

METLIFE INC
Form 4
May 08, 2007

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
LIPSCOMB JAMES L

(Last) (First) (Middle)
200 PARK AVENUE
(Street)

NEW YORK, NY 10166

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
METLIFE INC [MET]

3. Date of Earliest Transaction (Month/Day/Year)
05/04/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Exec. VP & General Counsel

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(D)	Price		
Common Stock	05/04/2007		M		15,225	A	\$ 29.95	47,584	D
Common Stock	05/04/2007		S		15,225	D	\$ 68.604	32,359	D
Common Stock	05/04/2007		M		36,000	A	\$ 30.35	68,359	D
Common Stock	05/04/2007		S		36,000	D	\$ 68.5669	32,359	D
Common Stock	05/04/2007		M		13,000	A	\$ 26	45,359	D

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Common Stock	05/04/2007	S	13,000	D	\$ 68.6418	32,359	D
Common Stock	05/04/2007	M	200	A	\$ 29.95	32,559	D
Common Stock	05/07/2007	S	200	D	\$ 68.78	32,359	D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 29.95	05/04/2007		M		200	<u>(1)</u>	04/08/2011	Common Stock	200
Employee Stock Option (right to buy)	\$ 29.95	05/04/2007		M		15,225	<u>(2)</u>	04/08/2011	Common Stock	15,225
Employee Stock Option (right to buy)	\$ 30.35	05/04/2007		M		36,000	<u>(3)</u>	02/18/2012	Common Stock	36,000
Employee Stock Option (right to buy)	\$ 26	05/04/2007		M		13,000	<u>(4)</u>	02/17/2013	Common Stock	13,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LIPSCOMB JAMES L 200 PARK AVENUE NEW YORK, NY 10166			Exec. VP & General Counsel	

Signatures

Gwenn L. Carr, authorized
signer 05/08/2007

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The option became fully exercisable on April 9, 2004.
- (2) The option vested in three equal installments on April 9, 2002, 2003 and 2004.
- (3) The option vested in three equal installments on February 19, 2003, 2004 and 2005.
- (4) The option vested in three equal installments on February 18, 2004, 2005 and 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.