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METLIFE INC Form 8-K June 16, 2005

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 16, 2005

METLIFE, INC.

(Exact name of registrant as specified in charter)

DELAWARE (State or other jurisdiction of (Commission file number) incorporation)

1-15787

13-4075851 (IRS Employer Identification No.)

200 PARK AVENUE, NEW YORK, NEW YORK (Address of principal executive offices) 10166-0188 (Zip Code)

(212) 578-2211 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))

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ITEM 8.01. OTHER EVENTS

On June 16,2005, LeBoeuf, Lamb, Greene & MacRae, L.L.P., attorneys for MetLife, Inc., a Delaware Corporation ("MetLife"), issued an opinion and consent (attached hereto as Exhibits 5.1 and 23.1, respectively, and incorporated herein by reference) as to the validity of the 6.50% Non-Cumulative Preferred Stock, Series B, of MetLife issued on June 16, 2005 (the "series B preferred shares"). For additional information concerning the offering of the series B preferred shares, see MetLife's Form 8-K filed on June 14, 2005.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

- (c) Exhibits
- 5.1 Opinion of LeBoeuf, Lamb, Greene & MacRae, L.L.P.
- 23.1 Consent of LeBoeuf, Lamb, Greene & MacRae, L.L.P. (included in Exhibit 5.1 above).

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/ Gwenn L. Carr

Name: Gwenn L. Carr

Title: Senior Vice-President and

Secretary

Date: June 16, 2005

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EXHIBIT INDEX

- 5.1 Opinion of LeBoeuf, Lamb, Greene & MacRae, L.L.P.
- 23.1 Consent of LeBoeuf, Lamb Greene, & MacRae, L.L.P. (included in Exhibit 5.1 above).