer adjusted for changes in its estimated fair value due to the hedged risk, and the cumulative adjustment to its carrying value is amortized into income over the remaining life of the hedged item. Provided the hedged forecasted transaction is still probable of occurrence, the changes in estimated fair value of derivatives recorded in OCI related to discontinued cash flow hedges are released into the statement of operations when the Company's earnings are affected by the variability in cash flows of the hedged item.

When hedge accounting is discontinued because it is no longer probable that the forecasted transactions will occur on the anticipated date or within two months of that date, the derivative continues to be carried on the balance sheet at its estimated fair value, with changes in estimated fair value recognized currently in net derivative gains (losses).

Deferred gains and losses of a derivative recorded in OCI pursuant to the discontinued cash flow hedge of a forecasted transaction that is no longer probable are recognized immediately in net derivative gains (losses).

In all other situations in which hedge accounting is discontinued, the derivative is carried at its estimated fair value on the balance sheet, with changes in its estimated fair value recognized in the current period as net derivative gains (losses).

**Embedded Derivatives**

The Company sells variable annuities and issues certain insurance products and investment contracts and is a party to certain reinsurance agreements that have embedded derivatives. The Company assesses each identified embedded derivative to determine whether it is required to be bifurcated. The embedded derivative is bifurcated from the host contract and accounted for as a freestanding derivative if:

- the combined instrument is not accounted for in its entirety at estimated fair value with changes in estimated fair value recorded in earnings;

- the terms of the embedded derivative are not clearly and closely related to the economic characteristics of the host contract; and

- a separate instrument with the same terms as the embedded derivative would qualify as a derivative instrument.

Such embedded derivatives are carried on the balance sheet at estimated fair value with the host contract and changes in their estimated fair value are generally reported in net derivative gains (losses), except for those in policyholder benefits and claims related to ceded reinsurance of GMIB. If the Company is unable to properly identify and measure an embedded derivative for separation from its host contract, the entire contract is carried on the balance sheet at estimated fair value, with changes in estimated fair value recognized in the current period in net investment gains (losses) or net investment income. Additionally, the Company may elect to carry an entire contract on the balance sheet at estimated fair value, with changes in estimated fair value recognized in the current period in net investment gains (losses) or net investment income if that contract contains an embedded derivative that requires bifurcation. At inception, the Company attributes to the embedded derivative a portion of the projected future guarantee fees to be collected from the policyholder equal to the present value of projected future guaranteed benefits. Any additional fees represent "excess" fees and are reported in universal life and investment-type product policy fees.

See Note 8 for information about the fair value hierarchy for derivatives.

**Derivative Strategies**

The Company is exposed to various risks relating to its ongoing business operations, including interest rate, foreign currency exchange rate, credit and equity market. The Company uses a variety of strategies to manage these risks, including the use of derivatives.

Derivatives are financial instruments with values derived from interest rates, foreign currency exchange rates, credit spreads and/or other financial indices. Derivatives may be exchange-traded or contracted in the over-the-counter ("OTC") market. Certain of the Company's OTC derivatives are cleared and settled through central

clearing counterparties (“OTC-cleared”), while others are bilateral contracts between two counterparties (“OTC-bilateral”). The types of derivatives the Company uses include swaps, forwards, futures and option contracts. To a lesser extent, the Company uses credit default swaps and structured interest rate swaps to synthetically replicate investment risks and returns which are not readily available in the cash market.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

## Interest Rate Derivatives

The Company uses a variety of interest rate derivatives to reduce its exposure to changes in interest rates, including interest rate swaps, interest rate total return swaps, caps, floors, swaptions, futures and forwards.

Interest rate swaps are used by the Company primarily to reduce market risks from changes in interest rates and to alter interest rate exposure arising from mismatches between assets and liabilities (duration mismatches). In an interest rate swap, the Company agrees with another party to exchange, at specified intervals, the difference between fixed rate and floating rate interest amounts as calculated by reference to an agreed notional amount. The Company utilizes interest rate swaps in fair value, cash flow and nonqualifying hedging relationships.

The Company uses structured interest rate swaps to synthetically create investments that are either more expensive to acquire or otherwise unavailable in the cash markets. These transactions are a combination of a derivative and a cash instrument such as a U.S. government and agency, or other fixed maturity security. Structured interest rate swaps are included in interest rate swaps and are not designated as hedging instruments.

Interest rate total return swaps are swaps whereby the Company agrees with another party to exchange, at specified intervals, the difference between the economic risk and reward of an asset or a market index and the London Interbank Offered Rate (“LIBOR”), calculated by reference to an agreed notional amount. No cash is exchanged at the outset of the contract. Cash is paid and received over the life of the contract based on the terms of the swap. These transactions are entered into pursuant to master agreements that provide for a single net payment to be made by the counterparty at each due date. Interest rate total return swaps are used by the Company to reduce market risks from changes in interest rates and to alter interest rate exposure arising from mismatches between assets and liabilities (duration mismatches). The Company utilizes interest rate total return swaps in nonqualifying hedging relationships.

The Company purchases interest rate caps and floors primarily to protect its floating rate liabilities against rises in interest rates above a specified level, and against interest rate exposure arising from mismatches between assets and liabilities, as well as to protect its minimum rate guarantee liabilities against declines in interest rates below a specified level, respectively. In certain instances, the Company locks in the economic impact of existing purchased caps and floors by entering into offsetting written caps and floors. The Company utilizes interest rate caps and floors in nonqualifying hedging relationships.

In exchange-traded interest rate (Treasury and swap) futures transactions, the Company agrees to purchase or sell a specified number of contracts, the value of which is determined by the different classes of interest rate securities, and to post variation margin on a daily basis in an amount equal to the difference in the daily market values of those contracts. The Company enters into exchange-traded futures with regulated futures commission merchants that are members of the exchange. Exchange-traded interest rate (Treasury and swap) futures are used primarily to hedge mismatches between the duration of assets in a portfolio and the duration of liabilities supported by those assets, to hedge against changes in value of securities the Company owns or anticipates acquiring, to hedge against changes in interest rates on anticipated liability issuances by replicating Treasury or swap curve performance, and to hedge minimum guarantees embedded in certain variable annuity products offered by the Company. The Company utilizes exchange-traded interest rate futures in nonqualifying hedging relationships.

Swaptions are used by the Company to hedge interest rate risk associated with the Company’s long-term liabilities and invested assets. A swaption is an option to enter into a swap with a forward starting effective date. In certain instances, the Company locks in the economic impact of existing purchased swaptions by entering into offsetting written swaptions. The Company pays a premium for purchased swaptions and receives a premium for written swaptions. The Company utilizes swaptions in nonqualifying hedging relationships. Swaptions are included in interest rate options. The Company enters into interest rate forwards to buy and sell securities. The price is agreed upon at the time of the contract and payment for such a contract is made at a specified future date. The Company utilizes interest rate forwards in cash flow and nonqualifying hedging relationships.

## Foreign Currency Exchange Rate Derivatives

The Company uses foreign currency exchange rate derivatives, including foreign currency swaps, foreign currency forwards, currency options and exchange-traded currency futures, to reduce the risk from fluctuations in foreign currency exchange rates associated with its assets and liabilities denominated in foreign currencies. The Company also uses foreign currency derivatives to hedge the foreign currency exchange rate risk associated with certain of its net investments in foreign operations.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

In a foreign currency swap transaction, the Company agrees with another party to exchange, at specified intervals, the difference between one currency and another at a fixed exchange rate, generally set at inception, calculated by reference to an agreed upon notional amount. The notional amount of each currency is exchanged at the inception and termination of the currency swap by each party. The Company utilizes foreign currency swaps in fair value, cash flow and nonqualifying hedging relationships.

In a foreign currency forward transaction, the Company agrees with another party to deliver a specified amount of an identified currency at a specified future date. The price is agreed upon at the time of the contract and payment for such a contract is made at the specified future date. The Company utilizes foreign currency forwards in fair value, net investment in foreign operations and nonqualifying hedging relationships.

The Company enters into currency options that give it the right, but not the obligation, to sell the foreign currency amount in exchange for a functional currency amount within a limited time at a contracted price. The contracts may also be net settled in cash, based on differentials in the foreign currency exchange rate and the strike price. The Company uses currency options to hedge against the foreign currency exposure inherent in certain of its variable annuity products. The Company also uses currency options as an economic hedge of foreign currency exposure related to the Company's international subsidiaries. The Company utilizes currency options in net investment in foreign operations and nonqualifying hedging relationships.

To a lesser extent, the Company uses exchange-traded currency futures to hedge currency mismatches between assets and liabilities, and to hedge minimum guarantees embedded in certain variable annuity products offered by the Company. The Company utilizes exchange-traded currency futures in nonqualifying hedging relationships.

## Credit Derivatives

The Company enters into purchased credit default swaps to hedge against credit-related changes in the value of its investments. In a credit default swap transaction, the Company agrees with another party to pay, at specified intervals, a premium to hedge credit risk. If a credit event occurs, as defined by the contract, the contract may be cash settled or it may be settled gross by the delivery of par quantities of the referenced investment equal to the specified swap notional amount in exchange for the payment of cash amounts by the counterparty equal to the par value of the investment surrendered. Credit events vary by type of issuer but typically include bankruptcy, failure to pay debt obligations, repudiation, moratorium, involuntary restructuring or governmental intervention. In each case, payout on a credit default swap is triggered only after the Credit Derivatives Determinations Committee of the International Swaps and Derivatives Association, Inc. ("ISDA") deems that a credit event has occurred. The Company utilizes credit default swaps in nonqualifying hedging relationships.

The Company enters into written credit default swaps to synthetically create credit investments that are either more expensive to acquire or otherwise unavailable in the cash markets. These transactions are a combination of a derivative and one or more cash instruments, such as U.S. government and agency securities, or other fixed maturity securities. These credit default swaps are not designated as hedging instruments.

The Company also enters into certain purchased and written credit default swaps held in relation to trading portfolios for the purpose of generating profits on short-term differences in price. These credit default swaps are not designated as hedging instruments.

The Company enters into forwards to lock in the price to be paid for forward purchases of certain securities. The price is agreed upon at the time of the contract and payment for the contract is made at a specified future date. When the primary purpose of entering into these transactions is to hedge against the risk of changes in purchase price due to changes in credit spreads, the Company designates these transactions as credit forwards. The Company utilizes credit forwards in cash flow hedging relationships.

## Equity Derivatives

The Company uses a variety of equity derivatives to reduce its exposure to equity market risk, including equity index options, equity variance swaps, exchange-traded equity futures and equity total return swaps.





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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

7. Derivatives (continued)

Equity index options are used by the Company primarily to hedge minimum guarantees embedded in certain variable annuity products offered by the Company. To hedge against adverse changes in equity indices, the Company enters into contracts to sell the equity index within a limited time at a contracted price. The contracts will be net settled in cash based on differentials in the indices at the time of exercise and the strike price. Certain of these contracts may also contain settlement provisions linked to interest rates. In certain instances, the Company may enter into a combination of transactions to hedge adverse changes in equity indices within a pre-determined range through the purchase and sale of options. The Company utilizes equity index options in nonqualifying hedging relationships. Equity variance swaps are used by the Company primarily to hedge minimum guarantees embedded in certain variable annuity products offered by the Company. In an equity variance swap, the Company agrees with another party to exchange amounts in the future, based on changes in equity volatility over a defined period. The Company utilizes equity variance swaps in nonqualifying hedging relationships.

In exchange-traded equity futures transactions, the Company agrees to purchase or sell a specified number of contracts, the value of which is determined by the different classes of equity securities, and to post variation margin on a daily basis in an amount equal to the difference in the daily market values of those contracts. The Company enters into exchange-traded futures with regulated futures commission merchants that are members of the exchange.

Exchange-traded equity futures are used primarily to hedge minimum guarantees embedded in certain variable annuity products offered by the Company. The Company utilizes exchange-traded equity futures in nonqualifying hedging relationships.

In an equity total return swap, the Company agrees with another party to exchange, at specified intervals, the difference between the economic risk and reward of an asset or a market index and LIBOR, calculated by reference to an agreed notional amount. No cash is exchanged at the outset of the contract. Cash is paid and received over the life of the contract based on the terms of the swap. The Company uses equity total return swaps to hedge its equity market guarantees in certain of its insurance products. Equity total return swaps can be used as hedges or to synthetically create investments. The Company utilizes equity total return swaps in nonqualifying hedging relationships.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

## Primary Risks Managed by Derivatives

The following table presents the gross notional amount, estimated fair value and primary underlying risk exposure of the Company's derivatives, excluding embedded derivatives, held at:

Primary Underlying Risk Exposure	June 30, 2016			December 31, 2015			
	Gross Notional Amount (In millions)	Estimated Assets	Fair Value Liabilities	Gross Notional Amount	Estimated Assets	Fair Value Liabilities	
<b>Derivatives Designated as Hedging Instruments:</b>							
Fair value hedges:							
Interest rate swaps	Interest rate	\$5,435	\$ 2,831	\$ 20	\$5,528	\$ 2,215	\$ 12
Foreign currency swaps	Foreign currency exchange rate	1,221	26	155	2,154	62	159
Foreign currency forwards	Foreign currency exchange rate	1,485	186	—	1,685	—	52
Subtotal		8,141	3,043	175	9,367	2,277	223
Cash flow hedges:							
Interest rate swaps	Interest rate	2,332	695	—	2,190	487	—
Interest rate forwards	Interest rate	1,610	56	2	105	23	—
Foreign currency swaps	Foreign currency exchange rate	26,256	2,326	1,767	23,661	1,303	1,803
Subtotal		30,198	3,077	1,769	25,956	1,813	1,803
Foreign operations hedges:							
Foreign currency forwards	Foreign currency exchange rate	1,466	4	61	3,916	63	12
Currency options	Foreign currency exchange rate	8,246	16	199	7,569	205	36
Subtotal		9,712	20	260	11,485	268	48
Total qualifying hedges		48,051	6,140	2,204	46,808	4,358	2,074
<b>Derivatives Not Designated or Not Qualifying as Hedging Instruments:</b>							
Interest rate swaps	Interest rate	74,587	9,659	3,472	89,336	5,111	2,247
Interest rate floors	Interest rate	15,201	407	47	23,837	311	48
Interest rate caps	Interest rate	79,030	36	2	68,928	105	3
Interest rate futures	Interest rate	7,969	2	12	5,808	4	7
Interest rate options	Interest rate	23,156	2,417	1	30,234	1,177	30
Interest rate forwards	Interest rate	128	11	—	43	1	—
Interest rate total return swaps	Interest rate	2,775	172	—	—	—	—
Synthetic GICs	Interest rate	3,962	—	—	4,216	—	—
Foreign currency swaps	Foreign currency exchange rate	12,655	1,120	522	11,081	766	431
Foreign currency forwards	Foreign currency exchange rate	17,822	1,083	260	11,724	154	220

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Currency futures	Foreign currency exchange rate	1,009	—	2	930	—	—
Currency options	Foreign currency exchange rate	6,137	218	6	9,590	466	189
Credit default swaps — purchased	Credit	1,823	16	37	1,870	28	34
Credit default swaps written	Credit	11,183	106	10	10,311	78	13
Equity futures	Equity market	12,649	2	194	7,206	63	18
Equity index options	Equity market	55,075	1,906	1,218	55,682	1,542	1,041
Equity variance swaps	Equity market	23,608	209	682	23,437	195	636
Equity total return swaps	Equity market	4,001	59	35	3,803	47	58
Total non-designated or nonqualifying derivatives		352,770	17,423	6,500	358,036	10,048	4,975
Total		\$400,821	\$23,563	\$8,704	\$404,844	\$14,406	\$7,049

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

Based on gross notional amounts, a substantial portion of the Company's derivatives was not designated or did not qualify as part of a hedging relationship at both June 30, 2016 and December 31, 2015. The Company's use of derivatives includes (i) derivatives that serve as macro hedges of the Company's exposure to various risks and that generally do not qualify for hedge accounting due to the criteria required under the portfolio hedging rules; (ii) derivatives that economically hedge insurance liabilities that contain mortality or morbidity risk and that generally do not qualify for hedge accounting because the lack of these risks in the derivatives cannot support an expectation of a highly effective hedging relationship; (iii) derivatives that economically hedge embedded derivatives that do not qualify for hedge accounting because the changes in estimated fair value of the embedded derivatives are already recorded in net income; and (iv) written credit default swaps that are used to synthetically create credit investments and that do not qualify for hedge accounting because they do not involve a hedging relationship. For these nonqualified derivatives, changes in market factors can lead to the recognition of fair value changes on the statement of operations without an offsetting gain or loss recognized in earnings for the item being hedged.

## Net Derivative Gains (Losses)

The components of net derivative gains (losses) were as follows:

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	2016	2015	2016	2015
	(In millions)			
Freestanding derivatives and hedging gains (losses) (1)	\$2,525	\$(1,733)	\$5,029	\$(885)
Embedded derivatives gains (losses)	(4,624 )	821	(5,793 )	794
Total net derivative gains (losses)	\$(2,099)	\$(912 )	\$(764 )	\$(91 )

(1) Includes foreign currency transaction gains (losses) on hedged items in cash flow and nonqualifying hedging relationships, which are not presented elsewhere in this note.

The following table presents earned income on derivatives:

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	2016	2015	2016	2015
	(In millions)			
Qualifying hedges:				
Net investment income	\$73	\$45	\$130	\$103
Interest credited to policyholder account balances	1	13	7	15
Other expenses	(4 )	1	(6 )	(2 )
Nonqualifying hedges:				
Net investment income	(1 )	(1 )	(1 )	(2 )
Net derivative gains (losses)	248	240	531	501
Policyholder benefits and claims	6	4	11	8
Total	\$323	\$302	\$672	\$623

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

## Nonqualifying Derivatives and Derivatives for Purposes Other Than Hedging

The following table presents the amount and location of gains (losses) recognized in income for derivatives that were not designated or not qualifying as hedging instruments:

	Net Derivative Gains (Losses) (In millions)	Net Investment Income (1)	Policyholder Benefits and Claims (2)
Three Months Ended June 30, 2016			
Interest rate derivatives	\$1,657	\$ —	\$ 55
Foreign currency exchange rate derivatives	1,196	—	(11 )
Credit derivatives — purchased	(22 )	(10 )	—
Credit derivatives — written	3	9	—
Equity derivatives	(213 )	(3 )	(65 )
Total	\$2,621	\$ (4 )	\$ (21 )
Three Months Ended June 30, 2015			
Interest rate derivatives	\$(1,459)	\$ —	\$ (18 )
Foreign currency exchange rate derivatives	(590 )	—	—
Credit derivatives — purchased	4	1	—
Credit derivatives — written	(34 )	—	—
Equity derivatives	(186 )	(3 )	(27 )
Total	\$(2,265)	\$ (2 )	\$ (45 )
Six Months Ended June 30, 2016			
Interest rate derivatives	\$3,629	\$ —	\$ 97
Foreign currency exchange rate derivatives	1,719	—	(12 )
Credit derivatives — purchased	(27 )	—	—
Credit derivatives — written	(3 )	—	—
Equity derivatives	(260 )	(14 )	(33 )
Total	\$5,058	\$ (14 )	\$ 52
Six Months Ended June 30, 2015			
Interest rate derivatives	\$(907 )	\$ —	\$ (7 )
Foreign currency exchange rate derivatives	79	—	—
Credit derivatives — purchased	(7 )	—	—
Credit derivatives — written	(31 )	1	—
Equity derivatives	(648 )	(7 )	(126 )
Total	\$(1,514)	\$ (6 )	\$ (133 )

Changes in estimated fair value related to economic hedges of equity method investments in joint ventures, (1) derivatives held in relation to trading portfolios and derivatives held within contractholder-directed unit-linked investments.

(2) Changes in estimated fair value related to economic hedges of variable annuity guarantees included in future policy benefits.

## Fair Value Hedges

The Company designates and accounts for the following as fair value hedges when they have met the requirements of fair value hedging: (i) interest rate swaps to convert fixed rate assets and liabilities to floating rate assets and liabilities; (ii) foreign currency swaps to hedge the foreign currency fair value exposure of foreign currency denominated assets and liabilities; and (iii) foreign currency forwards to hedge the foreign currency fair value

exposure of foreign currency denominated investments.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

The Company recognizes gains and losses on derivatives and the related hedged items in fair value hedges within net derivative gains (losses). The following table presents the amount of such net derivative gains (losses):

Derivatives in Fair Value Hedging Relationships	Hedged Items in Fair Value Hedging Relationships	Net Derivative Gains (Losses) Recognized for Derivatives	Net Derivative Gains (Losses) Recognized for Hedged Items	Ineffectiveness Recognized in Net Derivative Gains (Losses)
(In millions)				
Three Months Ended June 30, 2016				
Interest rate swaps:	Fixed maturity securities	\$ (3 )	\$ —	\$ (3 )
	Policyholder liabilities (1)	197	(200 )	(3 )
Foreign currency swaps:	Foreign-denominated fixed maturity securities	7	(8 )	(1 )
	Foreign-denominated policyholder account balances (2)	(51 )	48	(3 )
Foreign currency forwards:	Foreign-denominated fixed maturity securities	137	(126 )	11
Total		\$ 287	\$ (286 )	\$ 1
Three Months Ended June 30, 2015				
Interest rate swaps:	Fixed maturity securities	\$ 4	\$ (2 )	\$ 2
	Policyholder liabilities (1)	(366 )	362	(4 )
Foreign currency swaps:	Foreign-denominated fixed maturity securities	(3 )	5	2
	Foreign-denominated policyholder account balances (2)	110	(112 )	(2 )
Foreign currency forwards:	Foreign-denominated fixed maturity securities	(81 )	74	(7 )
Total		\$ (336)	\$ 327	\$ (9 )
Six Months Ended June 30, 2016				
Interest rate swaps:	Fixed maturity securities	\$ (11 )	\$ 7	\$ (4 )
	Policyholder liabilities (1)	543	(548 )	(5 )
Foreign currency swaps:	Foreign-denominated fixed maturity securities	6	(6 )	—
	Foreign-denominated policyholder account balances (2)	(26 )	23	(3 )
Foreign currency forwards:	Foreign-denominated fixed maturity securities	276	(254 )	22
Total		\$ 788	\$ (778 )	\$ 10
Six Months Ended June 30, 2015				
Interest rate swaps:	Fixed maturity securities	\$ (1 )	\$ 5	\$ 4
	Policyholder liabilities (1)	(169 )	164	(5 )
Foreign currency swaps:	Foreign-denominated fixed maturity securities	7	(3 )	4
	Foreign-denominated policyholder account balances (2)	(139 )	133	(6 )
Foreign currency forwards:	Foreign-denominated fixed maturity securities	(98 )	90	(8 )
Total		\$ (400)	\$ 389	\$ (11 )

- (1) Fixed rate liabilities reported in policyholder account balances or future policy benefits.
- (2) Fixed rate or floating rate liabilities.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

7. Derivatives (continued)

For the Company's foreign currency forwards, the change in the estimated fair value of the derivative related to the changes in the difference between the spot price and the forward price is excluded from the assessment of hedge effectiveness. For all other derivatives, all components of each derivative's gain or loss were included in the assessment of hedge effectiveness. For the three months and six months ended June 30, 2016, (\$4) million and (\$10) million, respectively, of the change in estimated fair value of derivatives was excluded from the assessment of hedge effectiveness. For the three months and six months ended June 30, 2015, (\$3) million and (\$5) million, respectively, of the change in estimated fair value of derivatives was excluded from the assessment of hedge effectiveness.

Cash Flow Hedges

The Company designates and accounts for the following as cash flow hedges when they have met the requirements of cash flow hedging: (i) interest rate swaps to convert floating rate assets and liabilities to fixed rate assets and liabilities; (ii) foreign currency swaps to hedge the foreign currency cash flow exposure of foreign currency denominated assets and liabilities; (iii) interest rate forwards and credit forwards to lock in the price to be paid for forward purchases of investments; (iv) interest rate swaps and interest rate forwards to hedge the forecasted purchases of fixed-rate investments; and (v) interest rate swaps and interest rate forwards to hedge forecasted fixed-rate borrowings.

In certain instances, the Company discontinued cash flow hedge accounting because the forecasted transactions were no longer probable of occurring. Because certain of the forecasted transactions also were not probable of occurring within two months of the anticipated date, the Company reclassified amounts from AOCI into net derivative gains (losses). These amounts were (\$1) million and (\$5) million for the three months and six months ended June 30, 2016, respectively, and \$3 million for both the three months and six months ended June 30, 2015.

At June 30, 2016 and December 31, 2015, the maximum length of time over which the Company was hedging its exposure to variability in future cash flows for forecasted transactions did not exceed six years and five years, respectively.

At June 30, 2016 and December 31, 2015, the balance in AOCI associated with cash flow hedges was \$3.8 billion and \$2.4 billion, respectively.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

The following table presents the effects of derivatives in cash flow hedging relationships on the consolidated statements of operations and comprehensive income (loss) and the consolidated statements of equity:

Derivatives in Cash Flow Hedging Relationships	Amount of Gains (Losses) of Gains AOCI on Derivatives	Amount and Location of Gains (Losses) Deferred in AOCI		Amount and Location of Gains (Losses) Recognized in Income	Amount and Location of Gains (Losses) Recognized in Income (Loss) on Derivatives (Ineffective Portion)
		Reclassified from AOCI into Income (Loss)	Net Derivative Gains (Losses)		
	(Effective Portion)	Net Derivative Gains (Losses)	Net Investment Income	Other Expenses	Net Derivative Gains (Losses)
(In millions)					
Three Months Ended June 30, 2016					
Interest rate swaps	\$140	\$18	\$ 4	\$ —	\$ 1
Interest rate forwards	38	(1 )	2	1	—
Foreign currency swaps	622	(269 )	(1 )	—	4
Credit forwards	—	3	—	—	—
Total	\$800	\$(249)	\$ 5	\$ 1	\$ 5
Three Months Ended June 30, 2015					
Interest rate swaps	\$(269 )	\$7	\$ 3	\$ —	\$ (1 )
Interest rate forwards	(20 )	1	1	—	—
Foreign currency swaps	(106 )	290	(1 )	1	(2 )
Credit forwards	—	—	1	—	—
Total	\$(395 )	\$298	\$ 4	\$ 1	\$ (3 )
Six Months Ended June 30, 2016					
Interest rate swaps	\$353	\$28	\$ 7	\$ —	\$ —
Interest rate forwards	47	1	3	1	—
Foreign currency swaps	1,096	37	(1 )	1	2
Credit forwards	—	3	—	—	—
Total	\$1,496	\$69	\$ 9	\$ 2	\$ 2
Six Months Ended June 30, 2015					
Interest rate swaps	\$(95 )	\$12	\$ 6	\$ —	\$ 2
Interest rate forwards	(5 )	4	2	1	—
Foreign currency swaps	(108 )	(277 )	(1 )	1	2
Credit forwards	—	—	1	—	—
Total	\$(208 )	\$(261)	\$ 8	\$ 2	\$ 4

All components of each derivative's gain or loss were included in the assessment of hedge effectiveness.

At June 30, 2016, the Company expects to reclassify (\$35) million of deferred net gains (losses) on derivatives in AOCI to earnings within the next 12 months.

Hedges of Net Investments in Foreign Operations

The Company uses foreign currency exchange rate derivatives, which may include foreign currency forwards and currency options, to hedge portions of its net investments in foreign operations against adverse movements in

exchange rates. The Company measures ineffectiveness on these derivatives based upon the change in forward rates. When net investments in foreign operations are sold or substantially liquidated, the amounts in AOCI are reclassified to the statement of operations.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

The following table presents the effects of derivatives in net investment hedging relationships on the consolidated statements of operations and comprehensive income (loss) and the consolidated statements of equity:

Derivatives in Net Investment Hedging Relationships (1), (2)	Amount of Gains (Losses) Deferred in AOCI (Effective Portion) (In millions)	
Three Months Ended June 30, 2016		
Foreign currency forwards	\$ (104	)
Currency options	(146	)
Total	\$ (250	)
Three Months Ended June 30, 2015		
Foreign currency forwards	\$ 45	
Currency options	(2	)
Total	\$ 43	
Six Months Ended June 30, 2016		
Foreign currency forwards	\$ (335	)
Currency options	(314	)
Total	\$ (649	)
Six Months Ended June 30, 2015		
Foreign currency forwards	\$ 156	
Currency options	(43	)
Total	\$ 113	

During both the three months and six months ended June 30, 2016 and 2015, there were no sales or substantial (1) liquidations of net investments in foreign operations that would have required the reclassification of gains or losses from AOCI into earnings.

(2) There was no ineffectiveness recognized for the Company's hedges of net investments in foreign operations. All components of each derivative's gain or loss were included in the assessment of hedge effectiveness.

At June 30, 2016 and December 31, 2015, the cumulative foreign currency translation gain (loss) recorded in AOCI related to hedges of net investments in foreign operations was \$407 million and \$1.1 billion, respectively.

Credit Derivatives

In connection with synthetically created credit investment transactions and credit default swaps held in relation to the trading portfolio, the Company writes credit default swaps for which it receives a premium to insure credit risk. Such credit derivatives are included within the nonqualifying derivatives and derivatives for purposes other than hedging table. If a credit event occurs, as defined by the contract, the contract may be cash settled or it may be settled gross by the Company paying the counterparty the specified swap notional amount in exchange for the delivery of par quantities of the referenced credit obligation. The Company's maximum amount at risk, assuming the value of all referenced credit obligations is zero, was \$11.2 billion and \$10.3 billion at June 30, 2016 and December 31, 2015, respectively. The Company can terminate these contracts at any time through cash settlement with the counterparty at an amount equal to the then current estimated fair value of the credit default swaps. At June 30, 2016 and December 31, 2015, the Company would have received \$96 million and \$65 million, respectively, to terminate all of these contracts.

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Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

The following table presents the estimated fair value, maximum amount of future payments and weighted average years to maturity of written credit default swaps at:

Rating Agency Designation of Referenced Credit Obligations (1)	June 30, 2016			December 31, 2015		
	Estimated Fair Value	Maximum Amount of Future Credit Payments under Credit Default Swaps	Weighted Average Years to Maturity (2)	Estimated Fair Value	Maximum Amount of Future Credit Payments under Credit Default Swaps	Weighted Average Years to Maturity (2)
(Dollars in millions)						
<b>Aaa/Aa/A</b>						
Single name credit default swaps (corporate)	\$5	\$ 529	3.2	\$6	\$ 661	2.5
Credit default swaps referencing indices	14	1,936	3.7	6	1,635	3.4
Subtotal	19	2,465	3.6	12	2,296	3.2
<b>Baa</b>						
Single name credit default swaps (corporate)	5	956	2.4	8	1,349	2.5
Credit default swaps referencing indices	66	7,471	4.9	37	5,863	4.8
Subtotal	71	8,427	4.6	45	7,212	4.4
<b>Ba</b>						
Single name credit default swaps (corporate)	(1 )	60	1.7	(2 )	64	2.3
Credit default swaps referencing indices	—	100	0.5	(1 )	100	1.0
Subtotal	(1 )	160	0.9	(3 )	164	1.5
<b>B</b>						
Single name credit default swaps (corporate)	—	—	—	—	—	—
Credit default swaps referencing indices	7	131	4.1	11	639	4.9
Subtotal	7	131	4.1	11	639	4.9
Total	\$96	\$ 11,183	4.3	\$65	\$ 10,311	4.1

The rating agency designations are based on availability and the midpoint of the applicable ratings among Moody's (1) Investors Service ("Moody's"), Standard & Poor's Ratings Services ("S&P") and Fitch Ratings. If no rating is available from a rating agency, then an internally developed rating is used.

(2) The weighted average years to maturity of the credit default swaps is calculated based on weighted average gross notional amounts.

The Company has also entered into credit default swaps to purchase credit protection on certain of the referenced credit obligations in the table above. As a result, the maximum amounts of potential future recoveries available to offset the \$11.2 billion and \$10.3 billion from the table above were \$30 million and \$80 million at June 30, 2016 and December 31, 2015, respectively.

At June 30, 2016, there were no written credit default swaps held in relation to the trading portfolio. At December 31, 2015, written credit default swaps held in relation to the trading portfolio amounted to \$20 million in gross notional amount and (\$2) million in estimated fair value.

**Credit Risk on Freestanding Derivatives**

The Company may be exposed to credit-related losses in the event of nonperformance by its counterparties to derivatives. Generally, the current credit exposure of the Company's derivatives is limited to the net positive estimated fair value of derivatives at the reporting date after taking into consideration the existence of master netting or similar agreements and any collateral received pursuant to such agreements.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

The Company manages its credit risk related to derivatives by entering into transactions with creditworthy counterparties and establishing and monitoring exposure limits. The Company's OTC-bilateral derivative transactions are generally governed by ISDA Master Agreements which provide for legally enforceable set-off and close-out netting of exposures to specific counterparties in the event of early termination of a transaction, which includes, but is not limited to, events of default and bankruptcy. In the event of an early termination, the Company is permitted to set off receivables from the counterparty against payables to the same counterparty arising out of all included transactions. Substantially all of the Company's ISDA Master Agreements also include Credit Support Annex provisions which require both the pledging and accepting of collateral in connection with its OTC-bilateral derivatives.

The Company's OTC-cleared derivatives are effected through central clearing counterparties and its exchange-traded derivatives are effected through regulated exchanges. Such positions are marked to market and margined on a daily basis (both initial margin and variation margin), and the Company has minimal exposure to credit-related losses in the event of nonperformance by counterparties to such derivatives.

See Note 8 for a description of the impact of credit risk on the valuation of derivatives.

The estimated fair values of the Company's net derivative assets and net derivative liabilities after the application of master netting agreements and collateral were as follows at:

	June 30, 2016		December 31, 2015	
	Assets	Liabilities	Assets	Liabilities
Derivatives Subject to a Master Netting Arrangement or a Similar Arrangement (6)	(In millions)			
Gross estimated fair value of derivatives:				
OTC-bilateral (1)	\$ 19,961	\$ 6,710	\$ 13,017	\$ 5,848
OTC-cleared (1)	3,836	1,801	1,600	1,217
Exchange-traded	4	208	67	25
Total gross estimated fair value of derivatives (1)	23,801	8,719	14,684	7,090
Amounts offset on the consolidated balance sheets	—	—	—	—
Estimated fair value of derivatives presented on the consolidated balance sheets (1)	23,801	8,719	14,684	7,090
Gross amounts not offset on the consolidated balance sheets:				
Gross estimated fair value of derivatives: (2)				
OTC-bilateral	(5,279 )	(5,279 )	(4,368 )	(4,368 )
OTC-cleared	(1,788 )	(1,788 )	(1,200 )	(1,200 )
Exchange-traded	(1 )	(1 )	(1 )	(1 )
Cash collateral: (3), (4)				
OTC-bilateral	(11,291 )	—	(6,140 )	(7 )
OTC-cleared	(1,658 )	—	(378 )	(10 )
Exchange-traded	—	(107 )	—	(20 )
Securities collateral: (5)				
OTC-bilateral	(3,109 )	(1,332 )	(2,078 )	(1,395 )
OTC-cleared	—	—	—	—
Exchange-traded	—	(97 )	—	(3 )
Net amount after application of master netting agreements and collateral	\$ 675	\$ 115	\$ 519	\$ 86

(1) At June 30, 2016 and December 31, 2015, derivative assets included income or expense accruals reported in accrued investment income or in other liabilities of \$238 million and \$278 million, respectively, and derivative liabilities included income or expense accruals reported in accrued investment income or in other

liabilities of \$15 million and \$41 million, respectively.

(2) Estimated fair value of derivatives is limited to the amount that is subject to set-off and includes income or expense accruals.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

Cash collateral received by the Company for OTC-bilateral and OTC-cleared derivatives is included in cash and (3) cash equivalents, short-term investments or in fixed maturity securities, and the obligation to return it is included in payables for collateral under securities loaned and other transactions on the balance sheet.

The receivable for the return of cash collateral provided by the Company is inclusive of initial margin on exchange-traded and OTC-cleared derivatives and is included in premiums, reinsurance and other receivables on the balance sheet. The amount of cash collateral offset in the table above is limited to the net estimated fair value of (4) derivatives after application of netting agreements. At June 30, 2016 and December 31, 2015, the Company received excess cash collateral of \$792 million and \$89 million, respectively, and provided excess cash collateral of \$305 million and \$204 million, respectively, which is not included in the table above due to the foregoing limitation.

Securities collateral received by the Company is held in separate custodial accounts and is not recorded on the balance sheet. Subject to certain constraints, the Company is permitted by contract to sell or re-pledge this collateral, but at June 30, 2016, none of the collateral had been sold or re-pledged. Securities collateral pledged by the Company is reported in fixed maturity securities on the balance sheet. Subject to certain constraints, the counterparties are permitted by contract to sell or re-pledge this collateral. The amount of securities collateral offset in the table above is limited to the net estimated fair value of derivatives after application of netting (5) agreements and cash collateral. At June 30, 2016 and December 31, 2015, the Company received excess securities collateral with an estimated fair value of \$336 million and \$100 million, respectively, for its OTC-bilateral derivatives, which are not included in the table above due to the foregoing limitation. At June 30, 2016 and December 31, 2015, the Company provided excess securities collateral with an estimated fair value of \$179 million and \$150 million, respectively, for its OTC-bilateral derivatives, and \$419 million and \$315 million, respectively, for its OTC-cleared derivatives, and \$343 million and \$224 million, respectively, for its exchange-traded derivatives, which are not included in the table above due to the foregoing limitation.

(6) See Note 6 for information regarding the Company's gross and net payables and receivables under repurchase agreement transactions.

The Company's collateral arrangements for its OTC-bilateral derivatives generally require the party in a net liability position, after considering the effect of netting agreements, to pledge collateral when the estimated fair value of that party's derivatives reaches a minimum transfer amount. A small number of these arrangements also include credit-contingent provisions that include a threshold above which collateral must be posted. Such agreements provide for a reduction of these thresholds (on a sliding scale that converges toward zero) in the event of downgrades in the credit ratings of MetLife, Inc. and/or the counterparty. In addition, substantially all of the Company's netting agreements for derivatives contain provisions that require both the Company and the counterparty to maintain a specific investment grade credit rating from each of Moody's and S&P. If a party's credit or financial strength rating, as applicable, were to fall below that specific investment grade credit rating, that party would be in violation of these provisions, and the other party to the derivatives could terminate the transactions and demand immediate settlement and payment based on such party's reasonable valuation of the derivatives.

The following table presents the estimated fair value of the Company's OTC-bilateral derivatives that are in a net liability position after considering the effect of netting agreements, together with the estimated fair value and balance sheet location of the collateral pledged. The table also presents the incremental collateral that MetLife, Inc. would be required to provide if there was a one-notch downgrade in MetLife, Inc.'s senior unsecured debt rating at the reporting date or if the Company's credit or financial strength rating, as applicable, sustained a downgrade to a level that triggered full overnight collateralization or termination of the derivative position at the reporting date. OTC-bilateral derivatives that are not subject to collateral agreements are excluded from this table.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

	June 30, 2016			December 31, 2015		
	Derivatives Subject to Credit- Contingent Provisions	Derivatives Not Subject to Credit- Contingent Provisions	Total	Derivatives Subject to Credit- Contingent Provisions	Derivatives Not Subject to Credit- Contingent Provisions	Total
Estimated Fair Value of Derivatives in a Net Liability Position (1)	\$ 1,395	\$ 34	\$ 1,429	\$ 1,270	\$ 207	\$ 1,477
Estimated Fair Value of Collateral Provided:						
Fixed maturity securities	\$ 1,449	\$ 51	\$ 1,500	\$ 1,365	\$ 174	\$ 1,539
Cash	\$ —	\$ —	\$ —	\$ 4	\$ 4	\$ 8
Estimated Fair Value of Incremental Collateral Provided Upon:						
One-notch downgrade in the Company's credit or financial strength rating, as applicable	\$ 1	\$ —	\$ 1	\$ 1	\$ —	\$ 1
Downgrade in the Company's credit or financial strength rating, as applicable, to a level that triggers full overnight collateralization or termination of the derivative position	\$ 1	\$ —	\$ 1	\$ 1	\$ —	\$ 1

(1) After taking into consideration the existence of netting agreements.

Embedded Derivatives

The Company issues certain products or purchases certain investments that contain embedded derivatives that are required to be separated from their host contracts and accounted for as freestanding derivatives. These host contracts principally include: variable annuities with guaranteed minimum benefits, including GMWBs, GMABs and certain GMIBs; ceded reinsurance of guaranteed minimum benefits related to certain GMIBs; assumed reinsurance of guaranteed minimum benefits related to GMWBs and GMABs; funding agreements with equity or bond indexed crediting rates; funds withheld on assumed and ceded reinsurance; fixed annuities with equity-indexed returns; and certain debt and equity securities.

The following table presents the estimated fair value and balance sheet location of the Company's embedded derivatives that have been separated from their host contracts at:

	Balance Sheet Location	June 30, December 31,	
		2016	2015
		(In millions)	
Net embedded derivatives within asset host contracts:			
Ceded guaranteed minimum benefits	Premiums, reinsurance and other receivables	\$ 544	\$ 356
Funds withheld on assumed reinsurance	Other invested assets	64	35
Options embedded in debt or equity securities	Investments	(257)	(220)
Net embedded derivatives within asset host contracts		\$ 351	\$ 171
Net embedded derivatives within liability host contracts:			
Direct guaranteed minimum benefits	Policyholder account balances and Future policy benefits	\$ 5,582	\$ (20)
Assumed guaranteed minimum benefits	Policyholder account balances	1,748	965
Funds withheld on ceded reinsurance	Other liabilities	76	(14)

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Other	Policyholder account balances	6	4
Net embedded derivatives within liability host contracts		\$7,412	\$ 935

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 7. Derivatives (continued)

The following table presents changes in estimated fair value related to embedded derivatives:

	Three Months		Six Months	
	Ended		Ended	
	June 30,		June 30,	
	2016	2015	2016	2015
	(In millions)			
Net derivative gains (losses) (1)	\$ (4,624)	\$ 821	\$ (5,793)	\$ 794
Policyholder benefits and claims	\$ 60	\$ (43 )	\$ 105	\$ (19 )

(1) The valuation of guaranteed minimum benefits includes a nonperformance risk adjustment. The amounts included in net derivative gains (losses) in connection with this adjustment were \$1.1 billion and \$1.5 billion for the three months and six months ended June 30, 2016, respectively, and (\$100) million and (\$31) million for the three months and six months ended June 30, 2015, respectively.

## 8. Fair Value

Considerable judgment is often required in interpreting market data to develop estimates of fair value, and the use of different assumptions or valuation methodologies may have a material effect on the estimated fair value amounts.

## Recurring Fair Value Measurements

The assets and liabilities measured at estimated fair value on a recurring basis and their corresponding placement in the fair value hierarchy, including those items for which the Company has elected the FVO, are presented below.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

	June 30, 2016			Total Estimated Fair Value
	Fair Value Hierarchy			
	Level 1	Level 2	Level 3	
	(In millions)			
<b>Assets</b>				
<b>Fixed maturity securities:</b>				
U.S. corporate	\$—	\$97,323	\$7,292	\$104,615
U.S. government and agency	41,028	28,386	323	69,737
Foreign corporate	—	52,794	6,418	59,212
Foreign government	—	61,885	376	62,261
RMBS	4,164	35,172	5,262	44,598
State and political subdivision	—	17,357	53	17,410
ABS	—	15,712	806	16,518
CMBS	—	12,525	632	13,157
Total fixed maturity securities	45,192	321,154	21,162	387,508
Equity securities	1,364	1,287	682	3,333
<b>FVO and trading securities:</b>				
Actively traded securities	—	7	1	8
FVO general account securities	509	31	100	640
FVO contractholder-directed unit-linked investments	10,729	2,804	124	13,657
FVO securities held by CSEs	—	3	6	9
Total FVO and trading securities	11,238	2,845	231	14,314
Short-term investments (1)	2,262	6,472	175	8,909
<b>Mortgage loans:</b>				
Residential mortgage loans — FVO	—	—	449	449
Commercial mortgage loans held by CSEs — FVO	—	159	—	159
Total mortgage loans	—	159	449	608
Other investments	91	58	—	149
<b>Derivative assets: (2)</b>				
Interest rate	2	16,056	228	16,286
Foreign currency exchange rate	—	4,936	43	4,979
Credit	—	107	15	122
Equity market	2	1,824	350	2,176
Total derivative assets	4	22,923	636	23,563
Net embedded derivatives within asset host contracts (3)	—	—	608	608
Separate account assets (4)	84,717	223,323	1,632	309,672
Total assets	\$144,868	\$578,221	\$25,575	\$748,664
<b>Liabilities</b>				
<b>Derivative liabilities: (2)</b>				
Interest rate	\$12	\$3,540	\$4	\$3,556
Foreign currency exchange rate	2	2,907	63	2,972
Credit	—	47	—	47
Equity market	194	1,234	701	2,129

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Total derivative liabilities	208	7,728	768	8,704
Net embedded derivatives within liability host contracts (3)	—	—	7,412	7,412
Long-term debt of CSEs — FVO	—	35	12	47
Trading liabilities (5)	—	—	—	—
Separate account liabilities (4)	—	97	5	102
Total liabilities	\$208	\$7,860	\$8,197	\$16,265

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

	December 31, 2015 Fair Value Hierarchy			Total Estimated Fair Value
	Level 1	Level 2	Level 3	
	(In millions)			
Assets				
Fixed maturity securities:				
U.S. corporate	\$—	\$93,758	\$7,036	\$100,794
U.S. government and agency	37,660	23,986	—	61,646
Foreign corporate	—	51,438	5,760	57,198
Foreign government	—	49,643	856	50,499
RMBS	—	34,088	4,709	38,797
State and political subdivision	—	15,395	46	15,441
ABS	—	12,731	1,663	14,394
CMBS	—	11,889	744	12,633
Total fixed maturity securities	37,660	292,928	20,814	351,402
Equity securities	1,274	1,615	432	3,321
FVO and trading securities:				
Actively traded securities	—	400	4	404
FVO general account securities	506	32	89	627
FVO contractholder-directed unit-linked investments	10,829	2,985	167	13,981
FVO securities held by CSEs	—	2	10	12
Total FVO and trading securities	11,335	3,419	270	15,024
Short-term investments (1)	2,543	5,985	291	8,819
Mortgage loans:				
Residential mortgage loans — FVO	—	—	314	314
Commercial mortgage loans held by CSEs — FVO	—	172	—	172
Total mortgage loans	—	172	314	486
Other investments	109	53	—	162
Derivative assets: (2)				
Interest rate	4	9,405	25	9,434
Foreign currency exchange rate	—	3,003	16	3,019
Credit	—	99	7	106
Equity market	63	1,435	349	1,847
Total derivative assets	67	13,942	397	14,406
Net embedded derivatives within asset host contracts (3)	—	—	391	391
Separate account assets (4)	77,080	222,814	1,704	301,598
Total assets	\$130,068	\$540,928	\$24,613	\$695,609
Liabilities				
Derivative liabilities: (2)				
Interest rate	\$7	\$2,340	\$—	\$2,347
Foreign currency exchange rate	—	2,754	148	2,902
Credit	—	45	2	47
Equity market	18	1,077	658	1,753

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Total derivative liabilities	25	6,216	808	7,049
Net embedded derivatives within liability host contracts (3)	—	—	935	935
Long-term debt of CSEs — FVO	—	49	11	60
Trading liabilities (5)	103	50	—	153
Separate account liabilities (4)	—	—	—	—
Total liabilities	\$128	\$6,315	\$1,754	\$8,197

(1) Short-term investments as presented in the tables above differ from the amounts presented on the consolidated balance sheets because certain short-term investments are not measured at estimated fair value on a recurring basis.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

Derivative assets are presented within other invested assets on the consolidated balance sheets and derivative liabilities are presented within other liabilities on the consolidated balance sheets. The amounts are presented gross in the tables above to reflect the presentation on the consolidated balance sheets, but are presented net for purposes of the rollforward in the Fair Value Measurements Using Significant Unobservable Inputs (Level 3) tables.

Net embedded derivatives within asset host contracts are presented within premiums, reinsurance and other receivables and other invested assets on the consolidated balance sheets. Net embedded derivatives within liability host contracts are presented within policyholder account balances, future policy benefits and other liabilities on the consolidated balance sheets. At June 30, 2016 and December 31, 2015, debt and equity securities also included embedded derivatives of (\$257) million and (\$220) million, respectively.

Investment performance related to separate account assets is fully offset by corresponding amounts credited to contractholders whose liability is reflected within separate account liabilities. Separate account liabilities are set equal to the estimated fair value of separate account assets. Separate account liabilities presented in the tables above represent derivative liabilities.

Trading liabilities are presented within other liabilities on the consolidated balance sheets.

The following describes the valuation methodologies used to measure assets and liabilities at fair value. The description includes the valuation techniques and key inputs for each category of assets or liabilities that are classified within Level 2 and Level 3 of the fair value hierarchy.

## Investments

## Valuation Controls and Procedures

On behalf of the Company's Chief Investment Officer and Chief Financial Officer, a pricing and valuation committee that is independent of the trading and investing functions and comprised of senior management, provides oversight of control systems and valuation policies for securities, mortgage loans and derivatives. On a quarterly basis, this committee reviews and approves new transaction types and markets, ensures that observable market prices and market-based parameters are used for valuation, wherever possible, and determines that judgmental valuation adjustments, when applied, are based upon established policies and are applied consistently over time. This committee also provides oversight of the selection of independent third-party pricing providers and the controls and procedures to evaluate third-party pricing. Periodically, the Chief Accounting Officer reports to the Audit Committee of MetLife, Inc.'s Board of Directors regarding compliance with fair value accounting standards.

The Company reviews its valuation methodologies on an ongoing basis and revises those methodologies when necessary based on changing market conditions. Assurance is gained on the overall reasonableness and consistent application of input assumptions, valuation methodologies and compliance with fair value accounting standards through controls designed to ensure valuations represent an exit price. Several controls are utilized, including certain monthly controls, which include, but are not limited to, analysis of portfolio returns to corresponding benchmark returns, comparing a sample of executed prices of securities sold to the fair value estimates, comparing fair value estimates to management's knowledge of the current market, reviewing the bid/ask spreads to assess activity, comparing prices from multiple independent pricing services and ongoing due diligence to confirm that independent pricing services use market-based parameters. The process includes a determination of the observability of inputs used in estimated fair values received from independent pricing services or brokers by assessing whether these inputs can be corroborated by observable market data. The Company ensures that prices received from independent brokers, also referred to herein as "consensus pricing," represent a reasonable estimate of fair value by considering such pricing relative to the Company's knowledge of the current market dynamics and current pricing for similar financial instruments. While independent non-binding broker quotations are utilized, they are not used for a significant portion of the portfolio. For example, fixed maturity securities priced using independent non-binding broker quotations represent less than 1% of the total estimated fair value of fixed maturity securities and 6% of the total estimated fair value of Level 3 fixed maturity securities at June 30, 2016.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

8. Fair Value (continued)

The Company also applies a formal process to challenge any prices received from independent pricing services that are not considered representative of estimated fair value. If prices received from independent pricing services are not considered reflective of market activity or representative of estimated fair value, independent non-binding broker quotations are obtained, or an internally developed valuation is prepared. Internally developed valuations of current estimated fair value, which reflect internal estimates of liquidity and nonperformance risks, compared with pricing received from the independent pricing services, did not produce material differences in the estimated fair values for the majority of the portfolio; accordingly, overrides were not material. This is, in part, because internal estimates of liquidity and nonperformance risks are generally based on available market evidence and estimates used by other market participants. In the absence of such market-based evidence, management's best estimate is used.

Securities, Short-term Investments, Other Investments, Long-term Debt of CSEs — FVO and Trading Liabilities  
When available, the estimated fair value of these financial instruments is based on quoted prices in active markets that are readily and regularly obtainable. Generally, these are the most liquid of the Company's securities holdings and valuation of these securities does not involve management's judgment.

When quoted prices in active markets are not available, the determination of estimated fair value is based on market standard valuation methodologies, giving priority to observable inputs. The significant inputs to the market standard valuation methodologies for certain types of securities with reasonable levels of price transparency are inputs that are observable in the market or can be derived principally from, or corroborated by, observable market data. When observable inputs are not available, the market standard valuation methodologies rely on inputs that are significant to the estimated fair value that are not observable in the market or cannot be derived principally from, or corroborated by, observable market data. These unobservable inputs can be based in large part on management's judgment or estimation and cannot be supported by reference to market activity. Even though these inputs are unobservable, management believes they are consistent with what other market participants would use when pricing such securities and are considered appropriate given the circumstances.

The estimated fair value of investments in certain separate accounts included in FVO contractholder-directed unit-linked investments, FVO securities held by CSEs, other investments, long-term debt of CSEs — FVO and trading liabilities is determined on a basis consistent with the methodologies described herein for securities.

