SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

1. Name and Address of Reporting Person[*]

Lambert Myles

(Last)	(First)	(Middle)

11225 NORTH COMMUNITY HOUSE ROAD

(Street)

CHARLOTTE	NC	28277

(City)	(State)	(Zip)

2. Issuer Name **and** Ticker or Trading Symbol

Brighthouse Financial, Inc. [BHF]

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2020

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

	Director		10% Owner
X	Officer (give title below)		Other (specify below)

EVP,Chief Dist. & Mktg.Officer

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

☐ Form filed by More than One Reporting Person

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	03/01/2020		M		4,749	A	(1)	21,679	D	
Common Stock	03/01/2020		F		1,653	D	$35.84	20,026	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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	03/01/2020		M			1,605	(2)	(2)	Common Stock	1,605	$0.00	1,605	D	
Restricted Stock Units	(1)	03/01/2020		M			3,144	(3)	(3)	Common Stock	3,144	$0.00	6,286	D	
Restricted Stock Units	(1)	03/01/2020		A		11,230		(4)	(4)	Common Stock	11,230	$0.00	11,230	D	

Explanation of Responses:

1. Each Restricted Stock Unit ("RSU") represents the contingent right to receive one share of Brighthouse Financial, Inc. common stock.

2. RSUs awarded in 2018 vest in three substantially equal installments on the first business day in March 2019, 2020 and 2021.

3. RSUs awarded in 2019 vest in three substantially equal installments on the first business day in March 2020, 2021 and 2022.

4. RSUs awarded in 2020 vest in three substantially equal installments on the first business day in March 2021, 2022 and 2023.

Remarks:

/s/ Jacob M. Jenkelowitz, Attorney-in-Fact, on behalf of Myles Lambert

03/03/2020

** Signature of Reporting Person   Date