

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person* METLIFE INC (Last) (First) (Middle) 200 PARK AVENUE (Street) NEW YORK NY 10166 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Brighthouse Financial, Inc. [BHF]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 08/03/2017	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01 per share	08/03/2017 ⁽¹⁾⁽²⁾		A		119,673,106 ⁽¹⁾⁽²⁾	A	(1)(2)	119,773,106 ⁽¹⁾⁽²⁾	D	

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. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

Explanation of Responses:

1. On July 27, 2017, MetLife, Inc. ("MetLife") agreed to contribute all of the common interests of Brighthouse Holdings, LLC to Brighthouse Financial, Inc. ("Brighthouse Financial") and, in exchange, Brighthouse Financial agreed to issue shares of its common stock to MetLife in a number to be determined, and to pay other consideration to MetLife. On August 3, 2017 Brighthouse Financial determined that it would issue 119,673,106 shares of its common stock to MetLife. Brighthouse Financial's Registration Statement on Form 10, as amended, describes the assets of Brighthouse Holdings, LLC. Prior to this transaction, MetLife owned 100,000 shares of Brighthouse Financial common stock. Both prior to and subsequent to the reported transaction, MetLife owned 100% of Brighthouse Financial outstanding common stock.

2. MetLife has announced that it expects to distribute 96,776,670 of the 119,773,106 shares of Brighthouse Financial common stock to MetLife common stockholders on August 4, 2017. The record date for the distribution was 5:00 p.m., New York City time, July 19, 2017.

Remarks:

/s/ Jeannette N. Pina, Vice President and Secretary of MetLife, Inc. 08/03/2017

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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