The valuation of most instruments listed below is determined using independent pricing sources, matrix pricing, discounted cash flow methodologies or other similar techniques that use either observable market inputs or unobservable inputs.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

8. Fair Value (continued)

Instrument	Level 2 Observable Inputs	Level 3 Unobservable Inputs
Fixed Maturity Securities		
U.S. corporate and Foreign corporate securities	<p>Valuation Techniques: Principally the market and income approaches.</p> <p>Key Inputs:</p> <ul style="list-style-type: none"> <li>•quoted prices in markets that are not active</li> <li>•benchmark yields; spreads off benchmark yields; new issuances; issuer rating</li> <li>•trades of identical or comparable securities; duration</li> <li>•Privately-placed securities are valued using the additional key inputs:                             <ul style="list-style-type: none"> <li>•market yield curve; call provisions</li> <li>•observable prices and spreads for similar public or private securities that incorporate the credit quality and industry sector of the issuer</li> <li>•delta spread adjustments to reflect specific credit-related issues</li> </ul> </li> </ul>	<p>Valuation Techniques: Principally the market approach.</p> <p>Key Inputs:</p> <ul style="list-style-type: none"> <li>•illiquidity premium</li> <li>•delta spread adjustments to reflect specific credit-related issues</li> <li>•credit spreads</li> <li>•quoted prices in markets that are not active for identical or similar securities that are less liquid and based on lower levels of trading activity than securities classified in Level 2</li> <li>•independent non-binding broker quotations</li> </ul>
U.S. government and agency, Foreign government and State and political subdivision securities	<p>Valuation Techniques: Principally the market approach.</p> <p>Key Inputs:</p> <ul style="list-style-type: none"> <li>•quoted prices in markets that are not active</li> <li>•benchmark U.S. Treasury yield or other yields</li> <li>•the spread off the U.S. Treasury yield curve for the identical security</li> <li>•issuer ratings and issuer spreads; broker-dealer quotes</li> <li>•comparable securities that are actively traded</li> </ul>	<p>Valuation Techniques: Principally the market approach.</p> <p>Key Inputs:</p> <ul style="list-style-type: none"> <li>•independent non-binding broker quotations</li> <li>•quoted prices in markets that are not active for identical or similar securities that are less liquid and based on lower levels of trading activity than securities classified in Level 2</li> <li>•credit spreads</li> </ul>
Structured Securities	<p>Valuation Techniques: Principally the market and income approaches.</p> <p>Key Inputs:</p> <ul style="list-style-type: none"> <li>•quoted prices in markets that are not active</li> <li>•spreads for actively traded securities; spreads off benchmark yields</li> <li>•expected prepayment speeds and volumes</li> <li>•current and forecasted loss severity; ratings; geographic region</li> <li>•weighted average coupon and weighted average maturity</li> </ul>	<p>Valuation Techniques: Principally the market and income approaches.</p> <p>Key Inputs:</p> <ul style="list-style-type: none"> <li>•credit spreads</li> <li>•quoted prices in markets that are not active for identical or similar securities that are less liquid and based on lower levels of trading activity than securities classified in Level 2</li> <li>•independent non-binding broker quotations</li> </ul>

- average delinquency rates; debt-service coverage ratios
- issuance-specific information, including, but not limited to:
  - collateral type; structure of the security; vintage of the loans
  - payment terms of the underlying assets
  - payment priority within the tranche; deal performance

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

8. Fair Value (continued)

Instrument	Level 2 Observable Inputs	Level 3 Unobservable Inputs
Equity Securities	<p>Valuation Techniques: Principally the market approach.</p> <p>Key Input: quoted prices in markets that are not considered active</p> <ul style="list-style-type: none"> <li>•</li> </ul>	<p>Valuation Techniques: Principally the market and income approaches.</p> <p>Key Inputs: •credit ratings; issuance structures</p> <p>quoted prices in markets that are not active for identical or similar securities that are •less liquid and based on lower levels of trading activity than securities classified in Level 2 •independent non-binding broker quotations</p>
FVO and trading securities, Short-term investments, and Other invested assets	<p>Contractholder-directed unit-linked investments include mutual fund interests without readily determinable fair values given prices are not published</p> <ul style="list-style-type: none"> <li>• publicly. Valuation of these mutual funds is based upon quoted prices or reported net asset value (“NAV”) provided by the fund managers, which were based on observable inputs.</li> <li>• All other investments are of a similar nature and class to the fixed maturity and equity securities described above; accordingly, the</li> </ul>	<p>FVO and trading securities and short-term investments are of a similar nature and class to the fixed maturity and equity securities described above; accordingly, the valuation techniques and unobservable inputs used in their valuation are also similar to those described above.</p>

valuation techniques and observable inputs used in their valuation are also similar to those described above.

Mortgage Loans — FVO

Commercial mortgage loans held by CSEs — FVO

Valuation

Techniques:

Principally the market approach. •N/A

Key Input:

quoted securitization market price determined

- principally by independent pricing services using observable inputs

Residential mortgage loans — FVO

- N/A Valuation Techniques: Principally the market approach, including matrix pricing or other similar techniques.

Key Inputs:

Inputs that are unobservable or cannot be derived principally from, or corroborated by, observable market data

Separate Account Assets and Separate Account Liabilities (1)

Mutual funds and hedge funds without readily determinable fair values as prices are not published publicly

Key Input: •N/A

- quoted prices or reported NAV provided by the fund managers

Other limited partnership interests

- N/A Valuation Techniques: Valued giving consideration to the underlying holdings of the partnerships and by applying a premium or discount, if appropriate.

Key Inputs:

- liquidity; bid/ask spreads; performance record of the fund manager
- other relevant variables that may impact the exit value of the particular partnership interest

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(1) Estimated fair value equals carrying value, based on the value of the underlying assets, including: mutual fund interests, fixed maturity securities, equity securities, derivatives, hedge funds, other limited partnership interests, short-term investments and cash and cash equivalents. Fixed maturity securities, equity securities, derivatives, short-term investments and cash and cash equivalents are similar in nature to the instruments described under “— Securities, Short-term Investments, Other Investments, Long-term Debt of CSEs — FVO and Trading Liabilities” and “— Derivatives — Freestanding Derivatives.”





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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

## Derivatives

The estimated fair value of derivatives is determined through the use of quoted market prices for exchange-traded derivatives, or through the use of pricing models for OTC-bilateral and OTC-cleared derivatives. The determination of estimated fair value, when quoted market values are not available, is based on market standard valuation methodologies and inputs that management believes are consistent with what other market participants would use when pricing such instruments. Derivative valuations can be affected by changes in interest rates, foreign currency exchange rates, financial indices, credit spreads, default risk, nonperformance risk, volatility, liquidity and changes in estimates and assumptions used in the pricing models. The valuation controls and procedures for derivatives are described in “— Investments.”

The significant inputs to the pricing models for most OTC-bilateral and OTC-cleared derivatives are inputs that are observable in the market or can be derived principally from, or corroborated by, observable market data. Certain OTC-bilateral and OTC-cleared derivatives may rely on inputs that are significant to the estimated fair value that are not observable in the market or cannot be derived principally from, or corroborated by, observable market data. These unobservable inputs may involve significant management judgment or estimation. Even though unobservable, these inputs are based on assumptions deemed appropriate given the circumstances and management believes they are consistent with what other market participants would use when pricing such instruments.

Most inputs for OTC-bilateral and OTC-cleared derivatives are mid-market inputs but, in certain cases, liquidity adjustments are made when they are deemed more representative of exit value. Market liquidity, as well as the use of different methodologies, assumptions and inputs, may have a material effect on the estimated fair values of the Company’s derivatives and could materially affect net income.

The credit risk of both the counterparty and the Company are considered in determining the estimated fair value for all OTC-bilateral and OTC-cleared derivatives, and any potential credit adjustment is based on the net exposure by counterparty after taking into account the effects of netting agreements and collateral arrangements. The Company values its OTC-bilateral and OTC-cleared derivatives using standard swap curves which may include a spread to the risk-free rate, depending upon specific collateral arrangements. This credit spread is appropriate for those parties that execute trades at pricing levels consistent with similar collateral arrangements. As the Company and its significant derivative counterparties generally execute trades at such pricing levels and hold sufficient collateral, additional credit risk adjustments are not currently required in the valuation process. The Company’s ability to consistently execute at such pricing levels is in part due to the netting agreements and collateral arrangements that are in place with all of its significant derivative counterparties. An evaluation of the requirement to make additional credit risk adjustments is performed by the Company each reporting period.

## Freestanding Derivatives

## Level 2 Valuation Techniques and Key Inputs:

This level includes all types of derivatives utilized by the Company with the exception of exchange-traded derivatives included within Level 1 and those derivatives with unobservable inputs as described in Level 3.

## Level 3 Valuation Techniques and Key Inputs:

These valuation methodologies generally use the same inputs as described in the corresponding sections for Level 2 measurements of derivatives. However, these derivatives result in Level 3 classification because one or more of the significant inputs are not observable in the market or cannot be derived principally from, or corroborated by, observable market data.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

Freestanding derivatives are principally valued using the income approach. Valuations of non-option-based derivatives utilize present value techniques, whereas valuations of option-based derivatives utilize option pricing models. Key inputs are as follows:

Instrument	Interest Rate	Foreign Currency Exchange Rate	Credit	Equity Market
Inputs common to Level 2 and Level 3 by instrument type	<ul style="list-style-type: none"> <li>•swap yield curves</li> <li>•basis curves</li> <li>•interest rate</li> <li>•volatility (1)</li> </ul>	<ul style="list-style-type: none"> <li>•swap yield curves</li> <li>•basis curves</li> <li>•currency spot rates</li> <li>•cross currency basis curves</li> <li>•currency volatility (1)</li> </ul>	<ul style="list-style-type: none"> <li>•swap yield curves</li> <li>•credit curves</li> <li>•recovery rates</li> </ul>	<ul style="list-style-type: none"> <li>•swap yield curves</li> <li>•spot equity index levels</li> <li>•dividend yield curves</li> <li>•equity volatility (1)</li> </ul>
Level 3	<ul style="list-style-type: none"> <li>•swap yield curves (2)</li> <li>•basis curves (2)</li> <li>•interest rate</li> <li>•volatility (1), (2)</li> <li>•repurchase rates</li> </ul>	<ul style="list-style-type: none"> <li>•swap yield curves (2)</li> <li>•basis curves (2)</li> <li>•cross currency basis curves (2)</li> <li>•currency correlation</li> <li>•currency volatility (1)</li> </ul>	<ul style="list-style-type: none"> <li>•swap yield curves (2)</li> <li>•credit curves (2)</li> <li>•credit spreads</li> <li>•repurchase rates</li> <li>•independent non-binding broker quotations</li> </ul>	<ul style="list-style-type: none"> <li>•dividend yield curves (2)</li> <li>•equity volatility (1), (2)</li> <li>•correlation between model inputs (1)</li> </ul>

(1)Option-based only.

(2)Extrapolation beyond the observable limits of the curve(s).

Embedded Derivatives

Embedded derivatives principally include certain direct, assumed and ceded variable annuity guarantees, equity or bond indexed crediting rates within certain funding agreements and annuity contracts, and those related to funds withheld on ceded reinsurance agreements. Embedded derivatives are recorded at estimated fair value with changes in estimated fair value reported in net income.

The Company issues certain variable annuity products with guaranteed minimum benefits. GMWBs, GMABs and certain GMIBs contain embedded derivatives, which are measured at estimated fair value separately from the host variable annuity contract, with changes in estimated fair value reported in net derivative gains (losses). These embedded derivatives are classified within policyholder account balances and future policy benefits on the consolidated balance sheets.

The Company's actuarial department calculates the fair value of these embedded derivatives, which are estimated as the present value of projected future benefits minus the present value of projected future fees using actuarial and capital market assumptions including expectations concerning policyholder behavior. The calculation is based on in-force business, and is performed using standard actuarial valuation software which projects future cash flows from the embedded derivative over multiple risk neutral stochastic scenarios using observable risk-free rates.

Capital market assumptions, such as risk-free rates and implied volatilities, are based on market prices for publicly traded instruments to the extent that prices for such instruments are observable. Implied volatilities beyond the observable period are extrapolated based on observable implied volatilities and historical volatilities. Actuarial assumptions, including mortality, lapse, withdrawal and utilization, are unobservable and are reviewed at least annually based on actuarial studies of historical experience.

The valuation of these guarantee liabilities includes nonperformance risk adjustments and adjustments for a risk margin related to non-capital market inputs. The nonperformance adjustment is determined by taking into consideration publicly available information relating to spreads in the secondary market for MetLife, Inc.'s debt, including related credit default swaps. These observable spreads are then adjusted, as necessary, to reflect the priority of these liabilities and the claims paying ability of the issuing insurance subsidiaries compared to MetLife, Inc.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

Risk margins are established to capture the non-capital market risks of the instrument which represent the additional compensation a market participant would require to assume the risks related to the uncertainties of such actuarial assumptions as annuitization, premium persistency, partial withdrawal and surrenders. The establishment of risk margins requires the use of significant management judgment, including assumptions of the amount and cost of capital needed to cover the guarantees. These guarantees may be more costly than expected in volatile or declining equity markets. Market conditions including, but not limited to, changes in interest rates, equity indices, market volatility and foreign currency exchange rates; changes in nonperformance risk; and variations in actuarial assumptions regarding policyholder behavior, mortality and risk margins related to non-capital market inputs, may result in significant fluctuations in the estimated fair value of the guarantees that could materially affect net income.

The Company ceded the risk associated with certain of the GMIBs previously described. These reinsurance agreements contain embedded derivatives which are included within premiums, reinsurance and other receivables on the consolidated balance sheets with changes in estimated fair value reported in net derivative gains (losses) or policyholder benefits and claims depending on the statement of operations classification of the direct risk. The value of the embedded derivatives on the ceded risk is determined using a methodology consistent with that described previously for the guarantees directly written by the Company with the exception of the input for nonperformance risk that reflects the credit of the reinsurer.

The estimated fair value of the embedded derivatives within funds withheld related to certain ceded reinsurance is determined based on the change in estimated fair value of the underlying assets held by the Company in a reference portfolio backing the funds withheld liability. The estimated fair value of the underlying assets is determined as previously described in “— Investments — Securities, Short-term Investments, Other Investments, Long-term Debt of CSEs — FVO and Trading Liabilities.” The estimated fair value of these embedded derivatives is included, along with their funds withheld hosts, in other liabilities on the consolidated balance sheets with changes in estimated fair value recorded in net derivative gains (losses). Changes in the credit spreads on the underlying assets, interest rates and market volatility may result in significant fluctuations in the estimated fair value of these embedded derivatives that could materially affect net income.

The estimated fair value of the embedded equity and bond indexed derivatives contained in certain funding agreements is determined using market standard swap valuation models and observable market inputs, including a nonperformance risk adjustment. The estimated fair value of these embedded derivatives are included, along with their funding agreements host, within policyholder account balances with changes in estimated fair value recorded in net derivative gains (losses). Changes in equity and bond indices, interest rates and the Company’s credit standing may result in significant fluctuations in the estimated fair value of these embedded derivatives that could materially affect net income.

The Company issues certain annuity contracts which allow the policyholder to participate in returns from equity indices. These equity indexed features are embedded derivatives which are measured at estimated fair value separately from the host fixed annuity contract, with changes in estimated fair value reported in net derivative gains (losses). These embedded derivatives are classified within policyholder account balances on the consolidated balance sheets. The estimated fair value of the embedded equity indexed derivatives, based on the present value of future equity returns to the policyholder using actuarial and present value assumptions including expectations concerning policyholder behavior, is calculated by the Company’s actuarial department. The calculation is based on in-force business and uses standard capital market techniques, such as Black-Scholes, to calculate the value of the portion of the embedded derivative for which the terms are set. The portion of the embedded derivative covering the period beyond where terms are set is calculated as the present value of amounts expected to be spent to provide equity indexed returns in those periods. The valuation of these embedded derivatives also includes the establishment of a risk margin, as well as changes in nonperformance risk.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

8. Fair Value (continued)

Embedded Derivatives Within Asset and Liability Host Contracts

Level 3 Valuation Techniques and Key Inputs:

Direct and assumed guaranteed minimum benefits

These embedded derivatives are principally valued using the income approach. Valuations are based on option pricing techniques, which utilize significant inputs that may include swap yield curves, currency exchange rates and implied volatilities. These embedded derivatives result in Level 3 classification because one or more of the significant inputs are not observable in the market or cannot be derived principally from, or corroborated by, observable market data. Significant unobservable inputs generally include: the extrapolation beyond observable limits of the swap yield curves and implied volatilities, actuarial assumptions for policyholder behavior and mortality and the potential variability in policyholder behavior and mortality, nonperformance risk and cost of capital for purposes of calculating the risk margin.

Reinsurance ceded on certain guaranteed minimum benefits

These embedded derivatives are principally valued using the income approach. The valuation techniques and significant market standard unobservable inputs used in their valuation are similar to those described above in “— Direct and assumed guaranteed minimum benefits” and also include counterparty credit spreads.

Transfers between Levels

Overall, transfers between levels occur when there are changes in the observability of inputs and market activity.

Transfers into or out of any level are assumed to occur at the beginning of the period.

Transfers between Levels 1 and 2:

For assets and liabilities measured at estimated fair value and still held at June 30, 2016, transfers between Levels 1 and 2 were not significant. For assets and liabilities measured at estimated fair value and still held at December 31, 2015, transfers between Levels 1 and 2 were \$203 million.

Transfers into or out of Level 3:

Assets and liabilities are transferred into Level 3 when a significant input cannot be corroborated with market observable data. This occurs when market activity decreases significantly and underlying inputs cannot be observed, current prices are not available, and/or when there are significant variances in quoted prices, thereby affecting transparency. Assets and liabilities are transferred out of Level 3 when circumstances change such that a significant input can be corroborated with market observable data. This may be due to a significant increase in market activity, a specific event, or one or more significant input(s) becoming observable.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

## Assets and Liabilities Measured at Fair Value Using Significant Unobservable Inputs (Level 3)

The following table presents certain quantitative information about the significant unobservable inputs used in the fair value measurement, and the sensitivity of the estimated fair value to changes in those inputs, for the more significant asset and liability classes measured at fair value on a recurring basis using significant unobservable inputs (Level 3) at:

			June 30, 2016			December 31, 2015			Impact of
	Valuation Techniques	Significant Unobservable Inputs	Range		Weighted Average (1)	Range	Weighted Average (1)		Increase in Input on Estimated Fair Value (2)
Fixed maturity securities (3)									
U.S. corporate and foreign corporate	• Matrix pricing	• Delta spread adjustments (4)	(269)	-545	(6)	(65)	-240	39	Decrease
	• Market pricing	• Quoted prices (5)	—	-884	162	—	-780	156	Increase
	• Consensus pricing	• Offered quotes (5)	6	-121	97	68	-121	98	Increase
Foreign government	• Market pricing	• Quoted prices (5)	95	-124	104	96	-135	113	Increase
RMBS	• Market pricing	• Quoted prices (5)	16	-128	90	19	-292	92	Increase (6)
ABS	• Market pricing	• Quoted prices (5)	5	-129	100	16	-109	100	Increase (6)
	• Consensus pricing	• Offered quotes (5)	93	-107	100	66	-105	99	Increase (6)
Derivatives									
Interest rate	Present value techniques	• Swap yield (7)	147	-254		307	-317		Increase (8)
		• Repurchase rates (9)	(16)	-3					Decrease (8)
Foreign currency exchange rate	Present value techniques	• Swap yield (7)	95	-328		28	-381		Increase (8)
Credit	Present value techniques	• Credit spreads (10)	97	-100		98	-100		Decrease (8)
		• Offered quotes (11)							
Equity market	Present value techniques or option pricing models	• Volatility (12)	14%	-35%		15%	-36%		Increase (8)
		• Correlation (13)	70%	-70%		70%	-70%		

## Embedded derivatives

## Direct, assumed

and ceded  
guaranteed  
minimum  
benefitsOption  
pricing  
techniques

## •Mortality rates:

Ages 0 - 40	0%	-0.21%	0%	-0.21%	Decrease (14)
Ages 41 - 60	0.01%	-0.78%	0.01%	-0.78%	Decrease (14)
Ages 61 - 115	0%	-100%	0.04%	-100%	Decrease (14)

## •Lapse rates:

Durations 1 - 10	0.25%	-100%	0.25%	-100%	Decrease (15)
Durations 11 - 20	2%	-100%	2%	-100%	Decrease (15)
Durations 21 - 116	1.25%	-100%	1%	-100%	Decrease (15)

•Utilization rates 0% -25% 0% -25% Increase (16)

•Withdrawal rates 0% -20% 0% -20% (17)

•Long-term equity volatilities 9.81% -33% 8.79% -33% Increase (18)

•Nonperformance risk spread (0.02)%-2.16% (0.47)%-1.31% Decrease (19)

(1) The weighted average for fixed maturity securities is determined based on the estimated fair value of the securities.

The impact of a decrease in input would have the opposite impact on estimated fair value. For embedded

(2) derivatives, changes to direct and assumed guaranteed minimum benefits are based on liability positions; changes to ceded guaranteed minimum benefits are based on asset positions.

(3) Significant increases (decreases) in expected default rates in isolation would result in substantially lower (higher) valuations.

(4) Range and weighted average are presented in basis points.

(5) Range and weighted average are presented in accordance with the market convention for fixed maturity securities of dollars per hundred dollars of par.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

Changes in the assumptions used for the probability of default is accompanied by a directionally similar change in (6) the assumption used for the loss severity and a directionally opposite change in the assumptions used for prepayment rates.

Ranges represent the rates across different yield curves and are presented in basis points. The swap yield curves are (7) utilized among different types of derivatives to project cash flows, as well as to discount future cash flows to present value. Since this valuation methodology uses a range of inputs across a yield curve to value the derivative, presenting a range is more representative of the unobservable input used in the valuation.

(8) Changes in estimated fair value are based on long U.S. dollar net asset positions and will be inversely impacted for short U.S. dollar net asset positions.

(9) Ranges represent different repurchase rates utilized as components within the valuation methodology and are presented in basis points.

(10) Represents the risk quoted in basis points of a credit default event on the underlying instrument. Credit derivatives with significant unobservable inputs are primarily comprised of written credit default swaps.

(11) At both June 30, 2016 and December 31, 2015, independent non-binding broker quotations were used in the determination of less than 1% of the total net derivative estimated fair value.

(12) Ranges represent the underlying equity volatility quoted in percentage points. Since this valuation methodology uses a range of inputs across multiple volatility surfaces to value the derivative, presenting a range is more representative of the unobservable input used in the valuation.

(13) Ranges represent the different correlation factors utilized as components within the valuation methodology. Presenting a range of correlation factors is more representative of the unobservable input used in the valuation. Increases (decreases) in correlation in isolation will increase (decrease) the significance of the change in valuations.

(14) Mortality rates vary by age and by demographic characteristics such as gender. Mortality rate assumptions are based on company experience. A mortality improvement assumption is also applied. For any given contract, mortality rates vary throughout the period over which cash flows are projected for purposes of valuing the embedded derivative.

(15) Base lapse rates are adjusted at the contract level based on a comparison of the actuarially calculated guaranteed values and the current policyholder account value, as well as other factors, such as the applicability of any surrender charges. A dynamic lapse function reduces the base lapse rate when the guaranteed amount is greater than the account value as in the money contracts are less likely to lapse. Lapse rates are also generally assumed to be lower in periods when a surrender charge applies. For any given contract, lapse rates vary throughout the period over which cash flows are projected for purposes of valuing the embedded derivative.

(16) The utilization rate assumption estimates the percentage of contract holders with a GMIB or lifetime withdrawal benefit who will elect to utilize the benefit upon becoming eligible. The rates may vary by the type of guarantee, the amount by which the guaranteed amount is greater than the account value, the contract's withdrawal history and by the age of the policyholder. For any given contract, utilization rates vary throughout the period over which cash flows are projected for purposes of valuing the embedded derivative.

(17) The withdrawal rate represents the percentage of account balance that any given policyholder will elect to withdraw from the contract each year. The withdrawal rate assumption varies by age and duration of the contract, and also by other factors such as benefit type. For any given contract, withdrawal rates vary throughout the period over which cash flows are projected for purposes of valuing the embedded derivative. For GMWBs, any increase (decrease) in withdrawal rates results in an increase (decrease) in the estimated fair value of the guarantees. For GMABs and GMIBs, any increase (decrease) in withdrawal rates results in a decrease (increase) in the estimated fair value.

(18)

Long-term equity volatilities represent equity volatility beyond the period for which observable equity volatilities are available. For any given contract, long-term equity volatility rates vary throughout the period over which cash flows are projected for purposes of valuing the embedded derivative.

Nonperformance risk spread varies by duration and by currency. For any given contract, multiple nonperformance (19) risk spreads will apply, depending on the duration of the cash flow being discounted for purposes of valuing the embedded derivative.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

The following is a summary of the valuation techniques and significant unobservable inputs used in the fair value measurement of assets and liabilities classified within Level 3 that are not included in the preceding table. Generally, all other classes of securities classified within Level 3, including those within separate account assets and embedded derivatives within funds withheld related to certain ceded and assumed reinsurance, use the same valuation techniques and significant unobservable inputs as previously described for Level 3 securities. This includes matrix pricing and discounted cash flow methodologies, inputs such as quoted prices for identical or similar securities that are less liquid and based on lower levels of trading activity than securities classified in Level 2, as well as independent non-binding broker quotations. The residential mortgage loans — FVO and long-term debt of CSEs — FVO are valued using independent non-binding broker quotations and internal models including matrix pricing and discounted cash flow methodologies using current interest rates. The sensitivity of the estimated fair value to changes in the significant unobservable inputs for these other assets and liabilities is similar in nature to that described in the preceding table. The valuation techniques and significant unobservable inputs used in the fair value measurement for the more significant assets measured at estimated fair value on a nonrecurring basis and determined using significant unobservable inputs (Level 3) are summarized in “— Nonrecurring Fair Value Measurements.”

The following tables summarize the change of all assets and (liabilities) measured at estimated fair value on a recurring basis using significant unobservable inputs (Level 3):

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)						
	Fixed Maturity Securities						
	Corporate (1)	U.S. Government and Agency	Foreign Government	Structured Securities	State and Political Subdivision	Equity Securities	FVO and Trading Securities (2)
	(In millions)						
Three Months Ended June 30, 2016							
Balance, beginning of period	\$ 12,792	\$ 211	\$ 712	\$ 6,652	\$ 36	\$ 669	\$ 249
Total realized/unrealized gains (losses) included in net income (loss) (3) (4)	(5 )	—	4	30	—	—	(3 )
Total realized/unrealized gains (losses) included in AOCI	339	7	2	5	—	11	—
Purchases (5)	852	105	65	940	17	19	11
Sales (5)	(306 )	—	(19 )	(478 )	—	(17 )	(19 )
Issuances (5)	—	—	—	—	—	—	—
Settlements (5)	—	—	—	—	—	—	—
Transfers into Level 3 (6)	490	—	103	12	—	2	6
Transfers out of Level 3 (6)	(452 )	—	(491 )	(461 )	—	(2 )	(13 )
Balance, end of period	\$ 13,710	\$ 323	\$ 376	\$ 6,700	\$ 53	\$ 682	\$ 231
Three Months Ended June 30, 2015							
Balance, beginning of period	\$ 13,729	\$ —	\$ 1,384	\$ 7,642	\$ 2	\$ 338	\$ 521
Total realized/unrealized gains (losses) included in net income (loss) (3) (4)	30	—	4	43	—	2	(3 )
Total realized/unrealized gains (losses) included in AOCI	(407 )	—	(27 )	13	—	(2 )	—
Purchases (5)	607	55	88	1,218	55	42	74
Sales (5)	(538 )	—	(20 )	(448 )	—	(20 )	(126 )
Issuances (5)	—	—	—	—	—	—	—

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Settlements (5)	—	—	—	—	—	—	—
Transfers into Level 3 (6)	252	—	10	153	—	131	52
Transfers out of Level 3 (6)	(153 )	—	(103 )	(1,603 )	(2 )	(2 )	(43 )
Balance, end of period	\$13,520	\$ 55	\$ 1,336	\$ 7,018	\$ 55	\$ 489	\$ 475
Changes in unrealized gains (losses) included in net income (loss) for the instruments still held at June 30, 2016 (7)	\$(5 )	\$ —	\$ 4	\$ 35	\$ —	\$ —	\$ (3 )
Changes in unrealized gains (losses) included in net income (loss) for the instruments still held at June 30, 2015 (7)	\$7	\$ —	\$ 4	\$ 30	\$ —	\$ —	\$ (6 )

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)						
	Short-term Investments FVO	Residential Mortgage Loans — FVO	Net Derivatives	Net Embedded Derivatives (8)	Separate Accounts (9)	Long-term Debt of CDOs — FVO	Trading Liabilities
(In millions)							
Three Months Ended June 30, 2016							
Balance, beginning of period	\$ 170	\$ 392	\$ (338 )	\$ (1,939 )	\$ 1,466	\$ (12 )	\$ —
Total realized/unrealized gains (losses) included in net income (loss) (3) (4)	—	1	165	(4,505 )	33	—	—
Total realized/unrealized gains (losses) included in AOCI	5	—	41	(135 )	—	—	—
Purchases (5)	115	71	4	—	209	—	—
Sales (5)	(6 )	(4 )	—	—	(49 )	—	—
Issuances (5)	—	—	(1 )	—	(2 )	—	—
Settlements (5)	—	(11 )	2	(225 )	5	—	—
Transfers into Level 3 (6)	2	—	—	—	2	—	—
Transfers out of Level 3 (6)	(111 )	—	(5 )	—	(37 )	—	—
Balance, end of period	\$ 175	\$ 449	\$ (132 )	\$ (6,804 )	\$ 1,627	\$ (12 )	\$ —
Three Months Ended June 30, 2015							
Balance, beginning of period	\$ 1,358	\$ 329	\$ (345 )	\$ 278	\$ 2,056	\$ (12 )	\$ —
Total realized/unrealized gains (losses) included in net income (loss) (3) (4)	2	(2 )	(2 )	737	(30 )	—	—
Total realized/unrealized gains (losses) included in AOCI	(1 )	—	(21 )	21	—	—	—
Purchases (5)	1,702	45	4	—	153	—	(4 )
Sales (5)	(975 )	(23 )	—	—	(83 )	—	—
Issuances (5)	—	—	(1 )	—	—	—	—
Settlements (5)	—	(4 )	(7 )	(195 )	(1 )	—	—
Transfers into Level 3 (6)	—	—	—	—	—	—	—
Transfers out of Level 3 (6)	(277 )	—	—	—	(170 )	—	—
Balance, end of period	\$ 1,809	\$ 345	\$ (372 )	\$ 841	\$ 1,925	\$ (12 )	\$ (4 )
Changes in unrealized gains (losses) included in net income (loss) for the instruments still held at June 30, 2016 (7)	\$ —	\$ 1	\$ 163	\$ (4,520 )	\$ —	\$ —	\$ —
Changes in unrealized gains (losses) included in net income (loss) for the instruments still held at June 30, 2015 (7)	\$ 1	\$ (2 )	\$ 7	\$ 723	\$ —	\$ —	\$ —

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

Fair Value Measurements Using Significant Unobservable Inputs  
(Level 3)

## Fixed Maturity Securities

	Corporate (1)	U.S. Government and Agency	Foreign Government	Structured Securities	State and Political Subdivision	Equity Securities	FVO and Trading Securities (2)
(In millions)							
Six Months Ended June 30, 2016							
Balance, beginning of period	\$ 12,796	\$ —	\$ 856	\$ 7,116	\$ 46	\$ 432	\$ 270
Total realized/unrealized gains (losses) included in net income (loss) (3) (4)	(44 )	—	8	60	—	(24 )	5
Total realized/unrealized gains (losses) included in AOCI	929	18	(3 )	(9 )	—	41	—
Purchases (5)	1,316	105	79	1,546	17	23	26
Sales (5)	(602 )	—	(23 )	(903 )	—	(62 )	(26 )
Issuances (5)	—	—	—	—	—	—	—
Settlements (5)	—	—	—	—	—	—	—
Transfers into Level 3 (6)	639	200	41	30	—	457	23
Transfers out of Level 3 (6)	(1,324 )	—	(582 )	(1,140 )	(10 )	(185 )	(67 )
Balance, end of period	\$ 13,710	\$ 323	\$ 376	\$ 6,700	\$ 53	\$ 682	\$ 231
Six Months Ended June 30, 2015							
Balance, beginning of period	\$ 13,432	\$ —	\$ 1,311	\$ 7,392	\$ —	\$ 345	\$ 567
Total realized/unrealized gains (losses) included in net income (loss) (3) (4)	43	—	7	64	—	—	(26 )
Total realized/unrealized gains (losses) included in AOCI	(489 )	—	(24 )	(28 )	—	(4 )	—
Purchases (5)	1,089	55	145	2,023	55	48	98
Sales (5)	(698 )	—	(31 )	(883 )	—	(23 )	(204 )
Issuances (5)	—	—	—	—	—	—	—
Settlements (5)	—	—	—	—	—	—	—
Transfers into Level 3 (6)	364	—	209	177	—	132	53
Transfers out of Level 3 (6)	(221 )	—	(281 )	(1,727 )	—	(9 )	(13 )
Balance, end of period	\$ 13,520	\$ 55	\$ 1,336	\$ 7,018	\$ 55	\$ 489	\$ 475
Changes in unrealized gains (losses) included in net income (loss) for the instruments still held at June 30, 2016 (7)	\$(44 )	\$ —	\$ 7	\$ 63	\$ —	\$(26 )	\$ 5
Changes in unrealized gains (losses) included in net income (loss) for the instruments still held at June 30, 2015 (7)	\$ 16	\$ —	\$ 7	\$ 51	\$ —	\$ —	\$(19 )

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)							
	Short-term Investments	Residential Mortgage Loans — FVO	Net Derivatives	Net Embedded Derivatives (8)	Separate Accounts (9)	Long-term Debt of CSEs — FVO	Trading Liabilities	
(In millions)								
Six Months Ended June 30, 2016								
Balance, beginning of period	\$291	\$ 314	\$ (411 )	\$ (544 )	\$ 1,704	\$ (11 )	\$ —	
Total realized/unrealized gains (losses) included in net income (loss) (3) (4)	—	11	228	(5,616 )	62	—	—	
Total realized/unrealized gains (losses) included in AOCI	8	—	51	(210 )	—	—	—	
Purchases (5)	126	149	12	—	226	—	—	
Sales (5)	(247 )	(8 )	—	—	(234 )	—	—	
Issuances (5)	—	—	(1 )	—	2	—	—	
Settlements (5)	—	(17 )	(9 )	(434 )	(4 )	(1 )	—	
Transfers into Level 3 (6)	—	—	—	—	4	—	—	
Transfers out of Level 3 (6)	(3 )	—	(2 )	—	(133 )	—	—	
Balance, end of period	\$175	\$ 449	\$ (132 )	\$ (6,804 )	\$ 1,627	\$ (12 )	\$ —	
Six Months Ended June 30, 2015								
Balance, beginning of period	\$336	\$ 308	\$ (300 )	\$ 430	\$ 1,922	\$ (13 )	\$ —	
Total realized/unrealized gains (losses) included in net income (loss) (3) (4)	2	20	(68 )	789	5	—	—	
Total realized/unrealized gains (losses) included in AOCI	(1 )	—	(4 )	19	—	—	—	
Purchases (5)	1,822	104	4	—	310	—	(4 )	
Sales (5)	(60 )	(71 )	—	—	(201 )	—	—	
Issuances (5)	—	—	(1 )	—	1	—	—	
Settlements (5)	—	(16 )	(3 )	(397 )	(2 )	1	—	
Transfers into Level 3 (6)	—	—	—	—	—	—	—	
Transfers out of Level 3 (6)	(290 )	—	—	—	(110 )	—	—	
Balance, end of period	\$1,809	\$ 345	\$ (372 )	\$ 841	\$ 1,925	\$ (12 )	\$ (4 )	
Changes in unrealized gains (losses) included in net income (loss) for the instruments still held at June 30, 2016 (7)	\$—	\$ 11	\$ 207	\$ (5,634 )	\$ —	\$ —	\$ —	
Changes in unrealized gains (losses) included in net income (loss) for the instruments still held at June 30, 2015 (7)	\$1	\$ 20	\$ (76 )	\$ 770	\$ —	\$ —	\$ —	

(1) Comprised of U.S. and foreign corporate securities.

(2) Comprised of actively traded securities, FVO general account securities, FVO contractholder-directed unit-linked investments and FVO securities held by CSEs.

(3) Amortization of premium/accretion of discount is included within net investment income. Impairments charged to net income (loss) on securities are included in net investment gains (losses), while changes in estimated fair value of residential mortgage loans — FVO are included in net investment income. Lapses associated with net embedded

derivatives are included in net derivative gains (losses). Substantially all realized/unrealized gains (losses) included in net income (loss) for net derivatives and net embedded derivatives are reported in net derivatives gains (losses).

- (4) Interest and dividend accruals, as well as cash interest coupons and dividends received, are excluded from the rollforward.
- (5) Items purchased/issued and then sold/settled in the same period are excluded from the rollforward. Fees attributed to embedded derivatives are included in settlements.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

Gains and losses, in net income (loss) and OCI, are calculated assuming transfers into and/or out of Level 3 (6) occurred at the beginning of the period. Items transferred into and then out of Level 3 in the same period are excluded from the rollforward.

Changes in unrealized gains (losses) included in net income (loss) relate to assets and liabilities still held at the end (7) of the respective periods. Substantially all changes in unrealized gains (losses) included in net income (loss) for net derivatives and net embedded derivatives are reported in net derivative gains (losses).

(8) Freestanding derivative assets and liabilities are presented net for purposes of the rollforward.

(9) Embedded derivative assets and liabilities are presented net for purposes of the rollforward.

Investment performance related to separate account assets is fully offset by corresponding amounts credited to contractholders within separate account liabilities. Therefore, such changes in estimated fair value are not (10) recorded in net income (loss). For the purpose of this disclosure, these changes are presented within net investment gains (losses). Separate account assets and liabilities are presented net for the purposes of the rollforward.

## Fair Value Option

The following table presents information for certain assets and liabilities accounted for under the FVO. These assets and liabilities were initially measured at fair value.

	Residential Mortgage Loans — FVO		Certain Assets and Liabilities of CSEs — FVO (1)	
	June 30 2016	December 31, 2015	June 30 2016	December 31, 2015
	(In millions)			
<b>Assets</b>				
Unpaid principal balance	\$622	\$ 436	\$109	\$ 121
Difference between estimated fair value and unpaid principal balance	(173 )	(122 )	50	51
Carrying value at estimated fair value	\$449	\$ 314	\$159	\$ 172
Loans in non-accrual status	\$173	\$ 122	\$—	\$ —
<b>Liabilities</b>				
Contractual principal balance			\$58	\$ 71
Difference between estimated fair value and contractual principal balance			(11 )	(11 )
Carrying value at estimated fair value			\$47	\$ 60

(1) These assets and liabilities are comprised of commercial mortgage loans and long-term debt. Changes in estimated fair value on these assets and liabilities and gains or losses on sales of these assets are recognized in net investment gains (losses). Interest income on commercial mortgage loans held by CSEs — FVO is recognized in net investment income. Interest expense from long-term debt of CSEs — FVO is recognized in other expenses.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

## Nonrecurring Fair Value Measurements

The following table presents information for assets measured at estimated fair value on a nonrecurring basis during the periods and still held at the reporting dates (for example, when there is evidence of impairment). The estimated fair values for these assets were determined using significant unobservable inputs (Level 3).

	At June 30, 2016	At June 30, 2015	Three Months Ended June 30, 2016	Three Months Ended June 30, 2015	Six Months Ended June 30, 2016	Six Months Ended June 30, 2015
	Carrying Value After Measurement (In millions)					
Mortgage loans (1)	\$26	\$97	\$(85)	\$—	\$(143)	\$4
Other limited partnership interests (2)	\$62	\$36	\$(16)	\$(8)	\$(36)	\$(19)
Other assets (3)	\$—	\$—	\$(30)	\$—	\$(44)	\$—

(1) Estimated fair values for impaired mortgage loans are based on independent broker quotations or valuation models using unobservable inputs or, if the loans are in foreclosure or are otherwise determined to be collateral dependent, are based on the estimated fair value of the underlying collateral or the present value of the expected future cash flows.

(2) For these cost method investments, estimated fair value is determined from information provided on the financial statements of the underlying entities including NAV data. These investments include private equity and debt funds that typically invest primarily in various strategies including domestic and international leveraged buyout funds; power, energy, timber and infrastructure development funds; venture capital funds; and below investment grade debt and mezzanine debt funds. Distributions will be generated from investment gains, from operating income from the underlying investments of the funds and from liquidation of the underlying assets of the funds. It is estimated that the underlying assets of the funds will be liquidated over the next two to 10 years. Unfunded commitments for these investments at both June 30, 2016 and 2015 were not significant.

(3) During the three months and six months ended June 30, 2016, the Company recognized an impairment of computer software in connection with the U.S. Retail Advisor Force Divestiture. See Note 3.

## Fair Value of Financial Instruments Carried at Other Than Fair Value

The following tables provide fair value information for financial instruments that are carried on the balance sheet at amounts other than fair value. These tables exclude the following financial instruments: cash and cash equivalents, accrued investment income, payables for collateral under securities loaned and other transactions, short-term debt and those short-term investments that are not securities, such as time deposits, and therefore are not included in the three level hierarchy table disclosed in the “— Recurring Fair Value Measurements” section. The estimated fair value of the excluded financial instruments, which are primarily classified in Level 2, approximates carrying value as they are short-term in nature such that the Company believes there is minimal risk of material changes in interest rates or credit quality. All remaining balance sheet amounts excluded from the tables below are not considered financial instruments subject to this disclosure.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 8. Fair Value (continued)

The carrying values and estimated fair values for such financial instruments, and their corresponding placement in the fair value hierarchy, are summarized as follows at:

	June 30, 2016				Total Estimated Fair Value
	Carrying Value	Fair Value Hierarchy			
	Level 1	Level 2	Level 3		
(In millions)					
<b>Assets</b>					
Mortgage loans	\$68,791	\$—	\$—	\$71,860	\$71,860
Policy loans	\$11,240	\$—	\$1,207	\$12,646	\$13,853
Real estate joint ventures	\$29	\$—	\$—	\$105	\$105
Other limited partnership interests	\$442	\$—	\$—	\$499	\$499
Other invested assets	\$499	\$158	\$1	\$340	\$499
Premiums, reinsurance and other receivables	\$4,046	\$—	\$901	\$3,262	\$4,163
Other assets	\$248	\$—	\$208	\$77	\$285
<b>Liabilities</b>					
Policyholder account balances	\$125,026	\$—	\$—	\$132,126	\$132,126
Long-term debt	\$16,531	\$—	\$18,530	\$—	\$18,530
Collateral financing arrangements	\$4,113	\$—	\$—	\$3,771	\$3,771
Junior subordinated debt securities	\$3,168	\$—	\$3,972	\$—	\$3,972
Other liabilities	\$6,552	\$—	\$6,067	\$487	\$6,554
Separate account liabilities	\$120,611	\$—	\$120,611	\$—	\$120,611
	December 31, 2015				Total Estimated Fair Value
	Carrying Value	Fair Value Hierarchy			
	Level 1	Level 2	Level 3		
(In millions)					
<b>Assets</b>					
Mortgage loans	\$66,616	\$—	\$—	\$68,539	\$68,539
Policy loans	\$11,258	\$—	\$1,279	\$12,072	\$13,351
Real estate joint ventures	\$35	\$—	\$—	\$104	\$104
Other limited partnership interests	\$524	\$—	\$—	\$615	\$615
Other invested assets	\$537	\$155	\$2	\$380	\$537
Premiums, reinsurance and other receivables	\$2,822	\$—	\$484	\$2,421	\$2,905
Other assets	\$235	\$—	\$207	\$60	\$267
<b>Liabilities</b>					
Policyholder account balances	\$125,040	\$—	\$—	\$130,125	\$130,125
Long-term debt	\$17,954	\$—	\$19,360	\$—	\$19,360
Collateral financing arrangements	\$4,139	\$—	\$—	\$3,899	\$3,899
Junior subordinated debt securities	\$3,194	\$—	\$4,029	\$—	\$4,029
Other liabilities	\$2,249	\$—	\$865	\$1,385	\$2,250
Separate account liabilities	\$112,119	\$—	\$112,119	\$—	\$112,119



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

8. Fair Value (continued)

The methods, assumptions and significant valuation techniques and inputs used to estimate the fair value of financial instruments are summarized as follows:

Mortgage Loans

The estimated fair value of mortgage loans is primarily determined by estimating expected future cash flows and discounting them using current interest rates for similar mortgage loans with similar credit risk, or is determined from pricing for similar loans.

Policy Loans

Policy loans with fixed interest rates are classified within Level 3. The estimated fair values for these loans are determined using a discounted cash flow model applied to groups of similar policy loans determined by the nature of the underlying insurance liabilities. Cash flow estimates are developed by applying a weighted-average interest rate to the outstanding principal balance of the respective group of policy loans and an estimated average maturity determined through experience studies of the past performance of policyholder repayment behavior for similar loans. These cash flows are discounted using current risk-free interest rates with no adjustment for borrower credit risk, as these loans are fully collateralized by the cash surrender value of the underlying insurance policy. Policy loans with variable interest rates are classified within Level 2 and the estimated fair value approximates carrying value due to the absence of borrower credit risk and the short time period between interest rate resets, which presents minimal risk of a material change in estimated fair value due to changes in market interest rates.

Real Estate Joint Ventures and Other Limited Partnership Interests

The estimated fair values of these cost method investments are generally based on the Company's share of the NAV as provided on the financial statements of the investees. In certain circumstances, management may adjust the NAV by a premium or discount when it has sufficient evidence to support applying such adjustments.

Other Invested Assets

These other invested assets are principally comprised of various interest-bearing assets held in foreign subsidiaries and certain amounts due under contractual indemnifications. For the various interest-bearing assets held in foreign subsidiaries, the Company evaluates the specific facts and circumstances of each instrument to determine the appropriate estimated fair values. These estimated fair values were not materially different from the recognized carrying values.

Premiums, Reinsurance and Other Receivables

Premiums, reinsurance and other receivables are principally comprised of certain amounts recoverable under reinsurance agreements, amounts on deposit with financial institutions to facilitate daily settlements related to certain derivatives and amounts receivable for securities sold but not yet settled.

Amounts recoverable under ceded reinsurance agreements, which the Company has determined do not transfer significant risk such that they are accounted for using the deposit method of accounting, have been classified as Level 3. The valuation is based on discounted cash flow methodologies using significant unobservable inputs. The estimated fair value is determined using interest rates determined to reflect the appropriate credit standing of the assuming counterparty.

The amounts on deposit for derivative settlements, classified within Level 2, essentially represent the equivalent of demand deposit balances and amounts due for securities sold are generally received over short periods such that the estimated fair value approximates carrying value.

Other Assets

These other assets are principally comprised of a receivable for cash paid to an unaffiliated financial institution under the MetLife Reinsurance Company of Charleston ("MRC") collateral financing arrangement described in Note 13 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report. The estimated fair value of the receivable for the cash paid to the unaffiliated financial institution under the MRC collateral financing arrangement is determined by discounting the expected future cash flows using a discount rate that reflects the credit rating of the unaffiliated financial institution.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

8. Fair Value (continued)

Policyholder Account Balances

These policyholder account balances include investment contracts which primarily include certain funding agreements, fixed deferred annuities, modified guaranteed annuities, fixed term payout annuities and total control accounts (“TCA”). The valuation of these investment contracts is based on discounted cash flow methodologies using significant unobservable inputs. The estimated fair value is determined using current market risk-free interest rates adding a spread to reflect the nonperformance risk in the liability.

Long-term Debt, Collateral Financing Arrangements and Junior Subordinated Debt Securities

The estimated fair values of long-term debt, collateral financing arrangements and junior subordinated debt securities are principally determined using market standard valuation methodologies.

Valuations of instruments classified as Level 2 are based primarily on quoted prices in markets that are not active or using matrix pricing that use standard market observable inputs such as quoted prices in markets that are not active and observable yields and spreads in the market. Instruments valued using discounted cash flow methodologies use standard market observable inputs including market yield curve, duration, call provisions, observable prices and spreads for similar publicly traded or privately traded issues.

Valuations of instruments classified as Level 3 are based primarily on discounted cash flow methodologies that utilize unobservable discount rates that can vary significantly based upon the specific terms of each individual arrangement. The determination of estimated fair values of collateral financing arrangements incorporates valuations obtained from the counterparties to the arrangements, as part of the collateral management process.

Other Liabilities

Other liabilities consist primarily of interest payable, amounts due for securities purchased but not yet settled, and funds withheld amounts payable, which are contractually withheld by the Company in accordance with the terms of the reinsurance agreements. The Company evaluates the specific terms, facts and circumstances of each instrument to determine the appropriate estimated fair values, which are not materially different from the carrying values, with the exception of certain deposit type reinsurance payables. For such payables, the estimated fair value is determined as the present value of expected future cash flows, which are discounted using an interest rate determined to reflect the appropriate credit standing of the assuming counterparty.

Separate Account Liabilities

Separate account liabilities represent those balances due to policyholders under contracts that are classified as investment contracts.

Separate account liabilities classified as investment contracts primarily represent variable annuities with no significant mortality risk to the Company such that the death benefit is equal to the account balance, funding agreements related to group life contracts and certain contracts that provide for benefit funding.

Since separate account liabilities are fully funded by cash flows from the separate account assets which are recognized at estimated fair value as described in the section “— Recurring Fair Value Measurements,” the value of those assets approximates the estimated fair value of the related separate account liabilities. The valuation techniques and inputs for separate account liabilities are similar to those described for separate account assets.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 9. Equity

## Preferred Stock

Preferred stock authorized, issued and outstanding was as follows at both June 30, 2016 and December 31, 2015:

Series	Shares	Shares	Shares
	Authorized	Issued	Outstanding
Floating Rate Non-Cumulative Preferred Stock, Series A	27,600,000	24,000,000	24,000,000
5.25% Fixed-to-Floating Rate Non-Cumulative Preferred Stock, Series C	1,500,000	1,500,000	1,500,000
Series A Junior Participating Preferred Stock	10,000,000	—	—
Not designated	160,900,000	—	—
Total	200,000,000	25,500,000	25,500,000

## Common Stock

During the six months ended June 30, 2016 and 2015, MetLife, Inc. repurchased 1,445,864 and 20,176,185 shares through open market purchases for \$70 million and \$1.0 billion, respectively.

At June 30, 2016, MetLife, Inc. had no remaining common stock repurchase authorizations. Common stock repurchases are dependent upon several factors, including the Company's capital position, liquidity, financial strength and credit ratings, general market conditions, the market price of MetLife, Inc.'s common stock compared to management's assessment of the stock's underlying value and applicable regulatory approvals, as well as other legal and accounting factors.

## Stock-Based Compensation Plans

## Performance Shares and Performance Units

Awards under the MetLife, Inc. 2005 Stock and Incentive Compensation Plan and the MetLife, Inc. 2015 Stock and Incentive Compensation Plan (the "2015 Stock Plan") were outstanding at June 30, 2016. All awards granted in 2015 or later were granted under the 2015 Stock Plan. There were no outstanding awards to MetLife, Inc. directors, for their service as directors, as of June 30, 2016.

For Performance Share and Performance Unit awards outstanding as of June 30, 2016, any vested Performance Shares and Performance Units will be multiplied by a performance factor of 0% to 175%. Assuming that MetLife, Inc. has met threshold performance goals related to its adjusted income or total shareholder return, the MetLife, Inc. Compensation Committee will determine the performance factor in its discretion. In doing so, the Compensation Committee may consider MetLife, Inc.'s total shareholder return relative to the performance of its competitors and MetLife, Inc.'s operating return on equity relative to its business plan. The estimated fair value of Performance Shares and Performance Units will be remeasured each quarter until they become payable.

## Payout of 2013 – 2015 Performance Shares and Performance Units

Final Performance Shares are paid in shares of MetLife, Inc. common stock. Final Performance Units are payable in cash equal to the closing price of MetLife, Inc. common stock on a date following the last day of the three-year performance period. The performance factor for the January 1, 2013 – December 31, 2015 performance period was 86.2%. This factor has been applied to the 1,592,650 Performance Shares and 234,787 Performance Units associated with that performance period that vested on December 31, 2015. As a result, in the first quarter of 2016, MetLife, Inc. issued 1,372,864 shares of its common stock (less withholding for taxes and other items, as applicable), excluding shares that payees choose to defer, and MetLife, Inc. or its affiliates paid the cash value of 202,386 units (less withholding for taxes and other items, as applicable).



