

METLIFE INC
Form 8-K
April 24, 2014
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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): April 22, 2014

METLIFE, INC.

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction)

1-15787
(Commission)

13-4075851
(IRS Employer)

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(State of Incorporation)

(File Number)

(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 5.07 Submission of Matters to a Vote of Security Holders

SIGNATURES

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The MetLife, Inc. (the Company) annual meeting of stockholders was held on April 22, 2014. At the meeting, the stockholders elected twelve Directors, each for a term expiring at the Company's 2015 annual meeting of stockholders. The stockholders ratified the appointment of Deloitte & Touche LLP as the Company's independent auditor for 2014. The stockholders approved, on an advisory basis, the compensation paid to the Company's Named Executive Officers as disclosed in the Company's 2014 Proxy Statement. The stockholders also approved the MetLife, Inc. 2015 Stock and Incentive Compensation Plan and the MetLife, Inc. 2015 Non-Management Director Stock Compensation Plan. The detailed results of the vote on each matter are shown below.

Election of Directors:

| Nominee Name | Votes For | Votes Against | Abstained | Broker Non-Votes |
|---------------------------|-------------|---------------|------------|------------------|
| Cheryl W. Grisé | 921,651,866 | 3,917,960 | 6,284,609 | 54,947,731 |
| Carlos M. Gutierrez | 926,872,988 | 1,271,199 | 3,710,248 | 54,947,731 |
| R. Glenn Hubbard, Ph. D. | 923,822,999 | 1,190,401 | 6,841,035 | 54,947,731 |
| Steven A. Kandarian | 913,955,431 | 2,704,699 | 15,194,305 | 54,947,731 |
| Gen. John M. Keane (Ret.) | 924,582,501 | 1,203,016 | 6,068,918 | 54,947,731 |
| Alfred F. Kelly, Jr. | 925,046,634 | 3,094,067 | 3,713,734 | 54,947,731 |
| William E. Kennard | 927,613,308 | 644,169 | 3,596,958 | 54,947,731 |
| James M. Kilts | 917,903,236 | 5,856,408 | 8,094,791 | 54,947,731 |
| Catherine R. Kinney | 928,179,192 | 1,013,672 | 2,661,571 | 54,947,731 |
| Denise M. Morrison | 925,871,415 | 3,593,261 | 2,389,759 | 54,947,731 |
| Kenton J. Sicchitano | 921,828,223 | 3,839,747 | 6,186,465 | 54,947,731 |
| Lulu C. Wang | 925,638,898 | 739,616 | 5,475,921 | 54,947,731 |

| | Votes For | Votes Against | Abstained | Broker Non-Votes |
|--|-------------|---------------|-----------|------------------|
| Ratification of the appointment of Deloitte & Touche LLP as the Company's independent auditor for 2014 | 977,659,733 | 7,063,940 | 2,078,493 | 0 |
| Advisory vote to approve the compensation paid to the Company's Named Executive Officers | 903,602,847 | 23,664,071 | 4,587,517 | 54,947,731 |
| Approval of the MetLife, Inc. 2015 Stock and Incentive Compensation Plan | 886,663,359 | 39,150,363 | 6,040,713 | 54,947,731 |
| Approval of the MetLife, Inc. 2015 Non-Management Director Stock Compensation Plan | 898,973,830 | 28,395,375 | 4,485,230 | 54,947,731 |

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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: Vice President and Secretary

Date: April 24, 2014