Edgar Filing: KANDARIAN STEVEN A - Form 4

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Form 4 April 18, 20	11										
<u> </u>	ПЛ								OMB AF	PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check th if no lon subject t Section Form 4 of Form 5 obligation may con See Instr 1(b).	NGES IN BENEFICIAL OWNERSHIP OF SECURITIES (6(a) of the Securities Exchange Act of 1934, (tility Holding Company Act of 1935 or Section ovestment Company Act of 1940					Expires: January 31 2005 Estimated average burden hours per response 0.5 n					
(Print or Type	Responses)										
KANDARIAN STEVEN A Symbol				r Name and Ticker or Trading FE INC [MET]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of	f Earliest Tı	ransaction			(Check	c all applicable)	
200 PARK	AVENUE		(Month/E 04/14/2	-				Director X Officer (give below) EVP & Chie		Owner r (specify Officer	
	(Street)			endment, Da nth/Day/Year	-			6. Individual or Joi Applicable Line) _X_ Form filed by O			
NEW YOR	K, NY 10166							Form filed by M Person			
(City)	(State)	(Zip)	Tab	le I - Non-E	Derivative S	Securi	ties Acqu	uired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Executio any		3. Transactio Code (Instr. 8)	4. Securiti on(A) or Dis (Instr. 3, 4	posed and f (A)	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	04/14/2011			Code V $A^{(1)}$	Amount 13,050	or (D) A	Price \$	(Instr. 3 and 4) 34,007 (2)	D		
Stock							44.13				
Common Stock	04/14/2011			F <u>(3)</u>	6,049	D	\$ 44.13	27,958	D		

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
KANDARIAN STEVEN A 200 PARK AVENUE NEW YORK, NY 10166			EVP & Chief Investment Officer				
Signatures							
Richard S. Collins, authorized		04/18/2011	l				

signer

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) Shares acquired from the payout of the 2008 2010 Performance Share Award pursuant to the MetLife, Inc. 2005 Stock and Incentive Compensation Plan.
- (2) Since the date of the reporting person's last ownership report, he transferred 5,769 shares pursuant to a domestic relations order. These shares are no longer beneficially owned by the reporting person.
- (3) Amount withheld to satisfy the Reporting Person's tax withholding obligation due on the payout of performance shares, pursuant to the MetLife Inc. 2005 Stock and Incentive Compensation Plan.

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.