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 9. Equity (continued)

## Accumulated Other Comprehensive Income (Loss)

Information regarding changes in the balances of each component of AOCI attributable to MetLife, Inc., was as follows:

	Three Months Ended June 30, 2016		Foreign Currency Translation Adjustments	Defined Benefit Plans Adjustment	Total
	Unrealized Investment (Losses), Net of Related Offices (In millions)	Unrealized Gains (Losses) on Derivatives (In millions)			
Balance, beginning of period	\$15,446	\$ 1,725	\$ (4,282 )	\$ (2,024 )	\$ 10,865
OCI before reclassifications	4,268	800	209	11	5,288
Deferred income tax benefit (expense)	(1,388 )	(269 )	53	(4 )	(1,608 )
AOCI before reclassifications, net of income tax	18,326	2,256	(4,020 )	(2,017 )	14,545
Amounts reclassified from AOCI	(183 )	243	—	51	111
Deferred income tax benefit (expense)	61	(68 )	—	(17 )	(24 )
Amounts reclassified from AOCI, net of income tax	(122 )	175	—	34	87
Balance, end of period	\$18,204	\$ 2,431	\$ (4,020 )	\$ (1,983 )	\$ 14,632

	Three Months Ended June 30, 2015		Foreign Currency Translation Adjustments	Defined Benefit Plans Adjustment	Total
	Unrealized Investment (Losses), Net of Related Offices (In millions)	Unrealized Gains (Losses) on Derivatives (In millions)			
Balance, beginning of period	\$16,206	\$ 1,555	\$ (3,986 )	\$ (2,246 )	\$ 11,529
OCI before reclassifications	(6,511 )	(395 )	(237 )	3	(7,140 )
Deferred income tax benefit (expense)	2,178	150	9	(1 )	2,336
AOCI before reclassifications, net of income tax	11,873	1,310	(4,214 )	(2,244 )	6,725
Amounts reclassified from AOCI	(177 )	(303 )	—	57	(423 )
Deferred income tax benefit (expense)	65	95	—	(19 )	141
Amounts reclassified from AOCI, net of income tax	(112 )	(208 )	—	38	(282 )
Balance, end of period	\$11,761	\$ 1,102	\$ (4,214 )	\$ (2,206 )	\$ 6,443

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 9. Equity (continued)

	Six Months Ended June 30, 2016		Foreign Currency Translation Adjustments	Defined Benefit Plans Adjustment	Total
	Unrealized Investment (Losses), Net of Related (In millions)	Unrealized Gains (Losses) on Derivatives (In millions)			
Balance, beginning of period	\$10,315	\$ 1,458	\$ (4,950 )	\$ (2,052 )	\$4,771
OCI before reclassifications	11,938	1,496	760	11	14,205
Deferred income tax benefit (expense)	(3,937 )	(468 )	170	(4 )	(4,239 )
AOCI before reclassifications, net of income tax	18,316	2,486	(4,020 )	(2,045 )	14,737
Amounts reclassified from AOCI	(166 )	(80 )	—	99	(147 )
Deferred income tax benefit (expense)	54	25	—	(37 )	42
Amounts reclassified from AOCI, net of income tax	(112 )	(55 )	—	62	(105 )
Balance, end of period	\$18,204	\$ 2,431	\$ (4,020 )	\$ (1,983 )	\$14,632
	Six Months Ended June 30, 2015		Foreign Currency Translation Adjustments	Defined Benefit Plans Adjustment	Total
	Unrealized Investment (Losses), Net of Related (In millions)	Unrealized Gains (Losses) on Derivatives (In millions)			
Balance, beginning of period	\$15,159	\$ 1,076	\$ (3,303 )	\$ (2,283 )	\$10,649
OCI before reclassifications	(4,885 )	(208 )	(907 )	3	(5,997 )
Deferred income tax benefit (expense)	1,677	84	(4 )	(1 )	1,756
AOCI before reclassifications, net of income tax	11,951	952	(4,214 )	(2,281 )	6,408
Amounts reclassified from AOCI	(290 )	251	—	114	75
Deferred income tax benefit (expense)	100	(101 )	—	(39 )	(40 )
Amounts reclassified from AOCI, net of income tax	(190 )	150	—	75	35
Balance, end of period	\$11,761	\$ 1,102	\$ (4,214 )	\$ (2,206 )	\$6,443

(1) See Note 6 for information on offsets to investments related to future policy benefits, DAC, VOBA and DSI, and the policyholder dividend obligation.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 9. Equity (continued)

Information regarding amounts reclassified out of each component of AOCI was as follows:

AOCI Components	Amounts Reclassified from AOCI				Consolidated Statement of Operations and Comprehensive Income (Loss) Locations
	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015		
	2016	2015	2016	2015	
	(In millions)				
Net unrealized investment gains (losses):					
Net unrealized investment gains (losses)	\$158	\$110	\$125	\$249	Net investment gains (losses)
Net unrealized investment gains (losses)	16	17	19	57	Net investment income
Net unrealized investment gains (losses)	9	50	22	(16)	Net derivative gains (losses)
Net unrealized investment gains (losses), before income tax	183	177	166	290	
Income tax (expense) benefit	(61)	(65)	(54)	(100)	
Net unrealized investment gains (losses), net of income tax	122	112	112	190	
Unrealized gains (losses) on derivatives - cash flow hedges:					
Interest rate swaps	18	7	28	12	Net derivative gains (losses)
Interest rate swaps	4	3	7	6	Net investment income
Interest rate forwards	(1)	1	1	4	Net derivative gains (losses)
Interest rate forwards	2	1	3	2	Net investment income
Interest rate forwards	1	—	1	1	Other expenses
Foreign currency swaps	(269)	290	37	(277)	Net derivative gains (losses)
Foreign currency swaps	(1)	(1)	(1)	(1)	Net investment income
Foreign currency swaps	—	1	1	1	Other expenses
Credit forwards	3	—	3	—	Net derivative gains (losses)
Credit forwards	—	1	—	1	Net investment income
Gains (losses) on cash flow hedges, before income tax	(243)	303	80	(251)	
Income tax (expense) benefit	68	(95)	(25)	101	
Gains (losses) on cash flow hedges, net of income tax	(175)	208	55	(150)	
Defined benefit plans adjustment: (1)					
Amortization of net actuarial gains (losses)	(52)	(58)	(103)	(116)	
Amortization of prior service (costs) credit	1	1	4	2	
Amortization of defined benefit plan items, before income tax	(51)	(57)	(99)	(114)	
Income tax (expense) benefit	17	19	37	39	
Amortization of defined benefit plan items, net of income tax	(34)	(38)	(62)	(75)	
Total reclassifications, net of income tax	\$(87)	\$282	\$105	\$(35)	

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(1) These AOCI components are included in the computation of net periodic benefit costs. See Note 11.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 10. Other Expenses

Information on other expenses was as follows:

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	2016	2015	2016	2015
	(In millions)			
Compensation	\$1,189	\$1,258	\$2,499	\$2,549
Pension, postretirement and postemployment benefit costs	103	105	243	197
Commissions	1,094	1,122	2,228	2,279
Volume-related costs	214	255	480	497
Capitalization of DAC	(915 )	(927 )	(1,896 )	(1,895 )
Amortization of DAC and VOBA	121	897	1,116	1,922
Amortization of negative VOBA	(67 )	(92 )	(166 )	(192 )
Interest expense on debt	306	308	618	606
Premium taxes, licenses and fees	189	196	404	369
Professional services	398	383	728	713
Rent and related expenses, net of sublease income	98	84	195	167
Other	516	483	989	920
Total other expenses	\$3,246	\$4,072	\$7,438	\$8,132

## 11. Employee Benefit Plans

## Pension and Other Postretirement Benefit Plans

Certain subsidiaries of MetLife, Inc. sponsor and/or administer various defined benefit pension plans and other postretirement employee benefit plans covering employees and sales representatives who meet specified eligibility requirements. These subsidiaries also provide certain postemployment benefits and certain postretirement medical and life insurance benefits for retired employees.

The components of net periodic benefit costs were as follows:

	Three Months Ended June 30, 2016		2015	
	Pension Benefits	Other Postretirement Benefits	Pension Benefits	Other Postretirement Benefits
	(In millions)			
Service costs	\$73	\$ 2	\$69	\$ 5
Interest costs	109	21	107	22
Curtailment costs (1)	—	(3 )	—	—
Expected return on plan assets	(127 )	(19 )	(136 )	(20 )
Amortization of net actuarial (gains) losses	50	2	47	11
Amortization of prior service costs (credit)	—	(1 )	—	(1 )
Net periodic benefit costs (credit)	\$105	\$ 2	\$87	\$ 17

## Six Months

Ended

June 30,

2016

2015

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	Pension Benefits	Other Postretirement Benefits	Pension Benefits	Other Postretirement Benefits
	(In millions)			
Service costs	\$ 145	\$ 4	\$ 138	\$ 9
Interest costs	220	42	212	45
Curtailment costs (1)	—	27	—	—
Expected return on plan assets	(254 )	(37 )	(272 )	(40 )
Amortization of net actuarial (gains) losses	99	4	95	21
Amortization of prior service costs (credit)	—	(4 )	—	(2 )
Net periodic benefit costs (credit)	\$ 210	\$ 36	\$ 173	\$ 33

(1) The Company recognized curtailment charges on certain postretirement benefit plans in connection with the U.S Retail Advisor Force Divestiture. See Note 3.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 12. Earnings Per Common Share

The following table presents the weighted average shares used in calculating basic earnings per common share and those used in calculating diluted earnings per common share for each income category presented below:

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2016	
	2015	2015	2015	2015
	(In millions, except share and per share data)			
Weighted Average Shares:				
Weighted average common stock outstanding for basic earnings per common share	1,100,328,107	1,075,141,100	1,058,222,801	1,028,928
Incremental common shares from assumed:				
Exercise or issuance of stock-based awards	8,800,389	8,584,264	8,292,730	8,320,897
Weighted average common stock outstanding for diluted earnings per common share	1,109,128,497	1,083,725,364	1,066,515,531	1,037,249,725
Net Income (Loss):				
Net income (loss)	\$ 114	\$ 1,119	\$ 2,317	\$ 3,282
Less: Net income (loss) attributable to noncontrolling interests	4	4	6	9
Less: Preferred stock dividends	46	31	52	61
Preferred stock repurchase premium	—	42	—	42
Net income (loss) available to MetLife, Inc.'s common shareholders	\$ 64	\$ 1,042	\$ 2,259	\$ 3,170
Basic	\$ 0.06	\$ 0.93	\$ 2.05	\$ 2.83
Diluted	\$ 0.06	\$ 0.92	\$ 2.04	\$ 2.80

## 13. Contingencies, Commitments and Guarantees

## Contingencies

## Litigation

The Company is a defendant in a large number of litigation matters. In some of the matters, very large and/or indeterminate amounts, including punitive and treble damages, are sought. Modern pleading practice in the U.S. permits considerable variation in the assertion of monetary damages or other relief. Jurisdictions may permit claimants not to specify the monetary damages sought or may permit claimants to state only that the amount sought is sufficient to invoke the jurisdiction of the trial court. In addition, jurisdictions may permit plaintiffs to allege monetary damages in amounts well exceeding reasonably possible verdicts in the jurisdiction for similar matters. This variability in pleadings, together with the actual experience of the Company in litigating or resolving through settlement numerous claims over an extended period of time, demonstrates to management that the monetary relief which may be specified in a lawsuit or claim bears little relevance to its merits or disposition value.

Due to the vagaries of litigation, the outcome of a litigation matter and the amount or range of potential loss at particular points in time may normally be difficult to ascertain. Uncertainties can include how fact finders will evaluate documentary evidence and the credibility and effectiveness of witness testimony, and how trial and appellate courts will apply the law in the context of the pleadings or evidence presented, whether by motion practice, or at trial or on appeal. Disposition valuations are also subject to the uncertainty of how opposing parties and their counsel will themselves view the relevant evidence and applicable law.

The Company establishes liabilities for litigation and regulatory loss contingencies when it is probable that a loss has been incurred and the amount of the loss can be reasonably estimated. Liabilities have been established for a number of the matters noted below. It is possible that some of the matters could require the Company to pay damages or make other expenditures or establish accruals in amounts that could not be reasonably estimated at June 30, 2016. While the potential future charges could be material in the particular quarterly or annual periods in which they are recorded,

based on information currently known to management, management does not believe any such charges are likely to have a material effect on the Company's financial position.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

13. Contingencies, Commitments and Guarantees (continued)

Matters as to Which an Estimate Can Be Made

For some of the matters disclosed below, the Company is able to estimate a reasonably possible range of loss. For such matters where a loss is believed to be reasonably possible, but not probable, no accrual has been made. As of June 30, 2016, the Company estimates the aggregate range of reasonably possible losses in excess of amounts accrued for these matters to be \$0 to \$475 million.

Matters as to Which an Estimate Cannot Be Made

For other matters disclosed below, the Company is not currently able to estimate the reasonably possible loss or range of loss. The Company is often unable to estimate the possible loss or range of loss until developments in such matters have provided sufficient information to support an assessment of the range of possible loss, such as quantification of a damage demand from plaintiffs, discovery from other parties and investigation of factual allegations, rulings by the court on motions or appeals, analysis by experts, and the progress of settlement negotiations. On a quarterly and annual basis, the Company reviews relevant information with respect to litigation contingencies and updates its accruals, disclosures and estimates of reasonably possible losses or ranges of loss based on such reviews.

Asbestos-Related Claims

MLIC is and has been a defendant in a large number of asbestos-related suits filed primarily in state courts. These suits principally allege that the plaintiff or plaintiffs suffered personal injury resulting from exposure to asbestos and seek both actual and punitive damages. MLIC has never engaged in the business of manufacturing, producing, distributing or selling asbestos or asbestos-containing products nor has MLIC issued liability or workers' compensation insurance to companies in the business of manufacturing, producing, distributing or selling asbestos or asbestos-containing products. The lawsuits principally have focused on allegations with respect to certain research, publication and other activities of one or more of MLIC's employees during the period from the 1920's through approximately the 1950's and allege that MLIC learned or should have learned of certain health risks posed by asbestos and, among other things, improperly publicized or failed to disclose those health risks. MLIC believes that it should not have legal liability in these cases. The outcome of most asbestos litigation matters, however, is uncertain and can be impacted by numerous variables, including differences in legal rulings in various jurisdictions, the nature of the alleged injury and factors unrelated to the ultimate legal merit of the claims asserted against MLIC. MLIC employs a number of resolution strategies to manage its asbestos loss exposure, including seeking resolution of pending litigation by judicial rulings and settling individual or groups of claims or lawsuits under appropriate circumstances.

Claims asserted against MLIC have included negligence, intentional tort and conspiracy concerning the health risks associated with asbestos. MLIC's defenses (beyond denial of certain factual allegations) include that: (i) MLIC owed no duty to the plaintiffs— it had no special relationship with the plaintiffs and did not manufacture, produce, distribute or sell the asbestos products that allegedly injured plaintiffs; (ii) plaintiffs did not rely on any actions of MLIC; (iii) MLIC's conduct was not the cause of the plaintiffs' injuries; (iv) plaintiffs' exposure occurred after the dangers of asbestos were known; and (v) the applicable time with respect to filing suit has expired. During the course of the litigation, certain trial courts have granted motions dismissing claims against MLIC, while other trial courts have denied MLIC's motions. There can be no assurance that MLIC will receive favorable decisions on motions in the future. While most cases brought to date have settled, MLIC intends to continue to defend aggressively against claims based on asbestos exposure, including defending claims at trials.

As reported in the 2015 Annual Report, MLIC received approximately 3,856 asbestos-related claims in 2015. During the six months ended June 30, 2016 and 2015, MLIC received approximately 2,348 and 2,022 new asbestos-related claims, respectively. See Note 21 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report for historical information concerning asbestos claims and MLIC's increase in its recorded liability at December 31, 2014. The number of asbestos cases that may be brought, the aggregate amount of any liability that MLIC may incur, and the total amount paid in settlements in any given year are uncertain and may vary significantly from year to year.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 13. Contingencies, Commitments and Guarantees (continued)

The ability of MLIC to estimate its ultimate asbestos exposure is subject to considerable uncertainty, and the conditions impacting its liability can be dynamic and subject to change. The availability of reliable data is limited and it is difficult to predict the numerous variables that can affect liability estimates, including the number of future claims, the cost to resolve claims, the disease mix and severity of disease in pending and future claims, the impact of the number of new claims filed in a particular jurisdiction and variations in the law in the jurisdictions in which claims are filed, the possible impact of tort reform efforts, the willingness of courts to allow plaintiffs to pursue claims against MLIC when exposure to asbestos took place after the dangers of asbestos exposure were well known, and the impact of any possible future adverse verdicts and their amounts.

The ability to make estimates regarding ultimate asbestos exposure declines significantly as the estimates relate to years further in the future. In the Company's judgment, there is a future point after which losses cease to be probable and reasonably estimable. It is reasonably possible that the Company's total exposure to asbestos claims may be materially greater than the asbestos liability currently accrued and that future charges to income may be necessary. While the potential future charges could be material in the particular quarterly or annual periods in which they are recorded, based on information currently known by management, management does not believe any such charges are likely to have a material effect on the Company's financial position.

The Company believes adequate provision has been made in its consolidated financial statements for all probable and reasonably estimable losses for asbestos-related claims. MLIC's recorded asbestos liability is based on its estimation of the following elements, as informed by the facts presently known to it, its understanding of current law and its past experiences: (i) the probable and reasonably estimable liability for asbestos claims already asserted against MLIC, including claims settled but not yet paid; (ii) the probable and reasonably estimable liability for asbestos claims not yet asserted against MLIC, but which MLIC believes are reasonably probable of assertion; and (iii) the legal defense costs associated with the foregoing claims. Significant assumptions underlying MLIC's analysis of the adequacy of its recorded liability with respect to asbestos litigation include: (i) the number of future claims; (ii) the cost to resolve claims; and (iii) the cost to defend claims.

MLIC reevaluates on a quarterly and annual basis its exposure from asbestos litigation, including studying its claims experience, reviewing external literature regarding asbestos claims experience in the United States, assessing relevant trends impacting asbestos liability and considering numerous variables that can affect its asbestos liability exposure on an overall or per claim basis. These variables include bankruptcies of other companies involved in asbestos litigation, legislative and judicial developments, the number of pending claims involving serious disease, the number of new claims filed against it and other defendants and the jurisdictions in which claims are pending. Based upon its regular reevaluation of its exposure from asbestos litigation, MLIC has updated its liability analysis for asbestos-related claims through June 30, 2016.

**Regulatory Matters**

The Company receives and responds to subpoenas or other inquiries seeking a broad range of information from state regulators, including state insurance commissioners; state attorneys general or other state governmental authorities; federal regulators, including the SEC; federal governmental authorities, including congressional committees; and the Financial Industry Regulatory Authority ("FINRA"), as well as from local and national regulators and government authorities in countries outside the United States where MetLife conducts business. The issues involved in information requests and regulatory matters vary widely. The Company cooperates in these inquiries.

**Law Enforcement Inquiry Regarding Mortgage Servicing**

MetLife, through its affiliate MetLife Bank, National Association ("MetLife Bank"), was engaged in the origination, sale and servicing of forward and reverse residential mortgage loans from 2008 to 2013. In May 2013, MetLife Bank received a subpoena from the U.S. Department of Justice requiring production of documents relating to MetLife Bank's payment of certain foreclosure-related expenses to law firms and business entities affiliated with law firms and relating to MetLife Bank's supervision of such payments, including expenses submitted to the Federal National Mortgage Association, the Federal Home Loan Mortgage Corp. and the U.S. Department of Housing and Urban

Development for reimbursement. In August 2013, MetLife Bank merged with MetLife Home Loans LLC (“MLHL”) with MLHL as the surviving non-bank entity. Management believes that the Company’s consolidated financial statements as a whole will not be materially affected by this matter.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 13. Contingencies, Commitments and Guarantees (continued)

In the Matter of Chemform, Inc. Site, Pompano Beach, Broward County, Florida

In July 2010, the Environmental Protection Agency (“EPA”) advised MLIC that it believed payments were due under two settlement agreements, known as “Administrative Orders on Consent,” that New England Mutual Life Insurance Company signed in 1989 and 1992 with respect to the cleanup of a Superfund site in Florida (the “Chemform Site”). The EPA is requesting payment of an amount under \$1 million from MLIC and a third party for past costs and an additional amount for future environmental testing costs at the Chemform Site. In September 2012, the EPA, MLIC and the third party executed an Administrative Order on Consent under which MLIC and the third party have agreed to be responsible for certain environmental testing at the Chemform Site. The Company estimates that its costs for the environmental testing will not exceed \$100,000. The September 2012 Administrative Order on Consent does not resolve the EPA’s claim for past clean-up costs. The EPA may seek additional costs if the environmental testing identifies issues. The Company estimates that the aggregate cost to resolve this matter will not exceed \$1 million.

## Sales Practices Regulatory Matters

Regulatory authorities in a number of states and FINRA, and occasionally the SEC, have had investigations or inquiries relating to sales of individual life insurance policies or annuities or other products by MLIC, MetLife Insurance Company USA, New England Life Insurance Company (“NELICO”), General American Life Insurance Company (“GALIC”), and MSI. These investigations often focus on the conduct of particular financial services representatives and the sale of unregistered or unsuitable products or the misuse of client assets. Over the past several years, these and a number of investigations by other regulatory authorities were resolved for monetary payments and certain other relief, including restitution payments. The Company may continue to resolve investigations in a similar manner. The Company believes adequate provision has been made in its consolidated financial statements for all probable and reasonably estimable losses for these sales practices-related investigations or inquiries.

## Sale and Replacement of Variable Annuities and FINRA Letter of Acceptance, Waiver and Consent

MSI has entered into a Letter of Acceptance, Waiver and Consent with FINRA (hereinafter, the “Letter”). In the Letter, FINRA stated that, from 2009 through 2014, MSI violated certain National Association of Securities Dealers and FINRA rules in connection with replacements of certain variable annuities and the sale of certain riders on such annuities. MSI was censured, paid a \$20 million fine and will pay an additional \$5 million to impacted customers. MSI has accrued this amount.

## Unclaimed Property Litigation

## West Virginia Lawsuits

On September 20, 2012, the West Virginia Treasurer filed an action against MLIC in West Virginia state court (West Virginia ex rel. John D. Perdue v. Metropolitan Life Insurance Company, Circuit Court of Putnam County, Civil Action No. 12-C-295) alleging that MLIC violated the West Virginia Uniform Unclaimed Property Act (the “Act”), seeking to compel compliance with the Act, and seeking payment of unclaimed property, interest, and penalties. On November 14, 2012, November 21, 2012, December 28, 2012, and January 9, 2013, the Treasurer filed substantially identical suits against MetLife Investors USA, NELICO, MetLife Insurance Company of Connecticut and GALIC, respectively. The defendants intend to defend these actions vigorously.

## City of Westland Police and Fire Retirement System v. MetLife, Inc., et. al. (S.D.N.Y., filed January 12, 2012)

Seeking to represent a class of persons who purchased MetLife, Inc. common shares between February 2, 2010, and October 6, 2011, the plaintiff filed a third amended complaint alleging that MetLife, Inc. and several current and former directors and executive officers of MetLife, Inc. violated the Securities Act of 1933 (“Securities Act”), as well as the Securities Exchange Act of 1934 and Rule 10b-5 promulgated thereunder by issuing, or causing MetLife, Inc. to issue, materially false and misleading statements concerning MetLife, Inc.’s potential liability for millions of dollars in insurance benefits that should have been paid to beneficiaries or escheated to the states. Plaintiff seeks unspecified compensatory damages and other relief. The defendants intend to defend this action vigorously.



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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

## 13. Contingencies, Commitments and Guarantees (continued)

City of Birmingham Retirement and Relief System v. MetLife, Inc., et al. (Circuit Court of Jefferson County, Alabama, filed July 5, 2012)

Seeking to represent a class of persons who purchased MetLife, Inc. common equity units in or traceable to a public offering in March 2011, the plaintiff filed an action alleging that MetLife, Inc., certain current and former directors and executive officers of MetLife, Inc., and various underwriters violated several provisions of the Securities Act related to the filing of the registration statement by issuing, or causing MetLife, Inc. to issue, materially false and misleading statements and/or omissions concerning MetLife, Inc.'s potential liability for millions of dollars in insurance benefits that should have been paid to beneficiaries or escheated to the states. Plaintiff seeks unspecified compensatory damages and other relief. On October 14, 2015, the court denied the defendants' motion to dismiss the complaint. The defendants intend to defend this action vigorously.

## Total Control Accounts Litigation

Owens v. Metropolitan Life Insurance Company (N.D. Ga., filed April 17, 2014)

Plaintiff filed this putative class action lawsuit on behalf of all persons for whom MLIC established a retained asset account, known as a TCA, to pay death benefits under an Employee Retirement Income Security Act of 1974 ("ERISA") plan. The action alleges that MLIC's use of the TCA as the settlement option for life insurance benefits under some group life insurance policies violates MLIC's fiduciary duties under ERISA. As damages, plaintiff seeks disgorgement of profits that MLIC realized on accounts owned by members of the putative class. The court denied MLIC's motion to dismiss the complaint. The Company intends to defend this action vigorously.

## Reinsurance Litigation

Robainas, et al. v. Metropolitan Life Insurance Company (S.D.N.Y., December 16, 2014)

Plaintiffs filed this putative class action lawsuit on behalf of themselves and all persons and entities who, directly or indirectly, purchased, renewed or paid premiums on life insurance policies issued by MLIC from 2009 through 2014 (the "Policies"). Two similar actions were subsequently filed, Yale v. Metropolitan Life Ins. Co. (S.D.N.Y., January 12, 2015) and International Association of Machinists and Aerospace Workers District Lodge 15 v. Metropolitan Life Ins. Co. (E.D.N.Y., February 2, 2015). Both of these actions were consolidated with the Robainas action. The consolidated complaint alleges that MLIC inadequately disclosed in its statutory annual statements that certain reinsurance transactions with affiliated reinsurance companies were collateralized using "contractual parental guarantees," and thereby allegedly misrepresented its financial condition and the adequacy of its reserves. The lawsuit sought recovery under Section 4226 of the New York Insurance Law of a statutory penalty in the amount of the premiums paid for the Policies. On October 9, 2015, the court granted MLIC's motion to dismiss the consolidated complaint, finding that plaintiffs lacked Article III standing because they did not allege any concrete injury as a result of the alleged conduct. Plaintiffs appealed this decision to the Second Circuit Court of Appeals.

Intoccia v. Metropolitan Life Insurance Company (S.D.N.Y., April 20, 2015)

Plaintiffs filed this putative class action on behalf of themselves and all persons and entities who, directly or indirectly, purchased, renewed or paid premiums for Guaranteed Benefits Insurance Riders attached to variable annuity contracts with MLIC from 2009 through 2015 (the "Annuities"). The court consolidated Weilert v. Metropolitan Life Ins. Co. (S.D.N.Y., April 30, 2015) with the Intoccia case, and the consolidated, amended complaint alleges that MLIC inadequately disclosed in its statutory annual statements that certain reinsurance transactions with affiliated reinsurance companies were collateralized using "contractual parental guarantees," and thereby allegedly misrepresented its financial condition and the adequacy of its reserves. The lawsuits seek recovery under Section 4226 of the New York Insurance Law of a statutory penalty in the amount of the premiums paid for Guaranteed Benefits Insurance Riders attached to the Annuities. The Court granted MLIC's motion to dismiss, adopting the reasoning of the Robainas decision. Plaintiffs appealed this decision to the Second Circuit Court of Appeals.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

13. Contingencies, Commitments and Guarantees (continued)

Other Litigation

McGuire v. Metropolitan Life Insurance Company (E.D. Mich., filed February 22, 2012)

The fiduciary for the Union Carbide Employees' Pension Plan alleged that MLIC, which issued annuity contracts to fund some of the benefits the Plan provides, engaged in transactions that ERISA prohibits and violated duties under ERISA and federal common law by determining that no dividends were payable with respect to the contracts from and after 1999. The parties have resolved this matter, and the court has dismissed the action.

Sun Life Assurance Company of Canada Indemnity Claim

In 2006, Sun Life Assurance Company of Canada ("Sun Life"), as successor to the purchaser of MLIC's Canadian operations, filed a lawsuit in Toronto, seeking a declaration that MLIC remains liable for "market conduct claims" related to certain individual life insurance policies sold by MLIC that were subsequently transferred to Sun Life. In January 2010, the court found that Sun Life had given timely notice of its claim for indemnification but, because it found that Sun Life had not yet incurred an indemnifiable loss, granted MLIC's motion for summary judgment. Both parties agreed to consider the indemnity claim through arbitration. In September 2010, Sun Life notified MLIC that a purported class action lawsuit was filed against Sun Life in Toronto alleging sales practices claims regarding the policies sold by MLIC and transferred to Sun Life. On August 30, 2011, Sun Life notified MLIC that another purported class action lawsuit was filed against Sun Life in Vancouver, BC alleging sales practices claims regarding certain of the same policies sold by MLIC and transferred to Sun Life. Sun Life contends that MLIC is obligated to indemnify Sun Life for some or all of the claims in these lawsuits. These sales practices cases against Sun Life are ongoing, and the Company is unable to estimate the reasonably possible loss or range of loss arising from this litigation.

Fauley v. Metropolitan Life Insurance Company, et al. (Circuit Court of the 19th Judicial Circuit, Lake County, Ill., July 3, 2014)

Plaintiffs filed this lawsuit against defendants, including MLIC and a former MetLife financial services representative, alleging that the defendants sent unsolicited fax advertisements to plaintiff and others in violation of the Telephone Consumer Protection Act, as amended by the Junk Fax Prevention Act, 47 U.S.C. § 227. The court issued a final order certifying a nationwide settlement class and approving a settlement under which MLIC has agreed to pay up to \$23 million to resolve claims as to fax ads sent between August 23, 2008 and August 7, 2014. On March 23, 2016, the intermediate appellate court affirmed the trial court's order. One class member is seeking further review by the Illinois Supreme Court.

MetLife, Inc. v. Financial Stability Oversight Council (D. D.C., January 13, 2015)

MetLife, Inc. filed this action in U.S. District Court for the District of Columbia ("D.C. District Court") seeking to overturn the Financial Stability Oversight Council's ("FSOC") designation of MetLife, Inc. as a non-bank systemically important financial institution ("non-bank SIFI"). The suit is brought under the section of the Dodd-Frank Wall Street Reform and Consumer Protection Act providing that a company designated as a non-bank SIFI may petition the federal courts for review, and seeks an order requiring that the final determination be rescinded. The D.C. District Court issued a decision on March 30, 2016 granting, in part, MetLife, Inc.'s cross motion for summary judgment and rescinding the FSOC's designation of MetLife, Inc. as a non-bank SIFI. On April 8, 2016, the FSOC filed a notice of appeal of the D.C. District Court's order.

Voshall v. Metropolitan Life Insurance Company (Superior Court of the State of California, County of Los Angeles, April 8, 2015)

Plaintiff filed this putative class action lawsuit on behalf of himself and all persons covered under a long-term group disability income insurance policy issued by MLIC to public entities in California between April 8, 2011 and April 8, 2015. Plaintiff alleges that MLIC improperly reduced benefits by including cost of living adjustments and employee paid contributions in the employer retirement benefits and other income that reduces the benefit payable under such policies. Plaintiff asserts causes of action for declaratory relief, violation of the California Business & Professions Code, breach of contract and breach of the implied covenant of good faith and fair dealing. The Company intends to



defend this action vigorously.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

13. Contingencies, Commitments and Guarantees (continued)

*Martin v. Metropolitan Life Insurance Company*, (Superior Court of the State of California, County of Contra Costa, filed December 17, 2015)

Plaintiffs filed this putative class action lawsuit on behalf of themselves and all California persons who have been charged compound interest by MLIC in life insurance policy and/or premium loan balances within the last four years. Plaintiffs allege that MLIC has engaged in a pattern and practice of charging compound interest on life insurance policy and premium loans without the borrower authorizing such compounding, and that this constitutes an unlawful business practice under California law. Plaintiff asserts causes of action for declaratory relief, violation of California's Unfair Competition Law and Usury Law, and unjust enrichment. Plaintiff seeks declaratory and injunctive relief, restitution of interest, and damages in an unspecified amount. On April 12, 2016, the court granted MLIC's motion to dismiss. Plaintiffs have filed a notice appealing this ruling.

*Lau v. Metropolitan Life Insurance Company* (S.D.N.Y. filed, December 3, 2015)

This putative class action lawsuit was filed by a single defined contribution plan participant on behalf of all ERISA plans whose assets were invested in MetLife's "Group Annuity Contract Stable Value Funds" within the past six years. The suit alleges breaches of fiduciary duty under ERISA and challenges the "spread" with respect to the stable value fund group annuity products sold to retirement plans. The allegations focus on the methodology MetLife uses to establish and reset the crediting rate, the terms under which plan participants are permitted to transfer funds from a stable value option to another investment option, the procedures followed if an employer terminates a contract, and the level of disclosure provided. Plaintiff seeks declaratory and injunctive relief, as well as damages in an unspecified amount. The Company intends to defend this action vigorously.

*Newman v. Metropolitan Life Insurance Company* (N.D. Ill., filed March 23, 2016)

Plaintiff filed this putative class action alleging causes of action for breach of contract, fraud, and violations of the Illinois Consumer Fraud and Deceptive Business Practices Act, based on MLIC's class-wide increase in premiums charged for long-term care insurance policies. Plaintiff alleges a class consisting of herself and all persons over age 65 who selected a Reduced Pay at Age 65 payment feature and whose premium rates were increased after age 65. Plaintiff asserts that premiums could not be increased for these class members and/or that marketing material with respect to these two features was misleading as to MLIC's right to increase premiums. Plaintiff seeks unspecified compensatory, statutory and punitive damages as well as recessionary and injunctive relief. The Company intends to defend this action vigorously.

**Sales Practices Claims**

Over the past several years, the Company has faced numerous claims, including class action lawsuits, alleging improper marketing or sales of individual life insurance policies, annuities, mutual funds, other products or the misuse of client assets. Some of the current cases seek substantial damages, including punitive and treble damages and attorneys' fees. The Company continues to defend vigorously against the claims in these matters. The Company believes adequate provision has been made in its consolidated financial statements for all probable and reasonably estimable losses for sales practices matters.

**Summary**

Putative or certified class action litigation and other litigation and claims and assessments against the Company, in addition to those discussed previously and those otherwise provided for in the Company's consolidated financial statements, have arisen in the course of the Company's business, including, but not limited to, in connection with its activities as an insurer, mortgage lending bank, employer, investor, investment advisor and taxpayer. Further, state insurance regulatory authorities and other federal and state authorities regularly make inquiries and conduct investigations concerning the Company's compliance with applicable insurance and other laws and regulations. It is not possible to predict the ultimate outcome of all pending investigations and legal proceedings. In some of the matters referred to previously, very large and/or indeterminate amounts, including punitive and treble damages, are sought. Although in light of these considerations it is possible that an adverse outcome in certain cases could have a material effect upon the Company's financial position, based on information currently known by the Company's

management, in its opinion, the outcomes of such pending investigations and legal proceedings are not likely to have such an effect. However, given the large and/or indeterminate amounts sought in certain of these matters and the inherent unpredictability of litigation, it is possible that an adverse outcome in certain matters could, from time to time, have a material effect on the Company's consolidated net income or cash flows in particular quarterly or annual periods.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

13. Contingencies, Commitments and Guarantees (continued)

Commitments

Mortgage Loan Commitments

The Company commits to lend funds under mortgage loan commitments. The amounts of these mortgage loan commitments were \$4.0 billion and \$4.4 billion at June 30, 2016 and December 31, 2015, respectively.

Commitments to Fund Partnership Investments, Bank Credit Facilities, Bridge Loans and Private Corporate Bond Investments

The Company commits to fund partnership investments and to lend funds under bank credit facilities, bridge loans and private corporate bond investments. The amounts of these unfunded commitments were \$7.9 billion and \$7.1 billion at June 30, 2016 and December 31, 2015, respectively.

Guarantees

In the normal course of its business, the Company has provided certain indemnities, guarantees and commitments to third parties such that it may be required to make payments now or in the future. In the context of acquisition, disposition, investment and other transactions, the Company has provided indemnities and guarantees, including those related to tax, environmental and other specific liabilities and other indemnities and guarantees that are triggered by, among other things, breaches of representations, warranties or covenants provided by the Company. In addition, in the normal course of business, the Company provides indemnifications to counterparties in contracts with triggers similar to the foregoing, as well as for certain other liabilities, such as third-party lawsuits. These obligations are often subject to time limitations that vary in duration, including contractual limitations and those that arise by operation of law, such as applicable statutes of limitation. In some cases, the maximum potential obligation under the indemnities and guarantees is subject to a contractual limitation ranging from less than \$1 million to \$223 million, with a cumulative maximum of \$733 million, while in other cases such limitations are not specified or applicable. Since certain of these obligations are not subject to limitations, the Company does not believe that it is possible to determine the maximum potential amount that could become due under these guarantees in the future. Management believes that it is unlikely the Company will have to make any material payments under these indemnities, guarantees, or commitments.

In addition, the Company indemnifies its directors and officers as provided in its charters and by-laws. Also, the Company indemnifies its agents for liabilities incurred as a result of their representation of the Company's interests. Since these indemnities are generally not subject to limitation with respect to duration or amount, the Company does not believe that it is possible to determine the maximum potential amount that could become due under these indemnities in the future.

The Company has also minimum fund yield requirements on certain international pension funds in accordance with local laws. Since these guarantees are not subject to limitation with respect to duration or amount, the Company does not believe that it is possible to determine the maximum potential amount that could become due under these guarantees in the future.

The Company's recorded liabilities were \$9 million and \$8 million at June 30, 2016 and December 31, 2015, respectively, for indemnities, guarantees and commitments.

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MetLife, Inc.

Notes to the Interim Condensed Consolidated Financial Statements (Unaudited) — (continued)

14. Subsequent Event

Segment Reorganization

In anticipation of the planned Separation, beginning in the third quarter of 2016, the Company will reorganize its business segments within the Americas. The businesses planned to be included in Brighthouse Financial (which include a substantial portion of the Company's Retail segment) upon the Separation will be reflected in a separate segment designated the Brighthouse Financial segment. Among other changes, the Company's property and casualty insurance business, now reported within Retail and Group, Voluntary & Worksite Benefit segments, will be combined into a single, separate Property & Casualty segment. While the Company has initiated certain changes in preparation for the planned Separation, including the announcement of certain Brighthouse Financial executives, management continued to evaluate the performance of the segments under the existing segment structure as of June 30, 2016.

Common Stock Dividend

On July 7, 2016, the MetLife, Inc. Board of Directors declared a third quarter 2016 common stock dividend of \$0.40 per share payable on September 13, 2016 to shareholders of record as of August 8, 2016. The Company estimates that the aggregate dividend payment will be \$441 million.

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## Forward-Looking Statements and Other Financial Information

For purposes of this discussion, “MetLife,” the “Company,” “we,” “our” and “us” refer to MetLife, Inc., a Delaware corporation incorporated in 1999, its subsidiaries and affiliates. Following this summary is a discussion addressing the consolidated results of operations and financial condition of the Company for the periods indicated. This discussion should be read in conjunction with MetLife, Inc.’s Annual Report on Form 10-K for the year ended December 31, 2015 (the “2015 Annual Report”), the cautionary language regarding forward-looking statements included below, the “Risk Factors” set forth in Part II, Item 1A, and the additional risk factors referred to therein, “Quantitative and Qualitative Disclosures About Market Risk” and the Company’s interim condensed consolidated financial statements included elsewhere herein.

This Management’s Discussion and Analysis of Financial Condition and Results of Operations may contain or incorporate by reference information that includes or is based upon forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements give expectations or forecasts of future events. These statements can be identified by the fact that they do not relate strictly to historical or current facts. They use words such as “anticipate,” “estimate,” “expect,” “project,” “intend,” “plan,” “believe” and other words and terms of meaning, or are tied to future periods, in connection with a discussion of future operating or financial performance. In particular, these include statements relating to future actions, prospective services or products, future performance or results of current and anticipated services or products, sales efforts, expenses, the outcome of contingencies such as legal proceedings, trends in operations and financial results. Any or all forward-looking statements may turn out to be wrong. Actual results could differ materially from those expressed or implied in the forward-looking statements. See “Note Regarding Forward-Looking Statements.”

This Management’s Discussion and Analysis of Financial Condition and Results of Operations includes references to our performance measures, operating earnings and operating earnings available to common shareholders, that are not based on accounting principles generally accepted in the United States of America (“GAAP”). Operating earnings is the measure of segment profit or loss we use to evaluate segment performance and allocate resources. Consistent with GAAP guidance for segment reporting, operating earnings is our measure of segment performance. Operating earnings is also a measure by which senior management’s and many other employees’ performance is evaluated for the purposes of determining their compensation under applicable compensation plans. Forward-looking guidance provided on a non-GAAP basis cannot be reconciled to the most directly comparable GAAP measures on a forward-looking basis because net income may fluctuate significantly if net investment gains and losses and net derivative gains and losses move outside of estimated ranges. See “— Non-GAAP and Other Financial Disclosures” for definitions and a discussion of these measures, and “— Results of Operations” for reconciliations of historical non-GAAP measures to the most directly comparable GAAP measures.

## Executive Summary

## Overview

MetLife is a global provider of life insurance, annuities, employee benefits and asset management. MetLife is organized into six segments, reflecting three broad geographic regions: Retail; Group, Voluntary & Worksite Benefits; Corporate Benefit Funding; and Latin America (collectively, the “Americas”); Asia; and Europe, the Middle East and Africa (“EMEA”). In addition, the Company reports certain of its results of operations in Corporate & Other. See Note 2 of the Notes to the Interim Condensed Consolidated Financial Statements for further information on the Company’s segments and Corporate & Other. See also “— Other Key Information — Significant Events” for information on MetLife, Inc.’s announcement of its plan to pursue the separation of a substantial portion of its Retail segment, which is organized into two U.S. businesses, Life & Other and Annuities, as well as certain portions of its Corporate Benefit Funding segment and Corporate & Other (the “Separation”). Management continues to evaluate the Company’s segment performance and allocated resources and may adjust related measurements in the future to better reflect segment profitability.

## Current Period Highlights

During the three months ended June 30, 2016, overall sales growth declined as compared to the three months ended June 30, 2015; however, we experienced sales growth across various products within our segments. In particular, sales of variable annuity products declined while sales of pension risk transfers and group products improved. A decline in

investment yields as a result of volatile equity markets and the sustained low interest rate environment more than offset the benefits of such sales growth. Our results for the quarter included the unfavorable impact of the Company's annual Retail variable annuity actuarial assumption review.



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The following represents the segments' contributions to total net income (loss) and total operating earnings for the six months ended June 30, 2016:

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(1) Excludes Corporate & Other.

(2) Stacked column chart reflects the contribution to total net income (loss) for each of the segments for the six months ended June 30, 2016, including the net loss reflected in the Retail segment.

(3) See “— Results of Operations — Consolidated Results” and “— Non-GAAP and Other Financial Disclosures” for reconciliations and definitions of non-GAAP financial measures.

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Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015

Consolidated Results - Highlights

Net income (loss) down \$1.0 billion:

Net derivative gains (losses) unfavorable by \$1.2 billion (\$772 million, net of income tax) driven by the impact of the annual actuarial assumption review on certain variable annuity products that contain embedded derivatives, partially offset by changes in interest rates, foreign currency exchange rates, and a favorable change on the nonperformance risk adjustment on embedded derivatives

• Operating earnings available to common shareholders down \$841 million

• Net investment gains (losses) favorable by \$399 million (\$259 million, net of income taxes) driven by higher gains, partially offset by higher impairments

(1) See “— Results of Operations — Consolidated Results” and “— Non-GAAP and Other Financial Disclosures” for reconciliations and definitions of non-GAAP financial measures.

Consolidated Results - Operating Highlights

Operating earnings available to common shareholders down \$841 million:

Results of operations were impacted by lower investment yields, refinements made to deferred policy acquisition costs (“DAC”) and certain insurance-related liabilities, the impact of our annual Retail variable annuity actuarial assumption review and unfavorable underwriting, partially offset by higher net investment income from portfolio growth.

• Our results for the three months ended June 30, 2016 also included the following:

unfavorable reserve adjustments of \$257 million, net of income tax, resulting from modeling improvements in the reserving process

unfavorable DAC unlockings of \$161 million related to our annual Retail variable annuity actuarial assumption review

• one-time charge of \$44 million, net of income tax, related to an adjustment to reinsurance receivables in Australia

• Our results for the three months ended June 30, 2015 also included the following:

• one-time tax benefit of \$61 million in Japan related to a change in tax rate

For a more in-depth discussion of our consolidated results, see “— Results of Operations — Consolidated Results” and “— Results of Operations — Consolidated Results — Operating.”

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Six Months Ended June 30, 2016 Compared with the Six Months Ended June 30, 2015

Consolidated Results - Highlights

Net income (loss) down \$965 million:

Net derivative gains (losses) unfavorable by \$673 million (\$437 million, net of income tax) driven by the impact of the annual actuarial assumption review on certain variable annuity products that contain embedded derivatives, partially offset by changes in interest rates, foreign currency exchange rates, and a favorable change on the nonperformance risk adjustment on embedded derivatives

• Operating earnings available to common shareholders down \$1.1 billion

• Net investment gains (losses) favorable by \$128 million (\$83 million, net of income taxes) driven by higher gains, partially offset by higher impairments

• Current period includes the financial impact of converting the Company's Japan operations to calendar year-end reporting without retrospective application of this change to prior periods

(1) See “— Results of Operations — Consolidated Results” and “— Non-GAAP and Other Financial Disclosures” for reconciliations and definitions of non-GAAP financial measures.

Consolidated Results - Operating Highlights

Operating earnings available to common shareholders down \$1.1 billion:

Results of operations were impacted by lower investment yields, refinements made to DAC and certain

• insurance-related liabilities, the impact of our annual Retail variable annuity actuarial assumption review and unfavorable underwriting, partially offset by higher net investment income from portfolio growth.

• Our results for the six months ended June 30, 2016 also included the following:

• unfavorable reserve adjustments of \$257 million, net of income tax, resulting from modeling improvements in the reserving process

• unfavorable DAC unlockings of \$161 million related to our annual Retail variable annuity actuarial assumption review

• one-time charge of \$44 million, net of income tax, related to an adjustment to reinsurance receivables in Australia tax benefit in Japan of \$25 million related to a change in tax rate, which includes a one-time benefit of \$20 million that pertains to prior periods

• tax charge in Chile of \$12 million as a result of tax reform legislation, which includes a one-time charge of \$10 million that pertains to prior periods

• Our results for the six months ended June 30, 2015 also included the following:

• one-time tax benefit of \$61 million in Japan related to a change in tax rate

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## Consolidated Company Outlook

As part of an enterprise-wide strategic initiative, we announced that, by 2016, we expected to increase our operating return on common stockholders' equity ("operating ROE"), excluding accumulated other comprehensive income ("AOCI") other than foreign currency translation adjustments ("FCTA"), driven by higher operating earnings. In 2016, we expect our operating ROE, excluding AOCI other than FCTA, to be lower than 11% due to unfavorable market factors, our current year reserve adjustments from modeling improvements and the effect of our annual variable annuity actuarial assumption review, as well as the activities associated with the planned Separation.

When making projections, we must rely on the accuracy of our assumptions about future economic and business conditions, which can be affected by known and unknown risks and other uncertainties. Our assumptions have been and will continue to be impacted by (i) MetLife, Inc.'s plan to pursue the Separation, (ii) regulatory uncertainty regarding capital requirements that would have been applicable to us as a result of the Financial Stability Oversight Council's ("FSOC") former designation of MetLife, Inc. as a non-bank systemically important financial institution ("non-bank SIFI"), which, among other things, impacted the level of our share repurchases, (iii) lower investment margins (primarily in the U.S.) as a result of the sustained low interest rate environment, (iv) lower than anticipated merger and acquisition activity, and (v) the impact on our foreign operations of the strengthening of the U.S. dollar. See "— Other Key Information — Significant Events" for information regarding the determination by the U.S. District Court for the District of Columbia ("D.C. District Court") on March 30, 2016 to rescind the FSOC's designation of MetLife, Inc. as a non-bank SIFI.

We will need to take the above-referenced factors into account when formulating further assumptions. Due to the fact that the planned Separation is a significant restructuring of our business, we will not be able to further expand our outlook until we have further clarity on the nature of the Separation. The planned Separation is consistent with our "Accelerating Value" strategic initiative, giving greater weight to our commitments to maximize shareholder value and, subject to Board approval, regulatory constraints and acquisition opportunities, to pay out our free cash flow to shareholders.

Further, our outlook of a sustained low interest rate environment and our Accelerating Value strategic initiative work have highlighted the overall need to bring our cost structure in line with our revenue growth expectations to allow us to compete more effectively. Our goal is to ensure that, even after any Separation, MetLife, excluding Brighthouse Financial, will have a lower cost structure than it has today. As a result of these factors, we have announced a unit cost initiative with the goal to achieve approximately \$1 billion in net pre-tax run-rate expense savings by the end of 2019, which we will implement by setting expense targets for various functions and groups based on rigorous benchmarking against best-in-class peers. In order to achieve the improvements necessary to meet this goal, we expect to incur short-term costs.

## Other Key Information

## Basis of Presentation

Prior to January 1, 2016, certain international subsidiaries had a fiscal year cutoff of November 30th. Accordingly, the Company's interim condensed consolidated financial statements reflect the assets and liabilities of such subsidiaries as of November 30, 2015 and the operating results of such subsidiaries for the three months and six months ended May 31, 2015. Effective January 1, 2016, the Company converted its Japan operations to calendar year-end reporting. The elimination of a one-month reporting lag of a subsidiary is considered a change in accounting principle and requires retrospective application. While the Company believes that eliminating the lag in the reporting of its Japan operations was preferable in order to consistently reflect events, economic conditions and global trends in the financial statements, the Company determined that it was impracticable to apply the effects of the lag elimination to financial reporting periods prior to January 1, 2015. The effect of not retroactively applying this change in accounting, however, was not material to the 2015 or 2016 consolidated financial statements. Therefore, the Company reported the cumulative effect of the change in accounting principle in net income for the three months ended March 31, 2016 and the six months ended June 30, 2016 and did not retrospectively apply the effects of this change to prior periods. See Note 2 of the Notes to the Interim Condensed Consolidated Financial Statements.



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## Significant Events

In July 2016, MetLife, Inc. completed the sale to Massachusetts Mutual Life Insurance Company (“MassMutual”) of MetLife’s U.S. Retail advisor force and certain assets associated with the MetLife Premier Client Group, including all of the issued and outstanding shares of MetLife’s affiliated broker-dealer, MetLife Securities, Inc. (“MSI”), a wholly-owned subsidiary of MetLife, Inc. for \$280 million. MassMutual assumed all of the liabilities related to such assets and that arise or occur at or after the closing of the sale. As part of the transactions, MetLife, Inc. and MassMutual entered into a product development agreement under which MetLife’s U.S. Retail business will be the exclusive developer of certain annuity products to be issued by MassMutual. See Note 3 of the Notes to the Interim Condensed Consolidated Financial Statements for further information.

On December 18, 2014, the FSOC designated MetLife, Inc. as a non-bank SIFI subject to regulation by the Board of Governors of the Federal Reserve System (the “Federal Reserve Board”) and the Federal Reserve Bank of New York (collectively with the Federal Reserve Board, the “Federal Reserve”) and the Federal Deposit Insurance Corporation (the “FDIC”), as well as to enhanced supervision and prudential standards. On March 30, 2016, the D.C. District Court ordered that the designation of MetLife, Inc. as a non-bank SIFI by the FSOC be rescinded. On April 8, 2016, the FSOC filed a notice of appeal of the D.C. District Court’s order. If the FSOC prevails on appeal or designates MetLife, Inc. as systemically important as part of its ongoing review of non-bank financial companies, MetLife, Inc. could once again be subject to regulation as a non-bank SIFI. See “— Industry Trends — Regulatory Developments — U.S. Regulation — Potential Regulation as a Non-Bank SIFI.”

On January 12, 2016, MetLife, Inc. announced its plan to pursue the Separation and on July 21, 2016, MetLife, Inc. announced that the separated business will be rebranded as “Brighthouse Financial” after the Separation. The separated business would include a substantial portion of the Company’s Retail segment and certain portions of the Corporate Benefit Funding segment and Corporate & Other. The Company currently plans to include MetLife Insurance Company USA (“MetLife USA”), New England Life Insurance Company (“NELICO”), First MetLife Investors Insurance Company, MetLife Advisers, LLC and certain captive reinsurance companies in the proposed separated business. The Company is currently evaluating structural alternatives for the proposed Separation, including a public offering of shares in an independent, publicly traded company, a spin-off, or a sale. The completion of a public offering would depend on, among other things, the U.S. Securities and Exchange Commission (“SEC”) filing and review process, as well as market conditions. A Separation, depending on the specific form, would be subject to the satisfaction of various conditions and approvals, including, among other things, approval of any transaction by the MetLife, Inc. Board of Directors, satisfaction of any applicable requirements of the SEC, and receipt of insurance and other regulatory approvals and other anticipated conditions.

In anticipation of the planned Separation, beginning in the third quarter of 2016, the Company will reorganize its business segments within the Americas. The businesses planned to be included in Brighthouse Financial upon the Separation will be reflected in a separate segment designated the Brighthouse Financial segment. Among other changes, our property and casualty insurance business, now reported within our Retail and Group, Voluntary & Worksite Benefit segments, will be combined into a single, separate Property & Casualty segment. While the Company has initiated certain changes in preparation for the planned Separation, including the announcement of certain Brighthouse Financial executives, management continued to evaluate the performance of the segments under the existing segment structure as of June 30, 2016. We expect this resegmentation to result in an after-tax charge to earnings in the third quarter of 2016 of less than \$300 million, all in the Brighthouse Financial segment, attributable to loss recognition on the segment’s universal life products. This charge is the direct result of a requirement, once resegmented, to evaluate and test for loss recognition separately from the universal life business that is not included in the Brighthouse Financial segment.

## Industry Trends

The following information on industry trends should be read in conjunction with “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Industry Trends” in Part II, Item 7, of the 2015 Annual Report.

We continue to be impacted by the unstable global financial and economic environment that has been affecting the industry.

Financial and Economic Environment

Our business and results of operations are materially affected by conditions in the global capital markets and the economy generally. Stressed conditions, volatility and disruptions in global capital markets, particular markets, or financial asset classes can have an adverse effect on us, in part because we have a large investment portfolio and our insurance liabilities are sensitive to changing market factors.

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Weakness in the energy and metals and mining sectors and concerns about the political and/or economic stability of countries in regions outside the European Union (“EU”), including China, Ukraine, Russia, Brazil, Japan, Jordan, Lebanon and Turkey, as well as Puerto Rico, have contributed to global market volatility. See “— Investments — Current Environment — Selected Country and Sector Investments.” Concerns about global economic conditions, capital markets and the solvency of certain EU member states, including Portugal, Ireland, Italy, Greece and Spain (“Europe’s perimeter region”), their banking systems and the financial institutions that have significant direct or indirect exposure to debt issued by these countries or their respective banking systems, have also been a cause of elevated levels of market volatility. Events following the United Kingdom’s (“U.K.”) referendum regarding its membership in the EU, which resulted in a narrow vote on June 23, 2016 in favor of leaving the EU and the uncertainties associated with its potential withdrawal from the EU have contributed to market volatility. Assuming the U.K. gives official notice that it is exiting the EU, the notice would trigger the commencement of a two-year period during which an agreement on transitional withdrawal arrangements will be negotiated between the EU and the U.K., and a longer period during which final trade and other arrangements may be negotiated. The risk of market volatility may spread beyond the U.K., and could be intensified by foreign exchange risks. These factors could contribute to weakening gross domestic product (“GDP”) growth, primarily in the U.K. and Europe. The magnitude and longevity of the potential negative economic impacts would depend on the detailed agreements reached by the U.K. and the EU as a result of the exit negotiations and negotiations regarding trade and other arrangements. See “— Investments — Current Environment” for information regarding our exposure to obligations of European governments, European private obligors and Europe’s perimeter region. Contributing to such volatility are concerns that such countries could default on their obligations, have to restructure their outstanding debt, or that financial institutions with significant holdings of sovereign or private debt of such countries, including Europe’s perimeter region, could experience financial stress, any of which could have significant adverse effects on the European and global economies and on financial markets, generally. While economic conditions in certain of these countries, including Europe’s perimeter region seem to be stabilizing or improving, there is still concern that any support measures, including those made by the European Central Bank (“ECB”) to lessen the risk of deflation, lower borrowing costs in the Euro zone and encourage corporations to issue more asset-backed securities, could affect the Euro exchange rate and have uncertain impacts on interest rates and risk markets. See “Risk Factors — Economic Environment and Capital Markets-Related Risks — We Are Exposed to Significant Global Financial and Capital Markets Risks Which May Adversely Affect Our Results of Operations, Financial Condition and Liquidity, and May Cause Our Net Investment Income to Vary from Period to Period,” and “Risk Factors — Economic Environment and Capital Markets-Related Risks — If Difficult Conditions in the Global Capital Markets and the Economy Generally Persist, They May Materially Adversely Affect Our Business and Results of Operations” in the 2015 Annual Report.

