Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation
METLIFE FOUNDATION

A Employer identification number
13-2878224

Number and street (or P O box number if mail is not delivered to street address)
C/O METLIFE, 1095 AVENUE OF THE AMERICAS

Room/suite
15-017

B Telephone number (see instructions)
212-578-7048

City or town, state, and ZIP code
NEW YORK, NY 10036

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 142,189,028

J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) ____________ *(Part I, column (d) must be on cash basis)*

		Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	50,000,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	0	0		
	4	Dividends and interest from securities	3,184,832	3,184,832	0	
	5a	Gross rents	0	0	0	
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	2,694,844			
	b	Gross sales price for all assets on line 6a ______				
	7	Capital gain net income (from Part IV, line 2)		3,004,387		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances ______				
	b	Less Cost of goods sold ______				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)		33,900		
	12	**Total.** Add lines 1 through 11	55,879,676	6,223,119	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	51,300	25,650		25,650
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	58,472			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,500			1,500
	24	**Total operating and administrative expenses.** Add lines 13 through 23	111,272	25,650	0	27,150
	25	Contributions, gifts, grants paid	40,916,418			41,938,306
	26	Total expenses and disbursements Add lines 24 and 25	41,027,690	25,650	0	41,965,456
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	14,851,986			
	b	**Net investment income** (if negative, enter -0-)		6,197,469		
	c	**Adjusted net income** (if negative, enter -0-)			0	

RECEIVED
E2-691
NOV 19 2012
IRS-OSC
OGDEN, UT

SCANNED NOV 21 2012

For Paperwork Reduction Act Notice, see instructions.

JSA

Form **990-PF** (2011)

1E1410 1 000

4 G18

Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	3,115,258	2,330,600	2,330,600
	2	Savings and temporary cash investments	0	0	0
	3	Accounts receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶	0	0	
	5	Grants receivable	0		
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0		
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶	0	0	
	8	Inventories for sale or use	0		
	9	Prepaid expenses and deferred charges	0		
	10 a	Investments - U S and state government obligations (attach schedule)	39,351,730	19,398,277	21,596,995
	b	Investments - corporate stock (attach schedule)	57,862,827	114,315,130	113,713,585
	c	Investments - corporate bonds (attach schedule)	20,652,054	0	0
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶	0	0	0
	12	Investments - mortgage loans	0	0	0
	13	Investments - other (attach schedule)	0	0	0
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶	0	0	0
	15	Other assets (describe ▶ SEE ATTACHED SCHEDULE)	5,625,316	3,946,303	4,547,848
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	126,607,185	139,990,310	142,189,028
Liabilities	17	Accounts payable and accrued expenses	11,596	1,500	
	18	Grants payable	1,021,888		
	19	Deferred revenue	0		
	20	Loans from officers, directors, trustees, and other disqualified persons	0		
	21	Mortgages and other notes payable (attach schedule)	0		
	22	Other liabilities (describe ▶ SEE ATTACHED SCHEDULE)	859,047	422,170	
	23	**Total liabilities** (add lines 17 through 22)	1,892,531	423,670	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	124,714,654	139,566,640	
	25	Temporarily restricted	0	0	
	26	Permanently restricted	0	0	
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	**Total net assets or fund balances** (see instructions)	124,714,654	139,566,640	
	31	**Total liabilities and net assets/fund balances** (see instructions)	126,607,185	139,990,310	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	124,714,654
2	Enter amount from Part I, line 27a	2	14,851,986
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	139,566,640
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	139,566,640

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	Sale of various stocks and bonds - See attached schedule	P	Various	Various
b	Difference between our Investment system and the general ledger	P	Various	Various
c	Share of Capital Gains from partnership investment	P	Various	Various
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	79,711,875	0	76,893,370	2,818,505
b	3,154	0	0	3,154
c	182,728	0	0	182,728
d				0
e				0

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			0	2,818,505
b			0	3,154
c			0	182,728
d			0	0
e			0	0

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	3,004,387
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	45,601,841	129,436,961	0.3523
2009	44,678,111	111,556,472	0.4005
2008	47,969,122	156,159,794	0.3072
2007	38,393,807	159,495,499	0.2407
2006	34,434,021	147,537,460	0.2334

