

METLIFE INC  
Form DEFA14A  
June 14, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 14A**

**PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to § 240.14a-12

**MetLife, Inc.**

(Name of Registrant as Specified In Its Charter)

Payment of Filing Fee (Check the appropriate box)

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

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

**FORM 8-K**

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

**Date of report (Date of earliest event reported): June 14, 2016**

**METLIFE, INC.**

**(Exact Name of Registrant as Specified in Its Charter)**

**Delaware**  
**(State or Other Jurisdiction**  
**of Incorporation)**

**1-15787**  
**(Commission**  
**File Number)**

**13-4075851**  
**(IRS Employer**  
**Identification No.)**

**200 Park Avenue, New York, New York**

**10166-0188**

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(Address of Principal Executive Offices)

212-578-9500

(Zip Code)

(Registrant's Telephone Number, Including Area Code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2 (b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))

**Item 8.01 Other Events.**

On June 14, 2016, MetLife, Inc. (the Company ) issued a news release announcing that its Board of Directors has elected to waive the Company's age-65 retirement policy for Chairman, President and Chief Executive Officer Steven A. Kandarian.

**Item 9.01 Financial Statements and Exhibits.**

99.1 News release of MetLife, Inc., dated June 14, 2016, announcing that its Board of Directors has elected to waive the Company's age-65 retirement policy for Chairman, President and Chief Executive Officer Steven A. Kandarian.

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 hereunto duly authorized.

**METLIFE, INC.**

By: /s/ Timothy J. Ring  
Name: Timothy J. Ring  
Title: Senior Vice President and Secretary

Date: June 14, 2016

EXHIBIT INDEX

**EXHIBIT  
NUMBER**

99.1

**EXHIBIT**

News release of MetLife, Inc., dated June 14, 2016, announcing that its Board of Directors has elected to waive the Company's age-65 retirement policy for Chairman, President and Chief Executive Officer Steven A. Kandarian.

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For Investors: John Hall  
(212)  
578-7888

**METLIFE BOARD OF DIRECTORS WAIVES AGE-65 RETIREMENT POLICY**

**FOR CHAIRMAN, PRESIDENT AND CEO STEVEN A. KANDARIAN**

**NEW YORK, June 14, 2016** MetLife, Inc. (NYSE: MET) today announced that its Board of Directors has elected to waive the company's age-65 retirement policy for Chairman, President and CEO Steven A. Kandarian. The Board retains the option to do so when it concludes such a move would be in the company's best interest. Kandarian, 64, has been MetLife's president and CEO since May 2011. He added the title of Chairman in January 2012.

From his first day as CEO, Steve has had an unwavering focus on maximizing long-term shareholder value, said Cheryl W. Gris , MetLife's independent Lead Director. In the face of unprecedented regulatory and macroeconomic challenges, he has taken bold action to position the company for profitable growth and strong cash generation. With the company in the midst of dramatic change, we believe Steve's continued leadership will serve MetLife's shareholders, customers and employees exceptionally well.

About MetLife

MetLife, Inc. (NYSE: MET), through its subsidiaries and affiliates (MetLife), is one of the largest life insurance companies in the world. Founded in 1868, MetLife is a global provider of life insurance, annuities, employee benefits and asset management. Serving approximately 100 million customers, MetLife has operations in nearly 50 countries and holds leading market positions in the United States, Japan, Latin America, Asia, Europe and the Middle East. For more information, visit [www.metlife.com](http://www.metlife.com).

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