We face substantial exposure to the Japanese economy given our operations there. Structural weaknesses and debt sustainability have yet to be addressed effectively. Going forward, Japan’s structural and demographic challenges may continue to limit its potential growth unless reforms that boost productivity are put into place. Japan’s high public sector debt levels are mitigated by low refinancing risks and its nominal yields on government debt have remained at a lower level than that of any other developed country. However, frequent changes in government have prevented policy makers from implementing fiscal reform measures to put public finances on a sustainable path. To avert deflation and to achieve sustainable economic growth, the government and the Bank of Japan have implemented a coordinated strategy which includes the imposition of a negative rate on commercial bank deposits, increased government bond purchases at longer maturities and tax reform, including the lowering of the Japanese corporate tax rate by approximately 2% and the delay until 2017 of an increase in the consumption tax to 10%. As a result of the decrease in the corporate tax rate, the Company recorded a one-time benefit of \$174 million in the second quarter of 2015, which included an increase in Asia’s operating earnings of \$61 million.

#### Impact of a Sustained Low Interest Rate Environment

As a global insurance company, we are affected by the monetary policy of central banks around the world, as well as the monetary policy of the Federal Reserve Board in the United States. The Federal Reserve Board has taken a number of actions in recent years to spur economic activity, including asset purchases and keeping interest rates low. However, in December 2015, the Federal Reserve Board’s Federal Open Market Committee (“FOMC”) increased the



federal funds rate for the first time in 10 years and has held it steady since then. Further increases in the federal funds rate in the future may affect interest rates and risk markets in the U.S. and other developed and emerging economies. See “— Financial and Economic Environment” for information regarding accommodative and other policy measures pursued by the ECB and the Bank of Japan. However, we cannot predict with certainty the effect of these programs and policies on interest rates or the impact on the pricing levels of risk-bearing investments at this time. See “— Investments — Current Environment.”

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In periods of declining interest rates, we may have to invest insurance cash flows and reinvest the cash flows we received as interest or return of principal on our investments in lower yielding instruments. Moreover, borrowers may prepay or redeem the fixed income securities, commercial, agricultural or residential mortgage loans and mortgage-backed securities in our investment portfolio with greater frequency in order to borrow at lower market rates. Therefore, some of our products expose us to the risk that a reduction in interest rates will reduce the difference between the amounts that we are required to credit on contracts in our general account and the rate of return we are able to earn on investments intended to support obligations under these contracts. This difference between interest earned and interest credited, or margin, is a key metric for the management of, and reporting for, many of our businesses.

Our expectations regarding future margins are an important component impacting the amortization of certain intangible assets such as DAC and value of business acquired (“VOBA”). Significantly lower margins may cause us to accelerate the amortization, thereby reducing net income in the affected reporting period. Additionally, lower margins may also impact the recoverability of intangible assets such as goodwill, require the establishment of additional liabilities or trigger loss recognition events on certain policyholder liabilities. We review this long-term margin assumption, along with other assumptions, as part of our annual assumption review.

**Competitive Pressures**

The life insurance industry remains highly competitive. The product development and product life cycles have shortened in many product segments, leading to more intense competition with respect to product features. Larger companies have the ability to invest in brand equity, product development, technology and risk management, which are among the fundamentals for sustained profitable growth in the life insurance industry. In addition, several of the industry’s products can be quite homogeneous and subject to intense price competition. Sufficient scale, financial strength and financial flexibility are becoming prerequisites for sustainable growth in the life insurance industry. Larger market participants tend to have the capacity to invest in additional distribution capability and the information technology needed to offer the superior customer service demanded by an increasingly sophisticated industry client base. We believe that the continued volatility of the financial markets, its impact on the capital position of many competitors, and subsequent actions by regulators and rating agencies have altered the competitive environment. In particular, we believe that these factors have highlighted financial strength as the most significant differentiator from the perspective of some customers and certain distributors. We believe the Company is well positioned to compete in this environment.

**Regulatory Developments**

In the U.S., our life insurance companies are regulated primarily at the state level, with some products and services also subject to federal regulation. In addition, MetLife, Inc. and its U.S. insurance subsidiaries are subject to regulation under the insurance holding company laws of various U.S. jurisdictions. Furthermore, some of MetLife’s operations, products and services are subject to consumer protection laws, securities, broker-dealer and investment adviser regulations, environmental and unclaimed property laws and regulations, and to the Employee Retirement Income Security Act of 1974 (“ERISA”). If MetLife, Inc. were re-designated as a non-bank SIFI, it could also be subject to regulation by the Federal Reserve and the FDIC. See “— U.S. Regulation” below, as well as “Business — Regulation — U.S. Regulation,” “Risk Factors — Regulatory and Legal Risks — Our Insurance and Brokerage Businesses Are Highly Regulated, and Changes in Regulation and in Supervisory and Enforcement Policies May Reduce Our Profitability and Limit Our Growth,” “Risk Factors — Risks Related to Our Business — Our Statutory Life Insurance Reserve Financings May Be Subject to Cost Increases and New Financings May Be Subject to Limited Market Capacity,” and “Risk Factors — Regulatory and Legal Risks — Changes in U.S. Federal, State Securities and State Insurance Laws and Regulations May Affect Our Operations and Our Profitability” included in the 2015 Annual Report, as amended or supplemented in our subsequently filed Quarterly Reports on Form 10-Q under the caption “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Industry Trends — Regulatory Developments” and similarly named sections under the caption “Risk Factors.”

Our international insurance operations are principally regulated by insurance regulatory authorities in the jurisdictions in which they are located or operate. In addition, our investment and pension companies outside of the U.S. are subject to oversight by the relevant securities, pension and other authorities of the countries in which the companies operate.

Our non-U.S. insurance businesses are also subject to current and developing solvency regimes which impose various capital and other requirements. As a global systemically important insurer (“G-SII”), MetLife, Inc. may also become subject to additional capital requirements. See “— International Regulation” below, as well as “Business — Regulation — International Regulation” included in the 2015 Annual Report, as amended or supplemented in our subsequently filed Quarterly Reports on Form 10-Q under the caption “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Industry Trends — Regulatory Developments.”

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## U.S. Regulation

## Insurance Regulation

## Insurance Regulatory Examinations and Other Activities

Regulatory authorities in a small number of states, Financial Industry Regulatory Authority (“FINRA”) and, occasionally, the SEC, have had investigations or inquiries relating to sales of individual life insurance policies or annuities or other products by Metropolitan Life Insurance Company (“MLIC”), MetLife USA, NELICO, General American Life Insurance Company and MSI, a broker-dealer which MetLife sold to MassMutual in July 2016. These investigations have focused on the conduct of particular financial services representatives, the sale of unregistered or unsuitable products, the misuse of client assets, and sales and replacements of variable annuities and certain riders on such annuities. Over the past several years, these and a number of investigations by other regulatory authorities were resolved for monetary payments and certain other relief, including restitution payments. We may continue to receive, and may resolve, further investigations and actions on these matters in a similar manner. See Note 13 of the Notes to the Interim Condensed Consolidated Financial Statements.

The International Association of Insurance Supervisors (“IAIS”) has encouraged U.S. insurance supervisors, such as the New York State Department of Financial Services (“Department of Financial Services”), to establish Supervisory Colleges for U.S.-based insurance groups with international operations, including MetLife, to facilitate cooperation and coordination among the insurance groups’ supervisors and to enhance the member regulators’ understanding of an insurance group’s risk profile. MetLife, Inc. was the subject of Supervisory College meetings in prior years chaired by the Department of Financial Services and attended by MetLife’s key U.S. and international insurance regulators. Because MetLife, Inc. was supervised as a non-bank SIFI, an April 2015 Supervisory College was co-chaired by the Department of Financial Services and the Federal Reserve Bank of New York and attended by MetLife’s key U.S. and international regulators, including the FDIC, which has joint authority with the Federal Reserve Board over any resolution plan that MetLife, Inc. may be required to submit. See “— Potential Regulation as a Non-Bank SIFI — Enhanced Prudential Standards for Non-Bank SIFIs” below. The next meeting is scheduled for September 2016 and will be chaired by the Department of Financial Services. We have not received any reports or recommendations from the Supervisory College meetings, and we do not expect any outcome of the meetings to have a material adverse effect on our business.

## NAIC

In December 2012, the National Association of Insurance Commissioners (“NAIC”) approved a new valuation manual containing a principle-based approach to life insurance company reserves. Principle-based reserving is designed to better address reserving for products, including the current generation of products for which the current formulaic basis for reserve determination does not work effectively. The principle-based approach has been enacted into law by the required number of state legislatures and will become effective on January 1, 2017, initially applying to individual life insurance business on a prospective basis.

## ERISA Considerations

We provide products and services to certain employee benefit plans that are subject to ERISA or the Internal Revenue Code of 1986, as amended (the “Code”). As such, our activities are subject to the restrictions imposed by ERISA and the Code, including the requirement under ERISA that fiduciaries must perform their duties solely in the interests of ERISA plan participants and beneficiaries, and that fiduciaries may not cause a covered plan to engage in certain prohibited transactions. The applicable provisions of ERISA and the Code are subject to enforcement by the Department of Labor (“DOL”), the Internal Revenue Service and the Pension Benefit Guaranty Corporation. The prohibited transaction rules of ERISA and the Code generally restrict the provision of investment advice to ERISA plans and participants and Individual Retirement Accounts (“IRAs”) if the investment recommendation results in fees paid to the individual advisor, his or her firm or their affiliates that vary according to the investment recommendation chosen.

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The DOL issued new regulations on April 6, 2016 with an effective date for most provisions of April 10, 2017. These rules substantially expand the definition of “investment advice” and thereby broaden the circumstances under which MetLife or its representatives, in providing investment advice with respect to ERISA plans, plan participants or IRAs, will be deemed a fiduciary under ERISA or the Code. Pursuant to the final rule, certain communications with plans, plan participants and IRA holders, including the marketing of products, and marketing of investment management or advisory services, could be deemed fiduciary investment advice, thus, causing increased exposure to fiduciary liability. The DOL also issued amendments to certain of its prohibited transaction exemptions, and issued a new exemption, that applies more onerous disclosure and contract requirements to, and increase fiduciary requirements and fiduciary liability exposure in respect of, transactions involving ERISA plans, plan participants and IRAs. We are currently studying the impact of these developments on MetLife’s business.

**Potential Regulation as a Non-Bank SIFI**

On December 18, 2014, the FSOC designated MetLife, Inc. as a non-bank SIFI subject to regulation by the Federal Reserve and the FDIC, as well as to enhanced supervision and prudential standards. On January 13, 2015, MetLife, Inc. filed an action in the D.C. District Court asking the Court to review and rescind the FSOC’s designation. On March 30, 2016, the D.C. District Court ordered that the designation of MetLife, Inc. as a non-bank SIFI by the FSOC be rescinded. On April 8, 2016, the FSOC filed a notice of appeal of the D.C. District Court’s order. If the FSOC prevails on appeal or designates MetLife, Inc. as systemically important as part of its ongoing review of non-bank financial companies, MetLife, Inc. could once again be subject to regulation as a non-bank SIFI.

Regulation of MetLife, Inc. as a non-bank SIFI could materially and adversely affect our business. For example, the Federal Reserve Board has issued an advance notice of proposed rulemaking but not yet finally determined the enhanced capital requirements that would apply to insurance non-bank SIFIs. If MetLife, Inc. were re-designated as a non-bank SIFI, those capital requirements may adversely affect our ability to compete with other insurers that are not subject to those requirements, and our ability to issue guarantees could be constrained. In addition, if re-designated as a non-bank SIFI, MetLife, Inc. would need to obtain Federal Reserve approval before directly or indirectly acquiring, merging or consolidating with a financial company having more than \$10 billion of assets or acquiring 5% or more of any voting class of securities of a bank or bank holding company and, depending on the extent of the combined company’s liabilities, would be subject to additional restrictions regarding its ability to merge. The Federal Reserve would also have the right to require any of our insurance companies, or insurance company affiliates, to take prompt action to correct any financial weaknesses.

Together with other large financial institutions and non-bank SIFIs, if MetLife, Inc. were re-designated as a non-bank SIFI, it would be subject to a number of Dodd-Frank Wall Street Reform and Consumer Protection Act (“Dodd-Frank”) requirements including responsibility to pay certain assessments and other charges (i) equal to the total expenses the Federal Reserve Board thinks is necessary for its supervision of bank holding companies and savings and loan holding companies with assets of \$50 billion or more, and non-bank SIFIs, and (ii) in connection with the Financial Research Fund within the U.S. Department of Treasury that funds the Office of Financial Research, an agency established by Dodd-Frank to improve the quality of financial data available to policymakers and facilitate more robust and sophisticated analysis of the financial system. See “Risk Factors — Regulatory and Legal Risks — Our Insurance and Brokerage Businesses Are Highly Regulated, and Changes in Regulation and in Supervisory and Enforcement Policies May Reduce Our Profitability and Limit Our Growth — U.S. Regulation — Potential Regulation of MetLife, Inc. as a Non-Bank SIFI.”

**Enhanced Prudential Standards for Non-Bank SIFIs**

The Federal Reserve Board has indicated that it plans to apply enhanced prudential standards to non-bank SIFIs by rule or order, and recently issued a notice of proposed rulemaking addressing the governance, risk management and liquidity requirements it is proposing to apply to insurance company non-bank SIFIs. Accordingly, the manner in which these proposed standards might apply to MetLife, Inc., were it to be re-designated as a non-bank SIFI, remains unclear. See “Risk Factors — Regulatory and Legal Risks — Our Insurance and Brokerage Businesses Are Highly Regulated, and Changes in Regulation and in Supervisory and Enforcement Policies May Reduce Our Profitability and Limit Our Growth — U.S. Regulation — Potential Regulation of MetLife, Inc. as a Non-Bank SIFI.”



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Stress testing requirements have been implemented, which will, once capital requirements for non-bank SIFIs are determined, require non-bank SIFIs to undergo three stress tests each year: an annual supervisory stress test conducted by the Federal Reserve and two company-run stress tests (an annual test which coincides with the timing of the supervisory stress test, and a mid-cycle test). Companies will be required to take the results of the stress tests into consideration in their annual capital planning and resolution and recovery planning. If re-designated as a non-bank SIFI, MetLife, Inc.'s competitive position and its ability to pay dividends, repurchase common stock or other securities or engage in other transactions that could affect its capital or need for capital could be adversely affected by any additional capital requirements that might be imposed as a result of the stress testing requirements, as well as enhanced prudential standards, other measures imposed as a result of the enactment of Dodd-Frank and other regulatory initiatives.

Non-bank SIFIs are required to submit a resolution plan setting forth how the company could be resolved under the Bankruptcy Code in the event of material financial distress. Resolution plans have to be resubmitted annually and promptly following any event, occurrence, change in conditions or circumstances, or other change that results in, or could reasonably be foreseen to have, a material effect on the resolution plan. A failure to submit a "credible" resolution plan could result in the imposition of a variety of measures, including additional capital, leverage, or liquidity requirements, and forced divestiture of assets or operations. If re-designated as a non-bank SIFI, MetLife, Inc. would be required to comply with the requirements applicable to non-bank SIFIs, including the submission of a resolution plan.

In addition, if MetLife, Inc. were re-designated as a non-bank SIFI and if it were determined that MetLife, Inc. posed a substantial threat to U.S. financial stability, the applicable federal regulators would have the right to require it to take one or more other mitigating actions to reduce that risk, including limiting its ability to merge with or acquire another company, terminating activities, restricting its ability to offer financial products or requiring it to sell assets or off-balance sheet items to unaffiliated entities. Enhanced standards would also permit, but not require, regulators to establish requirements with respect to contingent capital, enhanced public disclosures and short-term debt limits. These standards are described as being more stringent than those otherwise imposed on bank holding companies; however, the Federal Reserve is permitted to apply them on an institution-by-institution basis, depending on its determination of the institution's level of risk.

**International Regulation**

Our international operations are exposed to increased political, legal, financial, operational and other risks. See "Risk Factors — Risks Related to Our Business — Our International Operations Face Political, Legal, Operational and Other Risks, Including Exposure to Local and Regional Economic Conditions, That Could Negatively Affect Those Operations or Our Profitability" and "Risk Factors — Regulatory and Legal Risks — Our Insurance and Brokerage Businesses Are Highly Regulated, and Changes in Regulation and in Supervisory and Enforcement Policies May Reduce Our Profitability and Limit Our Growth." On June 23, 2016, the U.K. held a referendum regarding its membership in the EU, resulting in a narrow vote in favor of leaving the EU. While significant, this vote does not initiate the withdrawal process. The member withdrawal provisions in the applicable EU treaty have not been used before so it is unclear how the provisions will work in practice. Assuming the U.K. initiates the withdrawal process by giving notice that it is withdrawing from the EU, the relevant treaty provides that the U.K. and the EU will negotiate a withdrawal agreement during a maximum two-year period (unless such period is extended by unanimous vote of the other EU member states). It is currently anticipated that the withdrawal agreement would deal with the details of the immediate exit but would not set out final trade arrangements or deal comprehensively with other potentially significant matters. Upon effectiveness of the withdrawal agreement, or, if no agreement is concluded in the two-year period, at the end of the period, the U.K. will no longer be a member of the EU. In the meantime, however, the U.K. remains a member of the EU with unchanged rights to access the single EU market in goods and services. Our U.K. business model utilizes certain rights to operate cross-border insurance and investment operations which may be modified or eliminated as a result of the U.K. exiting the EU. Operating expenses within our businesses could increase as a result of uncertainties during the negotiation period and in the event of an eventual U.K. withdrawal.





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Other changes in the laws and regulations of jurisdictions that affect our customers and independent sales intermediaries or their operations also may affect our business relationships with them and their ability to purchase or distribute our products. Such actions may negatively affect our business in these jurisdictions. The Polish Ministry of Economic Development recently proposed the transfer of certain pension fund assets to the government, the creation of private individual retirement accounts using certain other pension fund assets, and the implementation of additional pension plan options intended to boost savings and long-term investment. It is premature to predict the impact that such measures, if implemented, would have on our business in Poland. In Chile, a Presidential Advisory Committee has been created to draft a proposal to reform the pension system. The committee issued a series of recommendations in September 2015, but the reform proposal has not been finalized and may still change further if a bill results from their recommendations. It is premature to predict the impact of such reforms on our pension business in Chile. Recently, the Chilean Pension Funds Superintendency instituted a proceeding to consider the validity of the action taken by the Superintendency in 2015 approving the merger of Administradora de Fondos de Pensiones ProVida, S.A. into a subsidiary of MetLife, Inc., which was effective on September 1, 2015. It is premature to predict the impact of the proceeding on our pension business in Chile.

Global Systemically Important Insurers

The IAIS, an association of insurance supervisors and regulators and a member of the Financial Stability Board (“FSB”), an international entity established to coordinate, develop and promote regulatory, supervisory and other financial sector policies in the interest of financial stability, is participating in the FSB’s initiative to identify and manage global systemically important financial institutions. To this end, the IAIS published a methodology to assess the systemic relevance of global insurers and a framework of policy measures to be applied to G-SIIs and, on this basis, the FSB again so designated MetLife, Inc. in 2015. The IAIS/FSB process is separate from the U.S. FSOC designation process and MetLife, Inc. remains a G-SII in spite of the rescission of its U.S. non-bank SIFI designation on March 30, 2016. The global designation process is an annual process. Every three years, the IAIS evaluates whether updates to its assessment methodology are necessary.

Current standards call for G-SIIs to be subject to higher loss absorbency requirements (“HLA”). Given the absence of a common global base on which to calculate HLA for insurers, the FSB directed the IAIS to develop basic capital requirements (“BCR”). The first version of the IAIS HLA framework was endorsed by the FSB and the G20 in September and November 2015, respectively, and the BCR and HLA requirements are expected to be refined based on data confidentially submitted by certain G-SIIs to their group-wide supervisors until they are fully adopted and implemented in 2019. The IAIS published a new assessment methodology on June 16, 2016 which it proposes to use this year to assess a pool of approximately 50 insurers, and has requested data from MetLife in order to perform an assessment under the new methodology. The new methodology reflects changes in the previous definitions of non-traditional and non-insurance activity, along with certain other changes in both quantitative and qualitative assessments. It is uncertain whether MetLife will be designated a G-SII by the FSB under this new methodology. In addition, on December 17, 2014, the IAIS released a first exposure draft of a risk-based global insurance capital standard (“ICS”) which will apply to all internationally active insurance groups, including G-SIIs. A second exposure draft was published for comment on July 19, 2016, with comments due in 90 days. The IAIS expects to publish a draft of an interim version of the ICS in 2017 for further consultation and refinement by the end of 2019, the target for implementation by individual jurisdictions. The date by which the ICS will be finalized has not yet been specified. The IAIS intends to request confidential reporting to supervisors as of the release of the interim draft of the ICS. The FSB and IAIS propose that national authorities consider additional requirements for G-SIIs, which include preparation of a systemic risk management plan, preparation of a recovery and resolution plan, enhanced liquidity planning and management, more intensive supervision, closer coordination among regulators through global supervisory colleges led by a regulator with group-wide supervisory authority, and a policy bias that targets non-traditional insurance and non-insurance activities as transmitters of systemic risk to the financial system. The IAIS proposals would need to be implemented at the consolidated group level by legislation or regulation in each applicable jurisdiction. As MetLife, Inc. is no longer a U.S. non-bank SIFI and, therefore, has no consolidated group regulator, the impact on MetLife, Inc. of such proposals is uncertain.

Mortgage and Foreclosure-Related Exposures

MetLife no longer engages in the origination, sale and servicing of forward and reverse residential mortgage loans. See Note 21 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report for further information regarding our mortgage and foreclosure-related exposures.

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Notwithstanding MetLife Bank, National Association's ("MetLife Bank") exit from the origination and servicing businesses, MetLife Home Loans LLC remains obligated to repurchase loans or compensate for losses upon demand due to alleged defects by MetLife Bank or its predecessor servicers in past servicing of the loans and material representations made in connection with MetLife Bank's sale of the loans. Reserves for representation and warranty repurchases and indemnifications were \$65 million and \$72 million at June 30, 2016 and December 31, 2015, respectively. Reserves for estimated future losses due to alleged deficiencies on loans originated and sold, as well as servicing of the loans including servicing acquired, are estimated based on unresolved claims and projected losses under investor servicing contracts where MetLife Bank's past actions or inactions are likely to result in missing certain stipulated investor timelines. Reserves for servicing defects were \$23 million and \$31 million at June 30, 2016 and December 31, 2015, respectively. Management is satisfied that adequate provision has been made in the Company's interim condensed consolidated financial statements for those representation and warranty obligations that are currently probable and reasonably estimable.

## Summary of Critical Accounting Estimates

The preparation of financial statements in conformity with GAAP requires management to adopt accounting policies and make estimates and assumptions that affect amounts reported on the Interim Condensed Consolidated Financial Statements. The most critical estimates include those used in determining:

- (i) liabilities for future policy benefits and the accounting for reinsurance;
- (ii) capitalization and amortization of DAC and the establishment and amortization of VOBA;
- (iii) estimated fair values of investments in the absence of quoted market values;
- (iv) investment impairments;
- (v) estimated fair values of freestanding derivatives and the recognition and estimated fair value of embedded derivatives requiring bifurcation;
- (vi) measurement of goodwill and related impairment;
- (vii) measurement of employee benefit plan liabilities;
- (viii) measurement of income taxes and the valuation of deferred tax assets; and
- (ix) liabilities for litigation and regulatory matters.

In addition, the application of acquisition accounting requires the use of estimation techniques in determining the estimated fair values of assets acquired and liabilities assumed — the most significant of which relate to aforementioned critical accounting estimates. In applying our accounting policies, we make subjective and complex judgments that frequently require estimates about matters that are inherently uncertain. Many of these policies, estimates and related judgments are common in the insurance and financial services industries; others are specific to our business and operations. Actual results could differ from these estimates.

The above critical accounting estimates are described in "Management's Discussion and Analysis of Financial Condition and Results of Operations — Summary of Critical Accounting Estimates" and Note 1 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report.

During the second quarter of 2016, we accelerated the annual review of our actuarial assumptions for the Retail variable annuities business in connection with our planned Separation. As a result of this review, we made changes to policyholder behavior and long-term economic assumptions, as well as risk margins. With respect to policyholder behavior, which was the significant update for this current period, we have recorded charges, and in some cases benefits, in prior years as a result of the availability of sufficient and credible data at the conclusion of each review. As an example in 2012, we recorded a charge to reflect better than expected persistency; and in 2014, we recorded a charge as we began to reflect lower utilization of the elective annuitization option in early generations of our guaranteed minimum income benefit ("GMIBs"). All other annual actuarial assumptions, including for our Retail fixed annuity business, our Retail life business and for our other segments, will be reviewed in the third quarter of 2016 as part of our annual review of actuarial assumptions. See "— Deferred Policy Acquisition Costs and Value of Business Acquired" and "— Derivatives" noted below and "— Results of Operations — Consolidated Results — Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015 — Actuarial Assumption Review" for further information.



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## Goodwill

Goodwill is tested for impairment at least annually or more frequently if events or circumstances, such as adverse changes in the business climate, indicate that there may be justification for conducting an interim test.

For purposes of goodwill impairment testing, if the carrying value of a reporting unit exceeds its estimated fair value, the implied fair value of the reporting unit goodwill is compared to the carrying value of that goodwill to measure the amount of impairment loss, if any. In such instances, the implied fair value of the goodwill is determined in the same manner as the amount of goodwill that would be determined in a business acquisition.

As a result of the proposed Separation, during the first quarter of 2016, the Company re-tested goodwill for impairment using estimated revised carrying amounts of Retail Life & Other and Corporate Benefit Funding reporting units. The Company concluded that the fair values of these reporting units were in excess of their carrying value and, therefore, goodwill was not impaired. See “— Executive Summary — Other Key Information — Significant Events” for additional information on the proposed Separation.

## Deferred Policy Acquisition Costs and Value of Business Acquired

We periodically review long-term assumptions underlying the projections of estimated gross margins and profits. These assumptions primarily relate to investment returns, policyholder dividend scales, interest crediting rates, mortality, persistency, and expenses to administer business. Assumptions used in the calculation of estimated gross margins and profits which may have significantly changed are updated annually. We expect these assumptions to be the ones most reasonably likely to cause significant changes in the future. Changes in these assumptions can be offsetting and we are unable to predict their movement or offsetting impact over time.

As previously discussed, during the second quarter of 2016, the Company made changes to policyholder behavior and long-term economic assumptions, as well as risk margins, resulting in changes to the actual and expected future gross profits. Other assumptions, such as expenses, in-force or persistency assumptions and policyholder dividends on participating traditional life contracts, variable and universal life contracts will be reviewed in the third quarter of 2016 as part of the annual actuarial assumption review. See “— Results of Operations — Consolidated Results — Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015 — Actuarial Assumption Review” for further information.

At June 30, 2016, DAC and VOBA for the Company was \$24.7 billion. In addition to assumption updates, amortization of DAC and VOBA associated with the variable and universal life and annuity contracts was significantly impacted by movements in equity markets. The following illustrates the effect on DAC and VOBA of changing each of the respective assumptions, as well as updating estimated gross margins or profits with actual gross margins or profits during the six months ended June 30, 2016. Increases (decreases) in DAC and VOBA balances, as presented below, resulted in a corresponding decrease (increase) in amortization.

	Six Months Ended June 30, 2016 (In millions)
General account investment return	\$ 5
Separate account investment return	(47 )
Net investment gains (losses)/Net derivative gains (losses)	1,080
Guaranteed minimum income benefits Expense	(228 ) (5 )
In-force/Persistency	(71 )
Other	(72 )
Total	\$ 662



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The following represent significant items contributing to the changes to DAC and VOBA amortization for the six months ended June 30, 2016:

Changes in net investment and net derivative gains (losses) resulted in the following changes in DAC and VOBA amortization:

Actual gross profits decreased as a result of an increase in liabilities associated with guarantee obligations on variable annuities, resulting in a decrease of DAC and VOBA amortization of \$1.3 billion, excluding the impact from our nonperformance risk and risk margins, which are described below. The increase in the guarantee liability valuations on variable annuities was mostly attributable to the current period assumption review, which is described more fully in “— Results of Operations — Consolidated Results — Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015 — Actuarial Assumption Review.” Mark-to-market changes on the freestanding derivatives hedging such guarantee obligations resulted in an increase in DAC and VOBA amortization of \$236 million.

The Company’s nonperformance risk adjustment decreased the valuation of guaranteed liabilities, increased actual gross profits and increased DAC and VOBA amortization by \$307 million. This is more than offset by higher risk margins, which increased the guarantee liability valuations, decreased actual gross profits and decreased DAC and VOBA amortization by \$364 million.

The remainder of the impact was a net increase of DAC and VOBA amortization by \$14 million and was attributable to 2016 investment activities.

The change in current and projected GMIB liabilities, mostly attributable to long-term investment rate of return and policyholder behavior related assumptions updates, as well as hedge gains, resulted in an increase to DAC and VOBA amortization of \$228 million.

#### Derivatives

The table below illustrates the impact that a range of reasonably likely variances in credit spreads would have on our consolidated balance sheet, excluding the effect of income tax, related to the embedded derivative valuation on certain variable annuity products measured at estimated fair value. In determining the ranges, we have considered current market conditions, as well as the market level of spreads that can reasonably be anticipated over the near term. The ranges do not reflect extreme market conditions such as those experienced during the 2008-2009 financial crisis as we do not consider those to be reasonably likely events in the near future.

As previously discussed, during the second quarter of 2016, the Company made changes to the actuarial assumptions that resulted in an increase in the fair value of the embedded derivatives. The impact of the range of reasonably likely variances in credit spreads also increased significantly as compared to prior periods. However, these estimated effects do not take into account potential changes in other variables, such as equity price levels and market volatility, which can also contribute significantly to changes in carrying values. Therefore, the table does not necessarily reflect the ultimate impact on the consolidated financial statement under the credit spread variance scenarios presented below.

	Changes in Balance Sheet Carrying Value At June 30, 2016	
	Policyholder DAC and VOBA Accounts	
	(In millions)	
100% increase in our credit spread	\$ 5,850	\$ 1,032
As reported	\$ 7,330	\$ 1,360
50% decrease in our credit spread	\$ 8,288	\$ 1,564

See “— Results of Operations — Consolidated Results — Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015 — Actuarial Assumption Review” for a more detailed analysis.





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Economic Capital

Economic capital is an internally developed risk capital model, the purpose of which is to measure the risk in the business and to provide a basis upon which capital is deployed. The economic capital model accounts for the unique and specific nature of the risks inherent in our business.

Our economic capital model, coupled with considerations of local capital requirements, aligns segment allocated equity with emerging standards and consistent risk principles. The model applies statistics-based risk evaluation principles to the material risks to which the Company is exposed. These consistent risk principles include calibrating required economic capital shock factors to a specific confidence level and time horizon while applying an industry standard method for the inclusion of diversification benefits among risk types. Economic capital-based risk estimation is an evolving science and industry best practices have emerged and continue to evolve. Areas of evolving industry best practices include stochastic liability valuation techniques, alternative methodologies for the calculation of diversification benefits, and the quantification of appropriate shock levels. MetLife's management is responsible for the ongoing production and enhancement of the economic capital model and reviews its approach periodically to ensure that it remains consistent with emerging industry practice standards.

Segment net investment income is credited or charged based on the level of allocated equity; however, changes in allocated equity do not impact our consolidated net investment income, operating earnings or net income (loss).

Net investment income is based upon the actual results of each segment's specifically identifiable investment portfolios adjusted for allocated equity. Other costs are allocated to each of the segments based upon: (i) a review of the nature of such costs; (ii) time studies analyzing the amount of employee compensation costs incurred by each segment; and (iii) cost estimates included in the Company's product pricing.

Acquisitions and Dispositions

See “— Executive Summary — Other Key Information — Significant Events” and Note 3 of the Notes to the Interim Condensed Consolidated Financial Statements for information on the sale of certain assets to MassMutual and the proposed Separation.

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## Results of Operations

## Consolidated Results

Business Overview. Overall sales declined from prior period levels; however, sales experience was positive across various products within our segments for the three months ended June 30, 2016, as compared to the three months ended June 30, 2015. For our Group, Voluntary & Worksite Benefits segment, sales for the current period were higher as a result of improved sales in both our voluntary and group products. Despite the decline in funding ratios for defined benefit pension plans of Standard & Poor's Ratings Services ("S&P") 500 companies, we experienced an increase in sales of pension risk transfers in our Corporate Benefit Funding segment. Total sales for our Latin America segment increased as a result of a large contract in Mexico in the current period. For our EMEA segment, improved sales in the U.K., Turkey and the Gulf were partially offset by strong prior period sales in Poland. In our Retail segment, sales of both life and annuity products were down and sales in our Asia segment declined primarily due to management actions taken to improve value creation.

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	2016	2015	2016	2015
	(In millions)			
Revenues				
Premiums	\$9,417	\$9,312	\$19,110	\$18,565
Universal life and investment-type product policy fees	2,286	2,434	4,630	4,828
Net investment income	4,887	4,947	9,446	10,408
Other revenues	487	518	974	1,013
Net investment gains (losses)	266	(133 )	281	153
Net derivative gains (losses)	(2,099 )	(912 )	(764 )	(91 )
Total revenues	15,244	16,166	33,677	34,876
Expenses				
Policyholder benefits and claims and policyholder dividends	10,598	9,683	20,591	19,279
Interest credited to policyholder account balances	1,500	1,298	2,826	3,293
Capitalization of DAC	(915 )	(927 )	(1,896 )	(1,895 )
Amortization of DAC and VOBA	121	897	1,116	1,922
Amortization of negative VOBA	(67 )	(92 )	(166 )	(192 )
Interest expense on debt	306	308	618	606
Other expenses	3,801	3,886	7,766	7,691
Total expenses	15,344	15,053	30,855	30,704
Income (loss) before provision for income tax	(100 )	1,113	2,822	4,172
Provision for income tax expense (benefit)	(214 )	(6 )	505	890
Net income (loss)	114	1,119	2,317	3,282
Less: Net income (loss) attributable to noncontrolling interests	4	4	6	9
Net income (loss) attributable to MetLife, Inc.	110	1,115	2,311	3,273
Less: Preferred stock dividends	46	31	52	61
Preferred stock repurchase premium	—	42	—	42
Net income (loss) available to MetLife, Inc.'s common shareholders	\$64	\$1,042	\$2,259	\$3,170

## Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015

During the three months ended June 30, 2016, income (loss) before provision for income tax decreased \$1.2 billion (\$1.0 billion, net of income tax) from the prior period primarily driven by unfavorable changes in net derivatives gains (losses) and operating earnings, partially offset by a favorable change in net investment gains (losses).

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Management of Investment Portfolio and Hedging Market Risks with Derivatives. We manage our investment portfolio using disciplined Asset/Liability Management (“ALM”) principles, focusing on cash flow and duration to support our current and future liabilities. Our intent is to match the timing and amount of liability cash outflows with invested assets that have cash inflows of comparable timing and amount, while optimizing risk-adjusted net investment income and risk-adjusted total return. Our investment portfolio is heavily weighted toward fixed income investments, with over 80% of our portfolio invested in fixed maturity securities and mortgage loans. These securities and loans have varying maturities and other characteristics which cause them to be generally well suited for matching the cash flow and duration of insurance liabilities. We also use derivatives as an integral part of our management of the investment portfolio to hedge certain risks, including changes in interest rates, foreign currency exchange rates, credit spreads and equity market levels. In addition, our general account investment portfolio includes, within fair value option (“FVO”) and trading securities, contractholder-directed unit-linked investments supporting unit-linked variable annuity type liabilities, which do not qualify as separate account assets. The returns on these contractholder-directed unit-linked investments, which can vary significantly from period to period, include changes in estimated fair value subsequent to purchase, inure to contractholders and are offset in earnings by a corresponding change in policyholder account balances through interest credited to policyholder account balances.

We purchase investments to support our insurance liabilities and not to generate net investment gains and losses. However, net investment gains and losses are incurred and can change significantly from period to period due to changes in external influences, including changes in market factors such as interest rates, foreign currency exchange rates, credit spreads and equity markets; counterparty specific factors such as financial performance, credit rating and collateral valuation; and internal factors such as portfolio rebalancing. Changes in these factors from period to period can significantly impact the levels of both impairments and realized gains and losses on investments sold.

We use freestanding interest rate, equity, credit and currency derivatives to hedge certain invested assets and insurance liabilities. Certain of these hedges are designated and qualify as accounting hedges, which reduce volatility in earnings. For those hedges not designated as accounting hedges, changes in market factors lead to the recognition of fair value changes in net derivative gains (losses) generally without an offsetting gain or loss recognized in earnings for the item being hedged, which creates volatility in earnings.

Certain variable annuity products with guaranteed minimum benefits contain embedded derivatives that are measured at estimated fair value separately from the host variable annuity contract, with changes in estimated fair value recorded in net derivative gains (losses). We use freestanding derivatives to hedge the market risks inherent in these variable annuity guarantees. The valuation of these embedded derivatives includes a nonperformance risk adjustment, which is unhedged, and can be a significant driver of net derivative gains (losses) and volatility in earnings, but does not have an economic impact on us.

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Net Derivative Gains (Losses). The variable annuity embedded derivatives and associated freestanding derivative hedges are collectively referred to as “VA program derivatives” in the following table. All other derivatives that are economic hedges of certain invested assets and insurance liabilities are referred to as “non-VA program derivatives” in the following table. The table below presents the impact on net derivative gains (losses) from non-VA program derivatives and VA program derivatives:

	Three Months Ended June 30, 2016    2015 (In millions)	
Non-VA program derivatives		
Interest rate	\$775	\$(663)
Foreign currency exchange rate	582	(219 )
Credit	1	(11 )
Equity	—	(42 )
Non-VA embedded derivatives	(83 )	50
Total non-VA program derivatives	1,275	(885 )
VA program derivatives		
Market risks in embedded derivatives	(1,346 )	1,038
Nonperformance risk adjustment on embedded derivatives	1,103	(100 )
Other risks in embedded derivatives	(4,298 )	(167 )
Total embedded derivatives	(4,541 )	771
Freestanding derivatives hedging embedded derivatives	1,167	(798 )
Total VA program derivatives	(3,374 )	(27 )
Net derivative gains (losses)	\$(2,099)	\$(912)

The favorable change in net derivative gains (losses) on non-VA program derivatives was \$2.2 billion (\$1.4 billion, net of income tax). This was primarily due to long-term interest rates decreasing in the current period and increasing in the prior period, favorably impacting receive-fixed interest rate swaps and interest rate swaptions primarily hedging long duration liability portfolios. The strengthening of the Japanese yen and the U.S. dollar relative to other key currencies favorably impacted foreign currency forwards and futures that primarily hedge foreign denominated bonds. Because certain of these hedging strategies are not designated or do not qualify as accounting hedges, the changes in the estimated fair value of these freestanding derivatives are recognized in net derivative gains (losses) without an offsetting gain or loss recognized in earnings for the item being hedged.

These favorable changes were partially offset by a change in the value of the underlying assets unfavorably impacting non-VA embedded derivatives related to funds withheld on a certain reinsurance agreement.

The unfavorable change in net derivative gains (losses) on VA program derivatives was \$3.3 billion (\$2.2 billion, net of income tax). This was due to an unfavorable change of \$4.1 billion (\$2.7 billion, net of income tax) in other risks in embedded derivatives and an unfavorable change of \$419 million (\$272 million, net of income tax) in market risks in embedded derivatives, net of the impact of freestanding derivatives hedging those risks, partially offset by a favorable change of \$1.2 billion (\$782 million, net of income tax) related to the change in the nonperformance risk adjustment on embedded derivatives. Other risks relate primarily to the impact of policyholder behavior and other non-market risks that generally cannot be hedged.

The foregoing \$4.1 billion (\$2.7 billion, net of income tax) unfavorable change in other risks in embedded derivatives reflected:

- Updates to actuarial policyholder behavior assumptions within the valuation model. For details, see “— Actuarial Assumption Review.”

- An increase in the risk margin adjustment, measuring policyholder behavior risks, which was also affected by the actuarial assumption update, along with market and interest rate changes,

- In-force changes and the mismatch of fund performance between actual and modeled funds, and

The partially offsetting impact of a combination of other factors, including reserve changes influenced by benefit features and actual policyholder behavior, as well as FCTA.

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The foregoing \$419 million (\$272 million, net of income tax) unfavorable change was comprised of a \$2.4 billion (\$1.6 billion, net of income tax) unfavorable change in market risks in embedded derivatives, which was partially offset by a \$2.0 billion (\$1.3 billion, net of income tax) favorable change in freestanding derivatives hedging market risks in embedded derivatives.

The primary changes in market factors are summarized as follows:

Long-term interest rates decreased in the current period and increased in the prior period, contributing to a favorable change in our freestanding derivatives and an unfavorable change in our embedded derivatives. For example, the 30-year U.S. swap rate decreased by 14% in the current period and increased by 23% in the prior period.

Changes in foreign currency exchange rates contributed to a favorable change in our freestanding derivatives and an unfavorable change in our embedded derivatives related to the assumed reinsurance of certain variable annuity products from our former operating joint venture in Japan. For example, the Japanese yen strengthened against the U.S. dollar by 9% in the current period and weakened by 2% in the prior period.

The aforementioned \$1.2 billion (\$782 million, net of income tax) favorable change in the nonperformance risk adjustment on embedded derivatives was due to a favorable change of \$1.1 billion, before income tax, as a result of model changes and changes in capital market inputs, such as long-term interest rates and key equity index levels, on the variable annuity guarantees and a favorable change of \$71 million, before income tax, related to changes in our own credit spread.

When equity index levels decrease in isolation, the variable annuity guarantees become more valuable to policyholders, which results in an increase in the undiscounted embedded derivative liability. Discounting this unfavorable change by the risk adjusted rate yields a smaller loss than by discounting at the risk-free rate, thus creating a gain from including an adjustment for nonperformance risk.

When the risk-free interest rate decreases in isolation, discounting the embedded derivative liability produces a higher valuation of the liability than if the risk-free interest rate had remained constant. Discounting this unfavorable change by the risk adjusted rate yields a smaller loss than by discounting at the risk-free interest rate, thus creating a gain from including an adjustment for nonperformance risk.

When our own credit spread increases in isolation, discounting the embedded derivative liability produces a lower valuation of the liability than if our own credit spread had remained constant. As a result, a gain is created from including an adjustment for nonperformance risk. For each of these primary market drivers, the opposite effect occurs when they move in the opposite direction.

**Net Investment Gains (Losses).** The favorable change in net investment gains (losses) of \$399 million (\$259 million, net of income tax) is primarily the result of a favorable change in foreign currency transaction gains (losses) due to the strengthening of the U.S. dollar relative to other key currencies, as well as net gains on the sale of real estate, partially offset by increases in the valuation allowance on mortgage loans and higher impairments of fixed maturity securities.

**Actuarial Assumption Review.** We annually review our long-term actuarial assumptions for policyholder behavior, market returns and other actuarial items. With respect to policyholder behavior, we have recorded charges, and in some cases benefits, in prior years as a result of the availability of sufficient and credible data at the conclusion of each review. See “— Summary of Critical Accounting Estimates.”

During the current period, we accelerated the annual review of our actuarial assumptions for the Retail variable annuities business in connection with our planned Separation. As a result of this review, we made changes to policyholder behavior and long-term economic assumptions, as well as risk margins. With respect to policyholder behavior, because our GMIBs have a contractual ten-year waiting period prior to the policyholder being able to exercise its contractual options, we were only recently able to accumulate sufficient and credible data on the largest portions of our own block with respect to option exercises. Further, because of the unique features of our GMIBs, historically industry experience has been of limited utility in determining key behavioral assumptions for our products. However, the results of a recent industry study on policyholder behavior indicated that elective annuitizations were much lower than the industry has historically expected. The industry study, in combination with emerging experience on our own GMIB block, provided sufficient and credible data to support our changes to key policyholder behavior assumptions primarily relating to annuitization utilization, as well as withdrawals, in our newer generation of GMIBs, which have an additional policyholder return of original purchase payment option not present in

earlier generations of the product.

All other annual actuarial assumptions, including for our Retail fixed annuity business, our Retail life business and for our other segments, will be reviewed in the third quarter of 2016 as part of our annual review of actuarial assumptions.

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Results for the current period include a \$3.1 billion (\$2.0 billion, net of income tax) non-cash charge associated with this review of assumptions related to reserves and DAC, of which a \$3.7 billion loss (\$2.4 billion, net of income tax) was recognized in net derivative gains (losses). Of the \$3.1 billion charge, \$3.9 billion (\$2.6 billion, net of income tax) was related to reserves and a benefit of \$841 million (\$547 million, net of income tax) was associated with DAC. The \$3.7 billion loss recognized in net derivative gains (losses) associated with this review of assumptions was included within the other risks in embedded derivatives caption in the table above.

The significant impacts of the second quarter assumption review were on the variable annuity block of business and are summarized as follows:

Changes in policyholder behavior assumptions resulted in reserve increases, partially offset by favorable DAC amortization, resulting in a net charge of \$2.3 billion (\$1.5 billion, net of income tax). The policyholder behavior assumption changes included:

- Lower utilization of the elective annuitization option on the guarantee riders on the contracts;
- Lower election of the guaranteed principal option in certain of our GMIBs, which, if exercised, returns to the policyholder the original purchase payment amounts;
- Adjusting the rate at which policyholders withdrew funds through systematic withdrawals; and
- Higher policyholder persistency related to the portion of the business that will remain with the Company after the planned Separation, dependent on the amount a contract is in-the-money.

Changes in economic assumptions resulted in reserve increases and unfavorable DAC amortization resulting in a charge of \$430 million (\$279 million, net of income tax). These changes include reducing the long-term separate account return assumption from 7.25% to 7.00% (from 7.00% to 6.75% for GMIB's invested in managed volatility funds), and reducing the projected ultimate 10-year treasury rate from 4.50% to 4.25%.

The remaining updates resulted in reserve increases from changes in risk margins, partially offset by favorable DAC, resulting in a charge of \$342 million (\$222 million, net of income tax).

Divested Businesses. Income (loss) before provision for income tax related to the divested businesses, excluding net investment gains (losses) and net derivative gains (losses), decreased \$127 million (\$89 million, net of income tax) to a loss of \$130 million (\$91 million, net of income tax) in the current period from a loss of \$3 million (\$2 million, net of income tax) in the prior period. Included in this decline was an increase in total expenses of \$127 million, before income tax. The current period includes expenses and charges associated with the sale to MassMutual and the proposed Separation.

Taxes. Income tax benefit for the three months ended June 30, 2016 was \$214 million, or 214% of income (loss) before provision for income tax, compared with \$6 million, or less than one percent of income (loss) before provision for income tax, for the three months ended June 30, 2015. The Company's effective tax rates differ from the U.S. statutory rate of 35% primarily due to non-taxable investment income, tax credits for low income housing, and foreign earnings taxed at lower rates than the U.S. statutory rate. Current period results include a one-time tax charge of \$26 million related to the repatriation of earnings from Japan. Prior period results included a one-time tax benefit of \$174 million in Japan related to a change in tax rate.

Operating Earnings. As more fully described in “— Non-GAAP and Other Financial Disclosures,” we use operating earnings, which does not equate to net income (loss) as determined in accordance with GAAP, to analyze our performance, evaluate segment performance, and allocate resources. We believe that the presentation of operating earnings and operating earnings available to common shareholders, as we measure it for management purposes, enhances the understanding of our performance by highlighting the results of operations and the underlying profitability drivers of the business. Operating earnings and operating earnings available to common shareholders should not be viewed as substitutes for net income (loss) and net income (loss) available to MetLife, Inc.'s common shareholders, respectively. Operating earnings available to common shareholders decreased \$841 million, net of income tax, to \$924 million, net of income tax, for the three months ended June 30, 2016 from \$1.8 billion, net of income tax, for the three months ended June 30, 2015.

Six Months Ended June 30, 2016 Compared with the Six Months Ended June 30, 2015

During the six months ended June 30, 2016, income (loss) before provision for income tax decreased \$1.4 billion (\$965 million, net of income tax) from the prior period primarily driven by unfavorable changes in operating earnings



and net derivative gains (losses), partially offset by a favorable change in net investment gains (losses). In addition, in the current period, income (loss) before provision for income tax includes the financial impact of converting the Company's Japan operations to calendar year-end reporting without retrospective application of this change to prior periods.

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Net Derivative Gains (Losses). The variable annuity embedded derivatives and associated freestanding derivative hedges are collectively referred to as “VA program derivatives” in the following table. All other derivatives that are economic hedges of certain invested assets and insurance liabilities are referred to as “non-VA program derivatives” in the following table. The table below presents the impact on net derivative gains (losses) from non-VA program derivatives and VA program derivatives:

	Six Months Ended June 30, 2016 2015 (In millions)	
Non-VA program derivatives		
Interest rate	\$1,853	\$(217)
Foreign currency exchange rate	784	157
Credit	16	3
Equity	(50 )	(92 )
Non-VA embedded derivatives	(136 )	5
Total non-VA program derivatives	2,467	(144 )
VA program derivatives		
Market risks in embedded derivatives	(2,682 )	1,026
Nonperformance risk adjustment on embedded derivatives	1,462	(31 )
Other risks in embedded derivatives	(4,437 )	(206 )
Total embedded derivatives	(5,657 )	789
Freestanding derivatives hedging embedded derivatives	2,426	(736 )
Total VA program derivatives	(3,231 )	53
Net derivative gains (losses)	\$(764 )	\$(91 )

The favorable change in net derivative gains (losses) on non-VA program derivatives was \$2.6 billion (\$1.7 billion, net of income tax). This was primarily due to long-term interest rates decreasing in the current period and increasing in the prior period, favorably impacting receive-fixed interest rate swaps and interest rate swaptions primarily hedging long duration liability portfolios. The strengthening of the Japanese yen relative to other key currencies favorably impacted foreign currency forwards and futures that primarily hedge foreign denominated bonds. Because certain of these hedging strategies are not designated or do not qualify as accounting hedges, the changes in the estimated fair value of these freestanding derivatives are recognized in net derivative gains (losses) without an offsetting gain or loss recognized in earnings for the item being hedged.

These favorable changes were partially offset by a change in the value of the underlying assets unfavorably impacting non-VA embedded derivatives related to funds withheld on a certain reinsurance agreement.

The unfavorable change in net derivative gains (losses) on VA program derivatives was \$3.3 billion (\$2.1 billion, net of income tax). This was due to an unfavorable change of \$4.2 billion (\$2.8 billion, net of income tax) in other risks in embedded derivatives and an unfavorable change of \$546 million (\$355 million, net of income tax) in market risks in embedded derivatives, net of the impact of freestanding derivatives hedging those risks, partially offset by a favorable change of \$1.5 billion (\$970 million, net of income tax) related to the change in the nonperformance risk adjustment on embedded derivatives. Other risks relate primarily to the impact of policyholder behavior and other non-market risks that generally cannot be hedged.

The foregoing \$4.2 billion (\$2.8 billion, net of income tax) unfavorable change in other risks in embedded derivatives reflected:

• Updates to actuarial policyholder behavior assumptions within the valuation model. For details, see “— Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015 — Actuarial Assumption Review.”

• An increase in the risk margin adjustment, measuring policyholder behavior risks, which was also affected by the actuarial assumption update, along with market and interest rate changes,

• In-force changes and the mismatch of fund performance between actual and modeled funds, and

The partially offsetting impact of a combination of other factors, including reserve changes influenced by benefit features and actual policyholder behavior, as well as FCTA.

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The foregoing \$546 million (\$355 million, net of income tax) unfavorable change was comprised of a \$3.7 billion (\$2.4 billion, net of income tax) unfavorable change in market risks in embedded derivatives, which was partially offset by a \$3.2 billion (\$2.1 billion, net of income tax) favorable change in freestanding derivatives hedging market risks in embedded derivatives.

The primary changes in market factors are summarized as follows:

Long-term interest rates decreased in the current period and increased in the prior period, contributing to a favorable change in our freestanding derivatives and an unfavorable change in our embedded derivatives. For example, the 30-year U.S. swap rate decreased by 30% in the current period and increased by 9% in the prior period.

Key equity index levels mostly decreased in the current period and increased in the prior period, contributing to a favorable change in our freestanding derivatives and an unfavorable change in our embedded derivatives. For example, the Nikkei 225 Index decreased by 18% in the current period and increased by 16% in the prior period.

Changes in foreign currency exchange rates contributed to a favorable change in our freestanding derivatives and an unfavorable change in our embedded derivatives related to the assumed reinsurance of certain variable annuity products from the Company's former operating joint venture in Japan. For example, the Japanese yen strengthened against the U.S. dollar by 15% in the current period and weakened by 2% in the prior period.

The aforementioned \$1.5 billion (\$970 million, net of income tax) favorable change in the nonperformance risk adjustment on embedded derivatives was due to a favorable change of \$1.3 billion, before income tax, as a result of model changes and changes in capital market inputs, such as long-term interest rates and key equity index levels, on the variable annuity guarantees and a favorable change of \$177 million, before income tax, related to changes in our own credit spread.

Net Investment Gains (Losses). The favorable change in net investment gains (losses) of \$128 million (\$83 million, net of income tax) is primarily the result of a favorable change in foreign currency transaction gains (losses) due to the strengthening of the U.S. dollar relative to other key currencies, as well as net gains on the sale of real estate, partially offset by increases in the valuation allowance on mortgage loans and higher impairments of fixed maturity securities. Actuarial Assumption Review. For the results of our 2016 actuarial assumption review, see “— Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015 — Actuarial Assumption Review.”