2	**Total** of line 1, column (d)	2	1.5341
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.3068
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	130,404,849
5	Multiply line 4 by line 3	5	40,008,208
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	61,975
7	Add lines 5 and 6	7	40,070,183
8	Enter qualifying distributions from Part XII, line 4	8	41,965,456

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _______________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	61,975
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	61,975
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	61,975
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	118,410		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	118,410
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	56,435
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 56,435 **Refunded** ▶			11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NEW YORK			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.METLIFE.ORG

14 The books are in care of ▶ MR. ROBERT TARNOK Telephone no ▶ 212-578-7180

Located at ▶ 1095 AVENUE OF THE AMEICAS, NY, NY ZIP + 4 ▶ 10036-6796

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ N/A , N/A , N/A , N/A			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ N/A , N/A , N/A , N/A			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)*	3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . . ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . ☐ Yes ☐ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . **6b** X (No)

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☐ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED LISTING OF OFFICERS & DIRECTORS FOR DETAILS	SEE SCHEDULE	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE-NOT APPLICABLE	N/A	0	0	0

Total number of other employees paid over $50,000 . . . . ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE-NOT APPLICABLE		0

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE-NOT APPLICABLE	0
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	131,689,252
b	Average of monthly cash balances	1b	631,116
c	Fair market value of all other assets (see instructions)	1c	70,342
d	**Total** (add lines 1a, b, and c)	1d	132,390,710
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	132,390,710
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,985,861
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	130,404,849
6	**Minimum investment return.** Enter 5% of line 5	6	6,520,242

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	6,520,242
2a	Tax on investment income for 2011 from Part VI, line 5	2a	61,975		
b	Income tax for 2011. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	61,975
3	Distributable amount before adjustments Subtract line 2c from line 1			3	6,458,267
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	6,458,267
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	6,458,267

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes.		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	41,965,456
b	Program-related investments - total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	41,965,456
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	61,975
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	41,903,481

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

			(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7					6,458,267
2	Undistributed income, if any, as of the end of 2011					
a	Enter amount for 2010 only				0	
b	Total for prior years 20_____,20_____,20_____			0		
3	Excess distributions carryover, if any, to 2011					
a	From 2006	27,388,155				
b	From 2007	30,847,546				
c	From 2008	48,023,653				
d	From 2009	44,787,796				
e	From 2010	44,808,367				
f	**Total** of lines 3a through e		195,855,517			
4	Qualifying distributions for 2011 from Part XII, line 4 ► $ 41,965,456					
a	Applied to 2010, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required - see instructions)					
c	Treated as distributions out of corpus (Election required - see instructions)		41,965,456			
d	Applied to 2011 distributable amount					
e	Remaining amount distributed out of corpus					
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		6,458,267			6,458,267
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		231,362,706			
b	Prior years' undistributed income Subtract line 4b from line 2b			0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d	Subtract line 6c from line 6b Taxable amount - see instructions			0		
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				0	
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		20,929,888			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		210,432,818			
10	Analysis of line 9					
a	Excess from 2007	30,847,546				
b	Excess from 2008	48,023,653				
c	Excess from 2009	44,787,796				
d	Excess from 2010	44,808,367				
e	Excess from 2011	41,965,456				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII line 4 for each year listed .					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . .					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					0
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					0
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income .					0

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE-NOT APPLICABLE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE - NOT APPLICABLE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

Mr. A. Dennis White,1095 Avenue of the Americas,New York, NY 10036-6796, 212-578-7048

b The form in which applications should be submitted and information and materials they should include

Visit MetLife Foundation website @ www.metlife.org,click on How to apply for a grant.

c Any submission deadlines

Visit MetLife Foundation website @ www.metlife.org,click on How to apply for a grant.

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Visit MetLife Foundation website @ www.metlife.org,click on How to apply for a grant.

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE REPORT OF CONTRIBUTIONS, PAGES 1 - 5	NOT APPLICA	501(c)	VARIOUS	410,938,306
Total . . . . ▶ **3a**				410,938,306
b *Approved for future payment*				
SEE ATTACHED GRANTS AND CONTRIBUTIONS-CONDITIONAL AND UNCONDITIONAL SCHEDULE				0
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	3,184,832	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	2,694,844	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		5,879,676	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 5,879,676

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ 11/14/2012 ▶ CONTROLLER

Signature of officer or trustee Date Title

Robert C. TARNOK

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2011

Name of the organization
METLIFE FOUNDATION

Employer identification number
13-2878224

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
METLIFE FOUNDATION	13-2878224

