

METLIFE INC
Form 8-K
June 15, 2016
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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): June 14, 2016

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)

212-578-9500

10166-0188

(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))

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Item 5.07 Submission of Matters to a Vote of Security Holders

SIGNATURES

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At MetLife, Inc.'s (the "Company") annual meeting of shareholders on June 14, 2016, the shareholders:

elected twelve Directors, each for a term expiring at the Company's 2017 annual meeting of shareholders;

approved a proposal to advise the Board to adopt a by-law designating Delaware the exclusive forum for certain legal actions;

ratified the appointment of Deloitte & Touche LLP as the Company's independent auditor for 2016;

approved, on an advisory basis, the compensation paid to the Company's Named Executive Officers as disclosed in the Company's 2016 Proxy Statement;

did not approve a shareholder proposal to adopt a policy that the Chairman of the Board of Directors be an independent director; and

did not approve a shareholder proposal to adopt shareholder right to act by written consent.

Election of Directors:

| Nominee Name | Votes For | Votes Against | Abstained | Broker Non-Votes |
|---|------------------|----------------------|------------------|-------------------------|
| Cheryl W. Grisé | 903,801,443 | 13,797,119 | 1,421,961 | 65,619,145 |
| Carlos M. Gutierrez | 913,498,738 | 4,580,326 | 941,459 | 65,619,145 |
| R. Glenn Hubbard, Ph.D. | 915,152,747 | 2,948,578 | 919,198 | 65,619,145 |
| Steven A. Kandarian | 884,487,586 | 30,820,664 | 3,712,273 | 65,619,145 |
| Alfred F. Kelly, Jr. | 911,311,526 | 6,749,334 | 959,663 | 65,619,145 |
| Edward J. Kelly, III | 915,082,372 | 2,997,891 | 940,260 | 65,619,145 |
| William E. Kennard | 911,277,851 | 6,783,729 | 958,943 | 65,619,145 |
| James M. Kilts | 903,425,826 | 14,606,962 | 987,735 | 65,619,145 |
| Catherine R. Kinney | 914,919,262 | 3,194,569 | 906,692 | 65,619,145 |
| Denise M. Morrison | 909,651,971 | 8,428,866 | 939,686 | 65,619,145 |
| Kenton J. Sicchitano | 905,819,037 | 12,236,900 | 964,586 | 65,619,145 |
| Lulu C. Wang | 914,175,375 | 3,923,191 | 921,957 | 65,619,145 |
| | Votes For | Votes Against | Abstained | Broker Non-Votes |
| Adopt a by-law designating Delaware the exclusive forum for certain legal actions | 631,254,542 | 284,820,080 | 2,945,901 | 65,619,145 |
| Ratify the appointment of Deloitte & Touche LLP as the Company's independent auditor for 2016 | 975,323,446 | 8,434,783 | 881,439 | 0 |
| Approve the compensation paid to the Company's Named Executive Officers | 891,668,599 | 25,684,606 | 1,667,318 | 65,619,145 |
| Shareholder proposal to adopt a policy that the Chairman of the Board of Directors be an independent director | 246,086,287 | 671,397,183 | 1,537,053 | 65,619,145 |
| Shareholder proposal to adopt shareholder right to act by written consent | 359,113,450 | 557,685,503 | 2,221,570 | 65,619,145 |

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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: Senior Vice President and Secretary

Date: June 15, 2016