Divested Businesses and Lag Elimination. Income (loss) before provision for income tax related to the divested businesses and lag elimination, excluding net investment gains (losses) and net derivative gains (losses), decreased \$71 million (\$52 million, net of income tax) to a loss of \$73 million (\$49 million, net of income tax) in the current period from a loss of \$2 million (income of \$3 million, net of income tax) in the prior period. Included in this decline was an increase in total revenues of \$661 million, before income tax, and an increase in total expenses of \$732 million, before income tax. The current period includes the financial impact of converting the Company's Japan operations to calendar year-end reporting without retrospective application of this change to prior periods, as well as expenses and charges associated with the sale to MassMutual and the proposed Separation.

Taxes. Income tax expense for the six months ended June 30, 2016 was \$505 million, or 18% of income (loss) before provision for income tax, compared with \$890 million, or 21% of income (loss) before provision for income tax, for the six months ended June 30, 2015. The Company's effective tax rates differ from the U.S. statutory rate of 35% primarily due to non-taxable investment income, tax credits for low income housing, and foreign earnings taxed at lower rates than the U.S. statutory rate. Our current period results include a one-time tax benefit of \$110 million in Japan related to a change in tax rate offset by one-time tax charges of \$26 million related to the repatriation of earnings from Japan and \$19 million in Chile related to a change in tax rate. The prior period results included a one-time tax benefit of \$174 million in Japan related to a change in tax rate.

Operating Earnings. Operating earnings available to common shareholders decreased \$1.1 billion, net of income tax, to \$2.3 billion, net of income tax, for the six months ended June 30, 2016 from \$3.4 billion, net of income tax, for the six months ended June 30, 2015.

Table of ContentsReconciliation of net income (loss) to operating earnings available to common shareholders  
Three Months Ended June 30, 2016

	Retail	Group, Voluntary & Worksite Benefits	Corporate Benefit Funding	Latin America	Asia	EMEA	Corporate & Other	Total
(In millions)								
Net income (loss)	\$(1,642)	\$ 408	\$ 416	\$ 79	\$771	\$ 96	\$(14 )	\$114
Less: Net investment gains (losses)	84	11	67	18	140	16	(70 )	266
Less: Net derivative gains (losses)	(3,643 )	314	181	(26 )	606	3	466	(2,099)
Less: Other adjustments to net income (1)	749	(44 )	(73 )	(56 )	(30 )	48	(116 )	478
Less: Provision for income tax (expense) benefit	984	(94 )	(61 )	15	(204 )	(35 )	(106 )	499
Operating earnings	\$184	\$ 221	\$ 302	\$ 128	\$259	\$ 64	(188 )	970
Less: Preferred stock dividends							46	46
Operating earnings available to common shareholders							\$(234 )	\$924

Three Months Ended June 30, 2015

	Retail	Group, Voluntary & Worksite Benefits	Corporate Benefit Funding	Latin America	Asia	EMEA	Corporate & Other	Total
(In millions)								
Net income (loss)	\$587	\$ 38	\$ 307	\$ 86	\$565	\$ 63	\$(527 )	\$1,119
Less: Net investment gains (losses)	9	8	(31 )	—	57	5	(181 )	(133 )
Less: Net derivative gains (losses)	(95 )	(264 )	(134 )	(15 )	9	13	(426 )	(912 )
Less: Other adjustments to net income (1)	(72 )	(41 )	13	(24 )	(37 )	(12 )	(4 )	(177 )
Less: Provision for income tax (expense) benefit	55	104	53	9	111	7	206	545
Operating earnings	\$690	\$ 231	\$ 406	\$ 116	\$425	\$ 50	(122 )	1,796
Less: Preferred stock dividends							31	31
Operating earnings available to common shareholders							\$(153 )	\$1,765

(1) See definitions of operating revenues and operating expenses under “— Non-GAAP and Other Financial Disclosures” for the components of such adjustments.

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Six Months Ended June 30, 2016

	Retail	Group, Voluntary & Worksite Benefits	Corporate Benefit Funding	Latin America	Asia	EMEA	Corporate & Other	Total
	(In millions)							
Net income (loss)	\$(1,214)	\$ 717	\$ 657	\$ 207	\$1,634	\$ 170	\$ 146	\$2,317
Less: Net investment gains (losses)	(33 )	(28 )	(26 )	(4 )	363	24	(15 )	281
Less: Net derivative gains (losses)	(3,654 )	605	266	58	1,017	2	942	(764 )
Less: Other adjustments to net income (1)	717	(89 )	(148 )	(106 )	37	66	(184 )	293
Less: Provision for income tax (expense) benefit	1,040	(166 )	(32 )	(6 )	(347 )	(49 )	(238 )	202
Operating earnings	\$716	\$ 395	\$ 597	\$ 265	\$564	\$ 127	(359 )	2,305
Less: Preferred stock dividends							52	52
Operating earnings available to common shareholders							\$ (411 )	\$2,253

Six Months Ended June 30, 2015

	Retail	Group, Voluntary & Worksite Benefits	Corporate Benefit Funding	Latin America	Asia	EMEA	Corporate & Other	Total
	(In millions)							
Net income (loss)	\$1,363	\$ 374	\$ 836	\$ 204	\$913	\$ 130	\$(538 )	\$3,282
Less: Net investment gains (losses)	77	11	174	(2 )	125	8	(240 )	153
Less: Net derivative gains (losses)	218	(59 )	(54 )	(36 )	27	14	(201 )	(91 )
Less: Other adjustments to net income (1)	(264 )	(83 )	(26 )	(19 )	(92 )	7	(10 )	(487 )
Less: Provision for income tax (expense) benefit	(11 )	46	(33 )	14	101	(19 )	145	243
Operating earnings	\$1,343	\$ 459	\$ 775	\$ 247	\$752	\$ 120	(232 )	3,464
Less: Preferred stock dividends							61	61
Operating earnings available to common shareholders							\$ (293 )	\$3,403

Table of ContentsReconciliation of revenues to operating revenues and expenses to operating expenses  
Three Months Ended June 30, 2016

	Retail	Group, Voluntary & Worksite Benefits	Corporate Benefit Funding	Latin America	Asia	EMEA	Corporate & Other	Total
	(In millions)							
Total revenues	\$ 1,473	\$ 5,329	\$ 2,272	\$ 1,237	\$ 3,367	\$ 1,042	\$ 524	\$ 15,244
Less: Net investment gains (losses)	84	11	67	18	140	16	(70 )	266
Less: Net derivative gains (losses)	(3,643 )	314	181	(26 )	606	3	466	(2,099 )
Less: Adjustments related to net investment gains (losses) and net derivative gains (losses)	1	—	—	—	7	1	—	9
Less: Other adjustments to revenues (1)	6	(44 )	(47 )	4	(131 )	306	19	113
Total operating revenues	\$ 5,025	\$ 5,048	\$ 2,071	\$ 1,241	\$ 2,745	\$ 716	\$ 109	\$ 16,955
Total expenses	\$ 4,087	\$ 4,713	\$ 1,634	\$ 1,141	\$ 2,252	\$ 901	\$ 616	\$ 15,344
Less: Adjustments related to net investment gains (losses) and net derivative gains (losses)	(1,100 )	—	—	—	12	1	—	(1,087 )
Less: Other adjustments to expenses (1)	358	—	26	60	(106 )	258	135	731
Total operating expenses	\$ 4,829	\$ 4,713	\$ 1,608	\$ 1,081	\$ 2,346	\$ 642	\$ 481	\$ 15,700

## Three Months Ended June 30, 2015

	Retail	Group, Voluntary & Worksite Benefits	Corporate Benefit Funding	Latin America	Asia	EMEA	Corporate & Other	Total
	(In millions)							
Total revenues	\$ 5,168	\$ 4,585	\$ 1,792	\$ 1,363	\$ 3,150	\$ 511	\$ (403 )	\$ 16,166
Less: Net investment gains (losses)	9	8	(31 )	—	57	5	(181 )	(133 )
Less: Net derivative gains (losses)	(95 )	(264 )	(134 )	(15 )	9	13	(426 )	(912 )
Less: Adjustments related to net investment gains (losses) and net derivative gains (losses)	(1 )	—	—	—	4	—	—	3
Less: Other adjustments to revenues (1)	(10 )	(41 )	(24 )	4	164	(249 )	4	(152 )
Total operating revenues	\$ 5,265	\$ 4,882	\$ 1,981	\$ 1,374	\$ 2,916	\$ 742	\$ 200	\$ 17,360
Total expenses	\$ 4,348	\$ 4,527	\$ 1,323	\$ 1,265	\$ 2,637	\$ 448	\$ 505	\$ 15,053
Less: Adjustments related to net investment gains (losses) and net derivative gains (losses)	(89 )	—	—	—	(5 )	—	—	(94 )
Less: Other adjustments to expenses (1)	150	—	(37 )	28	210	(237 )	8	122
Total operating expenses	\$ 4,287	\$ 4,527	\$ 1,360	\$ 1,237	\$ 2,432	\$ 685	\$ 497	\$ 15,025

(1) See definitions of operating revenues and operating expenses under “— Non-GAAP and Other Financial Disclosures” for the components of such adjustments.

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Six Months Ended June 30, 2016

	Retail	Group, Voluntary & Worksite Benefits	Corporate Benefit Funding	Latin America	Asia	EMEA	Corporate & Other	Total
	(In millions)							
Total revenues	\$6,315	\$ 10,593	\$ 4,068	\$ 2,538	\$ 7,123	\$ 1,832	\$ 1,208	\$ 33,677
Less: Net investment gains (losses)	(33 )	(28 )	(26 )	(4 )	363	24	(15 )	281
Less: Net derivative gains (losses)	(3,654 )	605	266	58	1,017	2	942	(764 )
Less: Adjustments related to net investment gains (losses) and net derivative gains (losses)	1	—	—	—	32	1	—	34
Less: Other adjustments to revenues (1)	(8 )	(89 )	(93 )	20	323	394	13	560
Total operating revenues	\$ 10,009	\$ 10,105	\$ 3,921	\$ 2,464	\$ 5,388	\$ 1,411	\$ 268	\$ 33,566
Total expenses	\$ 8,354	\$ 9,500	\$ 3,062	\$ 2,251	\$ 4,907	\$ 1,592	\$ 1,189	\$ 30,855
Less: Adjustments related to net investment gains (losses) and net derivative gains (losses)	(1,134 )	—	—	—	52	1	—	(1,081 )
Less: Other adjustments to expenses (1)	410	—	55	126	266	328	197	1,382
Total operating expenses	\$ 9,078	\$ 9,500	\$ 3,007	\$ 2,125	\$ 4,589	\$ 1,263	\$ 992	\$ 30,554

Six Months Ended June 30, 2015

	Retail	Group, Voluntary & Worksite Benefits	Corporate Benefit Funding	Latin America	Asia	EMEA	Corporate & Other	Total
	(In millions)							
Total revenues	\$ 10,731	\$ 9,647	\$ 4,023	\$ 2,575	\$ 6,224	\$ 1,747	\$ (71 )	\$ 34,876
Less: Net investment gains (losses)	77	11	174	(2 )	125	8	(240 )	153
Less: Net derivative gains (losses)	218	(59 )	(54 )	(36 )	27	14	(201 )	(91 )
Less: Adjustments related to net investment gains (losses) and net derivative gains (losses)	(1 )	—	—	—	10	(2 )	—	7
Less: Other adjustments to revenues (1)	(44 )	(83 )	(51 )	18	285	282	8	415
Total operating revenues	\$ 10,481	\$ 9,778	\$ 3,954	\$ 2,595	\$ 5,777	\$ 1,445	\$ 362	\$ 34,392
Total expenses	\$ 8,800	\$ 9,068	\$ 2,743	\$ 2,333	\$ 5,205	\$ 1,580	\$ 975	\$ 30,704
Less: Adjustments related to net investment gains (losses) and net derivative gains (losses)	(4 )	—	—	—	7	(2 )	—	1
Less: Other adjustments to expenses (1)	223	—	(25 )	37	380	275	18	908
Total operating expenses	\$ 8,581	\$ 9,068	\$ 2,768	\$ 2,296	\$ 4,818	\$ 1,307	\$ 957	\$ 29,795



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## Consolidated Results — Operating

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	(In millions)			
Operating revenues				
Premiums	\$9,417	\$9,313	\$18,684	\$18,566
Universal life and investment-type product policy fees	2,173	2,335	4,324	4,629
Net investment income	4,881	5,185	9,587	10,167
Other revenues	484	527	971	1,030
Total operating revenues	16,955	17,360	33,566	34,392
Operating expenses				
Policyholder benefits and claims and policyholder dividends	10,385	9,503	19,978	18,950
Interest credited to policyholder account balances	1,314	1,342	2,615	2,673
Capitalization of DAC	(915 )	(927 )	(1,791 )	(1,895 )
Amortization of DAC and VOBA	1,015	1,001	1,896	1,954
Amortization of negative VOBA	(61 )	(83 )	(128 )	(173 )
Interest expense on debt	303	307	615	604
Other operating expenses	3,659	3,882	7,369	7,682
Total operating expenses	15,700	15,025	30,554	29,795
Provision for income tax expense (benefit)	285	539	707	1,133
Operating earnings	970	1,796	2,305	3,464
Less: Preferred stock dividends	46	31	52	61
Operating earnings available to common shareholders	\$924	\$1,765	\$2,253	\$3,403

Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

**Overview.** The primary drivers of the decrease in operating earnings were lower investment yields, refinements made to DAC and certain insurance liabilities, the impact of our annual Retail variable annuity actuarial assumption review and unfavorable underwriting, partially offset by higher net investment income from portfolio growth.

**Foreign Currency.** Changes in foreign currency exchange rates had a \$12 million negative impact on operating earnings for the second quarter of 2016 compared to the prior period.

**Business Growth.** We benefited from higher sales and business growth across many of our products. Growth in the investment portfolios of our Retail, Asia and Latin America segments generated higher net investment income. The changes in business growth discussed above resulted in a \$144 million increase in operating earnings.

**Market Factors.** Market factors, including sustained low interest rates and volatile equity markets, continued to impact our investment yields. Excluding the impact of inflation-indexed investments in the Latin America segment, investment yields decreased. Investment yields were negatively impacted by the adverse impact of the sustained low interest rate environment on fixed maturity securities and by lower returns on real estate joint ventures and private equities. Additionally, lower investment earnings on our securities lending program resulted from the impact of a flatter yield curve, as margins correlate more to the slope of the yield curve rather than the absolute level of interest rates. These decreases were partially offset by higher income on interest rate derivatives. In our Retail segment, declines in our average separate account balances resulted in decreases in asset-based fee income. The changes in market factors discussed above resulted in a \$328 million decrease in operating earnings.

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Underwriting, Actuarial Assumption Review and Other Insurance Adjustments. Unfavorable underwriting resulted in a \$141 million decrease in operating earnings and was primarily due to unfavorable mortality in our Retail segment, a charge related to an adjustment to reinsurance receivables in our Asia segment and higher non-catastrophe claim costs in our property & casualty businesses. The impact of our annual Retail variable annuity actuarial assumption review, which occurred in the current period, resulted in a net operating earnings decrease of \$161 million. Refinements to DAC and certain insurance-related liabilities, which were recorded in both periods, resulted in a \$237 million decrease in operating earnings, primarily in our Retail segment.

Expenses and Taxes. The current period included a \$58 million increase in operating earnings resulting from lower costs associated with corporate initiatives and projects and a decrease in employee-related costs. The Company's effective tax rates differ from the U.S. statutory rate of 35% primarily due to non-taxable investment income, tax credits for low income housing, and foreign earnings taxed at lower rates than the U.S. statutory rate. Current period results include a \$26 million tax charge related to the repatriation of earnings from Japan. Prior period results included a one-time tax benefit of \$61 million related to a change in the tax rate in Japan. In addition, the current period includes a charge of \$37 million related primarily to lower utilization of tax preferred items.

Six Months Ended June 30, 2016 Compared with the Six Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

Overview. The primary drivers of the decrease in operating earnings were lower investment yields, refinements made to DAC and certain insurance liabilities, the impact of our annual Retail variable annuity actuarial assumption review and unfavorable underwriting, partially offset by higher net investment income from portfolio growth.

Foreign Currency. Changes in foreign currency exchange rates had a \$49 million negative impact on operating earnings for the first half of 2016 compared to the prior period.

Business Growth. We benefited from higher sales and business growth across many of our products. Growth in the investment portfolios of our Retail, Asia and Latin America segments generated higher net investment income. The changes in business growth discussed above resulted in a \$312 million increase in operating earnings.

Market Factors. Market factors, including sustained low interest rates and volatile equity markets, continued to impact our investment yields. Excluding the impact of inflation-indexed investments in the Latin America segment, investment yields decreased. Investment yields were negatively impacted by the adverse impact of the sustained low interest rate environment on fixed maturity securities and by lower returns on private equities, hedge funds, real estate joint ventures and alternative investments. Additionally, lower investment earnings on our securities lending program resulted from the impact of a flatter yield curve, as margins correlate more to the slope of the yield curve rather than the absolute level of interest rates. These decreases were partially offset by higher income on interest rate derivatives.

In our Retail segment, declines in our average separate account balances resulted in a decrease in asset-based fee income. The changes in market factors discussed above resulted in a \$738 million decrease in operating earnings.

Underwriting, Actuarial Assumption Review and Other Insurance Adjustments. Underwriting was mixed and resulted in a \$132 million decrease in operating earnings as a result of unfavorable morbidity, higher non-catastrophe claim costs, a charge related to an adjustment to reinsurance receivables in our Asia segment and less favorable development of prior year non-catastrophe losses, partially offset by favorable mortality experience. The impact of our annual Retail variable annuity actuarial assumption review, which occurred in the current period, resulted in a net operating earnings decrease of \$161 million. Refinements to DAC and certain insurance-related and other liabilities, which were recorded in both periods, resulted in a \$254 million decrease in operating earnings, primarily in our Retail segment.

Expenses and Taxes. The current period included a \$24 million increase in operating earnings resulting from lower costs associated with corporate initiatives and projects and a decrease in employee-related costs, partially offset by net adjustments to certain reinsurance assets and liabilities. The Company's effective tax rates differ from the U.S. statutory rate of 35% primarily due to non-taxable investment income, tax credits for low income housing, and foreign earnings taxed at lower rates than the U.S. statutory rate. The current period includes one-time tax charges of \$26 million related to the repatriation of earnings from Japan and \$12 million in Chile related to a change in tax rate, offset by a one-time tax benefit of \$25 million in Japan, also related to a change in tax rate. The \$25 million benefit includes a one-time benefit of \$20 million that pertains to prior periods; the \$12 million tax charge includes a one-time charge of \$10 million that pertains to prior periods. The prior period includes one-time tax benefits of \$61 million

related to a change in tax rate in Japan. In addition, the current period includes a charge of \$55 million related primarily to lower utilization of tax preferred items.

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## Segment Results and Corporate &amp; Other

## Retail

Business Overview. Retail annuity sales decreased 21% mainly as a result of lower variable annuity sales due to the sales suspension by a major distributor this year, partially offset by higher indexed annuity sales. Life sales decreased 8% mainly driven by declines in term and variable life products. A significant portion of our operating earnings is driven by separate account balances. Most directly, these balances determine asset-based fee income but they also impact DAC amortization and asset-based commissions. Separate account balances are driven by sales, movements in the market, surrenders, withdrawals, benefit payments, transfers and policy charges. Separate account balances have declined due to market performance along with the impact of negative net flows, as benefits, surrenders and withdrawals exceeded sales. While net flows are still negative, we are seeing improvements in surrenders and withdrawals, as well as increases in sales.

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	2015	2015	2015	2015
	(In millions)			
Operating revenues				
Premiums	\$1,695	\$1,747	\$3,435	\$3,496
Universal life and investment-type product policy fees	1,156	1,252	2,305	2,488
Net investment income	1,950	2,003	3,830	3,983
Other revenues	224	263	439	514
Total operating revenues	5,025	5,265	10,009	10,481
Operating expenses				
Policyholder benefits and claims and policyholder dividends	2,937	2,373	5,395	4,822
Interest credited to policyholder account balances	525	551	1,047	1,093
Capitalization of DAC	(245 )	(257 )	(500 )	(504 )
Amortization of DAC and VOBA	487	400	860	775
Interest expense on debt	1	—	3	(1 )
Other operating expenses	1,124	1,220	2,273	2,396
Total operating expenses	4,829	4,287	9,078	8,581
Provision for income tax expense (benefit)	12	288	215	557
Operating earnings	\$184	\$690	\$716	\$1,343

Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

Business Growth. A \$77 million increase in operating earnings was attributable to business growth. Our life businesses had positive net flows which resulted in higher net investment income. This increase was partially offset by increases in interest credited expenses. In our deferred annuities business, DAC amortization declined due to decreases in our in-force business.

Market Factors. A \$129 million decrease in operating earnings was attributable to market factors, including sustained low interest rates and volatile equity markets. The sustained low interest rate environment resulted in a decline in net investment income on our fixed maturity securities as proceeds from maturing investments were reinvested at lower yields. This reduction in income from lower yields was partially offset by lower interest credited expense in our deferred annuities business as a result of declines in average interest credited rates. Lower returns on private equities and real estate joint ventures and lower income on interest rate derivatives were partially offset by a decrease in DAC amortization. Declines in our average separate account balances resulted in decreases in asset-based fee income. In addition, costs associated with our variable annuity guaranteed minimum death benefits (“GMDBs”) were higher in the current period.



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Underwriting, Actuarial Assumption Review and Other Insurance Adjustments. Unfavorable mortality in our traditional life, universal life and income annuities businesses, resulted in a net decrease of \$53 million in operating earnings. In our property & casualty business, catastrophe-related losses increased \$5 million, mainly due to severe storm activity. Non-catastrophe claim costs increased by \$14 million as a result of higher severities and frequencies in both our auto and homeowners businesses. Further, less favorable development of prior year non-catastrophe losses resulted in a \$7 million decrease in operating earnings. The impact of our annual Retail variable annuity actuarial assumption review, which occurred in the current period, resulted in a net operating earnings decrease of \$161 million and was primarily related to unfavorable DAC unlockings. Refinements to DAC and certain insurance-related liabilities that were recorded in both periods resulted in a decrease in operating earnings of \$227 million, primarily driven by a current period reserve adjustment resulting from modeling improvements in the reserving process in our universal life business.

Expenses. Operating earnings increased due to a decline in expenses of \$14 million, mainly the result of lower employee-related costs.

Six Months Ended June 30, 2016 Compared with the Six Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

Business Growth. A \$137 million increase in operating earnings was attributable to business growth. Our life businesses had positive net flows which resulted in higher net investment income. Operating earnings also increased due to slightly higher fees, as average account balances grew. These increases were partially offset by increases in interest credited expenses. In our deferred annuities business, DAC amortization declined due to decreases in our in-force business, and costs associated with our variable annuity GMDBs were lower.

Market Factors. A \$320 million decrease in operating earnings was attributable to market factors, including sustained low interest rates and volatile equity markets. The sustained low interest rate environment resulted in a decline in net investment income on our fixed maturity securities and mortgage loans as proceeds from maturing investments were reinvested at lower yields. This reduction in income from lower yields was partially offset by lower interest credited expense in our deferred annuities business as a result of declines in average interest credited rates. Lower returns on private equities, hedge funds, real estate joint ventures and alternative investments, in addition to lower income on interest rate derivatives, also decreased operating earnings. Declines in our average separate account balances resulted in decreases in asset-based fee income. In addition, higher costs associated with our variable annuity GMDBs were partially offset by lower asset-based commissions.

Underwriting, Actuarial Assumption Review and Other Insurance Adjustments. Unfavorable mortality in our universal life and income annuities business, partially offset by favorable mortality in our traditional life business, resulted in a net decrease of \$8 million in operating earnings. In our property & casualty business, non-catastrophe claim costs increased by \$22 million as a result of higher severities in both our auto and homeowners businesses and higher frequencies in our homeowners business, partially offset by lower frequencies in our auto business.

Catastrophe-related losses increased \$16 million, mainly due to severe storm activity. Further, less favorable development of prior year non-catastrophe losses resulted in a \$20 million decrease in operating earnings. Favorable morbidity experience in our individual disability income business resulted in a \$10 million increase in operating earnings. The impact of our annual Retail variable annuity actuarial assumption review, which occurred in the current period, resulted in a net operating earnings decrease of \$161 million and was primarily related to unfavorable DAC unlockings. Refinements to DAC and certain insurance-related liabilities that were recorded in both periods resulted in a decrease in operating earnings of \$227 million, primarily driven by a current period reserve adjustment resulting from modeling improvements in the reserving process in our universal life business.

Expenses. Operating earnings increased due to a decline in expenses of \$11 million, mainly the result of lower employee-related costs.

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## Group, Voluntary &amp; Worksite Benefits

Business Overview. Premiums increased for most of our businesses as a result of a steadily improving and stabilizing U.S. labor market. Our dental and vision businesses generated premium growth due to sales and rate actions. In addition, we had strong persistency levels. New sales and increased enrollment in our voluntary businesses, as well as strong persistency in our life businesses, also furthered premium growth. In addition, the impact of experience adjustments on our term life participating contracts increased premiums; however, changes in premiums for these contracts were almost entirely offset by the related changes in policyholder benefits. Current period sales were up in our group products, relative to the prior period. Although we have discontinued selling our long-term care product, we continue to collect premiums and administer the existing block of business, which contributed to asset growth in the segment.

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	2016	2015	2016	2015
	(In millions)			
Operating revenues				
Premiums	\$4,276	\$4,104	\$8,570	\$8,221
Universal life and investment-type product policy fees	197	183	382	371
Net investment income	458	481	905	959
Other revenues	117	114	248	227
Total operating revenues	5,048	4,882	10,105	9,778
Operating expenses				
Policyholder benefits and claims and policyholder dividends	3,990	3,805	8,024	7,640
Interest credited to policyholder account balances	37	38	74	75
Capitalization of DAC	(39)	(36)	(75)	(72)
Amortization of DAC and VOBA	39	39	79	80
Interest expense on debt	1	—	1	—
Other operating expenses	685	681	1,397	1,345
Total operating expenses	4,713	4,527	9,500	9,068
Provision for income tax expense (benefit)	114	124	210	251
Operating earnings	\$221	\$231	\$395	\$459

Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

Business Growth. An increase in average premium per policy in both our auto and homeowners businesses improved operating earnings. Growth in premiums, partially offset by a decrease in allocated equity, resulted in higher average invested assets, improving operating earnings. However, consistent with the growth in average invested assets from increased premiums, primarily in our long-term care business, interest credited on long-duration contracts increased. In addition, an increase in other operating expenses, mainly the result of growth across the segment, was more than offset by the remaining increase in premiums, fees and other revenues. The combined impact of the items discussed above increased operating earnings by \$30 million.

Market Factors. Investment yields decreased as a result of lower returns on private equities. In addition, the sustained low interest rate environment drove lower investment yields on our fixed maturity securities, which were partially offset by higher income on interest rate derivatives. The decrease in investment yields was slightly offset by the impact of lower crediting rates in the current period, which resulted in a net decrease in operating earnings of \$20 million.

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Underwriting. Favorable claims experience in our dental business combined with favorable morbidity in our voluntary products was offset by unfavorable claims experience in our disability business. The favorable claims experience in our dental business was due to favorable reserve development, partially offset by an increase in utilization. Favorable mortality in our term life and accidental death and dismemberment businesses, mainly due to favorable claims experience, was significantly offset by less favorable claims experience in our universal life businesses, which resulted in a \$4 million increase in operating earnings. In our property & casualty business, non-catastrophe claim costs increased by \$15 million, as a result of higher severities in both our auto and homeowners businesses and higher frequencies in our auto business. In addition, our property & casualty business experienced less favorable development of prior year non-catastrophe losses of \$7 million and a slight increase in catastrophe losses. Six Months Ended June 30, 2016 Compared with the Six Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

Business Growth. An increase in average premium per policy in both our auto and homeowners businesses improved operating earnings. Growth in premiums, partially offset by a decrease in allocated equity, resulted in higher average invested assets, improving operating earnings. However, consistent with the growth in average invested assets from increased premiums, primarily in our long-term care business, interest credited on long-duration contracts increased. In addition, an increase in other operating expenses, mainly the result of growth across the segment, was more than offset by the remaining increase in premiums, fees and other revenues. The combined impact of the items discussed above increased operating earnings by \$23 million.

Market Factors. Investment yields decreased as a result of lower returns on private equities, hedge funds and alternative investments. In addition, the sustained low interest rate environment drove lower investment yields on our fixed maturity securities, which were partially offset by higher income on interest rate derivatives. The decrease in investment yields was slightly offset by the impact of lower crediting rates in the current period, which resulted in a net decrease in operating earnings of \$42 million.

Underwriting and Other Insurance Adjustments. Unfavorable claims experience in our disability, dental and long-term care businesses was partially offset by favorable claims experience in our voluntary business and resulted in a \$44 million decrease in operating earnings. The unfavorable claims experience in our dental business was due to less favorable reserve development, partially offset by lower utilization. Favorable mortality in the current period, mainly due to favorable claims experience in our life business, resulted in a \$52 million increase in operating earnings. Refinements to certain insurance and other liabilities, which were recorded in both periods, resulted in a \$20 million decrease in operating earnings. In our property & casualty business, non-catastrophe claim costs increased by \$24 million, resulting from higher severities in our auto business along with higher frequencies in both our auto and homeowners businesses. A slight decline in catastrophe-related losses was more than offset by less favorable development of prior year non-catastrophe losses of \$9 million.

Corporate Benefit Funding

Business Overview. Funding ratios for defined benefit pension plans of S&P 500 companies continued to fall in 2016, limiting their ability to engage in full pension plan buyouts. However, we expect that customers may choose to close out portions of pension plans over time, with the largest volume of business generally occurring near the end of any year. Despite the decline in funding ratios for defined benefit pension plans of S&P 500 companies, higher pension risk transfers resulted in an increase in premiums over the prior period. Changes in premiums for these businesses were almost entirely offset by the related changes in policyholder benefits and claims.



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	Three Months Ended June 30, 2016 2015		Six Months Ended June 30, 2016 2015	
	(In millions)			
Operating revenues				
Premiums	\$517	\$319	\$875	\$737
Universal life and investment-type product policy fees	61	59	141	113
Net investment income	1,421	1,526	2,763	2,956
Other revenues	72	77	142	148
Total operating revenues	2,071	1,981	3,921	3,954
Operating expenses				
Policyholder benefits and claims and policyholder dividends	1,181	933	2,143	1,924
Interest credited to policyholder account balances	313	294	623	587
Capitalization of DAC	(1 )	(4 )	(1 )	(10 )
Amortization of DAC and VOBA	4	6	9	11
Interest expense on debt	2	1	4	2
Other operating expenses	109	130	229	254
Total operating expenses	1,608	1,360	3,007	2,768
Provision for income tax expense (benefit)	161	215	317	411
Operating earnings	\$302	\$406	\$597	\$775

Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

**Business Growth.** The impact of lower deposits and funding agreement repayments in the current period were more than offset by increases in allocated equity and resulted in higher invested assets, which drove an increase in net investment income. This increase, was more than offset by an increase in interest credited expense, and resulted in a \$3 million decrease in operating earnings.

**Market Factors.** An \$81 million decrease in operating earnings was attributable to market factors, including volatile equity markets and sustained low interest rates. Investment yields decreased as a result of the impact of the sustained low interest rate environment on fixed maturity securities, lower returns on private equities and real estate joint ventures, as well as the favorable impact of a conversion of the securities accounting system in the prior period. Additionally, lower investment earnings on our securities lending program resulted from the impact of a flatter yield curve, as margins correlate more to the slope of the yield curve rather than the absolute level of interest rates. These unfavorable changes were partially offset by higher income on interest rate derivatives. Certain of our funding agreements and guaranteed interest contract liabilities have interest credited rates that are contractually tied to current market rates, specifically the 3-month London Interbank Offered Rate (“LIBOR”) and, as a result, a higher average interest credited rate drove an increase in interest credited expense.

**Underwriting and Other Insurance Adjustments.** Less favorable mortality from our income annuity, structured settlement and specialized life insurance products resulted in a \$13 million decrease in operating earnings. The net impact of insurance liability refinements that were recorded in both periods decreased operating earnings by \$15 million.

**Expenses.** Lower employee-related costs coupled with annual premium and other tax adjustments increased operating earnings by \$12 million.

Six Months Ended June 30, 2016 Compared with the Six Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

**Business Growth.** The impact of lower deposits and funding agreement repayments in the current period were more than offset by increases in allocated equity and resulted in higher invested assets, which drove an increase in net investment income. This was offset by the related increase in interest credited expense.



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**Market Factors.** A \$154 million decrease in operating earnings was attributable to market factors, including volatile equity markets and sustained low interest rates. Investment yields decreased as a result of the impact of the sustained low interest rate environment on fixed maturity securities, lower returns on private equities and real estate joint ventures, as well as the favorable impact of a conversion of the securities accounting system in the prior period. Additionally, lower investment earnings on our securities lending program resulted from the impact of a flatter yield curve, as margins correlate more to the slope of the yield curve rather than the absolute level of interest rates. These unfavorable changes were partially offset by higher income on interest rate derivatives. In addition, higher average interest credited rates drove an increase in interest credited expense.

**Underwriting and Other Insurance Adjustments.** Less favorable mortality from our specialized life insurance products and pension risk transfer business resulted in a \$17 million decrease in operating earnings. The net impact of insurance liability refinements that were recorded in both periods decreased operating earnings by \$15 million.

**Expenses.** Lower employee-related costs coupled with annual premium and other tax adjustments increased operating earnings by \$12 million.

**Latin America**

**Business Overview.** Total sales for Latin America increased primarily due to the impact of a large contract in Mexico in the current period. Excluding this large contract, the region experienced decreased sales of life products in Chile and our U.S. direct business and lower retirement product sales in Mexico. These decreases were partially offset by increased accident and health sales in Chile, Brazil and Argentina, as well as higher life sales in Mexico.

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
	(In millions)			
Operating revenues				
Premiums	\$716	\$783	\$1,407	\$1,482
Universal life and investment-type product policy fees	269	301	537	595
Net investment income	247	283	504	501
Other revenues	9	7	16	17
Total operating revenues	1,241	1,374	2,464	2,595
Operating expenses				
Policyholder benefits and claims and policyholder dividends	645	744	1,262	1,325
Interest credited to policyholder account balances	84	89	164	175
Capitalization of DAC	(96 )	(100 )	(193 )	(211 )
Amortization of DAC and VOBA	75	86	148	164
Amortization of negative VOBA	—	(1 )	—	(1 )
Other operating expenses	373	419	744	844
Total operating expenses	1,081	1,237	2,125	2,296
Provision for income tax expense (benefit)	32	21	74	52
Operating earnings	\$128	\$116	\$265	\$247

Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

**Foreign Currency.** The impact of changes in foreign currency exchange rates decreased operating earnings by \$21 million for the second quarter of 2016 compared to the prior period mainly due to the weakening of the Mexican and Chilean pesos against the U.S. dollar.

**Business Growth.** Latin America experienced business growth across several lines of business within Mexico, as well as in the ProVida pension and U.S. direct businesses. This business growth resulted in increased premiums which was partially offset by the related changes in policyholder benefits. Positive net flows, primarily from Chile and Mexico, resulted in an increase in average invested assets and generated higher net investment income. This was partially

offset by a corresponding increase in interest credited expense on certain insurance liabilities. Business growth also drove an increase in commissions, which were partially offset by increased DAC capitalization. The items discussed above resulted in a \$19 million increase in operating earnings.

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Market Factors. Changes in market factors resulted in a \$2 million decrease to operating earnings as higher interest credited expenses were partially offset by higher investment yields. Investment yields increased primarily due to a current period change in the crediting rate on allocated equity in Mexico and Chile, partially offset by lower investment yields on fixed income securities in Chile.

Underwriting and Other Insurance Adjustments. Favorable underwriting resulted in a \$13 million increase to operating earnings, driven by lower claims experience in Mexico and U.S. direct business. Refinements to certain insurance liabilities and other adjustments in both the current and prior periods resulted in a \$5 million increase to operating earnings.

Six Months Ended June 30, 2016 Compared with the Six Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

Foreign Currency. The impact of changes in foreign currency exchange rates decreased operating earnings by \$48 million for the first half of 2016 compared to the prior period mainly due to the weakening of the Mexican and Chilean pesos against the U.S. dollar.

Business Growth. Latin America experienced business growth across several lines of business within Mexico, as well as in the ProVida pension and U.S. direct businesses. This business growth resulted in increased premiums and policy fee income which was partially offset by the related changes in policyholder benefits. Positive net flows, primarily from Chile and Mexico, resulted in an increase in average invested assets and generated higher net investment income. This was partially offset by a corresponding increase in interest credited expense on certain insurance liabilities.

Business growth also drove an increase in operating expenses and commissions, which were partially offset by higher DAC capitalization. The items discussed above resulted in a \$50 million increase in operating earnings.

Market Factors. Changes in market factors resulted in a \$2 million decrease to operating earnings as higher interest credited expenses were partially offset by higher investment yields. Investment yields increased primarily due to a current period change in the crediting rate on allocated equity in Mexico and Chile and higher yields from fixed income securities in Argentina due to higher interest rates in the country. These increases were partially offset by lower returns on alternative investments and lower yields on fixed income securities in Chile.

Underwriting and Other Insurance Adjustments. Favorable underwriting resulted in a \$15 million increase in operating earnings driven by lower claims experience in Mexico and U.S. direct business. Refinements to certain insurance liabilities and other adjustments in both the current and prior periods resulted in an \$8 million increase to operating earnings.

Taxes. In the first quarter of 2016, our Chilean businesses, including ProVida, incurred a tax charge of \$12 million as a result of tax reform legislation in Chile; this amount includes a one-time charge of \$10 million that pertains to prior periods. This was partially offset by other tax-related adjustments which resulted in a net increase in operating earnings of \$9 million and were mainly driven by a 2016 tax benefit related to the devaluation of the peso in Argentina.

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## Asia

Business Overview. Sales decreased compared to the prior period primarily due to management actions taken to improve value creation in the region. In Japan, we have seen a successful shift in sales to foreign currency life products from yen life products. In addition, a decrease in accident and health sales was offset by an increase in annuity sales, which was driven by market conditions. In Australia, sales in our group business improved and in Hong Kong and Bangladesh, sales were higher due to agency expansion.

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	2015	2016	2015	2016
	(In millions)			
Operating revenues				
Premiums	\$1,681	\$1,809	\$3,339	\$3,561
Universal life and investment-type product policy fees	370	400	720	797
Net investment income	678	679	1,296	1,363
Other revenues	16	28	33	56
Total operating revenues	2,745	2,916	5,388	5,777
Operating expenses				
Policyholder benefits and claims and policyholder dividends	1,324	1,375	2,560	2,715
Interest credited to policyholder account balances	324	328	643	665
Capitalization of DAC	(426 )	(398 )	(811 )	(833 )
Amortization of DAC and VOBA	304	336	590	662
Amortization of negative VOBA	(57 )	(78 )	(121 )	(164 )
Other operating expenses	877	869	1,728	1,773
Total operating expenses	2,346	2,432	4,589	4,818
Provision for income tax expense (benefit)	140	59	235	207
Operating earnings	\$259	\$425	\$564	\$752

Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

Following a change in the foreign investment law in India, the Company no longer consolidated its India operating joint venture, effective January 1, 2016. While this change in accounting does affect the comparability of the financial statement line items, it did not have a significant impact on operating earnings and, therefore, is not discussed below. Foreign Currency. The impact of changes in foreign currency exchange rates increased operating earnings by \$12 million for the second quarter of 2016 compared to the prior period as a result of the strengthening of the Japanese yen, partially offset by the weakening of the Korean won against the U.S. dollar.

Business Growth. Asia's premiums, fees and other revenues decreased from the prior period mainly driven by lower fixed annuity surrenders and the shift from premium-based to fee-based products in the current period, as well as the discontinuation of single premium products in our accident and health business in Japan in the third quarter of 2015. Positive net flows in Japan and Korea resulted in higher average invested assets and an increase in net investment income. Changes in premiums for these businesses were partially offset by related changes in policyholder benefits. The combined impact of the items discussed above improved operating earnings by \$25 million.

Market Factors. Investment returns were unfavorably impacted by lower interest rates on fixed maturity securities and lower returns on other limited partnership interests in Japan. The decreases in investment returns were partially offset by the favorable impact of increased foreign currency-denominated fixed annuities in Japan, which drove an increase in higher yielding foreign currency-denominated fixed maturity securities. Lower investment yields, combined with the impact of foreign currency hedges, decreased operating earnings by \$54 million.

Underwriting. Our results for the current period include a \$44 million charge related to an adjustment to reinsurance receivables in Australia. In addition, favorable claims experience in Korea was offset by higher lapses in Japan.



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Expenses and Taxes. Lower expenses, primarily driven by lower corporate overhead costs increased operating earnings by \$7 million. Current period results include a \$26 million tax charge related to the U.S. taxation of dividends from Japan. Prior period results include one-time tax benefits of \$61 million related to a change in the tax rate and \$12 million for the settlement of an audit, both in Japan.

Six Months Ended June 30, 2016 Compared with the Six Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

Following a change in the foreign investment law in India, the Company no longer consolidated its India operating joint venture, effective January 1, 2016. While this change in accounting does affect the comparability of the financial statement line items, it did not have a significant impact on operating earnings and, therefore, is not discussed below.

Foreign Currency. The impact of changes in foreign currency exchange rates increased operating earnings by \$7 million for the first half of 2016 compared to the prior period as a result of the strengthening of the Japanese yen, partially offset by the weakening of the Korean won against the U.S. dollar.

Business Growth. Asia's premiums, fees and other revenues decreased from the prior period mainly driven by lower fixed annuity surrenders and the shift from premium-based to fee-based products in the current period and the discontinuation of single premium products in our accident and health business in Japan in the third quarter of 2015. Positive net flows in Japan and Korea resulted in higher average invested assets and an increase in net investment income. Changes in premiums for these businesses were partially offset by related changes in policyholder benefits. The combined impact of the items discussed above improved operating earnings by \$47 million.

Market Factors. Investment returns were unfavorably impacted by lower interest rates on fixed maturity securities and lower returns on other limited partnership interests in Japan. The decreases in investment returns were partially offset by the favorable impact of increased foreign currency-denominated fixed annuities in Japan, which drove an increase in higher yielding foreign currency-denominated fixed maturity securities. Lower investment yields, combined with the impact of foreign currency hedges, decreased operating earnings by \$111 million.

Underwriting. Our results for the current period include a \$44 million charge related to an adjustment to reinsurance receivables in Australia. Excluding this charge, favorable claims experience in Australia and Korea, which was partially offset by lower fixed annuity surrender gains and higher lapses in Japan increased operating earnings by \$6 million.

Expenses and Taxes. Higher expenses, primarily driven by project costs in Japan reduced operating earnings by \$16 million. Current period results include a \$25 million tax benefit related to a change in the corporate tax rate in Japan, which includes a one-time benefit of \$20 million that pertains to prior periods, and a \$26 million tax charge related to the U.S. taxation of dividends from Japan. Prior period results include one-time tax benefits of \$61 million related to a change in tax rate and \$12 million for the settlement of an audit, both in Japan.



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## EMEA

Business Overview. Sales have increased due to growth in the U.K., Turkey and the Gulf, partially offset by strong prior period sales in Poland.

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	2016	2015	2016	2015
	(In millions)			
Operating revenues				
Premiums	\$519	\$525	\$1,019	\$1,033
Universal life and investment-type product policy fees	95	114	190	216
Net investment income	83	84	163	167
Other revenues	19	19	39	29
Total operating revenues	716	742	1,411	1,445
Operating expenses				
Policyholder benefits and claims and policyholder dividends	283	265	544	504
Interest credited to policyholder account balances	30	34	59	64
Capitalization of DAC	(106 )	(132 )	(207 )	(265 )
Amortization of DAC and VOBA	103	133	205	261
Amortization of negative VOBA	(4 )	(4 )	(7 )	(8 )
Other operating expenses	336	389	669	751
Total operating expenses	642	685	1,263	1,307
Provision for income tax expense (benefit)	10	7	21	18
Operating earnings	\$64	\$50	\$127	\$120

Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

Foreign Currency. The impact of changes in foreign currency exchange rates reduced operating earnings by \$3 million for the second quarter of 2016 compared to the prior period, primarily driven by the strengthening of the U.S. dollar against the Russian ruble, Egyptian pound, Polish zloty and Turkish lira.

Business Growth. Operating earnings benefited from business growth in the Middle East, primarily in Turkey, as well as in the U.K., increasing operating earnings by \$10 million.

Underwriting. Unfavorable underwriting, primarily in our employee benefits business in the U.K., largely offset by favorable underwriting, primarily in our employee benefits business in the Gulf, resulted in an operating earnings decrease of \$2 million.

Expenses. Operating earnings increased by \$15 million primarily due to expense discipline across the region and lower allocated corporate overhead expenses.

Taxes and Other. Our prior period results benefited from a \$1 million tax benefit in Poland, as well as a \$5 million increase to operating earnings as a result of the conversion to calendar year reporting for certain of our subsidiaries.

Six Months Ended June 30, 2016 Compared with the Six Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

Foreign Currency. The impact of changes in foreign currency exchange rates reduced operating earnings by \$8 million for the first half of 2016 compared to the prior period, primarily driven by the strengthening of the U.S. dollar against the Turkish lira, Russian ruble, Polish zloty and Egyptian pound.

Business Growth. Operating earnings benefited from business growth in the Middle East, primarily in Turkey, as well as in the U.K., increasing operating earnings by \$20 million.

Underwriting. Unfavorable underwriting, primarily in our employee benefits business, resulted in an operating earnings decrease of \$12 million.



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Expenses. Operating earnings increased by \$15 million primarily due to expense discipline across the region and lower allocated corporate overhead expenses.

Taxes and Other. Our prior period results benefited from a \$4 million tax benefit in Poland, as well as a \$7 million increase to operating earnings as a result of the conversion to calendar year reporting for certain of our subsidiaries. Our current period operating earnings included a \$3 million benefit following the cancellation of a distribution agreement with one of our bancassurance partners.

## Corporate &amp; Other

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	(In millions)			
Operating revenues				
Premiums	\$13	\$26	\$39	\$36
Universal life and investment-type product policy fees	25	26	49	49
Net investment income	44	129	126	238
Other revenues	27	19	54	39
Total operating revenues	109	200	268	362
Operating expenses				
Policyholder benefits and claims and policyholder dividends	25	8	50	20
Interest credited to policyholder account balances	1	8	5	14
Capitalization of DAC	(2)	—	(4)	—
Amortization of DAC and VOBA	3	1	5	1
Interest expense on debt	299	306	607	603
Other operating expenses	155	174	329	319
Total operating expenses	481	497	992	957
Provision for income tax expense (benefit)	(184)	(175)	(365)	(363)
Operating earnings	(188)	(122)	(359)	(232)
Less: Preferred stock dividends	46	31	52	61
Operating earnings available to common shareholders	\$(234)	\$(153)	\$(411)	\$(293)

The table below presents operating earnings available to common shareholders by source, net of income tax:

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	(In millions)			
Other business activities	\$5	\$12	\$13	\$24
Other net investment income	28	83	81	154
Interest expense on debt	(196)	(199)	(396)	(392)
Preferred stock dividends	(46)	(31)	(52)	(61)
Corporate initiatives and projects	(36)	(58)	(64)	(97)
Incremental tax benefit	54	71	112	155
Other	(43)	(31)	(105)	(76)
Operating earnings available to common shareholders	\$(234)	\$(153)	\$(411)	\$(293)

Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

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Other Business Activities. Operating earnings from other business activities decreased \$7 million. This was primarily due to lower operating earnings from the assumed reinsurance from our former operating joint venture in Japan, reflecting lower fund returns and a reduction in in-force due to surrenders, partially offset by higher income from start-up operations.

Other Net Investment Income. A \$55 million decrease in other net investment income was driven by lower returns on real estate joint ventures and private equities, as well as lower investment yields on fixed maturity securities as a result of the sustained low interest environment.

Preferred Stock Dividends. Preferred stock dividends increased by \$15 million. In June 2015, MetLife, Inc. repurchased its 6.50% Non-Cumulative Preferred Stock, Series B (the "Series B preferred stock") for which dividends were paid quarterly. Also in June 2015, MetLife, Inc. issued 1,500,000 shares of 5.25% Fixed-to-Floating Rate Non-Cumulative Preferred Stock, Series C (the "Series C preferred stock") for which dividends were paid semi-annually commencing December 15, 2015 and ending on June 15, 2020, and paid quarterly thereafter.

Corporate Initiatives and Projects. Expenses associated with corporate initiatives and projects decreased by \$22 million, primarily due to decreased costs associated with enterprise-wide initiatives taken by the Company.

Incremental Tax Benefit. Corporate & Other benefits from the impact of certain permanent tax preferenced items, including non-taxable investment income and tax credits for investments in low income housing. As a result, our effective tax rate differs from the U.S. statutory rate of 35%. The \$17 million decrease in tax benefit is mainly due to lower utilization of tax preferenced items.

Other. The current period included a \$12 million decrease in operating earnings primarily resulting from higher information technology and marketing costs, as well as an increase in interest on uncertain tax positions.

Six Months Ended June 30, 2016 Compared with the Six Months Ended June 30, 2015

Unless otherwise stated, all amounts discussed below are net of income tax.

Other Business Activities. Operating earnings from other business activities decreased \$11 million. This was primarily due to lower operating earnings from the assumed reinsurance from our former operating joint venture in Japan, reflecting lower fund returns and a reduction in in-force due to surrenders, partially offset by higher income from start-up operations.

Other Net Investment Income. A \$73 million decrease in other net investment income was driven by lower returns on real estate joint ventures, private equities and alternative investments, as well as lower yields on fixed maturity securities as a result of the sustained low interest environment.

Preferred Stock Dividends. Preferred stock dividends decreased by \$9 million due to the repurchase of MetLife, Inc.'s Series B preferred stock and the issuance of MetLife, Inc.'s Series C preferred stock.

Corporate Initiatives and Projects. Expenses associated with corporate initiatives and projects decreased by \$33 million, primarily due to decreased costs associated with enterprise-wide initiatives taken by the Company.

Incremental Tax Benefit. Corporate & Other benefits from the impact of certain permanent tax preferenced items, including non-taxable investment income and tax credits for investments in low income housing. As a result, our effective tax rate differs from the U.S. statutory rate of 35%. The \$43 million decrease in tax benefit is mainly due to lower utilization of tax preferenced items.

Other. The current period included a \$29 million decrease in operating earnings primarily resulting from net adjustments to certain reinsurance assets and liabilities and an increase in interest on uncertain tax positions.

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## Investments

## Investment Risks

Our primary investment objective is to optimize, net of income tax, risk-adjusted investment income and risk-adjusted total return while ensuring that assets and liabilities are managed on a cash flow and duration basis. The Investments Department, led by the Chief Investment Officer, manages investment risks using a risk control framework comprised of policies, procedures and limits, as discussed further below. The Investments Risk Committee, chaired by Global Risk Management Department, reviews and monitors investment risk limits and tolerances. We are exposed to the following primary sources of investment risks:

- credit risk, relating to the uncertainty associated with the continued ability of a given obligor to make timely payments of principal and interest;

- interest rate risk, relating to the market price and cash flow variability associated with changes in market interest rates.

- Changes in market interest rates will impact the net unrealized gain or loss position of our fixed income investment portfolio and the rates of return we receive on both new funds invested and reinvestment of existing funds;

- liquidity risk, relating to the diminished ability to sell certain investments, in times of strained market conditions;

- market valuation risk, relating to the variability in the estimated fair value of investments associated with changes in market factors such as credit spreads. A widening of credit spreads will adversely impact the net unrealized gain (loss) position of the fixed income investment portfolio, will increase losses associated with credit-based non-qualifying derivatives where we assume credit exposure, and, if credit spreads widen significantly or for an extended period of time, will likely result in higher other-than-temporary impairment (“OTTI”). Credit spread tightening will reduce net investment income associated with purchases of fixed maturity securities and will favorably impact the net unrealized gain (loss) position of the fixed income investment portfolio;

- currency risk, relating to the variability in currency exchange rates for foreign denominated investments. This risk relates to potential decreases in estimated fair value and net investment income resulting from changes in currency exchange rates versus the U.S. dollar. In general, the weakening of foreign currencies versus the U.S. dollar will adversely affect the estimated fair value of our foreign denominated investments; and

- real estate risk, relating to commercial, agricultural and residential real estate, and stemming from factors, which include, but are not limited to, market conditions, including the demand and supply of leasable commercial space, creditworthiness of commercial tenants and partners, capital markets volatility and the inherent interest rate movement.

We manage investment risk through in-house fundamental credit analysis of the underlying obligors, issuers, transaction structures and real estate properties. We also manage credit risk, market valuation risk and liquidity risk through industry and issuer diversification and asset allocation. Risk limits to promote diversification by asset sector, avoid concentrations in any single issuer and limit overall aggregate credit exposure as measured by our economic capital framework are approved annually by a committee of directors that oversees our investment portfolio. For real estate assets, we manage credit risk and market valuation risk through geographic, property type and product type diversification and asset allocation. We manage interest rate risk as part of our ALM strategies. These strategies include maintaining an investment portfolio with diversified maturities that has a weighted average duration that is approximately equal to the duration of our estimated liability cash flow profile, and utilizing product design, such as the use of market value adjustment features and surrender charges, to manage interest rate risk. We also manage interest rate risk through proactive monitoring and management of certain non-guaranteed elements of our products, such as the resetting of credited interest and dividend rates for policies that permit such adjustments. In addition to hedging with foreign currency derivatives, we manage currency risk by matching much of our foreign currency liabilities in our foreign subsidiaries with their respective foreign currency assets, thereby reducing our risk to foreign currency exchange rate fluctuation. We also use certain derivatives in the management of credit, interest rate, and equity market risks.

