

Edgar Filing: METLIFE INC - Form 8-A12B

METLIFE INC  
Form 8-A12B  
June 15, 2005

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-A  
FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

METLIFE, INC.  
(Exact Name of Registrant as Specified in Its Charter)

Delaware  
(State of Incorporation or Organization)

13-4075851  
(I.R.S. Employer  
Identification no.)

200 Park Avenue  
New York, New York  
(Address of Principal Executive Offices)

10166-0188  
(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates:  
124358  
(If applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class to be so Registered -----	Name of Each Exchange on Which Each Class is to be Registered -----
6.50% Non-Cumulative Preferred Stock, Series B	New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act:

None  
(Title of class)

Item 1. Description of Registrant's Securities to be Registered.

For a description of the securities to be registered hereunder, reference is made to the information under the heading "Description of Capital Stock - Preferred Stock" on pages 15 through 16 of the Registrant's Prospectus dated April 27, 2005 (Registration No. 333-124358), as supplemented by the information under the heading "Description of the Series B Preferred Shares" on pages S-62 through S-72 of the Registrant's related Prospectus Supplement, dated June 9, 2005, which information is incorporated herein by reference and made part of this Registration Statement.

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Item 2. Exhibits.

99.1 Amended and Restated Certificate of Incorporation of MetLife, Inc., incorporated by reference to Exhibit 3.1 to Registrant's Annual Report on Form 10-K for the fiscal year ended December 31, 2000.

99.2 Amended and Restated By-Laws, effective July 27, 2004, of MetLife, Inc. incorporated by reference to Exhibit 3.2 to Registrant's Quarterly Report on Form 10-Q for the quarter ended June 30, 2004.

99.3 Prospectus dated April 27, 2005, incorporated by reference to the Registrant's Registration Statement on Form S-3, Reg. No. 333-124358, filed with the Securities and Exchange Commission on April 27, 2005.

99.4 Prospectus Supplement, dated June 9, 2005, incorporated by reference to the Registrant's filing under Rule 424(b)(5) dated June 13, 2005.

99.5 Certificate of Designations of 6.50% Non-Cumulative Preferred Stock, Series B of MetLife, Inc. dated June 9, 2005.

99.6 Form of Stock Certificate for 6.50% Non-Cumulative Preferred Stock, Series B, of MetLife, Inc.

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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement or amendment thereto to be signed on its behalf by the undersigned, thereunto duly authorized.

METLIFE, INC.  
(Registrant)

Date: June 15, 2005

By: /s/ Gwenn L. Carr

-----  
Name: Gwenn L. Carr  
Title: Senior Vice President and Secretary

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INDEX TO EXHIBITS

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