We use purchased credit default swaps to mitigate credit risk in our investment portfolio. Generally, we purchase credit protection by entering into credit default swaps referencing the issuers of specific assets we own. In certain cases, basis risk exists between these credit default swaps and the specific assets we own. For example, we may purchase credit protection on a macro basis to reduce exposure to specific industries or other portfolio concentrations.

In such instances, the referenced entities and obligations under the credit default swaps may not be identical to the individual obligors or securities in our investment portfolio. In addition, our purchased credit default swaps may have shorter tenors than the underlying investments they are hedging. However, we dynamically hedge this risk through the rebalancing and rollover of our credit default swaps at their most liquid tenors. We believe that our purchased credit default swaps serve as effective economic hedges of our credit exposure.

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We generally enter into market standard purchased and written credit default swap contracts. Payout under such contracts is triggered by certain credit events experienced by the referenced entities. For credit default swaps covering North American corporate issuers, credit events typically include bankruptcy and failure to pay on borrowed money. For European corporate issuers, credit events typically also include involuntary restructuring. With respect to credit default contracts on Western European sovereign debt, credit events typically include failure to pay debt obligations, repudiation, moratorium, or involuntary restructuring. In each case, payout on a credit default swap is triggered only after the Credit Derivatives Determinations Committee of the International Swaps and Derivatives Association deems that a credit event has occurred.

### Current Environment

The global economy and markets continue to be affected by stress and volatility, which has adversely affected the financial services sector, in particular, and global capital markets. Recently, weakness in the energy and metals and mining sectors and political and/or economic instability of countries and regions outside the EU, including China, Ukraine, Russia, Brazil, Japan, Jordan, Lebanon, Turkey and Puerto Rico, as well as Europe's perimeter region and Cyprus, have contributed to global market volatility.

Events following the U.K.'s referendum on June 23, 2016 and the uncertainties associated with its potential withdrawal from the EU have contributed to market volatility. The risk of market volatility may spread beyond the U.K., and could be intensified by foreign exchange risks. These factors could contribute to weakening GDP growth, primarily in the U.K. and Europe. The magnitude and longevity of the potential negative economic impacts would depend on the detailed agreements reached by the U.K. and the EU as a result of the exit negotiations and negotiations regarding trade and other arrangements.

As a global insurance company, we are affected by the monetary policy of central banks around the world. The ECB has adopted an array of stimulus measures, including an expanded asset purchase program and a negative rate on bank deposits, which are intended to lessen the risk of a prolonged period of deflation and support economic recovery in the Euro zone. See “— Industry Trends — Financial and Economic Environment” for further information on such measures, as well as for information regarding actions taken by Japan's central government and the Bank of Japan to boost inflation expectations and achieve sustainable economic growth in Japan. See also “— Industry Trends — Impact of a Sustained Low Interest Rate Environment” for information regarding the December 2015 action taken by the FOMC to raise the federal funds rate and its subsequent determinations to maintain it. The Federal Reserve may take further actions to influence interest rates in the future, which may have an impact on the pricing levels of risk-bearing investments and may adversely impact the level of product sales.

### European Region Investments

Excluding Europe's perimeter region and Cyprus which are discussed below, our holdings of sovereign debt, corporate debt and perpetual hybrid securities in certain EU member states and other countries in the region that are not members of the EU (collectively, the “European Region”) were concentrated in the U.K., Germany, France, the Netherlands, Poland, Norway and Sweden. The sovereign debt of these countries continues to maintain investment grade credit ratings from all major rating agencies. We maintain general account investments in the European Region to support our insurance operations and related policyholder liabilities in these countries and certain of our non-European Region operations invest in the region for diversification. In the European Region, we have proactively mitigated risk in both direct and indirect exposures by investing in a diversified portfolio of high quality investments with a focus on the higher-rated countries. The European Region corporate securities (fixed maturity and perpetual hybrid securities classified as non-redeemable preferred stock) are invested in a diversified portfolio of primarily non-financial services securities. At June 30, 2016, our exposure to fixed maturity securities and perpetual hybrid securities classified as non-redeemable preferred stock in the European Region totaled \$39.5 billion, at estimated fair value, of which \$8.8 billion was in sovereign fixed maturity securities. See Also “Management's Discussion and Analysis of Financial Condition and Results of Operations — Investments — Current Environment — European Region Investments” included in the 2015 Annual Report for further information.

### Selected Country and Sector Investments

Recent country specific volatility due to local economic and/or political concerns, as well as recent weakness in certain sectors, has affected the performance of certain of our investments.





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We have exposure to such volatility, as we maintain general account investments in Europe's perimeter region and Cyprus, and also in the U.K., Turkey, Brazil, Russia, Puerto Rico, Jordan, Lebanon and Ukraine, to support our insurance operations and related policyholder liabilities in these countries; and we also have exposure through our global portfolio diversification. Our exposure to sovereign fixed maturity securities and total fixed maturity securities of Europe's perimeter region and Cyprus totaled \$227 million and \$1.8 billion, at estimated fair value, respectively, at June 30, 2016. Our exposure to both sovereign fixed maturity securities and total fixed maturity securities of Greece was less than \$1 million at estimated fair value, at June 30, 2016. Our exposure to sovereign fixed maturity securities and total fixed maturity securities of the U.K., Turkey, Brazil, Russia, Puerto Rico, Jordan, Lebanon and Ukraine totaled \$1.4 billion and \$14.3 billion, at estimated fair value, respectively, at June 30, 2016. Our exposure to Puerto Rico political subdivision fixed maturities is in the form of secured revenue securities and we have no general obligation securities. See "Management's Discussion and Analysis of Financial Condition and Results of Operations — Investments — Current Environment — Selected Country and Sector Investments" included in the 2015 Annual Report for further information by country. See " — Mortgage Loans" for information about U.K. mortgage loan investments. There has been an increased focus on energy sector and metals and mining sector investments as a result of lower energy, oil and commodity prices. Our net exposure to energy sector fixed maturity securities was \$9.9 billion (comprised of fixed maturity securities of \$9.8 billion at estimated fair value and related net written credit default swaps of \$35 million at notional value), of which 80% were investment grade, with unrealized gains of \$459 million at June 30, 2016. Our net exposure to metals and mining sector fixed maturity securities was \$2.1 billion (comprised of fixed maturity securities of \$2.1 billion at estimated fair value and related net purchased credit default swaps of \$6 million at notional value), of which 73% were investment grade, with unrealized gains of \$83 million at June 30, 2016.

We manage direct and indirect investment exposure in the selected countries, the energy sector and the metals and mining sector through fundamental credit analysis and we continually monitor and adjust our level of investment exposure. We do not expect that our general account investments in these countries, the energy sector or the metals and mining sector will have a material adverse effect on our results of operations or financial condition.

#### Current Environment — Summary

All of these factors have had and could continue to have an adverse effect on the financial results of companies in the financial services industry, including MetLife. Such global economic conditions, as well as the global financial markets, continue to impact our net investment income, net investment gains (losses), net derivative gains (losses), level of unrealized gains (losses) within the various asset classes in our investment portfolio, and our level of investment in lower yielding cash equivalents, short-term investments and government securities. See " — Industry Trends," as well as "Risk Factors — Economic Environment and Capital Markets-Related Risks — We Are Exposed to Significant Global Financial and Capital Markets Risks Which May Adversely Affect Our Results of Operations, Financial Condition and Liquidity, and May Cause Our Net Investment Income to Vary from Period to Period" included in the 2015 Annual Report.

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## Investment Portfolio Results

The following yield table presents the yield and investment income (loss) for our investment portfolio for the periods indicated. As described in the footnotes below, this table reflects certain differences from the presentation of net investment income presented in the GAAP consolidated statements of operations. This yield table presentation is consistent with how we measure our investment performance for management purposes, and we believe it enhances understanding of our investment portfolio results.

	At or For the Three Months Ended June 30,				At or For the Six Months Ended June 30,			
	2016		2015		2016		2015	
	Yield %	Amount	Yield %	Amount	Yield %	Amount	Yield %	Amount
	(Dollars in millions)							
Fixed maturity securities (2),(3)	4.40	% \$ 3,539	4.79	% \$ 3,665	4.41	% \$ 7,167	4.72	% \$ 7,234
Mortgage loans (3)	4.94	% 851	5.10	% 801	4.81	% 1,658	4.95	% 1,531
Real estate and real estate joint ventures	2.84	% 63	7.40	% 189	3.11	% 139	5.23	% 270
Policy loans	5.24	% 147	5.22	% 151	5.21	% 296	5.23	% 303
Equity securities	4.55	% 33	4.58	% 35	4.78	% 70	4.30	% 66
Other limited partnerships	6.86	% 120	12.38	% 250	4.78	% 166	11.50	% 465
Cash and short-term investments	1.23	% 31	1.05	% 33	1.10	% 56	1.02	% 66
Other invested assets		247		223		518		550
Total before investment fees and expenses	4.61	% 5,031	5.08	% 5,347	4.58	% 10,070	4.99	% 10,485
Investment fees and expenses	(0.14)	(150)	(0.15)	(162)	(0.15)	(317)	(0.15)	(318)
Net investment income including divested businesses and lag elimination (4), (5)	4.47	% 4,881	4.93	% 5,185	4.43	% 9,753	4.84	% 10,167
Less: net investment income from divested businesses and lag elimination (4), (5)		—		—		(166)		—
Net investment income (5)		\$ 4,881		\$ 5,185		\$ 9,587		\$ 10,167

Yields are calculated as investment income as a percent of average quarterly asset carrying values. Investment income excludes recognized gains and losses and reflects GAAP adjustments presented in footnote (5) below.

Asset carrying values exclude unrealized gains (losses), collateral received in connection with our securities (1)lending program, freestanding derivative assets, collateral received from derivative counterparties, the effects of consolidating certain variable interest entities (“VIEs”) under GAAP that are treated as consolidated securitization entities (“CSEs”) and contractholder-directed unit-linked investments. A yield is not presented for other invested assets, as it is not considered a meaningful measure of performance for this asset class.

Investment income (loss) includes amounts for FVO and trading securities of \$10 million and \$16 million for the (2)three months and six months ended June 30, 2016, respectively, and \$2 million and \$39 million for the three months and six months ended June 30, 2015, respectively.

(3)Investment income from fixed maturity securities and mortgage loans includes prepayment fees.

Net investment income included in yield calculations include earned income on derivatives and amortization of premium on derivatives that are hedges of investments or that are used to replicate certain investments, but do not (4)qualify for hedge accounting (“investment hedge adjustments”). Investment hedge adjustments are a reclassification adjustment to net investment income presented in the yield table to the most directly comparable GAAP measure as presented below.



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- (5) Net investment income presented in the yield table varies from the most directly comparable GAAP measure due to certain reclassifications and excludes the effects of consolidating certain VIEs under GAAP that are treated as CSEs and contractholder-directed unit-linked investments. Such reclassifications are presented in the table below.

	Three Months Ended June 30, 2016		Six Months Ended June 30, 2015	
	2016	2015	2016	2015
	(In millions)			
Net investment income — in the above yield table	\$4,881	\$5,185	\$9,587	\$10,167
Investment hedge adjustments	(188 )	(180 )	(409 )	(380 )
Operating joint venture adjustments	—	(4 )	5	(3 )
Divested businesses and lag elimination (1)	—	—	166	—
Contractholder-directed unit-linked investments	191	(55 )	94	622
Incremental net investment income from CSEs	3	1	3	2
Net investment income — GAAP consolidated statements of operations	\$4,887	\$4,947	\$9,446	\$10,408

The amount of \$166 million for the six months ended June 30, 2016, relates to the impact of converting the (1) Company's Japan operations to calendar year-end reporting. See Note 2 of the Notes to the Interim Condensed Consolidated Financial Statements for further information.

See “— Results of Operations — Consolidated Results — Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015” and “— Results of Operations — Consolidated Results — Six Months Ended June 30, 2016 Compared with the Six Months Ended June 30, 2015” for an analysis of the period over period changes in net investment income.

#### Fixed Maturity and Equity Securities AFS

The following table presents fixed maturity and equity securities available-for-sale (“AFS”) by type (public or private) and information about perpetual and redeemable securities held at:

	June 30, 2016		December 31, 2015		
	Estimated Fair Value	% of Total	Estimated Fair Value	% of Total	
	(Dollars in millions)				
Fixed maturity securities					
Publicly-traded	\$335,922	86.7	%\$302,400	86.1	%
Privately-placed	51,586	13.3	49,002	13.9	
Total fixed maturity securities	\$387,508	100.0	%\$351,402	100.0	%
Percentage of cash and invested assets	69.1	%	69.1	%	
Equity securities					
Publicly-traded	\$2,108	63.2	%\$2,184	65.8	%
Privately-held	1,225	36.8	1,137	34.2	
Total equity securities	\$3,333	100.0	%\$3,321	100.0	%
Percentage of cash and invested assets	0.6	%	0.7	%	
Perpetual securities included within fixed maturity and equity securities AFS	\$586		\$819		
Redeemable preferred stock with a stated maturity included within fixed maturity securities AFS	\$881		\$1,216		

Perpetual securities are included within fixed maturity and equity securities. Upon acquisition, we classify perpetual securities that have attributes of both debt and equity as fixed maturity securities if the securities have an interest rate step-up feature which, when combined with other qualitative factors, indicates that the securities have more debt-like characteristics; while those with more equity-like characteristics are classified as equity securities. Many of such

securities, commonly referred to as “perpetual hybrid securities,” have been issued by non-U.S. financial institutions that are accorded the highest two capital treatment categories by their respective regulatory bodies (i.e. core capital, or “Tier 1 capital” and perpetual deferrable securities, or “Upper Tier 2 capital”).

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Redeemable preferred stock with a stated maturity is included within fixed maturity securities. These securities, which are commonly referred to as “capital securities,” primarily have cumulative interest deferral features and are primarily issued by U.S. financial institutions.

In connection with our investment management business, we manage privately-placed and infrastructure fixed maturity securities on behalf of institutional clients, which are unaffiliated investors. These privately-placed and infrastructure fixed maturity securities had an estimated fair value of \$7.3 billion and \$6.1 billion at June 30, 2016 and December 31, 2015, respectively. These assets are not included in our interim condensed consolidated financial statements.

During the second quarter of 2016, we commenced management of below investment grade fixed maturity securities on behalf of institutional clients, which are unaffiliated investors. These fixed maturity securities had an estimated fair value of \$297 million at June 30, 2016. These assets are not included in our interim condensed consolidated financial statements.

Also in connection with our investment management business, we manage index investment portfolios that track the return of standard industry fixed income and equity market indices such as the Barclay’s U.S. Aggregate Bond Index and S&P 500® Index. These assets had an estimated fair value of \$26.9 billion and \$26.0 billion at June 30, 2016 and December 31, 2015, respectively, and are included within separate account assets in our interim condensed consolidated financial statements.

See also “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Investments — Fixed Maturity and Equity Securities AFS — Valuation of Securities” included in the 2015 Annual Report for further information on the processes used to value securities and the related controls.

#### Fair Value of Fixed Maturity and Equity Securities – AFS

Fixed maturity and equity securities AFS measured at estimated fair value on a recurring basis and their corresponding fair value pricing sources are as follows:

	June 30, 2016			
	Fixed Maturity Securities		Equity Securities	
	(Dollars in millions)			
Level 1				
Quoted prices in active markets for identical assets	\$45,192	11.7 %	\$1,364	40.9 %
Level 2				
Independent pricing sources	284,748	73.5	1,141	34.2
Internal matrix pricing or discounted cash flow techniques	36,406	9.4	146	4.4
Significant other observable inputs	321,154	82.9	1,287	38.6
Level 3				
Independent pricing sources	6,924	1.8	529	15.9
Internal matrix pricing or discounted cash flow techniques	12,958	3.3	138	4.1
Independent broker quotations	1,280	0.3	15	0.5
Significant unobservable inputs	21,162	5.4	682	20.5
Total estimated fair value	\$387,508	100.0%	\$3,333	100.0%

See Note 8 of the Notes to the Interim Condensed Consolidated Financial Statements for the fixed maturity securities and equity securities AFS fair value hierarchy.

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The composition of fair value pricing sources for and significant changes in Level 3 securities at June 30, 2016 are as follows:

The majority of the Level 3 fixed maturity and equity securities AFS were concentrated in three sectors: U.S. and foreign corporate securities and residential mortgage-backed securities (“RMBS”).

Level 3 fixed maturity securities are priced principally through market standard valuation methodologies, independent pricing services and, to a much lesser extent, independent non-binding broker quotations using inputs that are not market observable or cannot be derived principally from or corroborated by observable market data. Level 3 fixed maturity securities consist of less liquid securities with very limited trading activity or where less price transparency exists around the inputs to the valuation methodologies. Level 3 fixed maturity securities include: sub-prime RMBS; certain below investment grade private securities and less liquid investment grade corporate securities (included in U.S. and foreign corporate securities); less liquid collateralized obligation asset-backed securities (“ABS”); and foreign government securities.

During the three months ended June 30, 2016, Level 3 fixed maturity securities increased by \$759 million, or 4%. The increase was driven by purchases in excess of sales and an increase in estimated fair value recognized in other comprehensive income (loss), partially offset by net transfers out of Level 3.

During the six months ended June 30, 2016, Level 3 fixed maturity securities increased by \$348 million, or 2%. The increase was driven by purchases in excess of sales and an increase in estimated fair value recognized in other comprehensive income (loss), partially offset by net transfers out of Level 3.

See Note 8 of the Notes to the Interim Condensed Consolidated Financial Statements for a rollforward of the fair value measurements for fixed maturity securities and equity securities AFS measured at estimated fair value on a recurring basis using significant unobservable (Level 3) inputs; transfers into and/or out of Level 3; and further information about the valuation techniques and inputs by level by major classes of invested assets that affect the amounts reported above. See “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Summary of Critical Accounting Estimates — Estimated Fair Value of Investments” included in the 2015 Annual Report for further information on the estimates and assumptions that affect the amounts reported above.

#### Fixed Maturity Securities AFS

See Note 6 of the Notes to the Interim Condensed Consolidated Financial Statements for information about fixed maturity securities AFS by sector, contractual maturities and continuous gross unrealized losses.

#### Fixed Maturity Securities Credit Quality — Ratings

See “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Investments — Fixed Maturity and Equity Securities AFS — Fixed Maturity Securities Credit Quality — Ratings” included in the 2015 Annual Report for a discussion of the credit quality ratings assigned by rating agencies and credit quality designations assigned by and methodologies used by the Securities Valuation Office of the NAIC for fixed maturity securities.

The NAIC has adopted revised methodologies for certain structured securities comprised of non-agency RMBS, commercial mortgage-backed securities (“CMBS”) and ABS. The NAIC’s objective with the revised methodologies for these structured securities was to increase the accuracy in assessing expected losses, and to use the improved assessment to determine a more appropriate capital requirement for such structured securities. The revised methodologies reduce regulatory reliance on rating agencies and allow for greater regulatory input into the assumptions used to estimate expected losses from structured securities. We apply the revised NAIC methodologies to structured securities held by MetLife, Inc.’s insurance subsidiaries that maintain the NAIC statutory basis of accounting. The NAIC’s present methodology is to evaluate structured securities held by insurers using the revised NAIC methodologies on an annual basis. If MetLife, Inc.’s insurance subsidiaries acquire structured securities that have not been previously evaluated by the NAIC, but are expected to be evaluated by the NAIC in the upcoming annual review, an internally developed designation is used until a final designation becomes available.

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The following table presents total fixed maturity securities by Nationally Recognized Statistical Rating Organizations (“NRSRO”) rating and the equivalent designations of the NAIC, except for certain structured securities, which are presented using the revised NAIC methodologies as described above, as well as the percentage, based on estimated fair value that each designation is comprised of at:

NAIC Designation	NRSRO Rating	June 30, 2016				December 31, 2015			
		Amortized Cost	Unrealized Gain (Loss)	Estimated Fair Value	% of Total	Amortized Cost	Unrealized Gain (Loss)	Estimated Fair Value	% of Total
(Dollars in millions)									
1	Aaa/Aa/A	\$253,333	\$30,931	\$284,264	73.4 %	\$234,176	\$16,627	\$250,803	71.4 %
2	Baa	75,619	5,501	81,120	20.9	77,313	2,210	79,523	22.6
	Subtotal investment grade	328,952	36,432	365,384	94.3	311,489	18,837	330,326	94.0
3	Ba	14,610	377	14,987	3.9	15,314	(172)	15,142	4.3
4	B	5,954	(89)	5,865	1.5	5,083	(244)	4,839	1.4
5	Caa and lower	1,196	(39)	1,157	0.3	1,036	5	1,041	0.3
6	In or near default	109	6	115	—	42	12	54	—
	Subtotal below investment grade	21,869	255	22,124	5.7	21,475	(399)	21,076	6.0
	Total fixed maturity securities	\$350,821	\$36,687	\$387,508	100.0%	\$332,964	\$18,438	\$351,402	100.0%

The following tables present total fixed maturity securities, based on estimated fair value, by sector classification and by NRSRO rating and the equivalent designations of the NAIC, except for certain structured securities, which are presented using the NAIC methodologies as described above:

NAIC Designation	Fixed Maturity Securities — by Sector & Credit Quality Rating							Total Estimated Fair Value
	1	2	3	4	5	6		
NRSRO Rating	Aaa/Aa/A	Baa	Ba	B	Caa and Lower	In or Near Default		
(Dollars in millions)								
June 30, 2016								
U.S. corporate	\$46,762	\$44,218	\$8,924	\$3,881	\$752	\$78	\$104,615	
U.S. government and agency	69,225	512	—	—	—	—	69,737	
Foreign corporate	25,028	29,867	3,408	810	98	1	59,212	
Foreign government	54,827	4,319	2,102	953	60	—	62,261	
RMBS	42,934	757	427	219	225	36	44,598	
State and political subdivision	16,721	610	60	—	19	—	17,410	
ABS	15,646	815	52	2	3	—	16,518	
CMBS	13,121	22	14	—	—	—	13,157	
Total fixed maturity securities	\$284,264	\$81,120	\$14,987	\$5,865	\$1,157	\$115	\$387,508	
Percentage of total	73.4 %	20.9 %	3.9 %	1.5 %	0.3 %	— %	100.0 %	
December 31, 2015								
U.S. corporate	\$43,448	\$44,158	\$9,163	\$3,532	\$493	\$—	\$100,794	
U.S. government and agency	61,646	—	—	—	—	—	61,646	
Foreign corporate	23,368	29,362	3,621	732	114	1	57,198	
Foreign government	43,911	4,098	1,730	395	326	39	50,499	
RMBS	37,394	560	579	177	78	9	38,797	
State and political subdivision	14,818	599	10	—	14	—	15,441	
ABS	13,646	702	24	3	14	5	14,394	
CMBS	12,572	44	15	—	2	—	12,633	



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Total fixed maturity securities	\$250,803	\$79,523	\$15,142	\$4,839	\$1,041	\$ 54	\$351,402
Percentage of total	71.4	% 22.6	% 4.3	% 1.4	% 0.3	% —	% 100.0 %

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## U.S. and Foreign Corporate Fixed Maturity Securities

We maintain a diversified portfolio of corporate fixed maturity securities across industries and issuers. This portfolio does not have any exposure to any single issuer in excess of 1% of total investments and the top ten holdings comprise 2% of total investments at both June 30, 2016 and December 31, 2015. The tables below present our U.S. and foreign corporate securities holdings at:

	June 30, 2016		December 31, 2015	
	Estimated Fair Value	% of Total	Estimated Fair Value	% of Total
(Dollars in millions)				
U.S. and foreign (1) corporate fixed maturity securities — by industry:				
Industrial	\$48,854	29.8 %	\$44,710	28.3 %
Consumer	37,710	23.0	37,317	23.6
Finance	35,313	21.6	33,050	20.9
Utility	25,270	15.4	27,770	17.6
Communications	13,638	8.3	11,559	7.3
Other	3,042	1.9	3,586	2.3
Total	\$163,827	100.0%	\$157,992	100.0%

(1)Includes both U.S. dollar and foreign denominated securities.

## Structured Securities

We held \$74.3 billion and \$65.8 billion of structured securities, at estimated fair value, at June 30, 2016 and December 31, 2015, respectively, as presented in the RMBS, ABS and CMBS sections below.

## RMBS

The table below presents our RMBS holdings at:

	June 30, 2016			December 31, 2015		
	Estimated Fair Value	% of Total	Net Unrealized Gains (Losses)	Estimated Fair Value	% of Total	Net Unrealized Gains (Losses)
(Dollars in millions)						
By security type:						
Collateralized mortgage obligations	\$22,613	50.7 %	\$ 784	\$20,604	53.1 %	\$ 578
Pass-through securities	21,985	49.3	591	18,193	46.9	305
Total RMBS	\$44,598	100.0%	\$ 1,375	\$38,797	100.0%	\$ 883
By risk profile:						
Agency	\$31,122	69.8 %	\$ 1,275	\$26,214	67.6 %	\$ 763
Prime	2,025	4.5	50	1,960	5.1	41
Alt-A	6,320	14.2	27	5,990	15.4	(18 )
Sub-prime	5,131	11.5	23	4,633	11.9	97
Total RMBS	\$44,598	100.0%	\$ 1,375	\$38,797	100.0%	\$ 883
Ratings profile:						
Rated Aaa/AAA	\$31,638	70.9 %		\$26,809	69.1 %	
Designated NAIC 1	\$42,934	96.3 %		\$37,394	96.4 %	

See also “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Investments — Fixed Maturity and Equity Securities AFS — Structured Securities — RMBS” included in the 2015 Annual Report for further information about collateralized mortgage obligations and pass-through mortgage-backed securities, as well as agency, prime, alternative residential mortgage loan and sub-prime RMBS.



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Historically, we have managed our exposure to sub-prime RMBS holdings by: acquiring older vintage year securities that benefit from better underwriting, improved credit enhancement and higher levels of residential property price appreciation; reducing our overall exposure; stress testing the portfolio with severe loss assumptions; and closely monitoring the performance of the portfolio. Since 2012, we have increased our exposure by purchasing sub-prime RMBS at significant discounts to the expected principal recovery value of these securities. The estimated fair value of our sub-prime RMBS holdings purchased since 2012 was \$4.6 billion and \$4.0 billion with unrealized gains (losses) of \$16 million and \$74 million at June 30, 2016 and December 31, 2015, respectively.

**ABS**

Our ABS are diversified both by collateral type and by issuer. The following table presents our ABS holdings at:

	June 30, 2016			December 31, 2015		
	Estimated	% of	Net	Estimated	% of	Net
	Fair	Total	Unrealized	Fair	Total	Unrealized
	Value		Gains (Losses)	Value		Gains (Losses)
	(Dollars in millions)					
By collateral type:						
Collateralized obligations	\$8,407	50.9 %	\$ (224 )	\$7,698	53.5 %	\$ (144 )
Foreign residential loans	1,472	8.9	33	1,365	9.5	32
Student loans	1,528	9.2	(35 )	1,284	8.9	(30 )
Automobile loans	1,780	10.8	6	1,153	8.0	—
Credit card loans	1,420	8.6	20	831	5.8	27
Other loans	1,911	11.6	29	2,063	14.3	11
Total	\$16,518	100.0%	\$ (171 )	\$14,394	100.0%	\$ (104 )
Ratings profile:						
Rated Aaa/AAA	\$9,399	56.9 %		\$7,510	52.2 %	
Designated NAIC 1	\$15,646	94.7 %		\$13,646	94.8 %	

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## CMBS

Our CMBS holdings are diversified by vintage year. The following tables present our CMBS holdings by rating agency rating and by vintage year at:

June 30, 2016

	Aaa		Aa		A		Baa		Below Investment Grade		Total	
	Amortized Cost	Estimated Fair Value	Amortized Cost	Estimated Fair Value	Amortized Cost	Estimated Fair Value	Amortized Cost	Estimated Fair Value	Amortized Cost	Estimated Fair Value	Amortized Cost	Estimated Fair Value
(Dollars in millions)												
2003 - 2005	\$151	\$167	\$22	\$22	\$27	\$28	\$39	\$40	\$12	\$13	\$251	\$270
2006	293	298	58	58	53	53	16	17	—	—	420	426
2007	461	469	130	131	84	86	—	—	113	114	788	800
2008 - 2010	5	5	—	—	—	—	—	—	—	—	5	5
2011	482	519	23	24	62	66	—	—	—	—	567	609
2012	490	534	370	391	488	512	8	9	—	—	1,356	1,446
2013	1,109	1,182	790	847	621	617	11	9	—	—	2,531	2,655
2014	978	1,031	957	991	268	261	—	—	—	—	2,203	2,283
2015	2,687	2,830	465	475	318	318	10	9	—	—	3,480	3,632
2016	910	948	31	32	36	38	13	13	—	—	990	1,031
Total	\$7,566	\$7,983	\$2,846	\$2,971	\$1,957	\$1,979	\$97	\$97	\$125	\$127	\$12,591	\$13,157
Ratings Distribution	60.7 %		22.6 %		15.0 %		0.7 %		1.0 %		100.0 %	

December 31, 2015

	Aaa		Aa		A		Baa		Below Investment Grade		Total	
	Amortized Cost	Estimated Fair Value	Amortized Cost	Estimated Fair Value	Amortized Cost	Estimated Fair Value	Amortized Cost	Estimated Fair Value	Amortized Cost	Estimated Fair Value	Amortized Cost	Estimated Fair Value
(Dollars in millions)												
2003 - 2005	\$187	\$198	\$95	\$101	\$33	\$35	\$47	\$48	\$10	\$10	\$372	\$392
2006	1,061	1,070	79	79	76	77	50	56	—	—	1,266	1,282
2007	477	486	144	145	84	87	—	—	123	125	828	843
2008 - 2010	5	5	—	—	13	13	—	—	—	—	18	18
2011	560	593	23	24	63	64	—	—	—	—	646	681
2012	506	534	368	376	500	513	8	9	1	1	1,383	1,433
2013	989	1,036	696	735	893	925	12	10	—	—	2,590	2,706
2014	854	859	939	937	453	459	1	1	—	—	2,247	2,256
2015	2,258	2,227	445	436	325	327	32	32	—	—	3,060	3,022
Total	\$6,897	\$7,008	\$2,789	\$2,833	\$2,440	\$2,500	\$150	\$156	\$134	\$136	\$12,410	\$12,633
Ratings Distribution	55.5 %		22.4 %		19.8 %		1.2 %		1.1 %		100.0 %	

The tables above reflect rating agency ratings assigned by NRSROs including Moody's Investors Service, S&P, Fitch Ratings and Morningstar, Inc. CMBS designated NAIC 1 were 99.7% and 99.5% of total CMBS at June 30, 2016 and December 31, 2015, respectively.

Evaluation of AFS Securities for OTTI and Evaluating Temporarily Impaired AFS Securities

See Note 6 of the Notes to the Interim Condensed Consolidated Financial Statements for information about the evaluation of fixed maturity securities and equity securities AFS for OTTI and evaluation of temporarily impaired AFS securities.

OTTI Losses on Fixed Maturity and Equity Securities AFS Recognized in Earnings

See Note 6 of the Notes to the Interim Condensed Consolidated Financial Statements for information about OTTI losses and gross gains and gross losses on AFS securities sold.

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## Overview of Fixed Maturity and Equity Security OTTI Losses Recognized in Earnings

Impairments of fixed maturity and equity securities were \$30 million and \$159 million for the three months and six months ended June 30, 2016, respectively, and \$11 million and \$29 million for the three months and six months ended June 30, 2015, respectively. Impairments of fixed maturity securities were \$14 million and \$92 million for the three months and six months ended June 30, 2016, respectively, and \$2 million and \$20 million for the three months and six months ended June 30, 2015, respectively. Impairments of equity securities were \$16 million and \$67 million for the three months and six months ended June 30, 2016, respectively, and \$9 million for both the three months and six months ended June 30, 2015.

Credit-related impairments of fixed maturity securities were \$10 million and \$81 million for the three months and six months ended June 30, 2016, respectively, and \$2 million and \$20 million for the three months and six months ended June 30, 2015, respectively.

Explanations of changes in fixed maturity and equity securities impairments are as follows:

## Three Months Ended June 30, 2016 Compared with the Three Months Ended June 30, 2015

Overall OTTI losses recognized in earnings on fixed maturity and equity securities were \$30 million for the three months ended June 30, 2016, as compared to \$11 million for the three months ended June 30, 2015. The most significant increases in OTTI losses were in U.S. and foreign corporate securities and common stock, which comprised \$24 million for the three months ended June 30, 2016, as compared to \$9 million for the three months ended June 30, 2015. An increase of \$8 million in OTTI losses on U.S. and foreign corporate securities was concentrated in the industrial industry and reflected the impact of lower oil prices on the energy sector. The increase in OTTI losses on common stock was \$7 million for the three months ended June 30, 2016, as compared to the three months ended June 30, 2015, and was also concentrated in the industrial industry and reflected the impact of lower oil prices on the energy sector.

## Six Months Ended June 30, 2016 Compared with the Six Months Ended June 30, 2015

Overall OTTI losses recognized in earnings on fixed maturity and equity securities were \$159 million for the six months ended June 30, 2016 as compared to \$29 million in the prior period. The most significant increases in OTTI losses were in U.S. and foreign corporate securities and common stock, which comprised \$149 million for the six months ended June 30, 2016, as compared to \$14 million for the six months ended June 30, 2015. An increase of \$77 million in OTTI losses on U.S. and foreign corporate securities was concentrated in the industrial industry and reflected the impact of lower oil prices on the energy sector and weakening foreign currencies on non-functional currency denominated fixed maturity securities. The increase in OTTI losses on common stock was \$58 million for the six months ended June 30, 2016, as compared to the six months ended June 30, 2015, and was also concentrated in the industrial industry and reflected the impact of lower oil prices on the energy sector.

## Future Impairments

Future OTTI will depend primarily on economic fundamentals, issuer performance (including changes in the present value of future cash flows expected to be collected), and changes in credit ratings, collateral valuation, interest rates and credit spreads. If economic fundamentals deteriorate or if there are adverse changes in the above factors, OTTI may be incurred in upcoming periods.

## FVO and Trading Securities

FVO and trading securities are primarily comprised of securities for which the FVO has been elected ("FVO securities"). FVO securities include certain fixed maturity and equity securities held-for-investment by the general account to support ALM strategies for certain insurance products and investments in certain separate accounts. FVO securities are primarily comprised of contractholder-directed investments supporting unit-linked variable annuity type liabilities which do not qualify for presentation as separate account summary total assets and liabilities. These investments are primarily mutual funds and, to a lesser extent, fixed maturity and equity securities, short-term investments and cash and cash equivalents. The investment returns on these investments inure to the contractholder and are offset by a corresponding change in policyholder account balances through interest credited to policyholder account balances. FVO securities also include securities held by CSEs. We previously maintained a trading securities portfolio, principally invested in fixed maturity securities, to support investment strategies that involved the active and frequent purchase and sale of actively traded securities and the execution of short sale agreements. In June 2016, we

commenced a reinvestment of this portfolio into other asset classes. FVO and trading securities were \$14.3 billion and \$15.0 billion at estimated fair value, or 2.6% and 3.0% of total cash and invested assets, at June 30, 2016 and December 31, 2015, respectively. See Note 8 of the Notes to the Interim Condensed Consolidated Financial Statements for the FVO and trading securities fair value hierarchy and a rollforward of the fair value measurements for FVO and trading securities measured at estimated fair value on a recurring basis using significant unobservable (Level 3) inputs.



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## Securities Lending

We participate in a securities lending program whereby securities are loaned to third parties, primarily brokerage firms and commercial banks. We obtain collateral, usually cash, in an amount generally equal to 102% of the estimated fair value of the securities loaned, which is obtained at the inception of a loan and maintained at a level greater than or equal to 100% for the duration of the loan. We monitor the estimated fair value of the securities loaned on a daily basis with additional collateral obtained as necessary throughout the duration of the loan. Securities loaned under such transactions may be sold or re-pledged by the transferee. We are liable to return to our counterparties the cash collateral under our control. Security collateral on deposit from counterparties may not be sold or re-pledged, unless the counterparty is in default, and is not reflected in the consolidated financial statements. These transactions are treated as financing arrangements and the associated cash collateral liability is recorded at the amount of the cash received.

See “— Liquidity and Capital Resources — The Company — Liquidity and Capital Uses — Securities Lending” and Note 6 of Notes to the Interim Condensed Consolidated Financial Statements for information regarding our securities lending program.

## Repurchase Agreement Transactions

We participate in short-term repurchase and reverse repurchase agreement transactions whereby fixed maturity securities are loaned to, and contemporaneously other fixed maturity securities are borrowed from, unaffiliated financial institutions. We obtain cash collateral in an amount greater than or equal to 95% of the estimated fair value of the securities loaned, and pledge cash collateral in an amount generally equal to 98% of the estimated fair value of the borrowed securities at the inception of the transaction. We monitor the estimated fair value of the securities loaned and borrowed on a daily basis with additional collateral obtained as necessary throughout the duration of the transaction. Securities loaned under such transactions may be sold or re-pledged by the transferee. Securities borrowed under such transactions may be re-pledged, and are not reflected in the consolidated financial statements. These transactions are treated as collateralized borrowing and lending and the Company has elected to offset amounts recognized as receivables and payables resulting from these transactions.

See Note 6 of the Notes to the Interim Condensed Consolidated Financial Statements for additional information regarding our repurchase and reverse repurchase agreement transactions.

## Mortgage Loans

Our mortgage loans are principally collateralized by commercial, agricultural and residential properties. Mortgage loans and the related valuation allowances are summarized as follows at:

	June 30, 2016			December 31, 2015			
	Recorded Investment	% of total	Valuation Allowance	Recorded Investment	% of total	Valuation Allowance	Recorded Investment
	(Dollars in millions)						
Commercial	\$45,165	65.2 %	\$ 367	\$44,012	65.8 %	\$ 217	0.5 %
Agricultural	13,434	19.4	41	13,188	19.7	42	0.3 %
Residential	10,659	15.4	59	9,734	14.5	59	0.6 %
Total	\$69,258	100.0%	\$ 467	\$66,934	100.0%	\$ 318	0.5 %

The information presented in the tables herein exclude mortgage loans where we elected the FVO. Such amounts are presented in Note 6 of the Notes to the Interim Condensed Consolidated Financial Statements.

We diversify our mortgage loan portfolio by both geographic region and property type to reduce the risk of concentration. Of our commercial and agricultural mortgage loan portfolios, 85% are collateralized by properties located in the U.S., with the remaining 15% collateralized by properties located outside the U.S., which includes 6% of properties located in the U.K., at June 30, 2016. The carrying value of our commercial and agricultural mortgage loans located in California, New York and Texas were 18%, 12% and 8%, respectively, of total mortgage loans at June 30, 2016. Additionally, we manage risk when originating commercial and agricultural mortgage loans by generally lending up to 75% of the estimated fair value of the underlying real estate collateral.

We manage our residential mortgage loan portfolio in a similar manner to reduce risk of concentration, with 91% collateralized by properties located in the U.S., and the remaining 9% collateralized by properties located outside the U.S., as of June 30, 2016. The carrying value of our residential mortgage loans located in California, Florida, and New York were 34%, 8%, and 6%, respectively, of total mortgage loans at June 30, 2016.

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In connection with our investment management business, we manage commercial mortgage loans on behalf of institutional clients, which are unaffiliated investors. These commercial mortgage loans had an estimated fair value of \$2.7 billion and \$2.0 billion at June 30, 2016 and December 31, 2015, respectively. These assets are not included in our interim condensed consolidated financial statements.

Commercial Mortgage Loans by Geographic Region and Property Type. Commercial mortgage loans are the largest component of the mortgage loan invested asset class, as such loans represented over 65% of total mortgage loans at both June 30, 2016 and December 31, 2015. The tables below present the diversification across geographic regions and property types of commercial mortgage loans:

	June 30, 2016		December 31, 2015	
	Amount	% of Total	Amount	% of Total
	(Dollars in millions)			
Region				
Pacific	\$10,183	22.5 %	\$ 9,583	21.8 %
Middle Atlantic	8,291	18.4	8,154	18.5
International	8,114	18.0	7,889	17.9
South Atlantic	5,765	12.8	6,127	13.9
West South Central	4,228	9.4	4,311	9.8
East North Central	2,115	4.7	2,346	5.3
New England	1,423	3.1	1,367	3.1
Mountain	1,549	3.4	1,117	2.5
West North Central	509	1.1	520	1.2
East South Central	618	1.4	512	1.2
Multi-Region and Other	2,370	5.2	2,086	4.8
Total recorded investment	45,165	100.0%	44,012	100.0 %
Less: valuation allowances	367		217	
Carrying value, net of valuation allowances	\$44,798		\$ 43,795	
Property Type				
Office	\$22,055	48.8 %	\$ 21,525	48.9 %
Retail	11,109	24.6	10,466	23.8
Apartment	5,872	13.0	5,171	11.7
Hotel	4,048	9.0	4,396	10.0
Industrial	2,008	4.4	2,334	5.3
Other	73	0.2	120	0.3
Total recorded investment	45,165	100.0%	44,012	100.0 %
Less: valuation allowances	367		217	
Carrying value, net of valuation allowances	\$44,798		\$ 43,795	

Mortgage Loan Credit Quality - Monitoring Process. We monitor our mortgage loan investments on an ongoing basis, including a review of loans that are current, past due, restructured and under foreclosure. See Note 6 of the Notes to the Interim Condensed Consolidated Financial Statements for tables that present mortgage loans by credit quality indicator, past due and nonaccrual mortgage loans, as well as impaired mortgage loans. See “— Real Estate and Real Estate Joint Ventures” for real estate acquired through foreclosure.

We review our commercial mortgage loans on an ongoing basis. These reviews may include an analysis of the property financial statements and rent roll, lease rollover analysis, property inspections, market analysis, estimated valuations of the underlying collateral, loan-to-value ratios, debt service coverage ratios, and tenant creditworthiness. The monitoring process focuses on higher risk loans, which include those that are classified as restructured, delinquent or in foreclosure, as well as loans with higher loan-to-value ratios and lower debt service coverage ratios. The monitoring process for agricultural mortgage loans is generally similar, with a focus on higher risk loans, such as loans with higher loan-to-value ratios, including reviews on a geographic and sector basis. We also review our

residential mortgage loans on an ongoing basis. See Note 8 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report for information on our evaluation of residential mortgage loans and related valuation allowance methodology.

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Loan-to-value ratios and debt service coverage ratios are common measures in the assessment of the quality of commercial mortgage loans. Loan-to-value ratios are a common measure in the assessment of the quality of agricultural mortgage loans. Loan-to-value ratios compare the amount of the loan to the estimated fair value of the underlying collateral. A loan-to-value ratio greater than 100% indicates that the loan amount is greater than the collateral value. A loan-to-value ratio of less than 100% indicates an excess of collateral value over the loan amount. Generally, the higher the loan-to-value ratio, the higher the risk of experiencing a credit loss. The debt service coverage ratio compares a property's net operating income to amounts needed to service the principal and interest due under the loan. Generally, the lower the debt service coverage ratio, the higher the risk of experiencing a credit loss. For our commercial mortgage loans, our average loan-to-value ratio was 52% at both June 30, 2016 and December 31, 2015, and our average debt service coverage ratio was 2.7x and 2.6x at June 30, 2016 and December 31, 2015, respectively. Our debt service coverage ratio and the values utilized in calculating the ratio are updated annually, on a rolling basis, with a portion of the portfolio updated each quarter. Our loan-to-value ratio is routinely updated for all but the lowest risk loans as part of our ongoing review of our commercial mortgage loan portfolio. For our agricultural mortgage loans, our average loan-to-value ratio was 43% at both June 30, 2016 and December 31, 2015. The values utilized in calculating the agricultural mortgage loan loan-to-value ratio are developed in connection with the ongoing review of the agricultural loan portfolio and are routinely updated.

**Mortgage Loan Valuation Allowances.** Our valuation allowances are established both on a loan specific basis for those loans considered impaired where a property specific or market specific risk has been identified that could likely result in a future loss, as well as for pools of loans with similar risk characteristics where a property specific or market specific risk has not been identified, but for which we expect to incur a loss. Accordingly, a valuation allowance is provided to absorb these estimated probable credit losses.

The determination of the amount of valuation allowances is based upon our periodic evaluation and assessment of known and inherent risks associated with our loan portfolios. Such evaluations and assessments are based upon several factors, including our experience with loan losses, defaults and loss severity, and loss expectations for loans with similar risk characteristics. These evaluations and assessments are revised as conditions change and new information becomes available, which can cause the valuation allowances to increase or decrease over time as such evaluations are revised. Negative credit migration, including an actual or expected increase in the level of problem loans, will result in an increase in the valuation allowance. Positive credit migration, including an actual or expected decrease in the level of problem loans, will result in a decrease in the valuation allowance.

See Notes 6 and 8 of the Notes to the Interim Condensed Consolidated Financial Statements for information about how valuation allowances are established and monitored, activity in and balances of the valuation allowance, and the estimated fair value of impaired mortgage loans and related impairments included within net investment gains (losses) as of and for the six months ended June 30, 2016 and 2015.

**Real Estate and Real Estate Joint Ventures**

We diversify our real estate investments by both geographic region and property type to reduce risk of concentration. Of our real estate investments, 75% were located in the U.S., with the remaining 25% located outside the U.S., at June 30, 2016. The carrying value of our real estate investments located in Japan, California and New Jersey were 21%, 16% and 9%, respectively, of total real estate investments at June 30, 2016.

Real estate investments by type consisted of the following at:

	June 30, 2016		December 31, 2015	
	Carrying Value	% of Total	Carrying Value	% of Total
	(Dollars in millions)			
Traditional	\$8,607	95.0 %	\$7,859	93.2 %
Real estate joint ventures and funds	337	3.7	482	5.7
Subtotal	8,944	98.7	8,341	98.9
Foreclosed (commercial, agricultural and residential)	48	0.5	45	0.5
Real estate held-for-investment	8,992	99.2	8,386	99.4

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Real estate held-for-sale	71	0.8	47	0.6
Total real estate and real estate joint ventures	\$9,063	100.0%	\$8,433	100.0%

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See “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Investments — Real Estate and Real Estate Joint Ventures” included in the 2015 Annual Report for a discussion of the types of investments reported within traditional real estate and real estate joint ventures and funds. The estimated fair value of the traditional and held-for-sale real estate investment portfolios was \$13.5 billion and \$12.4 billion at June 30, 2016 and December 31, 2015, respectively.

In connection with our investment management business, we manage real estate investments on behalf of institutional clients, which are unaffiliated investors. These real estate investments had an estimated fair value of \$4.1 billion and \$3.8 billion at June 30, 2016 and December 31, 2015, respectively. These assets are not included in our interim condensed consolidated financial statements.

**Other Limited Partnership Interests**

Other limited partnership interests are comprised of private equity funds and hedge funds. The carrying value of other limited partnership interests was \$7.0 billion and \$7.1 billion at June 30, 2016 and December 31, 2015, respectively, which included \$1.8 billion and \$1.9 billion of hedge funds, at June 30, 2016 and December 31, 2015, respectively.

**Other Invested Assets**

The following table presents the carrying value of our other invested assets by type:

	June 30, 2016		December 31, 2015	
	Carrying Value	% of Total	Carrying Value	% of Total
	(Dollars in millions)			
Freestanding derivatives with positive estimated fair values	\$23,563	74.0 %	\$14,406	64.0 %
Tax credit and renewable energy partnerships	3,077	9.7	3,145	13.9
Leveraged leases, net of non-recourse debt	1,635	5.1	1,712	7.6
Direct financing leases	1,160	3.7	1,076	4.8
Funds withheld	807	2.5	771	3.4
Operating joint ventures	766	2.4	605	2.7
Other	826	2.6	809	3.6
Total	\$31,834	100.0 %	\$22,524	100.0 %

**Short-term Investments and Cash Equivalents**

The carrying value of short-term investments, which approximates estimated fair value, was \$9.8 billion and \$9.3 billion, or 1.8% and 1.8% of total cash and invested assets, at June 30, 2016 and December 31, 2015, respectively. The carrying value of cash equivalents, which approximates estimated fair value, was \$7.9 billion and \$7.5 billion, or 1.4% and 1.5% of total cash and invested assets, at June 30, 2016 and December 31, 2015, respectively.

**Derivatives****Derivative Risks**

We are exposed to various risks relating to our ongoing business operations, including interest rate, foreign currency exchange rate, credit and equity market. We use a variety of strategies to manage these risks, including the use of derivatives. See Note 7 of the Notes to the Interim Condensed Consolidated Financial Statements for:

- A comprehensive description of the nature of our derivatives, including the strategies for which derivatives are used in managing various risks.

- Information about the gross notional amount, estimated fair value, and primary underlying risk exposure of our derivatives by type of hedge designation, excluding embedded derivatives held at June 30, 2016 and December 31, 2015.

- The statement of operations effects of derivatives in net investments in foreign operations, cash flow, fair value, or nonqualifying hedge relationships for the three months and six months ended June 30, 2016 and 2015.

See “Quantitative and Qualitative Disclosures About Market Risk — Management of Market Risk Exposures — Hedging Activities” included in the 2015 Annual Report for more information about our use of derivatives by major hedge program.





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## Fair Value Hierarchy

See Note 8 of the Notes to the Interim Condensed Consolidated Financial Statements for derivatives measured at estimated fair value on a recurring basis and their corresponding fair value hierarchy.

The valuation of Level 3 derivatives involves the use of significant unobservable inputs and generally requires a higher degree of management judgment or estimation than the valuations of Level 1 and Level 2 derivatives. Although Level 3 inputs are unobservable, management believes they are consistent with what other market participants would use when pricing such instruments and are considered appropriate given the circumstances. The use of different inputs or methodologies could have a material effect on the estimated fair value of Level 3 derivatives and could materially affect net income.

Derivatives categorized as Level 3 at June 30, 2016 include: interest rate forwards with maturities which extend beyond the observable portion of the yield curve; interest rate options with certain unobservable inputs including the unobservable portion of the yield curve; interest rate total return swaps with unobservable repurchase rates; foreign currency swaps and forwards with certain unobservable inputs, including the unobservable portion of the yield curve; credit default swaps priced using unobservable credit spreads, or that are priced through independent broker quotations; equity variance swaps with unobservable volatility inputs; and equity index options with unobservable correlation inputs. At June 30, 2016, less than 1% of the estimated fair value of our derivatives was priced through independent broker quotations.

See Note 8 of the Notes to the Interim Condensed Consolidated Financial Statements for a rollforward of the fair value measurements for derivatives measured at estimated fair value on a recurring basis using significant unobservable (Level 3) inputs.

The gain (loss) on Level 3 derivatives primarily relates to interest rate total return swaps with unobservable repurchase rates, certain purchased equity index options that are valued using models dependent on an unobservable market correlation input, equity variance swaps that are valued using observable equity volatility data plus an unobservable equity variance spread and foreign currency swaps and forwards that are valued using an unobservable portion of the swap yield curves. Other significant inputs, which are observable, include equity index levels, equity volatility and the swap yield curves. We validate the reasonableness of these inputs by valuing the positions using internal models and comparing the results to broker quotations.

The gain (loss) on Level 3 derivatives, percentage of gain (loss) attributable to observable and unobservable inputs, and the primary drivers of observable gain (loss) are summarized as follows:

	Three Months Ended June 30, 2016	Six Months Ended June 30, 2016
Gain (loss) recognized in net income (loss)	\$165 million	\$228 million
Percentage of gain (loss) attributable to observable inputs	81%	47%
Primary drivers of observable gain (loss)	Decreases in interest rates on interest rate total return swaps; increases in certain equity volatility levels; and increases in certain equity index levels.	Decreases in interest rates on interest rate total return swaps; weakening of the U.S. dollar versus foreign currencies on receive inflation-linked foreign currency, pay U.S. dollar forwards and swaps; decreases in certain equity volatility levels; and increases in certain equity index levels.
Percentage of gain (loss) attributable to unobservable inputs	19%	53%

See "Management's Discussion and Analysis of Financial Condition and Results of Operations — Summary of Critical Accounting Estimates — Derivatives" included in the 2015 Annual Report for further information on the estimates and assumptions that affect derivatives.

Credit Risk

See Note 7 of the Notes to the Interim Condensed Consolidated Financial Statements for information about how we manage credit risk related to derivatives and for the estimated fair value of our net derivative assets and net derivative liabilities after the application of master netting agreements and collateral.

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Our policy is not to offset the fair value amounts recognized for derivatives executed with the same counterparty under the same master netting agreement. This policy applies to the recognition of derivatives in the consolidated balance sheets, and does not affect our legal right of offset.

## Credit Derivatives

The following table presents the gross notional amount and estimated fair value of credit default swaps at:

Credit Default Swaps	June 30, 2016		December 31, 2015	
	Gross Notional Amount	Estimated Fair Value	Gross Notional Amount	Estimated Fair Value
Purchased (1)	\$1,823	\$ (21 )	\$1,870	\$ (6 )
Written (2)	11,183	96	10,311	65
Total	\$13,006	\$ 75	\$12,181	\$ 59

At June 30, 2016 there were no purchased credit default swaps held in relation to the trading portfolio. At (1) December 31, 2015 purchased credit default swaps held in relation to the trading portfolio amounted to \$175 million in gross notional amount and (\$2) million in estimated fair value.

At June 30, 2016, there were no written credit default swaps held in relation to the trading portfolio. At (2) December 31, 2015, written credit default swaps held in relation to the trading portfolio amounted to \$20 million in gross notional amount and (\$2) million in estimated fair value.

The following table presents the gross gains, gross losses and net gain (losses) recognized in income for credit default swaps as follows:

Credit Default Swaps	Three Months Ended June 30, 2016						Six Months Ended June 30, 2016					
	Gross Gain (1)	Gross Losses (1)	Net Gains (Losses)	Gross Gain (1)	Gross Losses (1)	Net Gains (Losses)	Gross Gain (1)	Gross Losses (1)	Net Gains (Losses)	Gross Gain (1)	Gross Losses (1)	Net Gains (Losses)
Purchased (2), (4)	\$—	\$ (32 )	\$ (32 )	\$3	\$2	\$5	\$6	\$ (33 )	\$ (27 )	\$12	\$ (19 )	\$ (7 )
Written (3), (4)	12	—	12	(1)	(33)	(34)	33	(36)	(3)	18	(48)	(30)
Total	\$12	\$ (32 )	\$ (20 )	\$2	\$ (31 )	\$ (29 )	\$39	\$ (69 )	\$ (30 )	\$30	\$ (67 )	\$ (37 )

(1) Gains (losses) are reported in net derivative gains (losses), except for gains (losses) on the trading portfolio, which are reported in net investment income.

The gross gains and gross (losses) for purchased credit default swaps in the trading portfolio were \$0 and (\$10) million, respectively, for the three months ended June 30, 2016 and \$4 million and (\$4) million, respectively, (2) for the six months ended June 30, 2016. The gross gains and gross (losses) for purchased credit default swaps in the trading portfolio were \$2 million and (\$1) million, respectively, for the three months ended June 30, 2015 and \$3 million and (\$3) million, respectively, for the six months ended June 30, 2015.

The gross gains and gross (losses) for written credit default swaps in the trading portfolio were \$9 million and \$0, respectively, for the three months ended June 30, 2016 and \$3 million and (\$3) million, respectively, for the six (3) months ended June 30, 2016. The gross gains and gross (losses) for written credit default swaps in the trading portfolio were not significant for the three months ended June 30, 2015 and \$1 million and \$0, respectively, for the six months ended June 30, 2015.

(4) Gains (losses) do not include earned income (expense) on credit default swaps.



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The maximum amount at risk related to our written credit default swaps is equal to the corresponding gross notional amount. In a replication transaction, we pair an asset on our balance sheet with a written credit default swap to synthetically replicate a corporate bond, a core asset holding of life insurance companies. Replications are entered into in accordance with the guidelines approved by insurance regulators and are an important tool in managing the overall corporate credit risk within the Company. In order to match our long-dated insurance liabilities, we will seek to buy long-dated corporate bonds. In some instances, these may not be readily available in the market, or they may be issued by corporations to which we already have significant corporate credit exposure. For example, by purchasing Treasury bonds (or other high-quality assets) and associating them with written credit default swaps on the desired corporate credit name, we, at times, can replicate the desired bond exposures and meet our ALM needs. In addition, given the shorter tenor of the credit default swaps (generally five-year tenors) versus a long-dated corporate bond, we have more flexibility in managing our credit exposures.

**Embedded Derivatives**

See Note 8 of the Notes to the Interim Condensed Consolidated Financial Statements for information about embedded derivatives measured at estimated fair value on a recurring basis and their corresponding fair value hierarchy.

See Note 8 of the Notes to the Interim Condensed Consolidated Financial Statements for a rollforward of the fair value measurements for net embedded derivatives measured at estimated fair value on a recurring basis using significant unobservable (Level 3) inputs.

See Note 7 of the Notes to the Interim Condensed Consolidated Financial Statements for information about the nonperformance risk adjustment included in the valuation of guaranteed minimum benefits accounted for as embedded derivatives.

See “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Summary of Critical Accounting Estimates — Derivatives” included in the 2015 Annual Report for further information on the estimates and assumptions that affect embedded derivatives.

**Off-Balance Sheet Arrangements****Credit and Committed Facilities**

We maintain an unsecured credit facility and certain committed facilities with various financial institutions. See “— Liquidity and Capital Resources — The Company — Liquidity and Capital Sources — Global Funding Sources — Credit and Committed Facilities” for further descriptions of such arrangements. For the classification of expenses on such credit and committed facilities and the nature of the associated liability for letters of credit issued and drawdowns on these credit and committed facilities, see Note 12 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report.

**Collateral for Securities Lending, Repurchase Agreement Transactions, Third-Party Custodian Administered Repurchase Program and Derivatives**

We participate in a securities lending program in the normal course of business for the purpose of enhancing the total return on our investment portfolio. Periodically, we receive non-cash collateral for securities lending from counterparties, which cannot be sold or re-pledged, and which has not been recorded on our consolidated balance sheets. The amount of this collateral was \$198 million and \$50 million at estimated fair value at June 30, 2016 and December 31, 2015, respectively. See Note 6 of the Notes to the Interim Condensed Consolidated Financial Statements and “— Investments — Securities Lending,” as well as “Summary of Significant Accounting Policies — Investments — Securities Lending Program” in Note 1 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report for discussion of our securities lending program, the classification of revenues and expenses, and the nature of the secured financing arrangement and associated liability.

We participate in repurchase and reverse repurchase agreement transactions. In connection with these transactions, we obtain fixed maturity securities as collateral from unaffiliated financial institutions, which can be re-pledged, and which have not been recorded on our consolidated balance sheets. The amount of these securities and the amount which were re-pledged was \$310 million and \$106 million, respectively, at estimated fair value at June 30, 2016. We had no such securities as of December 31, 2015. See “— Investments — Repurchase Agreement Transactions” and Note 6 of the Notes to the Interim Condensed Consolidated Financial Statements for discussion of our repurchase and reverse repurchase agreements, and the classification of the associated net receivable/payable and expense.



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We also participate in third-party custodian administered repurchase programs for the purpose of enhancing the total return on our investment portfolio. We loan certain of our fixed maturity securities to financial institutions and, in exchange, non-cash collateral is put on deposit by the financial institutions on our behalf with third-party custodians. The estimated fair value of securities loaned in connection with these transactions was \$545 million and \$738 million at June 30, 2016 and December 31, 2015, respectively. Non-cash collateral on deposit with third-party custodians on our behalf was \$564 million and \$781 million at June 30, 2016 and December 31, 2015, respectively, which cannot be sold or re-pledged, and which has not been recorded on our consolidated balance sheets.

We enter into derivatives to manage various risks relating to our ongoing business operations. We have non-cash collateral from counterparties for derivatives, which can be sold or re-pledged subject to certain constraints, and which has not been recorded on our consolidated balance sheets. The amount of this non-cash collateral was \$3.4 billion and \$2.2 billion at June 30, 2016 and December 31, 2015, respectively. See “— Liquidity and Capital Resources — The Company — Liquidity and Capital Uses — Pledged Collateral” and Note 7 of the Notes to the Interim Condensed Consolidated Financial Statements for information regarding the earned income on and the gross notional amount, estimated fair value of assets and liabilities and primary underlying risk exposure of our derivatives.

**Lease Commitments**

As lessee, we have entered into various lease and sublease agreements for office space, information technology and other equipment. Our commitments under such lease agreements are included within the contractual obligations table. See “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Liquidity and Capital Resources — The Company — Contractual Obligations” and Note 21 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report.

**Guarantees**

See “Guarantees” in Note 13 of the Notes to the Interim Condensed Consolidated Financial Statements.

**Other**

Additionally, we make mortgage loan commitments and commitments to fund partnerships, bank credit facilities, bridge loans and private corporate bond investments in the normal course of business for the purpose of enhancing the total return on our investment portfolio. Other than these investment-related commitments which are disclosed in Note 13 of the Notes to the Interim Condensed Consolidated Financial Statements, there are no other material obligations or liabilities arising from these investment-related commitments. For further information on these investment-related commitments see “— Liquidity and Capital Resources — The Company — Contractual Obligations.” See “Net Investment Income” and “Net Investment Gains (Losses)” in Note 6 of the Notes to the Interim Condensed Consolidated Financial Statements for information on the investment income, investment expense, gains and losses from such investments. See also “— Investments — Fixed Maturity and Equity Securities AFS,” “— Investments — Mortgage Loans,” “— Investments — Real Estate and Real Estate Joint Ventures” and “— Investments — Other Limited Partnership Investments” for information on our investments in fixed maturity and equity securities, mortgage loans and partnerships.

**Policyholder Liabilities**

We establish, and carry as liabilities, actuarially determined amounts that are calculated to meet policy obligations or to provide for future annuity payments. Amounts for actuarial liabilities are computed and reported in the interim condensed consolidated financial statements in conformity with GAAP. For more details on Policyholder Liabilities, see “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Summary of Critical Accounting Estimates” included in the 2015 Annual Report.

Due to the nature of the underlying risks and the uncertainty associated with the determination of actuarial liabilities, we cannot precisely determine the amounts that will ultimately be paid with respect to these actuarial liabilities, and the ultimate amounts may vary from the estimated amounts, particularly when payments may not occur until well into the future.

We periodically review our estimates of actuarial liabilities for future benefits and compare them with our actual experience. We revise estimates, to the extent permitted or required under GAAP, if we determine that future expected experience differs from assumptions used in the development of actuarial liabilities. We charge or credit changes in our liabilities to expenses in the period the liabilities are established or re-estimated. If the liabilities originally established for future benefit payments prove inadequate, we must increase them. Such an increase could adversely

affect our earnings and have a material adverse effect on our business, results of operations and financial condition.

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We have experienced, and will likely in the future experience, catastrophe losses and possibly acts of terrorism, as well as turbulent financial markets that may have an adverse impact on our business, results of operations, and financial condition. Due to their nature, we cannot predict the incidence, timing, severity or amount of losses from catastrophes and acts of terrorism, but we make broad use of catastrophic and non-catastrophic reinsurance to manage risk from these perils.

Insurance regulators in many of the non-U.S. countries in which we operate require certain MetLife entities to prepare a sufficiency analysis of the reserves presented in the locally required regulatory financial statements, and to submit that analysis to the regulatory authorities. See “Business — Regulation — U.S. Regulation — Insurance Regulation — Policy and Contract Reserve Adequacy Analysis” and “Business — Regulation — International Regulation” included in the 2015 Annual Report.

### Future Policy Benefits

We establish liabilities for amounts payable under insurance policies. See Notes 1 and 4 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report for additional information. See also “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Industry Trends — Impact of a Sustained Low Interest Rate Environment — Low Interest Rate Scenario” included in the 2015 Annual Report and “— Variable Annuity Guarantees.” A discussion of future policy benefits by segment (as well as Corporate & Other) follows.

#### Retail

Future policy benefits for the life business are comprised mainly of liabilities for traditional life and for universal and variable life insurance contracts. In order to manage risk, we have often reinsured a portion of the mortality risk on life insurance policies. The reinsurance programs are routinely evaluated and this may result in increases or decreases to existing coverage. We have entered into various derivative positions, primarily interest rate swaps and swaptions, to mitigate the risk that investment of premiums received and reinvestment of maturing assets over the life of the policy will be at rates below those assumed in the original pricing of these contracts. For our property & casualty business, future policy benefits include unearned premium reserves and liabilities for unpaid claims and claim expenses and represent the amount estimated for claims that have been reported but not settled and claims incurred but not reported. For the annuities business, future policy benefits are comprised mainly of liabilities for life-contingent income annuities, and liabilities for the variable annuity guaranteed minimum benefits accounted for as insurance.

#### Group, Voluntary & Worksite Benefits

With the exception of our property & casualty business, future policy benefits for our Group and Voluntary & Worksite businesses are comprised mainly of liabilities for disabled lives under disability waiver of premium policy provisions, liabilities for survivor income benefit insurance, long-term care policies, active life policies and premium stabilization and other contingency liabilities held under life insurance contracts. The components of future policy benefits for the property & casualty products offered by the Voluntary & Worksite and Retail property & casualty businesses are the same. Liabilities for unpaid claims are estimated based upon assumptions such as rates of claim frequencies, levels of severities, inflation, judicial trends, legislative changes or regulatory decisions. Assumptions are based upon our historical experience and analyses of historical development patterns of the relationship of loss adjustment expenses to losses for each line of business, and we consider the effects of current developments, anticipated trends and risk management programs, reduced for anticipated salvage and subrogation.

#### Corporate Benefit Funding

Liabilities for this segment are primarily related to payout annuities, including pension risk transfers, structured settlement annuities and institutional income annuities. There is no interest rate crediting flexibility on these liabilities. As a result, a sustained low interest rate environment could negatively impact earnings; however, we mitigate our risks by applying various ALM strategies, including the use of various derivative positions, primarily interest rate floors and interest rate swaps, to mitigate the risks associated with such a scenario.

#### Latin America

Future policy benefits for this segment are held primarily for immediate annuities in Chile, Argentina and Mexico and traditional life contracts mainly in Brazil and Mexico. There are also liabilities held for total return pass-through provisions included in certain universal life and savings products in Mexico. Factors impacting these liabilities include

sustained periods of lower yields than rates established at policy issuance, lower than expected asset reinvestment rates, and mortality and lapses different than expected. We mitigate our risks by applying various ALM strategies.

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Asia

Future policy benefits for this segment are held primarily for traditional life, endowment, annuity and accident & health contracts. They are also held for total return pass-through provisions included in certain universal life and savings products. They include certain liabilities for variable annuity and variable life guarantees of minimum death benefits, and longevity guarantees. Factors impacting these liabilities include sustained periods of lower yields than rates established at policy issuance, lower than expected asset reinvestment rates, market volatility, actual lapses resulting in lower than expected income, and actual mortality or morbidity resulting in higher than expected benefit payments. We mitigate our risks by applying various ALM strategies.

EMEA

Future policy benefits for this segment include unearned premium reserves for group life and credit insurance contracts. Future policy benefits are also held for traditional life, endowment and annuity contracts with significant mortality risk and accident & health contracts. Factors impacting these liabilities include lower than expected asset reinvestment rates, market volatility, actual lapses resulting in lower than expected income, and actual mortality or morbidity resulting in higher than expected benefit payments. We mitigate our risks by having premiums which are adjustable or cancellable in some cases, and by applying various ALM strategies.

Corporate & Other

Future policy benefits primarily include liabilities for certain run-off long-term care and workers' compensation business written by MetLife USA. Additionally, future policy benefits include liabilities for variable annuity guaranteed minimum benefits assumed from a former operating joint venture in Japan that are accounted for as insurance.

Policyholder Account Balances

Policyholder account balances are generally equal to the account value, which includes accrued interest credited, but excludes the impact of any applicable charge that may be incurred upon surrender. See "Management's Discussion and Analysis of Financial Condition and Results of Operations — Industry Trends — Impact of a Sustained Low Interest Rate Environment — Low Interest Rate Scenario" included in the 2015 Annual Report and "— Variable Annuity Guarantees." See also Notes 1 and 4 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report for additional information. A discussion of policyholder account balances by segment (as well as Corporate & Other) follows.

Retail

Life & Other policyholder account balances are held for retained asset accounts, universal life policies and the fixed account of variable life insurance policies. For Annuities, policyholder account balances are held for fixed deferred annuities, the fixed account portion of variable annuities, and non-life contingent income annuities. Interest is credited to the policyholder's account at interest rates we determine which are influenced by current market rates, subject to specified minimums. A sustained low interest rate environment could negatively impact earnings as a result of the minimum credited rate guarantees present in most of these policyholder account balances. We have various derivative positions, primarily interest rate floors, to partially mitigate the risks associated with such a scenario. Additionally, policyholder account balances are held for variable annuity guaranteed minimum living benefits that are accounted for as embedded derivatives.

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The table below presents the breakdown of account value subject to minimum guaranteed crediting rates for Retail:

Guaranteed Minimum Crediting Rate	June 30, 2016	
	Account Value (1)	Account Value at Guarantee (1)
(In millions)		
Life & Other		
Greater than 0% but less than 2%	\$91	\$ 91
Equal to 2% but less than 4%	\$12,848	\$ 5,533
Equal to or greater than 4%	\$10,491	\$ 6,584
Annuities		
Greater than 0% but less than 2%	\$3,572	\$ 2,992
Equal to 2% but less than 4%	\$30,536	\$ 27,244
Equal to or greater than 4%	\$2,273	\$ 2,233

(1)These amounts are not adjusted for policy loans.

As a result of acquisitions, we establish additional liabilities known as excess interest reserves for policies with credited rates in excess of market rates as of the applicable acquisition dates. At June 30, 2016, excess interest reserves were \$105 million and \$325 million for Life & Other and Annuities, respectively.

Group, Voluntary & Worksite Benefits

Policyholder account balances in this segment are held for retained asset accounts, universal life policies, the fixed account of variable life insurance policies and specialized life insurance products for benefit programs. Policyholder account balances are credited interest at a rate we determine, which are influenced by current market rates. A sustained low interest rate environment could negatively impact earnings as a result of the minimum credited rate guarantees present in most of these policyholder account balances. We have various derivative positions, primarily interest rate floors, to partially mitigate the risks associated with such a scenario.

The table below presents the breakdown of account value subject to minimum guaranteed crediting rates for Group, Voluntary & Worksite Benefits:

Guaranteed Minimum Crediting Rate	June 30, 2016	
	Account Value (1)	Account Value at Guarantee (1)
(In millions)		
Greater than 0% but less than 2%	\$4,920	\$ 4,912
Equal to 2% but less than 4%	\$1,937	\$ 1,937
Equal to or greater than 4%	\$698	\$ 672

(1)These amounts are not adjusted for policy loans.

Corporate Benefit Funding

Policyholder account balances in this segment are comprised of funding agreements. Interest crediting rates vary by type of contract, and can be fixed or variable. Variable interest crediting rates are generally tied to an external index, most commonly (1-month or 3-month) LIBOR. We are exposed to interest rate risks, as well as foreign currency exchange rate risk, when guaranteeing payment of interest and return of principal at the contractual maturity date. We may invest in floating rate assets or enter into receive-floating interest rate swaps, also tied to external indices, as well as caps, to mitigate the impact of changes in market interest rates. We also mitigate our risks by applying various ALM strategies and seek to hedge all foreign currency exchange rate risk through the use of foreign currency hedges, including cross currency swaps.



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## Latin America

Policyholder account balances in this segment are held largely for investment-type products and universal life products in Mexico and Chile, and deferred annuities in Brazil. Some of the deferred annuities in Brazil are unit-linked-type funds that do not meet the GAAP definition of separate accounts. The rest of the deferred annuities have minimum credited rate guarantees, and these liabilities and the universal life liabilities are generally impacted by sustained periods of low interest rates. Liabilities for unit-linked-type funds are impacted by changes in the fair value of the associated investments, as the return on assets is generally passed directly to the policyholder.

## Asia

Policyholder account balances in this segment are held largely for fixed income retirement and savings plans, fixed deferred annuities, interest sensitive whole life products, universal life and, to a lesser degree, liability amounts for unit-linked-type funds that do not meet the GAAP definition of separate accounts. Also included are certain liabilities for retirement and savings products sold in certain countries in Asia that generally are sold with minimum credited rate guarantees. Liabilities for guarantees on certain variable annuities in Asia are accounted for as embedded derivatives and recorded at estimated fair value and are also included within policyholder account balances. These liabilities are generally impacted by sustained periods of low interest rates, where there are interest rate guarantees. We mitigate our risks by applying various ALM strategies and with reinsurance. Liabilities for unit-linked-type funds are impacted by changes in the fair value of the associated underlying investments, as the return on assets is generally passed directly to the policyholder.

The table below presents the breakdown of account value subject to minimum guaranteed crediting rates for Asia:

	June 30, 2016	
Guaranteed Minimum Crediting Rate (1)	Account Value (2)	Account Value at Guarantee (2)
	(In millions)	
Annuities		
Greater than 0% but less than 2%	\$20,452	\$ 3,147
Equal to 2% but less than 4%	\$1,089	\$ 431
Equal to or greater than 4%	\$1	\$ 1
Life & Other		
Greater than 0% but less than 2%	\$8,239	\$ 7,862
Equal to 2% but less than 4%	\$19,607	\$ 9,025
Equal to or greater than 4%	\$269	\$ 269

Excludes negative VOBA liabilities of \$1.1 billion at June 30, 2016, primarily held in Japan. These liabilities were established in instances where the estimated fair value of contract obligations exceeded the book value of assumed (1) insurance policy liabilities associated with the acquisition of American Life and Delaware American Life Insurance Company (collectively, "ALICO"). These negative liabilities were established primarily for decreased market interest rates subsequent to the issuance of the policy contracts.

(2) These amounts are not adjusted for policy loans.

## EMEA

Policyholder account balances in this segment are held mostly for universal life, deferred annuity, pension products, and unit-linked-type funds that do not meet the GAAP definition of separate accounts. They are also held for endowment products without significant mortality risk. Where there are interest rate guarantees, these liabilities are generally impacted by sustained periods of low interest rates. We mitigate our risks by applying various ALM strategies. Liabilities for unit-linked-type funds are impacted by changes in the fair value of the associated investments, as the return on assets is generally passed directly to the policyholder.

## Corporate &amp; Other

Policyholder account balances in Corporate & Other are held for variable annuity guaranteed minimum benefits assumed from a former operating joint venture in Japan that are accounted for as embedded derivatives.



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## Variable Annuity Guarantees

We issue, directly and through assumed business, certain variable annuity products with guaranteed minimum benefits that provide the policyholder a minimum return based on their initial deposit (i.e., the benefit base) less withdrawals. In some cases, the benefit base may be increased by additional deposits, bonus amounts, accruals or optional market value resets. See Notes 1 and 4 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report, as well as Note 4 of the Interim Condensed Consolidated Financial Statements, for additional information.

Certain guarantees, including portions thereof, have insurance liabilities established that are included in future policy benefits. Guarantees accounted for in this manner include GMDBs, the life-contingent portion of certain guaranteed minimum withdrawal benefit (“GMWBs”), and the non-life contingent portions of both GMWBs and GMIBs that require annuitization. These liabilities are accrued over the life of the contract in proportion to actual and future expected policy assessments based on the level of guaranteed minimum benefits generated using multiple scenarios of separate account returns. The scenarios are based on best estimate assumptions consistent with those used to amortize DAC. When current estimates of future benefits exceed those previously projected or when current estimates of future assessments are lower than those previously projected, liabilities will increase, resulting in a current period charge to net income. The opposite result occurs when the current estimates of future benefits are lower than those previously projected or when current estimates of future assessments exceed those previously projected. At each reporting period, we update the actual amount of business remaining in-force, which impacts expected future assessments and the projection of estimated future benefits resulting in a current period charge or increase to earnings.

Certain guarantees, including portions thereof, accounted for as embedded derivatives, are recorded at estimated fair value and included in policyholder account balances. Guarantees accounted for as embedded derivatives include guaranteed minimum accumulation benefits (“GMABs”), and the non-life contingent portions of both GMWBs and GMIBs that do not require annuitization. The estimated fair values of guarantees accounted for as embedded derivatives are determined based on the present value of projected future benefits minus the present value of projected future fees. The projections of future benefits and future fees require capital market and actuarial assumptions including expectations concerning policyholder behavior. A risk neutral valuation methodology is used to project the cash flows from the guarantees under multiple capital market scenarios to determine an economic liability. The reported estimated fair value is then determined by taking the present value of these risk-free generated cash flows using a discount rate that incorporates a spread over the risk-free rate to reflect our nonperformance risk and adding a risk margin. For more information on the determination of estimated fair value, see Note 8 of the Notes to the Interim Condensed Consolidated Financial Statements.

The table below contains the carrying value for guarantees at:

	Future Policy Benefits		Policyholder Account Balances	
	June 30, 2016	December 31, 2015	June 30, 2016	December 31, 2015
	(In millions)			
Americas				
GMDB	\$1,151	\$ 937	\$—	\$ —
GMIB	2,694	2,410	3,958	(507 )
GMAB	—	—	26	9
GMWB	154	127	1,225	338
Asia				
GMDB	26	25	—	—
GMAB	—	—	57	37
GMWB	94	89	292	151
EMEA				
GMDB	2	2	—	—
GMAB	—	—	23	16
GMWB	8	8	1	(63 )



Corporate & Other

GMDB	4	13	—	—
GMAB	—	—	46	13
GMWB	170	104	1,702	951
Total	\$4,303	\$ 3,715	\$7,330	\$ 945

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The carrying amounts for guarantees included in policyholder account balances above include nonperformance risk adjustments of \$1,924 million and \$462 million at June 30, 2016 and December 31, 2015, respectively. These nonperformance risk adjustments represent the impact of including a credit spread when discounting the underlying risk neutral cash flows to determine the estimated fair values. The nonperformance risk adjustment does not have an economic impact on us as it cannot be monetized given the nature of these policyholder liabilities. The change in valuation arising from the nonperformance risk adjustment is not hedged.

The carrying values of these guarantees can change significantly during periods of sizable and sustained shifts in equity market performance, equity volatility, interest rates or foreign currency exchange rates. Carrying values are also impacted by our assumptions around mortality, separate account returns and policyholder behavior, including lapse rates.

As discussed below, we use a combination of product design, hedging strategies, reinsurance, and other risk management actions to mitigate the risks related to these benefits. Within each type of guarantee, there is a range of product offerings reflecting the changing nature of these products over time. Changes in product features and terms are in part driven by customer demand but, more importantly, reflect our risk management practices of continuously evaluating the guaranteed benefits and their associated asset-liability matching. Recently, we have been diversifying the concentration of income benefits in the portfolio of the Company's Retail Annuities business by focusing on withdrawal benefits, variable annuities without living benefits and index-linked annuities. To this end, the GMIBs were no longer available for new purchases after February 19, 2016.

The sections below provide further detail by total account value for certain of our most popular guarantees. Total account values include amounts not reported in the consolidated balance sheets from assumed business, contractholder-directed investments which do not qualify for presentation as separate account assets, and amounts included in our general account. The total account values and the net amounts at risk include direct and assumed business, but exclude offsets from hedging or ceded reinsurance, if any.

**GMDBs**

We offer a range of GMDBs to our contractholders. The table below presents GMDBs, by benefit type, at June 30, 2016:

	Total Account Value (1)		
	Americas	Asia & EMEA	Corporate & Other
	(In millions)		
Return of premium or five to seven year step-up	\$ 100,549	\$ 9,111	\$ 10,829
Annual step-up	27,139	—	—
Roll-up and step-up combination	36,665	—	—
Total	\$ 164,353	\$ 9,111	\$ 10,829

Total account value excludes \$2.2 billion for contracts with no GMDBs. Further, many of our annuity contracts (1) offer more than one type of guarantee such that GMDB amounts listed above are not mutually exclusive to the amounts in the living benefit guarantees table below.

Based on total account value, less than 39% of our GMDBs included enhanced death benefits such as the annual step-up or roll-up and step-up combination products. We expect the above GMDB risk profile to be relatively consistent for the foreseeable future.

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## Living Benefit Guarantees

The table below presents our living benefit guarantees based on total account values at June 30, 2016:

	Total Account Value (1)		
	Americas	Asia & EMEA	Corporate & Other
	(In millions)		
GMIB	\$89,934	\$—	\$—
GMWB - non-life contingent (2)	5,442	2,607	2,275
GMWB - life-contingent	22,927	4,114	7,625
GMAB	701	1,317	929
	\$119,004	\$8,038	\$10,829

Total account value excludes \$47.5 billion for contracts with no living benefit guarantees. Further, many of our (1) annuity contracts offer more than one type of guarantee such that living benefit guarantee amounts listed above are not mutually exclusive of the amounts in the GMDBs table above.

(2) The Asia and EMEA segments include the non-life contingent portion of the GMWB total account value of \$1,108 million with a guarantee at annuitization.

In terms of total account value, GMIBs are our most significant living benefit guarantee. Our primary risk management strategy for our GMIB products is our derivatives hedging program as discussed below. Additionally, we have engaged in certain reinsurance agreements covering some of our GMIB business. As part of our overall risk management approach for living benefit guarantees, we continually monitor the reinsurance markets for the right opportunity to purchase additional coverage for our GMIB business.

The table below presents our GMIB associated total account values, by their guaranteed payout basis, at June 30, 2016:

	Total Account Value (In millions)
7-year setback, 2.5% interest rate	\$ 31,906
7-year setback, 1.5% interest rate	5,264
10-year setback, 1.5% interest rate	17,963
10-year mortality projection, 10-year setback, 1.0% interest rate	30,532
10-year mortality projection, 10-year setback, 0.5% interest rate	4,269
	\$ 89,934

The annuitization interest rates on GMIBs have been decreased from 2.5% to 0.5% over time, partially in response to the low interest rate environment, accompanied by an increase in the setback period from seven years to 10 years and the introduction of a 10-year mortality projection.

Additionally, 33% of the \$89.9 billion of GMIB total account value has been invested in managed volatility funds as of June 30, 2016. These funds seek to manage volatility by adjusting the fund holdings within certain guidelines based on capital market movements. Such activity reduces the overall risk of the underlying funds while maintaining their growth opportunities. These risk mitigation techniques translate to a reduction or elimination of the need for us to manage the funds' volatility through hedging or reinsurance.

Our GMIB products typically have a waiting period of 10 years to be eligible for annuitization. As of June 30, 2016, only 17% of our contracts with GMIBs were eligible for annuitization. The remaining contracts are not eligible for annuitization for an average of six years.

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Once eligible for annuitization, contractholders would only be expected to annuitize if their contracts were in-the-money. We calculate in-the-moneyness with respect to GMIBs consistent with net amount at risk as discussed in Note 4 of the Notes to the Interim Condensed Consolidated Financial Statements, by comparing the contractholders' income benefits based on total account values and current annuity rates versus the guaranteed income benefits. The net amount at risk was \$4,150 million at June 30, 2016, of which \$3,927 million was related to GMIB guarantees. For those contracts with GMIB, the table below presents details of contracts that are in-the-money and out-of-the-money at June 30, 2016:

	In-the-Moneyness	Total Account Value	% of Total	
(Dollars in millions)				
In-the-money	30% +	\$3,955	4	%
	20% to 30%	2,993	3	%
	10% to 20%	4,893	5	%
	0% to 10%	8,680	10	%
		20,521		
Out-of-the-money	-10% to 0%	13,480	15	%
	-20% to -10%	5,918	7	%
	-20% +	50,015	56	%
		69,413		
Total GMIBs		\$89,934		

## Derivatives Hedging Variable Annuity Guarantees

Our risk mitigating hedging strategy uses various over-the-counter and exchange traded derivatives. The table below presents the gross notional amount, estimated fair value and primary underlying risk exposure of the derivatives hedging our variable annuity guarantees:

Primary Underlying Risk Exposure	Instrument Type	June 30, 2016			December 31, 2015		
		Gross Notional Amount	Estimated Fair Value		Gross Notional Amount	Estimated Fair Value	
(In millions)							
Interest rate	Interest rate swaps	\$ 28,844	\$ 4,388	\$ 1,688	\$ 23,430	\$ 2,056	\$ 966
	Interest rate futures	5,756	1	11	3,915	4	5
	Interest rate options	20,635	2,063	—	24,923	994	7
	Foreign currency exchange rate	2,903	213	21	2,305	29	7
Equity market	Foreign currency futures	121	—	2	135	—	—
	Equity futures	12,500	3	194	7,104	61	18
	Equity options	52,683	1,895	1,214	54,113	1,541	1,041
		23,608	209	682	23,437	195	636

Variance						
swaps						
Total rate						
of return	4,001	59	35	3,803	47	58
swaps						
Total	\$ 151,051	\$ 8,831	\$ 3,847	\$ 143,165	\$ 4,927	\$ 2,738

The change in estimated fair values of our derivatives is recorded in policyholder benefits and claims if such derivatives are hedging guarantees included in future policy benefits, and in net derivative gains (losses) if such derivatives are hedging guarantees included in policyholder account balances.

Our hedging strategy involves the significant use of static longer-term derivative instruments to avoid the need to execute transactions during periods of market disruption or higher volatility. We continually monitor the capital markets for opportunities to adjust our liability coverage, as appropriate. Futures are also used to dynamically adjust the daily coverage levels as markets and liability exposures fluctuate.

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We remain liable for the guaranteed benefits in the event that reinsurers or derivative counterparties are unable or unwilling to pay. Certain of our reinsurance agreements and most derivative positions are collateralized and derivatives positions are subject to master netting agreements, both of which significantly reduce the exposure to counterparty risk. In addition, we are subject to the risk that hedging and other risk management actions prove ineffective or that unanticipated policyholder behavior or mortality, combined with adverse market events, produces economic losses beyond the scope of the risk management techniques employed.

### Liquidity and Capital Resources

#### Overview

Our business and results of operations are materially affected by conditions in the global capital markets and the economy generally. Stressed conditions, volatility and disruptions in global capital markets, particular markets, or financial asset classes can have an adverse effect on us, in part because we have a large investment portfolio and our insurance liabilities are sensitive to changing market factors. The global markets and economy continue to experience volatility that may affect our financing costs and market interest for our debt or equity securities. For further information regarding market factors that could affect our ability to meet liquidity and capital needs, see “— Industry Trends” and “— Investments — Current Environment.”

#### Liquidity Management

Based upon the strength of our franchise, diversification of our businesses, strong financial fundamentals and the substantial funding sources available to us as described herein, we continue to believe we have access to ample liquidity to meet business requirements under current market conditions and reasonably possible stress scenarios. We continuously monitor and adjust our liquidity and capital plans for MetLife, Inc. and its subsidiaries in light of market conditions, as well as changing needs and opportunities.

#### Short-term Liquidity

We maintain a substantial short-term liquidity position, which was \$10.6 billion and \$11.1 billion at June 30, 2016 and December 31, 2015, respectively. Short-term liquidity includes cash and cash equivalents and short-term investments, excluding assets that are pledged or otherwise committed including: (i) amounts related to cash collateral received under our securities lending program; (ii) amounts related to cash collateral received from counterparties in connection with derivatives; and (iii) cash held in the closed block.

#### Liquid Assets

An integral part of our liquidity management includes managing our level of liquid assets, which was \$245.5 billion and \$229.4 billion at June 30, 2016 and December 31, 2015, respectively. Liquid assets include cash and cash equivalents, short-term investments and publicly-traded securities, excluding assets that are pledged or otherwise committed. Assets pledged or otherwise committed include: (i) amounts related to cash collateral received under our securities lending program; (ii) amounts related to cash collateral received from counterparties in connection with derivatives; (iii) cash and investments held in the closed block, in regulatory custodial accounts or on deposit with regulatory agencies; (iv) investments held in trust in support of collateral financing arrangements; and (v) investments pledged in support of funding agreements, derivatives and short sale agreements.

#### Capital Management

We have established several senior management committees as part of our capital management process. These committees, including the Capital Management Committee and the Enterprise Risk Committee (“ERC”), regularly review actual and projected capital levels (under a variety of scenarios including stress scenarios) and our annual capital plan in accordance with our capital policy. The Capital Management Committee is comprised of members of senior management, including MetLife, Inc.’s Chief Financial Officer, Treasurer and Chief Risk Officer (“CRO”). The ERC is also comprised of members of senior management, including MetLife, Inc.’s Chief Financial Officer, CRO and Chief Investment Officer.

Our Board and senior management are directly involved in the development and maintenance of our capital policy. The capital policy sets forth, among other things, minimum and target capital levels and the governance of the capital management process. All capital actions, including proposed changes to the annual capital plan, capital targets or capital policy, are reviewed by the Finance and Risk Committee of the Board prior to obtaining full Board approval. The Board approves the capital policy and the annual capital plan and authorizes capital actions, as required.



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See “Risk Factors — Capital-Related Risks — Regulatory Restrictions and Uncertainty and Restrictions Under the Terms of Certain of Our Securities May Prevent Us from Repurchasing Our Stock and Paying Dividends at the Level We Wish” and Note 16 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report for information regarding restrictions on payment of dividends and stock repurchases. See also “— The Company — Liquidity and Capital Uses — Common Stock Repurchases” for information regarding MetLife, Inc.’s common stock repurchase authorizations.

The Company

Liquidity

Liquidity refers to a company’s ability to generate adequate amounts of cash to meet its needs. In the event of significant cash requirements beyond anticipated liquidity needs, we have various alternatives available depending on market conditions and the amount and timing of the liquidity need. These available alternatives include cash flows from operations, sales of liquid assets, global funding sources and various credit facilities.

Capital

We manage our capital position to maintain our financial strength and credit ratings. Our capital position is supported by our ability to generate strong cash flows within our operating companies and borrow funds at competitive rates, as well as by our demonstrated ability to raise additional capital to meet operating and growth needs despite adverse market and economic conditions.



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## Summary of the Company's Primary Sources and Uses of Liquidity and Capital

Our primary sources and uses of liquidity and capital are summarized as follows:

	Six Months Ended June 30, 2016 2015 (In millions)	
Sources:		
Operating activities, net	\$6,255	\$6,888
Changes in policyholder account balances, net	1,455	—
Changes in payables for collateral under securities loaned and other transactions, net	8,594	205
Short-term debt issued, net	3	—
Long-term debt issued	—	1,492
Preferred stock issued, net of issuance costs	—	1,485
Other, net	—	52
Effect of change in foreign currency exchange rates on cash and cash equivalents	352	—
Total sources	16,659	10,122
Uses:		
Investing activities, net	9,908	6,760
Changes in policyholder account balances, net	—	1,939
Long-term debt repaid	1,264	1,020
Collateral financing arrangements repaid	26	32
Treasury stock acquired in connection with share repurchases	70	1,000
Repurchase of preferred stock	—	905
Preferred stock repurchase premium	—	27
Dividends on preferred stock	52	61
Dividends on common stock	854	814
Other, net	170	—
Effect of change in foreign currency exchange rates on cash and cash equivalents	—	298
Total uses	12,344	12,856
Net increase (decrease) in cash and cash equivalents	\$4,315	\$(2,734)

## Cash Flows from Operations

The principal cash inflows from our insurance activities come from insurance premiums, net investment income, annuity considerations and deposit funds. The principal cash outflows relate to various life insurance, property & casualty, annuity and pension products, operating expenses and income tax, as well as interest expense. A primary liquidity concern with respect to these cash flows is the risk of early contractholder and policyholder withdrawal.

## Cash Flows from Investments

The principal cash inflows from our investment activities come from repayments of principal, proceeds from maturities and sales of investments and settlements of freestanding derivatives. The principal cash outflows relate to purchases of investments, issuances of policy loans and settlements of freestanding derivatives. Additional cash outflows relate to purchases of businesses. We typically have a net cash outflow from investing activities because cash inflows from insurance operations are reinvested in accordance with our ALM discipline to fund insurance liabilities. We closely monitor and manage these risks through our comprehensive investment risk management process. The primary liquidity concerns with respect to these cash flows are the risk of default by debtors and market disruption.

Table of Contents**Cash Flows from Financing**

The principal cash inflows from our financing activities come from issuances of debt and other securities, deposits of funds associated with policyholder account balances and lending of securities. The principal cash outflows come from repayments of debt, payments of dividends on and repurchases of MetLife, Inc.'s securities, withdrawals associated with policyholder account balances and the return of securities on loan. The primary liquidity concerns with respect to these cash flows are market disruption and the risk of early contractholder and policyholder withdrawal.

**Liquidity and Capital Sources**

In addition to the general description of liquidity and capital sources in “— Summary of the Company’s Primary Sources and Uses of Liquidity and Capital,” the following additional information is provided regarding our primary sources of liquidity and capital:

**Global Funding Sources**

Liquidity is provided by a variety of global funding sources, including funding agreements, credit facilities and commercial paper. Capital is provided by a variety of global funding sources, including short-term and long-term debt, collateral financing arrangements, junior subordinated debt securities, preferred securities, equity securities and equity-linked securities. The diversity of our global funding sources enhances our funding flexibility, limits dependence on any one market or source of funds and generally lowers the cost of funds. Our primary global funding sources include:

**Common Stock**

During the six months ended June 30, 2016 and 2015, MetLife, Inc. issued 2,211,616 and 5,002,977 new shares of its common stock for \$88 million and \$196 million, respectively, to satisfy various stock option exercises and other stock-based awards.

**Commercial Paper, Reported in Short-term Debt**

MetLife, Inc. and MetLife Funding, Inc. (“MetLife Funding”) each have a commercial paper program that is supported by the \$4.0 billion general corporate credit facility (see “— Credit and Committed Facilities”). MetLife Funding raises cash from its commercial paper program and uses the proceeds to extend loans through MetLife Credit Corp., another subsidiary of MLIC, to affiliates in order to enhance the financial flexibility and liquidity of these companies.

**Federal Home Loan Bank Funding Agreements, Reported in Policyholder Account Balances**

Certain of our domestic insurance subsidiaries are members of a regional Federal Home Loan Bank (“FHLB”). During the six months ended June 30, 2016 and 2015, we issued \$9.3 billion and \$8.2 billion, respectively, and repaid \$8.0 billion and \$7.7 billion, respectively, under funding agreements with certain regional FHLBs. At June 30, 2016 and December 31, 2015, total obligations outstanding under these funding agreements were \$16.8 billion and \$15.5 billion, respectively. See Note 4 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report.

**Special Purpose Entity Funding Agreements, Reported in Policyholder Account Balances**

We issue fixed and floating rate funding agreements, which are denominated in either U.S. dollars or foreign currencies, to certain special purpose entities (“SPEs”) that have issued either debt securities or commercial paper for which payment of interest and principal is secured by such funding agreements. During the six months ended June 30, 2016 and 2015, we issued \$18.8 billion and \$24.7 billion, respectively, and repaid \$21.9 billion and \$25.7 billion, respectively, under such funding agreements. At June 30, 2016 and December 31, 2015, total obligations outstanding under these funding agreements were \$29.0 billion and \$31.6 billion, respectively. See Note 4 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report.

**Federal Agricultural Mortgage Corporation Funding Agreements, Reported in Policyholder Account Balances**

We have issued funding agreements to the Federal Agricultural Mortgage Corporation (“Farmer Mac”), as well as to certain SPEs that have issued debt securities for which payment of interest and principal is secured by such funding agreements, and such debt securities are also guaranteed as to payment of interest and principal by Farmer Mac. The obligations under all such funding agreements are secured by a pledge of certain eligible agricultural real estate mortgage loans. During the six months ended June 30, 2016 and 2015, we issued \$650 million and \$0, respectively, and repaid \$500 million and \$0, respectively, under such funding agreements. At June 30, 2016 and December 31, 2015, total obligations outstanding under these funding agreements were \$2.7 billion and \$2.6 billion, respectively.

See Note 4 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report.

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## Credit and Committed Facilities

At June 30, 2016, we maintained a \$4.0 billion unsecured credit facility and certain committed facilities aggregating \$11.6 billion. When drawn upon, these facilities bear interest at varying rates in accordance with the respective agreements.

The unsecured credit facility is used for general corporate purposes, to support the borrowers' commercial paper programs and for the issuance of letters of credit. At June 30, 2016, we had outstanding \$720 million in letters of credit and no drawdowns against this facility. Remaining availability was \$3.3 billion at June 30, 2016.

The committed facilities are used for collateral for certain of our affiliated reinsurance liabilities. At June 30, 2016, \$6.2 billion in letters of credit and \$2.8 billion in aggregate drawdowns under collateral financing arrangements were outstanding. Remaining availability was \$2.6 billion at June 30, 2016.

See Note 12 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report for further information about these facilities.

We have no reason to believe that our lending counterparties will be unable to fulfill their respective contractual obligations under these facilities. As commitments associated with letters of credit and financing arrangements may expire unused, these amounts do not necessarily reflect our actual future cash funding requirements.

## Outstanding Debt Under Global Funding Sources

The following table summarizes our outstanding debt at:

	June 30, 2016	December 31, 2015 (1)
	(In millions)	
Short-term debt	\$103	\$100
Long-term debt (2), (3)	\$16,539	\$17,889
Collateral financing arrangements	\$4,113	\$4,139
Junior subordinated debt securities	\$3,168	\$3,168

(1) Net of \$100 million of debt issuance costs, which were reported in other assets at December 31, 2015.

Excludes \$47 million and \$60 million at June 30, 2016 and December 31, 2015, respectively, of long-term debt relating to CSEs — FVO (see Note 6 of the Notes to the Interim Condensed Consolidated Financial Statements). For more information regarding long-term debt, see Note 12 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report.

Includes \$403 million of non-recourse debt at both June 30, 2016 and December 31, 2015, for which creditors have no access, subject to customary exceptions, to the general assets of the Company other than recourse to certain investment subsidiaries.

## Debt and Facility Covenants

Certain of our debt instruments and committed facilities, as well as our unsecured credit facility, contain various administrative, reporting, legal and financial covenants. We believe we were in compliance with all applicable covenants at June 30, 2016.

## Dispositions

There were no cash proceeds from dispositions during either of the six months ended June 30, 2016 or 2015. In July 2016, MetLife, Inc. completed the sale to MassMutual of MetLife's U.S. Retail advisor force and certain assets associated with the MetLife Premier Client Group, for \$280 million. See "— Executive Summary — Other Key Information — Significant Events" and Note 3 of the Notes to the Interim Condensed Consolidated Financial Statements for further information.

## Liquidity and Capital Uses

In addition to the general description of liquidity and capital uses in "— Summary of the Company's Primary Sources and Uses of Liquidity and Capital," the following additional information is provided regarding our primary uses of liquidity and capital:



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## Common Stock Repurchases

Utilizing authorizations from the MetLife, Inc. Board of Directors, MetLife, Inc. may purchase its common stock from the MetLife Policyholder Trust, in the open market (including pursuant to the terms of a pre-set trading plan meeting the requirements of Rule 10b5-1 under the Securities Exchange Act of 1934 (“Exchange Act”)) and in privately negotiated transactions. See “Unregistered Sales of Equity Securities and Use of Proceeds — Issuer Purchases of Equity Securities.”

During the six months ended June 30, 2016 and 2015, MetLife, Inc. repurchased 1,445,864 shares and 20,176,185 shares of common stock in the open market purchases for \$70 million and \$1.0 billion, respectively.

At June 30, 2016, MetLife, Inc. had no remaining common stock repurchase authorizations. Common stock repurchases are dependent upon several factors, including our capital position, liquidity, financial strength and credit ratings, general market conditions, the market price of MetLife, Inc.’s common stock compared to management’s assessment of the stock’s underlying value and applicable regulatory approvals, as well as other legal and accounting factors. See “— Industry Trends — Regulatory Developments — U.S. Regulation — Potential Regulation as a Non-Bank SIFI” and “— Industry Trends — Regulatory Developments — International Regulation — Global Systemically Important Insurers.” See also “Risk Factors — Capital-Related Risks — Regulatory Restrictions and Uncertainty and Restrictions Under the Terms of Certain of Our Securities May Prevent Us from Repurchasing Our Stock and Paying Dividends at the Level We Wish” and Note 16 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report.

## Preferred Stock Dividends

Information on the declaration, record and payment dates, as well as per share and aggregate dividend amounts, for MetLife, Inc.’s preferred stock was as follows for the six months ended June 30, 2016 and 2015:

Declaration Date	Record Date	Payment Date	Preferred Stock Dividend					
			Series A Per Share	Series A Aggregate	Series B Per Share	Series B Aggregate	Series C Per Share	Series C Aggregate
(In millions, except per share data)								
May 16, 2016	May 31, 2016	June 15, 2016	\$0.256	\$ 7	\$—	\$ —	\$26.250	\$ 39
March 7, 2016	February 29, 2016	March 15, 2016	\$0.253	6	\$—	—	\$—	—
				\$ 13		\$ —		\$ 39
May 15, 2015	May 31, 2015	June 15, 2015	\$0.256	\$ 7	\$0.406	\$ 24	\$—	\$ —
March 5, 2015	February 28, 2015	March 16, 2015	\$0.250	6	\$0.406	24	\$—	—
				\$ 13		\$ 48		\$ —

Preferred stock dividends are paid quarterly in accordance with the terms of MetLife, Inc.’s Floating Rate Non-Cumulative Preferred Stock, Series A. Dividends for the Series B preferred stock, which was redeemed in 2015, ended with the June 15, 2015 payment date. Dividends are paid semi-annually in accordance with the terms of MetLife, Inc.’s Series C preferred stock, commencing December 15, 2015 and ending on June 15, 2020 and, thereafter, are paid quarterly.

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## Common Stock Dividends

Information on the declaration, record and payment dates, as well as per share and aggregate dividend amounts, for MetLife, Inc.'s common stock was as follows for the six months ended June 30, 2016 and 2015:

Declaration Date	Record Date	Payment Date	Common Stock	
			Dividend Per Share	Aggregate (In millions, except per share data)
April 26, 2016	May 9, 2016	June 13, 2016	\$0.400	\$ 441
January 6, 2016	February 5, 2016	March 14, 2016	\$0.375	413
				\$ 854
April 28, 2015	May 11, 2015	June 12, 2015	\$0.375	\$ 420
January 6, 2015	February 6, 2015	March 13, 2015	\$0.350	394
				\$ 814

The declaration and payment of common stock dividends is subject to the discretion of our Board of Directors, and will depend on MetLife, Inc.'s financial condition, results of operations, cash requirements, future prospects, regulatory restrictions on the payment of dividends by MetLife, Inc.'s insurance subsidiaries and other factors deemed relevant by the Board. See Note 14 of the Notes to the Interim Condensed Consolidated Financial Statements for information regarding a common stock dividend declared subsequent to June 30, 2016.

## Dividend Restrictions

If MetLife, Inc. were re-designated as a non-bank SIFI, the payment of dividends and other distributions by MetLife, Inc. to its security holders may be subject to regulation by the Federal Reserve. See “— Industry Trends — Regulatory Developments — U.S. Regulation — Potential Regulation as a Non-Bank SIFI.” In addition, if additional capital requirements are imposed on MetLife, Inc. as a G-SII, its ability to pay dividends could be reduced by any such additional capital requirements that might be imposed. See “— Industry Trends — Regulatory Developments — International Regulation — Global Systemically Important Insurers.” The payment of dividends is also subject to restrictions under the terms of our preferred stock and junior subordinated debentures in situations where we may be experiencing financial stress. See “Risk Factors — Capital-Related Risks — Regulatory Restrictions and Uncertainty and Restrictions Under the Terms of Certain of Our Securities May Prevent Us from Repurchasing Our Stock and Paying Dividends at the Level We Wish” and Note 16 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report.

## Debt Repayments

In June 2016, MetLife, Inc. repaid at maturity its \$1.3 billion 6.750% senior notes.

In 2016, following regulatory approval, MetLife Reinsurance Company of Charleston, a wholly-owned subsidiary of MetLife, Inc., repurchased and canceled \$26 million in aggregate principal amount of its surplus notes, which were reported in collateral financing arrangements on the consolidated balance sheets.

## Debt Repurchases

We may from time to time seek to retire or purchase our outstanding debt through cash purchases and/or exchanges for other securities, in open market purchases, privately negotiated transactions or otherwise. Any such repurchases or exchanges will be dependent upon several factors, including our liquidity requirements, contractual restrictions, general market conditions, and applicable regulatory, legal and accounting factors. Whether or not to repurchase any debt and the size and timing of any such repurchases will be determined at our discretion.

## Support Agreements

MetLife, Inc. and several of its subsidiaries (each, an “Obligor”) are parties to various capital support commitments and guarantees with subsidiaries. Under these arrangements, each Obligor, with respect to the applicable entity, has agreed to cause such entity to meet specified capital and surplus levels or has guaranteed certain contractual obligations. We anticipate that in the event that these arrangements place demands upon us, there will be sufficient liquidity and capital to enable us to meet anticipated demands. See “Management’s Discussion and Analysis of Financial Condition

and Results of Operations — Liquidity and Capital Resources — MetLife, Inc. — Liquidity and Capital Uses — Support Agreements” included in the 2015 Annual Report.

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## Insurance Liabilities

Liabilities arising from our insurance activities primarily relate to benefit payments under various life insurance, property & casualty, annuity and group pension products, as well as payments for policy surrenders, withdrawals and loans. For annuity or deposit type products, surrender or lapse behavior differs somewhat by segment. In the Retail segment, which includes individual annuities, lapses and surrenders tend to occur in the normal course of business. During the six months ended June 30, 2016 and 2015, general account surrenders and withdrawals from annuity products were \$1.7 billion and \$1.8 billion, respectively. In the Corporate Benefit Funding segment, which includes pension risk transfers, bank-owned life insurance and other fixed annuity contracts, as well as funding agreements and other capital market products, most of the products offered have fixed maturities or fairly predictable surrenders or withdrawals. With regard to the Corporate Benefit Funding segment liabilities that provide customers with limited rights to accelerate payments, at June 30, 2016 there were no funding agreements or other capital market products that could be put back to the Company.

## Pledged Collateral

We pledge collateral to, and have collateral pledged to us by, counterparties in connection with our derivatives. At June 30, 2016 and December 31, 2015, we had received cash collateral of \$13.7 billion and \$6.6 billion, respectively. At June 30, 2016 and December 31, 2015, we had pledged cash collateral of \$412 million and \$241 million, respectively. With respect to OTC-bilateral derivatives in a net liability position that have credit contingent provisions, a one-notch downgrade in the Company's credit or financial strength rating, as applicable, would have required \$1 million of additional collateral be provided to our counterparties as of June 30, 2016. See Note 7 of the Notes to the Interim Condensed Consolidated Financial Statements for additional information about collateral pledged to us, collateral we pledge and derivatives subject to credit contingent provisions.

We pledged collateral and have had collateral pledged to us, and may be required from time to time to pledge additional collateral or be entitled to have additional collateral pledged to us, in connection with collateral financing arrangements related to the reinsurance of closed block and universal life secondary guarantee liabilities.

We pledged collateral from time to time in connection with funding agreements. See Note 4 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report.

## Securities Lending

We participate in a securities lending program whereby securities are loaned to third parties, primarily brokerage firms and commercial banks. We obtain collateral, usually cash, from the borrower, which must be returned to the borrower when the loaned securities are returned to us. Under our securities lending program, we were liable for cash collateral under our control of \$32.0 billion and \$30.2 billion at June 30, 2016 and December 31, 2015, respectively. Of these amounts, \$8.4 billion and \$10.1 billion at June 30, 2016 and December 31, 2015, respectively, were on open, meaning that the related loaned security could be returned to us on the next business day requiring the immediate return of cash collateral we hold. The estimated fair value of the securities on loan related to the cash collateral on open at June 30, 2016 was \$8.2 billion, over 99% of which were U.S. government and agency securities which, if put to us, could be immediately sold to satisfy the cash requirements to immediately return the cash collateral. See Note 6 of the Notes to the Interim Condensed Consolidated Financial Statements.

## Litigation

Putative or certified class action litigation and other litigation, and claims and assessments against us, in addition to those discussed elsewhere herein and those otherwise provided for in the consolidated financial statements, have arisen in the course of our business, including, but not limited to, in connection with our activities as an insurer, employer, investor, investment advisor, taxpayer and, formerly, a mortgage lending bank. Further, state insurance regulatory authorities and other federal and state authorities regularly make inquiries and conduct investigations concerning our compliance with applicable insurance and other laws and regulations. See Note 13 of the Notes to the Interim Condensed Consolidated Financial Statements.

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We establish liabilities for litigation and regulatory loss contingencies when it is probable that a loss has been incurred and the amount of the loss can be reasonably estimated. For material matters where a loss is believed to be reasonably possible but not probable, no accrual is made but we disclose the nature of the contingency and an aggregate estimate of the reasonably possible range of loss in excess of amounts accrued, when such an estimate can be made. It is not possible to predict or determine the ultimate outcome of all pending investigations and legal proceedings. In some of the matters referred to herein, very large and/or indeterminate amounts, including punitive and treble damages, are sought. Although in light of these considerations, it is possible that an adverse outcome in certain cases could have a material adverse effect upon our financial position, based on information currently known by us, in our opinion, the outcome of such pending investigations and legal proceedings are not likely to have such an effect. However, given the large and/or indeterminate amounts sought in certain of these matters and the inherent unpredictability of litigation, it is possible that an adverse outcome in certain matters could, from time to time, have a material adverse effect on our consolidated net income or cash flows in particular quarterly or annual periods.

## Acquisitions

There were no acquisitions during either of the six months ended June 30, 2016 or 2015.

## Contractual Obligations

See “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Liquidity and Capital Resources — The Company — Contractual Obligations” included in the 2015 Annual Report for additional information regarding the Company’s contractual obligations.

## MetLife, Inc.

## Liquidity and Capital Management

Liquidity and capital are managed to preserve stable, reliable and cost-effective sources of cash to meet all current and future financial obligations and are provided by a variety of sources, including a portfolio of liquid assets, a diversified mix of short- and long-term funding sources from the wholesale financial markets and the ability to borrow through credit and committed facilities. Liquidity is monitored through the use of internal liquidity risk metrics, including the composition and level of the liquid asset portfolio, timing differences in short-term cash flow obligations, access to the financial markets for capital and debt transactions and exposure to contingent draws on MetLife, Inc.’s liquidity. MetLife, Inc. is an active participant in the global financial markets through which it obtains a significant amount of funding. These markets, which serve as cost-effective sources of funds, are critical components of MetLife, Inc.’s liquidity and capital management. Decisions to access these markets are based upon relative costs, prospective views of balance sheet growth and a targeted liquidity profile and capital structure. A disruption in the financial markets could limit MetLife, Inc.’s access to liquidity.

MetLife, Inc.’s ability to maintain regular access to competitively priced wholesale funds is fostered by its current credit ratings from the major credit rating agencies. We view our capital ratios, credit quality, stable and diverse earnings streams, diversity of liquidity sources and our liquidity monitoring procedures as critical to retaining such credit ratings.

## Liquidity

For a summary of MetLife, Inc.’s liquidity, see “— The Company — Liquidity.”

## Capital

For a summary of MetLife, Inc.’s capital, see “— The Company — Capital.” For further information regarding potential capital restrictions and limitations on MetLife, Inc. as a non-bank SIFI and G-SII, see “Business — Regulation — U.S. Regulation — Regulation as a Non-Bank SIFI” and “Business — Regulation — International Regulation — Global Systemically Important Insurers” included in the 2015 Annual Report, as amended or supplemented by discussions of regulatory developments in “— Industry Trends — Regulatory Developments — U.S. Regulation — Potential Regulation as a Non-Bank SIFI,” as well as “— Industry Trends — Regulatory Developments — International Regulation — Global Systemically Important Insurers.” See also “— The Company — Liquidity and Capital Uses — Common Stock Repurchases” for information regarding MetLife, Inc.’s common stock repurchases.

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## Liquid Assets

At June 30, 2016 and December 31, 2015, MetLife, Inc. and other MetLife holding companies had \$4.9 billion and \$6.4 billion, respectively, in liquid assets. Of these amounts, \$3.5 billion and \$5.3 billion were held by MetLife, Inc. and \$1.4 billion and \$1.1 billion were held by other MetLife holding companies, at June 30, 2016 and December 31, 2015, respectively. Liquid assets include cash and cash equivalents, short-term investments and publicly-traded securities excluding assets that are pledged or otherwise committed. Assets pledged or otherwise committed include: (i) amounts related to cash collateral received from counterparties in connection with derivatives; (ii) investments held in trust in support of collateral financing arrangements; and (iii) investments pledged in support of derivatives.

Liquid assets held in non-U.S. holding companies are generated in part through dividends from non-U.S. insurance operations. Such dividends are subject to local insurance regulatory requirements, as discussed in “— Liquidity and Capital Sources — Dividends from Subsidiaries.” The cumulative earnings of certain active non-U.S. operations have been reinvested indefinitely in such non-U.S. operations, as described in Note 19 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report. Under current tax laws, should we repatriate such earnings, we may be subject to additional U.S. income taxes and foreign withholding taxes.

See “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Liquidity and Capital Resources — MetLife, Inc. — Liquid Assets” included in the 2015 Annual Report for additional information on the sources and uses of liquid assets for MetLife, Inc. and other MetLife holding companies.

## Liquidity and Capital Sources

In addition to the description of liquidity and capital sources in “— The Company — Summary of the Company’s Primary Sources and Uses of Liquidity and Capital” and “— The Company — Liquidity and Capital Sources,” the following additional information is provided regarding MetLife, Inc.’s primary sources of liquidity and capital:

## Dividends from Subsidiaries

MetLife, Inc. relies, in part, on dividends from its subsidiaries to meet its cash requirements. MetLife, Inc.’s insurance subsidiaries are subject to regulatory restrictions on the payment of dividends imposed by the regulators of their respective domiciles. The dividend limitation for U.S. insurance subsidiaries is generally based on the surplus to policyholders at the end of the immediately preceding calendar year and statutory net gain from operations for the immediately preceding calendar year. Statutory accounting practices, as prescribed by insurance regulators of various states in which we conduct business, differ in certain respects from accounting principles used in financial statements prepared in conformity with GAAP. The significant differences relate to the treatment of DAC, certain deferred income tax, required investment liabilities, statutory reserve calculation assumptions, goodwill and surplus notes. The table below sets forth the dividends permitted to be paid in 2016 by MetLife, Inc.’s primary insurance subsidiaries without insurance regulatory approval and the respective dividends paid during the six months ended June 30, 2016:

Company	2016		
	Paid	Permitted w/o Approval (1)	
	(In millions)		
Metropolitan Life Insurance Company	\$2,500	\$ 3,753	
American Life Insurance Company	\$—	\$ —	
MetLife Insurance Company USA	\$—	\$ 586	
Metropolitan Property and Casualty Insurance Company	\$—	\$ 233	(2)
Metropolitan Tower Life Insurance Company	\$—	\$ 70	

Reflects dividend amounts that may be paid during 2016 without prior regulatory approval. However, because (1) dividend tests may be based on dividends previously paid over rolling 12-month periods, if paid before a specified date during 2016, some or all of such dividends may require regulatory approval.

(2) Reflects revised interpretation of statutory dividend limits from amount reported in the 2015 Annual Report.

In addition to the amounts presented in the table above, for the six months ended June 30, 2016, MetLife, Inc. received cash of \$70 million from certain of its other subsidiaries, of which \$20 million represented a dividend and \$50 million represented a return of capital.



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The dividend capacity of our non-U.S. operations is subject to similar restrictions established by the local regulators. The non-U.S. regulatory regimes also commonly limit the dividend payments to the parent to a portion of the prior year's statutory income, as determined by the local accounting principles. The regulators of our non-U.S. operations, including Japan's Financial Services Agency, may also limit or not permit profit repatriations or other transfers of funds to the U.S. if such transfers are deemed to be detrimental to the solvency or financial strength of the non-U.S. operations, or for other reasons. Most of the non-U.S. subsidiaries are second tier subsidiaries which are owned by various non-U.S. holding companies. The capital and rating considerations applicable to the first tier subsidiaries may also impact the dividend flow into MetLife, Inc.

We actively manage target and excess capital levels and dividend flows on a proactive basis and forecast local capital positions as part of the financial planning cycle. The dividend capacity of certain U.S. and non-U.S. subsidiaries is also subject to business targets in excess of the minimum capital necessary to maintain the desired rating or level of financial strength in the relevant market. We cannot provide assurance that MetLife, Inc.'s subsidiaries will have statutory earnings to support payment of dividends to MetLife, Inc. in an amount sufficient to fund its cash requirements and pay cash dividends and that the applicable regulators will not disapprove any dividends that such subsidiaries must submit for approval. See "Risk Factors — Capital-Related Risks — As a Holding Company, MetLife, Inc. Depends on the Ability of Its Subsidiaries to Pay Dividends, a Major Component of Holding Company Free Cash Flow" included in the 2015 Annual Report and Note 16 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report.

**Short-term Debt**

MetLife, Inc. maintains a commercial paper program, the proceeds of which can be used to finance the general liquidity needs of MetLife, Inc. and its subsidiaries. MetLife, Inc. had no short-term debt outstanding at either June 30, 2016 or December 31, 2015.

**Credit and Committed Facilities**

In June 2016, MetLife, Inc. entered into a five-year agreement with an indirect wholly-owned subsidiary, MetLife Ireland Treasury Limited ("MITL"), to borrow up to \$1.25 billion on a revolving basis, at interest rates based on the Internal Revenue Service safe harbor interest rate in effect at the time of the borrowing. MetLife, Inc. may borrow funds under the agreement at MITL's discretion and subject to the availability of funds. There were no outstanding borrowings at June 30, 2016.

See "— The Company — Liquidity and Capital Sources — Global Funding Sources — Credit and Committed Facilities" for information about MetLife, Inc.'s unsecured credit facility.

MetLife, Inc. maintains a committed facility with a capacity of \$425 million. At June 30, 2016, MetLife, Inc. had outstanding \$425 million in letters of credit and no drawdowns against this facility. In addition, MetLife, Inc. is a party and/or guarantor to committed facilities of certain of its subsidiaries, which aggregated \$11.2 billion at June 30, 2016. The committed facilities are used as collateral for certain of the Company's affiliated reinsurance liabilities. See "— The Company — Liquidity and Capital Sources — Global Funding Sources — Credit and Committed Facilities" for further information regarding these facilities.

**Long-term Debt Outstanding**

The following table summarizes the outstanding long-term debt of MetLife, Inc. at:

	June 30, 2016	December 31, 2015
		(1)
	(In millions)	
Long-term debt — unaffiliated	\$15,577	\$16,927
Long-term debt — affiliated	\$3,100	\$3,314
Collateral financing arrangements	\$2,797	\$2,797
Junior subordinated debt securities	\$1,734	\$1,733

(1) Net of \$82 million of debt issuance costs, which were reported in other assets at December 31, 2015.



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Debt and Facility Covenants

Certain of MetLife, Inc.'s debt instruments and committed facilities, as well as its credit facility, contain various administrative, reporting, legal and financial covenants. MetLife, Inc. believes it was in compliance with all applicable covenants at June 30, 2016.

Dispositions

There were no cash proceeds from dispositions during either of the six months ended June 30, 2016 or 2015.

Liquidity and Capital Uses

The primary uses of liquidity of MetLife, Inc. include debt service, cash dividends on common and preferred stock, capital contributions to subsidiaries, common and preferred stock repurchases, payment of general operating expenses and acquisitions. Based on our analysis and comparison of our current and future cash inflows from the dividends we receive from subsidiaries that are permitted to be paid without prior insurance regulatory approval, our investment portfolio and other cash flows and anticipated access to the capital markets, we believe there will be sufficient liquidity and capital to enable MetLife, Inc. to make payments on debt, pay cash dividends on its common and preferred stock, contribute capital to its subsidiaries, repurchase its common and preferred stock, pay all general operating expenses and meet its cash needs.

In addition to the description of liquidity and capital uses in “— The Company — Liquidity and Capital Uses,” the following additional information is provided regarding MetLife, Inc.'s primary uses of liquidity and capital:

Affiliated Capital Transactions

During the six months ended June 30, 2016 and 2015, MetLife, Inc. invested a net amount of \$1.3 billion and \$176 million, respectively, in various subsidiaries. The investment in the first quarter of 2016 included a cash capital contribution of \$1.5 billion to MetLife USA.

MetLife, Inc. lends funds, as necessary, to its subsidiaries and affiliates, some of which are regulated, to meet their capital requirements. MetLife, Inc. had loans to subsidiaries outstanding of \$1.2 billion at both June 30, 2016 and December 31, 2015.

In April 2016, American Life issued a \$140 million short-term note to MetLife, Inc. which was repaid in June 2016. The short-term note bore interest at six-month LIBOR plus 1.00%.

Repayments of Affiliated Long-term Debt

In June and March 2016, MetLife, Inc. repaid \$204 million and \$10 million, respectively, of affiliated long-term debt to MetLife Exchange Trust I, at maturity, in exchange for returns of capital. The long-term notes bore interest at three-month LIBOR plus 0.70%.

Support Agreements

MetLife, Inc. is party to various capital support commitments and guarantees with certain of its subsidiaries. Under these arrangements, MetLife, Inc. has agreed to cause each such entity to meet specified capital and surplus levels or has guaranteed certain contractual obligations. See “— The Company — Liquidity and Capital Uses — Support Agreements.”

Acquisitions

There were no acquisitions by MetLife, Inc. during either of the six months ended June 30, 2016 or 2015.

Adoption of New Accounting Pronouncements

See Note 1 of the Notes to the Interim Condensed Consolidated Financial Statements.

Future Adoption of New Accounting Pronouncements

See Note 1 of the Notes to the Interim Condensed Consolidated Financial Statements.

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## Non-GAAP and Other Financial Disclosures

In this report, the Company presents certain measures of its performance that are not calculated in accordance with GAAP. We believe that these non-GAAP financial measures enhance the understanding of our performance by highlighting the results of operations and the underlying profitability drivers of our business. The following non-GAAP financial measures should not be viewed as substitutes for the most directly comparable financial measures calculated in accordance with GAAP:

Non-GAAP financial measures:	Comparable GAAP financial measures:
(i) operating revenues	(i) revenues
(ii) operating expenses	(ii) expenses
(iii) operating earnings	(iii) net income (loss)
(iv) operating earnings available to common shareholders	(iv) net income (loss) available to MetLife, Inc.'s common shareholders
(v) free cash flow of all holding companies	(v) MetLife, Inc.'s net cash provided by operating activities

See “— Results of Operations” for reconciliations of these measures to the most directly comparable historical GAAP measures. A reconciliation of these non-GAAP measures to the most directly comparable GAAP measures is not accessible on a forward-looking basis because we believe it is not possible to provide other than a range of net investment gains and losses and net derivative gains and losses, which can fluctuate significantly within or outside the range and from period to period and may have a significant impact on net income.

Our definitions of the various non-GAAP and other financial measures discussed in this report may differ from those used by other companies:

Operating earnings is the measure of segment profit or loss we use to evaluate segment performance and allocate resources. Consistent with GAAP guidance for segment reporting, operating earnings is our measure of segment performance. Operating earnings is also a measure by which senior management's and many other employees' performance is evaluated for the purposes of determining their compensation under applicable compensation plans. Operating earnings is defined as operating revenues less operating expenses, both net of income tax. Operating earnings available to common shareholders is defined as operating earnings less preferred stock dividends.

Operating revenues and operating expenses exclude results of discontinued operations and other businesses that have been or will be sold or exited by MetLife and are referred to as divested businesses. In addition, for the three months ended March 31, 2016 and the six months ended June 30, 2016, operating revenues and operating expenses exclude the financial impact of converting the Company's Japan operations to calendar year-end reporting without retrospective application of this change to prior periods and is referred to as lag elimination. Operating revenues also excludes net investment gains (losses) and net derivative gains (losses). Operating expenses also excludes goodwill impairments.

The following additional adjustments are made to revenues, in the line items indicated, in calculating operating revenues:

- Universal life and investment-type product policy fees excludes the amortization of unearned revenue related to net investment gains (losses) and net derivative gains (losses) and certain variable annuity GMIB fees (“GMIB Fees”);
- Net investment income: (i) includes investment hedge adjustments, (ii) includes income from discontinued real estate operations, (iii) excludes post-tax operating earnings adjustments relating to insurance joint ventures accounted for under the equity method, (iv) excludes certain amounts related to contractholder-directed unit-linked investments, and (v) excludes certain amounts related to securitization entities that are VIEs consolidated under GAAP; and
- Other revenues are adjusted for settlements of foreign currency earnings hedges.



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The following additional adjustments are made to expenses, in the line items indicated, in calculating operating expenses:

Policyholder benefits and claims and policyholder dividends excludes: (i) changes in the policyholder dividend obligation related to net investment gains (losses) and net derivative gains (losses), (ii) inflation-indexed benefit adjustments associated with contracts backed by inflation-indexed investments and amounts associated with periodic crediting rate adjustments based on the total return of a contractually referenced pool of assets and other pass through adjustments (also known as asymmetrical and non-economic accounting for insurance contracts), (iii) benefits and hedging costs related to GMIBs (“GMIB Costs”), and (iv) market value adjustments associated with surrenders or terminations of contracts (“Market Value Adjustments”);

Interest credited to policyholder account balances includes adjustments for earned income on derivatives and amortization of premium on derivatives that are hedges of policyholder account balances but do not qualify for hedge accounting treatment and excludes amounts related to net investment income earned on contractholder-directed unit-linked investments;

Amortization of DAC and VOBA excludes amounts related to: (i) net investment gains (losses) and net derivative gains (losses), (ii) GMIB Fees and GMIB Costs, and (iii) Market Value Adjustments;

Amortization of negative VOBA excludes amounts related to Market Value Adjustments;

Interest expense on debt excludes certain amounts related to securitization entities that are VIEs consolidated under GAAP; and

Other expenses excludes costs related to: (i) noncontrolling interests, (ii) implementation of new insurance regulatory requirements, and (iii) acquisition, integration and other costs.

Operating earnings also excludes the recognition of certain contingent assets and liabilities that could not be recognized at acquisition or adjusted for during the measurement period under GAAP business combination accounting guidance. In addition to the tax impact of the adjustments mentioned above, provision for income tax expense (benefit) also includes the impact related to the timing of certain tax credits, as well as certain tax reforms.

The following additional information is relevant to an understanding of our performance results:

The impact of changes in our foreign currency exchange rates is calculated using the average foreign currency exchange rates for the current period and is applied to each of the comparable periods (“Constant Currency Basis”).

We sometimes refer to sales activity for various products. These sales statistics do not correspond to revenues under GAAP, but are used as relevant measures of business activity. Further, sales statistics for our Latin America, Asia and EMEA segments are on a Constant Currency Basis.

Operating ROE - operating earnings available to common shareholders, divided by average GAAP common stockholders’ equity.

Operating ROE, excluding AOCI other than FCTA - operating earnings available to common shareholders divided by average GAAP common stockholders’ equity, excluding AOCI other than FCTA.

Allocated equity - portion of MetLife, Inc.’s common stockholders’ equity that management allocates to each of its segments and sub-segments based on local capital requirements and economic capital. See “— Economic Capital.”

Allocated equity excludes the impact of AOCI other than FCTA.

The Company uses a measure of free cash flow to facilitate an understanding of its ability to generate cash for reinvestment into its businesses or use in discretionary capital actions. The Company defines free cash flow as the sum of cash available at MetLife’s holding companies from dividends from operating subsidiaries, expenses and other net flows of the holding companies, and net contributions from debt to be at or below target leverage ratios. This measure of free cash flow is prior to discretionary capital deployment, including common stock dividends and repurchases, debt reduction and mergers and acquisitions. Free cash flow should not be viewed as a substitute for net cash provided by (used in) operating activities calculated in accordance with GAAP. The free cash flow ratio is typically expressed as a percentage of annual operating earnings available to common shareholders.

Subsequent Events

See Note 14 of the Notes to the Interim Condensed Consolidated Financial Statements.



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Item 3. Quantitative and Qualitative Disclosures About Market Risk

We regularly analyze our exposure to interest rate, equity market price and foreign currency exchange rate risks. As a result of that analysis, we have determined that the estimated fair values of certain assets and liabilities are materially exposed to changes in interest rates, foreign currency exchange rates and changes in the equity markets. We have exposure to market risk through our insurance operations and investment activities. We use a variety of strategies to manage interest rate, foreign currency exchange rate and equity market risk, including the use of derivatives. A description of our market risk exposures may be found under “Quantitative and Qualitative Disclosures About Market Risk” in Part II, Item 7A, of the 2015 Annual Report. There have been no material changes to our market risk exposures from the market risk exposures previously disclosed in the 2015 Annual Report.

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Item 4. Controls and Procedures

Management, with the participation of the Chief Executive Officer and Chief Financial Officer, has evaluated the effectiveness of the design and operation of the Company's disclosure controls and procedures as defined in Exchange Act Rule 13a-15(e) as of the end of the period covered by this report. Based on that evaluation, the Chief Executive Officer and Chief Financial Officer have concluded that these disclosure controls and procedures are effective. There were no changes to the Company's internal control over financial reporting as defined in Exchange Act Rule 13a-15(f) during the quarter ended June 30, 2016 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

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Part II — Other Information

Item 1. Legal Proceedings

The following should be read in conjunction with (i) Part I, Item 3, of the 2015 Annual Report; (ii) Part II, Item 1, of MetLife, Inc.'s Quarterly Report on Form 10-Q for the quarter ended March 31, 2016; and (iii) Note 13 of the Notes to the Interim Condensed Consolidated Financial Statements in Part I of this report.

Asbestos-Related Claims

MLIC is and has been a defendant in a large number of asbestos-related suits filed primarily in state courts. These suits principally allege that the plaintiff or plaintiffs suffered personal injury resulting from exposure to asbestos and seek both actual and punitive damages.

As reported in the 2015 Annual Report, MLIC received approximately 3,856 asbestos-related claims in 2015. During the six months ended June 30, 2016 and 2015, MLIC received approximately 2,348 and 2,022 new asbestos-related claims, respectively. See Note 21 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report for historical information concerning asbestos claims and MLIC's increase in its recorded liability at December 31, 2014. The number of asbestos cases that may be brought, the aggregate amount of any liability that MLIC may incur, and the total amount paid in settlements in any given year are uncertain and may vary significantly from year to year.

MLIC reevaluates on a quarterly and annual basis its exposure from asbestos litigation, including studying its claims experience, reviewing external literature regarding asbestos claims experience in the United States, assessing relevant trends impacting asbestos liability and considering numerous variables that can affect its asbestos liability exposure on an overall or per claim basis. These variables include bankruptcies of other companies involved in asbestos litigation, legislative and judicial developments, the number of pending claims involving serious disease, the number of new claims filed against it and other defendants and the jurisdictions in which claims are pending. Based upon its regular reevaluation of its exposure from asbestos litigation, MLIC has updated its liability analysis for asbestos-related claims through June 30, 2016.

Regulatory Matters

Sale and Replacement of Variable Annuities and FINRA Letter of Acceptance, Waiver and Consent

MSI has entered into a Letter of Acceptance, Waiver and Consent with FINRA (hereinafter, the "Letter"). In the Letter, FINRA stated that, from 2009 through 2014, MSI violated certain National Association of Securities Dealers and FINRA rules in connection with replacements of certain variable annuities and the sale of certain riders on such annuities. MSI was censured, paid a \$20 million fine and will pay an additional \$5 million to impacted customers. MSI has accrued this amount.

Other Litigation

McGuire v. Metropolitan Life Insurance Company (E.D. Mich., filed February 22, 2012)

The fiduciary for the Union Carbide Employees' Pension Plan alleged that MLIC, which issued annuity contracts to fund some of the benefits the Plan provides, engaged in transactions that ERISA prohibits and violated duties under ERISA and federal common law by determining that no dividends were payable with respect to the contracts from and after 1999. The parties have resolved this matter, and the court has dismissed the action.

Fauley v. Metropolitan Life Insurance Company, et al. (Circuit Court of the 19th Judicial Circuit, Lake County, Ill., July 3, 2014)

Plaintiffs filed this lawsuit against defendants, including MLIC and a former MetLife financial services representative, alleging that the defendants sent unsolicited fax advertisements to plaintiff and others in violation of the Telephone Consumer Protection Act, as amended by the Junk Fax Prevention Act, 47 U.S.C. § 227. The court issued a final order certifying a nationwide settlement class and approving a settlement under which MLIC has agreed to pay up to \$23 million to resolve claims as to fax ads sent between August 23, 2008 and August 7, 2014. On March 23, 2016, the intermediate appellate court affirmed the trial court's order. One class member is seeking further review by the Illinois Supreme Court.

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Martin v. Metropolitan Life Insurance Company (Superior Court of the State of California, County of Contra Costa, filed December 17, 2015)

Plaintiffs filed this putative class action lawsuit on behalf of themselves and all California persons who have been charged compound interest by MLIC in life insurance policy and/or premium loan balances within the last four years. Plaintiffs allege that MLIC has engaged in a pattern and practice of charging compound interest on life insurance policy and premium loans without the borrower authorizing such compounding, and that this constitutes an unlawful business practice under California law. Plaintiff asserts causes of action for declaratory relief, violation of California's Unfair Competition Law and Usury Law, and unjust enrichment. Plaintiff seeks declaratory and injunctive relief, restitution of interest, and damages in an unspecified amount. On April 12, 2016, the court granted MLIC's motion to dismiss. Plaintiffs have filed a notice appealing this ruling.

Newman v. Metropolitan Life Insurance Company (N.D. Ill., filed March 23, 2016)

Plaintiff filed this putative class action alleging causes of action for breach of contract, fraud, and violations of the Illinois Consumer Fraud and Deceptive Business Practices Act, based on MLIC's class-wide increase in premiums charged for long-term care insurance policies. Plaintiff alleges a class consisting of herself and all persons over age 65 who selected a Reduced Pay at Age 65 payment feature and whose premium rates were increased after age 65. Plaintiff asserts that premiums could not be increased for these class members and/or that marketing material with respect to these two features was misleading as to MLIC's right to increase premiums. Plaintiff seeks unspecified compensatory, statutory and punitive damages as well as recessionary and injunctive relief. The Company intends to defend this action vigorously.

Summary

Putative or certified class action litigation and other litigation and claims and assessments against the Company, in addition to those discussed previously and those otherwise provided for in the Company's consolidated financial statements, have arisen in the course of the Company's business, including, but not limited to, in connection with its activities as an insurer, mortgage lending bank, employer, investor, investment advisor and taxpayer. Further, state insurance regulatory authorities and other federal and state authorities regularly make inquiries and conduct investigations concerning the Company's compliance with applicable insurance and other laws and regulations. It is not possible to predict the ultimate outcome of all pending investigations and legal proceedings. In some of the matters referred to previously, very large and/or indeterminate amounts, including punitive and treble damages, are sought. Although in light of these considerations it is possible that an adverse outcome in certain cases could have a material effect upon the Company's financial position, based on information currently known by the Company's management, in its opinion, the outcomes of such pending investigations and legal proceedings are not likely to have such an effect. However, given the large and/or indeterminate amounts sought in certain of these matters and the inherent unpredictability of litigation, it is possible that an adverse outcome in certain matters could, from time to time, have a material effect on the Company's consolidated net income or cash flows in particular quarterly or annual periods.

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## Item 1A. Risk Factors

The following should be read in conjunction with, and supplements and amends, the factors that may affect the Company's business or operations described under "Risk Factors" in Part I, Item 1A, of the 2015 Annual Report, as amended or supplemented by the information under "Risk Factors" in Part II, Item 1A, of MetLife, Inc.'s Quarterly Report on Form 10-Q for the quarter ended March 31, 2016 (the "First Quarter 2016 Report"). Other than as described in this Item 1A, there have been no other material changes to our risk factors from the risk factors previously disclosed in the 2015 Annual Report, as amended or supplemented by such information in the First Quarter 2016 Report.

## Economic Environment and Capital Markets-Related Risks

The following updates and replaces in its entirety the risk factor entitled "If Difficult Conditions in the Global Capital Markets and the Economy Generally Persist, They May Materially Adversely Affect Our Business and Results of Operations" included in the 2015 Annual Report.

## If Difficult Conditions in the Global Capital Markets and the Economy Generally Persist, They May Materially Adversely Affect Our Business and Results of Operations

Our business and results of operations are materially affected by conditions in the global capital markets and the economy generally. Stressed conditions, volatility and disruptions in financial asset classes or various markets, including global capital markets, can have an adverse effect on us, in part because we have a large investment portfolio and our insurance liabilities are sensitive to changing market factors. Global market factors, including interest rates, credit spreads, equity prices, real estate markets, foreign currency exchange rates, consumer spending, business investment, government spending, the volatility and strength of the capital markets, deflation and inflation, all affect our financial condition, as well as the volume, profitability and results of our business operations, either directly or by virtue of their impact on the business and economic environment generally and on general levels of economic activity, employment and customer behavior specifically. Disruptions in one market or asset class can also spread to other markets or asset classes. Upheavals in the financial markets can also affect our financial condition (including our liquidity and capital levels) as a result of mismatched impacts on the value of our assets and our liabilities. While our diversified business mix and geographically diverse business operations partially mitigate these risks, correlation across regions, countries and global market factors may reduce the benefits of diversification. At times throughout the past several years, volatile conditions have characterized financial markets. Significant market volatility, and government actions taken in response, may exacerbate some of the risks we face. Events following the U.K.'s referendum on June 23, 2016 and the uncertainties associated with its potential withdrawal from the EU have contributed to market volatility. Such events and uncertainties, combined with foreign exchange risks, could contribute to weakening GDP growth, primarily in the U.K. and Europe. The magnitude and longevity of the potential negative economic impacts would depend on the detailed agreements reached by the U.K. and EU as a result of the exit negotiations and negotiations regarding trade and other arrangements. Additionally, weakness in the energy and metals and mining sectors and concerns about the political and/or economic stability of countries in regions outside the EU, including China, Ukraine, Russia, Brazil, Japan, Turkey, Jordan and Lebanon, as well as Puerto Rico, have contributed to global market volatility. Concerns about global economic conditions, capital markets and the solvency of certain EU member states, their banking systems and the financial institutions that have significant direct or indirect exposure to debt issued by these countries or their respective banking systems, have also been a cause of elevated levels of market volatility. This market volatility has affected the performance of various asset classes at various times, and it could continue. See "Management's Discussion and Analysis of Financial Condition and Results of Operations — Investments — Current Environment" and "Management's Discussion and Analysis of Financial Condition and Results of Operations — Industry Trends — Financial and Economic Environment." Any of these factors could have significant adverse effects on the economy and financial markets generally.

To the extent these uncertain financial market conditions persist, our revenues and net investment income are likely to remain under pressure. Similarly, sustained periods of low interest rates could cause our profit margins to erode. See "Management's Discussion and Analysis of Financial Condition and Results of Operations — Industry Trends — Impact of a Sustained Low Interest Rate Environment." Also, in the event of extreme prolonged market events, such as the global credit crisis, we could incur significant capital and/or operating losses due to, among other reasons, losses incurred in our general account and as a result of the impact on us of guarantees, capital maintenance obligations and/or collateral

requirements associated with our affiliated reinsurers and other similar arrangements. Even in the absence of a market downturn, we are exposed to substantial risk of loss due to market volatility, which may also increase the cost and limit the availability of the hedging instruments and other protective measures we take to mitigate such risk.

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We are a significant writer of variable insurance products and certain other products issued through separate accounts. The account values of these products decrease as a result of declining equity markets. Lower interest rates generally increase account values in the near term, but may result in lower returns in fixed income options in the future.

Decreases in account values reduce certain fees generated by these products, cause the amortization of DAC to accelerate, could increase the level of insurance liabilities we must carry to support such products issued with any associated guarantees and could require us to provide additional funding to our captive reinsurers.

In an economic downturn characterized by higher unemployment, lower family income, lower corporate earnings, lower business investment and lower consumer spending, the demand for our financial and insurance products could be adversely affected. Group insurance, in particular, is affected by higher unemployment rates. In addition, we may experience an elevated incidence of claims and lapses or surrenders of policies. Furthermore, our policyholders may choose to defer paying insurance premiums or stop paying insurance premiums altogether. Such adverse changes in the economy could negatively affect our earnings and have a material adverse effect on our business, results of operations and financial condition.

Difficult conditions in the global capital markets and the economy may continue to raise the possibility of legislative, judicial, regulatory and other governmental actions. See “Risk Factors — Regulatory and Legal Risks — Our Insurance and Brokerage Businesses Are Highly Regulated, and Changes in Regulation and in Supervisory and Enforcement Policies May Reduce Our Profitability and Limit Our Growth,” in the 2015 Annual Report, as amended or supplemented by the First Quarter 2016 Report and below, and “Risk Factors — Risks Related to Our Business — Competitive Factors May Adversely Affect Our Market Share and Profitability” in the 2015 Annual Report.

#### Regulatory and Legal Risks

The following updates and replaces the similarly named sections of the risk factor entitled “Our Insurance and Brokerage Businesses Are Highly Regulated, and Changes in Regulation and in Supervisory and Enforcement Policies May Reduce Our Profitability and Limit Our Growth” included in the 2015 Annual Report, as amended or supplemented by such information in the First Quarter 2016 Report. There have been no material changes to other sections of such risk factor, which include: “U.S. Regulation — Insurance Regulation,” “U.S. Regulation — U.S. Federal Regulation Affecting Insurance,” “U.S. Regulation — ERISA Considerations,” “International Regulation — Solvency Regimes,” and “General.”

#### Our Insurance and Brokerage Businesses Are Highly Regulated, and Changes in Regulation and in Supervisory and Enforcement Policies May Reduce Our Profitability and Limit Our Growth

Our insurance operations and brokerage businesses are subject to a wide variety of insurance and other laws and regulations. See “Business — Regulation” included in the 2015 Annual Report, as amended or supplemented by discussions of regulatory developments elsewhere herein and in our subsequently filed Quarterly Reports on Form 10-Q under the caption “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Industry Trends — Regulatory Developments,” and as further amended or supplemented below.

#### U.S. Regulation

##### Potential Regulation of MetLife, Inc. as a Non-Bank SIFI

On December 18, 2014, the FSOC designated MetLife, Inc. as a non-bank SIFI subject to regulation by the Federal Reserve and the FDIC, as well as to enhanced supervision and prudential standards. On January 13, 2015, MetLife, Inc. filed an action in the D.C. District Court asking the Court to review and rescind the FSOC’s designation. On March 30, 2016, the D.C. District Court ordered that the designation of MetLife, Inc. as a non-bank SIFI by the FSOC be rescinded. On April 8, 2016, the FSOC filed a notice of appeal of the D.C. District Court’s order.

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If the FSOC prevails on appeal or designates MetLife, Inc. as systemically important as part of its ongoing review of non-bank financial companies, MetLife, Inc. could once again be subject to regulation as a non-bank SIFI. However, many of the regulatory requirements that would apply to us if we were again so designated have not been finalized. Regulation of MetLife, Inc. as a non-bank SIFI could materially and adversely affect our business. For example, the Federal Reserve Board has issued an advance notice of proposed rulemaking but not yet finally determined the enhanced capital requirements that would apply to insurance company non-bank SIFIs. If MetLife, Inc. were re-designated as a non-bank SIFI, our business and competitive position could be materially and adversely affected by any requirement of the Federal Reserve Board requiring insurers that are non-bank SIFIs to comply with capital standards or regimes that do not take into account the insurance business model and the differences between banks and insurers. The capital requirements outlined in the advance notice of proposed rulemaking that would apply to MetLife, Inc., were it to be re-designated as a non-bank SIFI, could also constrain our ability to pay dividends, repurchase common stock or other securities or engage in other transactions that could affect our capital. Enhanced capital requirements could adversely affect our ability to compete with other insurers that are not subject to those requirements, and our ability to issue guarantees could be constrained. We could have to raise the price of the products we offer, reduce the amount of risk we take on, or stop offering certain products altogether.

The Federal Reserve Board previously implemented stress testing requirements for non-bank SIFIs that will apply once capital standards are adopted. It has also indicated that it plans to apply enhanced prudential standards to non-bank SIFIs by rule or order, and recently issued a notice of proposed rulemaking addressing the governance, risk management and liquidity requirements it is proposing to apply to insurance company non-bank SIFIs. Accordingly, the manner in which these proposed standards might apply to MetLife, Inc., were it to be re-designated as a non-bank SIFI, remains unclear.

In addition, if re-designated as a non-bank SIFI, MetLife, Inc. will be required to comply with the requirements applicable to non-bank SIFIs, including the submission of a resolution plan setting forth how the company could be resolved under the Bankruptcy Code in the event of material financial distress. The Federal Reserve Board would also have the right to require any of MetLife, Inc.'s insurance companies, or insurance company affiliates, to take prompt action to correct any financial weaknesses. In addition, under the Volcker Rule, we could be subject to the imposition by the Federal Reserve Board of additional capital requirements and quantitative limits on certain of our trading and investment activities. Non-bank SIFIs and certain other large financial companies can be assessed under Dodd-Frank for any uncovered costs arising in connection with the resolution of a systemically important financial company. In addition, non-bank SIFIs must pay certain assessments and other charges to offset certain costs incurred by the Federal Reserve Board in fulfilling its oversight role and in connection with the Financial Research Fund within the U.S. Department of Treasury that funds the Office of Financial Research.

On January 12, 2016, MetLife, Inc. announced its plan to pursue the Separation. See “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Executive Summary — Other Key Information — Significant Events.” There can be no assurance that the new company that would be created in connection with the Separation will not be designated by the FSOC as a non-bank SIFI, although such a company would be separately evaluated by the FSOC and may not meet a necessary threshold to advance to possible designation, or that any actions taken in furtherance of this plan will affect any decision the FSOC may make to re-designate MetLife, Inc. as a non-bank SIFI. We may consider further structural and other business alternatives that may be available to us in response to any re-designation of MetLife as a non-bank SIFI, and we cannot predict the impact that any such alternatives, if implemented, may have on the Company or its security holders. See “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Industry Trends — Regulatory Developments — U.S. Regulation — Potential Regulation as a Non-Bank SIFI,” as well as “Business — Regulation — U.S. Regulation — Regulation as a Non-Bank SIFI” included in the 2015 Annual Report, for additional information regarding potential regulation of MetLife, Inc. as a non-bank SIFI.

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## International Regulation

## Global Systemically Important Insurers

In the wake of the financial crisis, national and international authorities have proposed measures intended to increase the intensity of regulation of large financial institutions, requiring greater coordination among regulators and efforts to harmonize regulatory regimes. For example, the IAIS is participating in the FSB's initiative to identify and manage global systemically important financial institutions. To this end, the IAIS published a methodology to assess the systemic relevance of global insurers and a framework of policy measures to be applied to G-SIIs and, on this basis, the FSB again so designated MetLife, Inc. in 2015. G-SII designation is an annual process, and the IAIS published revised assessment methodology in June 2016. While the regulatory standards that would apply to G-SIIs are still being developed, they will include enhanced capital standards and supervision and other additional requirements that would not apply to companies that are not G-SIIs. The IAIS proposals would need to be implemented at the consolidated group level by legislation or regulation in each applicable jurisdiction. As MetLife, Inc. is no longer a U.S. non-bank SIFI and, therefore, has no consolidated group regulator, the impact on MetLife, Inc. of such proposals is uncertain. See "Management's Discussion and Analysis of Financial Condition and Results of Operations — Industry Trends — Regulatory Developments — International Regulation — Global Systemically Important Insurers," as well as "Business — Regulation — International Regulation — Global Systemically Important Insurers" included in the 2015 Annual Report.

## Risks Related to Our Business

The following updates and replaces in its entirety the risk factor entitled "Our International Operations Face Political, Legal, Operational and Other Risks, Including Exposure to Local and Regional Economic Conditions, That Could Negatively Affect Those Operations or Our Profitability" included in the 2015 Annual Report, as amended or supplemented by such information in the First Quarter 2016 Report.

Our International Operations Face Political, Legal, Operational and Other Risks, Including Exposure to Local and Regional Economic Conditions, That Could Negatively Affect Those Operations or Our Profitability

Our international operations face political, legal, financial, operational and other risks. These operations may be materially adversely affected by the actions and decisions of foreign authorities and regulators, such as through nationalization or expropriation of assets; the imposition of limits on foreign ownership of local companies which may increase our dependence on joint venture counterparties and/or impact how we account for our joint venture ownership interests; changes in laws (including tax laws and regulations), their application or interpretation; political instability (including any resulting economic or trade sanctions); dividend limitations; price controls; changes in applicable currency; currency exchange controls or other restrictions that prevent us from transferring funds from these operations out of the countries in which they operate or converting local currencies we hold into U.S. dollars or other currencies, as well as other adverse actions by foreign governmental authorities and regulators, such as the retroactive application of new requirements on our current and prior activities or operations and the imposition of regulations limiting our ability to distribute our products. Such actions may negatively affect our business in these jurisdictions and could indirectly affect our business in other jurisdictions as well. Some of our foreign insurance operations are, and are likely to continue to be, in emerging markets where these risks are heightened. See "Management's Discussion and Analysis of Financial Condition and Results of Operations — Industry Trends — Regulatory Developments — International Regulation."

Part of our international insurance operations may be subject to assessments, generally based on their proportionate share of business written in the relevant jurisdiction, for certain obligations to policyholders and claimants resulting from the insolvency of insurance companies. We cannot predict the timing and scope of any assessments that may be made in the future, which may materially affect the results of operations of our international insurance operations in particular quarterly or annual periods. See "Business — Regulation — International Regulation" in the 2015 Annual Report and "Quantitative and Qualitative Disclosures About Market Risk," as well as "Risk Factors — Regulatory and Legal Risks — Our Insurance and Brokerage Businesses Are Highly Regulated, and Changes in Regulation and in Supervisory and Enforcement Policies May Reduce Our Profitability and Limit Our Growth" in the 2015 Annual Report, as amended or supplemented by such information in the First Quarter 2016 Report and above.

We have operations in regions where the legal and political systems and regulatory frameworks are subject to instability and disruptions. For example, instability has increased in many parts of the Middle East, as well as the U.K., China, Brazil, Turkey, Ukraine and Russia. Lack of legal certainty and stability in these regions exposes our operations there to increased risk of disruption and to adverse or unpredictable actions by regulators and may make it more difficult for us to enforce our contracts, which may negatively impact our business in these regions.

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On June 23, 2016, the U.K. held a referendum regarding its membership in the EU, resulting in a narrow vote in favor of leaving the EU. While significant, this vote does not initiate the withdrawal process. The member withdrawal provisions in the applicable EU treaty have not been used before so it is unclear how the provisions will work in practice. Assuming the U.K. initiates the withdrawal process by giving notice that it is withdrawing from the EU, the relevant treaty provides that the U.K. and the EU will negotiate a withdrawal agreement during a maximum two-year period (unless such period is extended by unanimous vote of the other EU member states). It is currently anticipated that the withdrawal agreement would deal with the details of the immediate exit but would not set out final trade arrangements or deal comprehensively with other potentially significant matters. Upon effectiveness of the withdrawal agreement, or, if no agreement is concluded in the two-year period, at the end of the period, the U.K. will no longer be a member of the EU. In the meantime, however, the U.K. remains a member of the EU with unchanged rights to access the single EU market in goods and services. Our U.K. business model utilizes certain rights to operate cross-border insurance and investment operations which may be modified or eliminated as a result of the U.K. exiting the EU. Operating expenses within our businesses could increase as a result of uncertainties during the negotiation period and in the event of an eventual U.K. withdrawal.

We have market presence in numerous countries and increased exposure to risks posed by local and regional economic conditions. China, Europe and Japan continue to experience overall sluggish economic performance, with concerns over low inflation. We face substantial exposure to the Japanese economy given our operations there. Unfavorable economic conditions in Japan, as well as in China and Europe, could adversely impact the demand for our products, negatively impact earnings, adversely affect the performance of our investments or result in impairments, all of which could have a material adverse effect on our business, results of operations and financial condition. See “— Economic Environment and Capital Markets-Related Risks — If Difficult Conditions in the Global Capital Markets and the Economy Generally Persist, They May Materially Adversely Affect Our Business and Results of Operations.” Certain EU member states, including Europe’s perimeter region, have been particularly affected by the sluggish economy, resulting in increased national debts and depressed economic activity. We have significant operations and investments in certain of these countries, including Europe’s perimeter region, which could be adversely affected by economic developments such as higher taxes, growing inflation, deflation, decreasing government spending, rising unemployment and currency instability. See “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Investments — Current Environment,” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Industry Trends — Financial and Economic Environment,” as well as “Risk Factors — Fluctuations in Foreign Currency Exchange Rates Could Negatively Affect Our Profitability,” in the 2015 Annual Report.

Furthermore, we rely on local sales forces in these countries and may encounter labor problems resulting from workers’ associations and trade unions in some countries. If our business model is not successful in a particular country, we may lose all or most of our investment in building and training the sales force in that country. We are continuing to expand our international operations in certain markets where we operate and in selected new markets. This may require considerable management time, as well as start-up expenses for market development before any significant revenues and earnings are generated. The prospects of our business also may be materially and adversely affected if we are not able to manage the growth of such international operations successfully. There can be no assurance that we will be successful in managing such future growth. Further, operations in new foreign markets may achieve low margins or may be unprofitable, and expansion in existing markets may be affected by local political, economic and market conditions. Therefore, as we expand internationally, we may not achieve expected operating margins and our results of operations may be negatively impacted.

**Capital-Related Risks**

The following updates and replaces the similarly named sections of the risk factor entitled “Regulatory Restrictions and Uncertainty and Restrictions Under the Terms of Certain of Our Securities May Prevent Us from Repurchasing Our Stock and Paying Dividends at the Level We Wish” included in the 2015 Annual Report. There have been no material changes to other sections of such risk factor, which include: “Regulatory Restrictions,” “ ‘Dividend Stopper’ Provisions in Our Preferred Stock and Junior Subordinated Debentures,” “Trigger Events for the Restrictions on the Payment of Dividends on Our Preferred Stock and Restrictions on the Payment of Interest on Our Junior Subordinated

Debentures,” “Dividends on Our Preferred Stock Are Subject to Declaration by Our Board of Directors,” and “Optional Deferral of Interest on the Junior Subordinated Debentures.”

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The declaration and payment of dividends is subject to the discretion of our Board of Directors, and will depend on our financial condition, results of operations, cash requirements, future prospects, regulatory restrictions on the payment of dividends by MetLife, Inc.'s insurance subsidiaries and other factors deemed relevant by the Board. There is no requirement or assurance that we will declare and pay any dividends. If MetLife, Inc.'s designation as a non-bank SIFI is reinstated, we also may be subject to restrictions arising from Federal Reserve regulation, including capital planning and stress testing requirements. The capital requirements that will apply to non-bank SIFIs are unclear. Furthermore, if additional capital requirements are imposed on MetLife, Inc. as a G-SII, its ability to pay dividends could be reduced by any such additional capital requirements that might be imposed. See "Risk Factors — Regulatory and Legal Risks — Our Insurance and Brokerage Businesses Are Highly Regulated, and Changes in Regulation and in Supervisory and Enforcement Policies May Reduce Our Profitability and Limit Our Growth" included in the 2015 Annual Report, as amended or supplemented by such information in the First Quarter 2016 Report and above. In addition, our ability to pay dividends on our common stock and repurchase our common stock is subject to restrictions arising from the terms of our preferred stock, junior subordinated debentures and trust securities, so called "dividend stopper" provisions, in situations where we may be experiencing financial stress. For purposes of this discussion, "junior subordinated debentures" are deemed to include MetLife's Fixed-to-Floating Exchangeable Surplus Trust Securities, which are exchangeable for junior subordinated debentures, and which contain terms with the same substantive effects in this discussion as the terms of MetLife, Inc.'s junior subordinated debentures. In addition, our ability to pay dividends on our preferred stock and interest on our junior subordinated debentures is also restricted by the terms of those securities. We may also be restricted from time to time in our ability to repurchase shares or to enter into share repurchase programs under Rule 10b5-1 of the Exchange Act. That rule requires, among other things, that we establish any share repurchase program in good faith at a time when we are not aware of any material non-public information in order for us to have an affirmative defense against accusations of insider trading. Therefore, we may be unable to repurchase shares or to enter into share repurchase programs during various periods of time, including periods of significant corporate reorganization such as a spin-off or a sale of a substantial portion of the Company.

**General Risks**

The following updates and replaces in its entirety the risk factor entitled "We May Be Unable to Attract and Retain Sales Representatives for Our Products" included in the 2015 Annual Report.

**We May Experience Difficulty in Marketing and Distributing Products Through Our Distribution Channels**

Following completion in July 2016 of the sale of MetLife's U.S. Retail advisor force and certain assets associated with the MetLife Premier Client Group, including MetLife's affiliated broker-dealer, MSI, we distribute our products through a variety of third-party distribution channels. We may periodically negotiate the terms of these relationships, and there can be no assurance that such terms will remain acceptable to us or such third parties. An interruption in certain key relationships could materially affect our ability to market our products and could have a material adverse effect on our business, operating results and financial condition. Distributors may elect to reduce or terminate their distribution relationships with us, including for such reasons as adverse developments in our business, adverse rating agency actions or concerns about market-related risks. We are also at risk that key distribution partners may merge, change their business models in ways that affect how our products are sold, or terminate their distribution contracts with us, or that new distribution channels could emerge and adversely impact the effectiveness of our distribution efforts. An increase in bank and broker-dealer consolidation activity could increase competition for access to distributors, result in greater distribution expenses and impair our ability to market products through these channels. Consolidation of distributors and/or other industry changes may also increase the likelihood that distributors will try to renegotiate the terms of any existing selling agreements to terms less favorable to us.

When our products are distributed through unaffiliated firms, we may not be able to monitor or control the manner of their distribution despite our training and compliance programs. If our products are distributed by such firms in an inappropriate manner, or to customers for whom they are unsuitable, we may suffer reputational and other harm to our business.





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## Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

## Issuer Purchases of Equity Securities

Purchases of common stock made by or on behalf of MetLife, Inc. or its affiliates during the quarter ended June 30, 2016 are set forth below:

Period	(a) Total Number of Shares Purchased (1)	(b) Average Price Paid per Share	(c) Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	(d) Maximum Number (or Approximate Dollar Value) of Shares that May Yet Be Purchased Under the Plans or Programs (2)
April 1 — April 30, 2016	620	\$ 44.05	—	\$ —
May 1 — May 31, 2016	40	\$ 42.91	—	\$ —
June 1 — June 30, 2016	839	\$ 42.13	—	\$ —

(1) During the periods April 1 through April 30, 2016, May 1 through May 31, 2016 and June 1 through June 30, 2016, separate account index funds purchased 620 shares, 40 shares and 839 shares, respectively, of common stock on the open market in nondiscretionary transactions. Except for the foregoing, there were no shares of common stock which were repurchased by MetLife, Inc.

At June 30, 2016, MetLife, Inc. had no remaining authorizations approved by its Board of Directors to purchase shares of common stock. Common stock repurchases, if and when authorized by the Board of Directors, are dependent upon several factors, including our capital position, liquidity, financial strength and credit ratings, general market conditions, the market price of MetLife, Inc.'s common stock compared to management's assessment (2) of the stock's underlying value and applicable regulatory approvals, as well as other legal and accounting factors.

See "Risk Factors — Capital-Related Risks — Regulatory Restrictions and Uncertainty and Restrictions Under the Terms of Certain of Our Securities May Prevent Us from Repurchasing Our Stock and Paying Dividends at the Level We Wish" included in the 2015 Annual Report, as well as Note 16 of the Notes to the Consolidated Financial Statements included in the 2015 Annual Report.

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## Item 6. Exhibits

(Note Regarding Reliance on Statements in Our Contracts: In reviewing the agreements included as exhibits to this Quarterly Report on Form 10-Q, please remember that they are included to provide you with information regarding their terms and are not intended to provide any other factual or disclosure information about MetLife, Inc., its subsidiaries or affiliates, or the other parties to the agreements. The agreements contain representations and warranties by each of the parties to the applicable agreement. These representations and warranties have been made solely for the benefit of the other parties to the applicable agreement and (i) should not in all instances be treated as categorical statements of fact, but rather as a way of allocating the risk to one of the parties if those statements prove to be inaccurate; (ii) have been qualified by disclosures that were made to the other party in connection with the negotiation of the applicable agreement, which disclosures are not necessarily reflected in the agreement; (iii) may apply standards of materiality in a way that is different from what may be viewed as material to investors; and (iv) were made only as of the date of the applicable agreement or such other date or dates as may be specified in the agreement and are subject to more recent developments. Accordingly, these representations and warranties may not describe the actual state of affairs as of the date they were made or at any other time. Additional information about MetLife, Inc., its subsidiaries and affiliates may be found elsewhere in this Quarterly Report on Form 10-Q and MetLife, Inc.'s other public filings, which are available without charge through the U.S. Securities and Exchange Commission website at [www.sec.gov](http://www.sec.gov).)

Exhibit No.	Description
4.1	Certain instruments defining the rights of holders of long-term debt of MetLife, Inc. and its consolidated subsidiaries are omitted pursuant to Item 601(b)(4)(iii) of Regulation S-K. MetLife, Inc. hereby agrees to furnish to the Securities and Exchange Commission, upon request, copies of such instruments.
10.1	Form of Agreement to Protect Corporate Property executed by Ricardo A. Anzaldua, John C. R. Hele, Frans Hijkoop, and Esther Lee on May 25, 2016; Steven A. Kandarian on May 31, 2016; Steven J. Goulart on June 2, 2016; and Maria M. Morris on June 8, 2016.*
31.1	Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
31.2	Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
32.1	Certification of Chief Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
32.2	Certification of Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
101.INS	XBRL Instance Document.
101.SCH	XBRL Taxonomy Extension Schema Document.
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document.
101.LAB	XBRL Taxonomy Extension Label Linkbase Document.
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document.
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document.

\*Indicates management contracts or compensatory plans or arrangements.

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Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

METLIFE, INC.

By: /s/ Peter M. Carlson

Name: Peter M. Carlson

Title: Executive Vice President  
and Chief Accounting Officer  
(Authorized Signatory and Principal  
Accounting Officer)

Date: August 4, 2016

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## Exhibit Index

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