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Metropolitan Life Insurance Company 1095 Avenue of the Americas-Tax Dept. New York, New York 10036-6796	$ 50,000,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
METLIFE FOUNDATION	13-2878224

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	NOT APPLICABLE	$ 0	N/A

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
METLIFE FOUNDATION	13-2878224

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

MetLife Foundation

EIN:13-2878224

2011 Return of Private Foundation

Part I	***Column A***	***Column B***	***Column C***	***Column D***
Other Income - Line 11				
Interest Income - Program Related	**0**	**0**	**0**	
Interest Income - Program Related Due/Accrued	**0**	**0**	**0**	
Interest Income - Program Related Miscellaneous	**0**	**0**	**0**	
Support received in cash	**0**	**0**	**0**	
Miscellaneous Income	**0**	**0**	**0**	
Partnership Income - Schedule K-1's	**0**	**33,900**	**0**	
Total to line 11	**0**	**33,900**	**0**	
Accounting Fees - Line 16b				
Auditing Fees - Paid	**51,300**	**25,650**	**0**	**25,650**
Auditing Fees - Accrued - Current Year	**0**	**0**	**0**	**0**
Auditing Fees - Accrued - Prior Year	**0**	**0**	**0**	**0**
Total to line 16b	**51,300**	**25,650**	**0**	**25,650**
Other Professional Fees - Line 16c				
Advisory Fees - Paid	**0**	**0**	**0**	**0**
Advisory Fees - Accrued - Current Year	**0**	**0**	**0**	**0**
Advisory Fees - Accrued - Prior Year	**0**	**0**	**0**	**0**
Total to line 16c	**0**	**0**	**0**	**0**
Taxes - Line 18				
Provision for Federal Excise Taxes	**130,000**			
Federal Excise Taxes - True Up - Current Year	**(71,528)**			
Total to line 18	**58,472**			
Other Expenses - Line 23				
NYS Filing Fee	**1,500**	**0**	**0**	**1,500**
Change in accrual for unconditional grants	**0**	**0**	**0**	**0**
Misc Expenses	**0**	**0**	**0**	**0**
Investment Expenses-Bank Charges	**0**	**0**	**0**	**0**
Total to line 23	**1,500**	**0**	**0**	**1,500**

MetLife Foundation

2011 U.S. Return of Private Foundation

EIN: 13-2878224

Part II	(B) Book Value	(C) Fair Market Value
<u>Investments-US and State Government Obligations - Line 10a</u>		
Government Obligations - Short Term	19,398,277	21,596,995
Government Obligations - Long Term	0	0
Accrued Investment Income Government Obligation	0	0
Total Government Obligations - Line 10a	19,398,277	21,596,995
<u>Investments-Corporate Stock - Line 10b</u>		
Common Stock-Unaffiliated 1420-001-34	114,315,130	113,713,585
Total Corporate Stock - Line 10b	114,315,130	113,713,585
<u>Investments-Corporate Bonds - Line 10c</u>		
Corporate Bonds - Short Term	0	0
Corporate Bonds - Long Term-Includes Hybrid Securities	0	0
Accrued Investment Income Corporate Bonds	0	0
Total Investment Corporate Bonds - Line 10c	0	0
<u>Other Assets - Line 15</u>		
Program Related Investments-Loans	2,562,690	2,562,690
Program Related Investments-Common Stocks	450,000	450,000
Program Related Investments-Mortgage Loans	1,464,816	1,464,816
Accrued Investment Income Program Related Loans	0	0
Government Obligations Bonds ST-Unrealized Gain/Loss	0	0
Government Obligations Bonds LT-Unrealized Gain/Loss	0	0
Corporate Bonds LT-Unrealized Gain/Loss	0	0
A/R INV. DISP - LT BONDS	0	0
A/R INV. DISP - Common Stock	0	0
INTEREST DUE & ACCRUED - CAMARA	3,417	3,417
A/P INV ACQUIRED - LT BONDS	0	0
ACCRUED INT REC PROG RELATED LOANS	5,493	5,493
Accrued Exp Pay - Audit fees	0	0
Common Stock Unrealized Gain/Loss	(601,545)	0
Interest - Hybrid Securities	0	0
Dividend Receivable - Common Stock	0	0
Current Income Tax Recoverable	61,432	61,432
Accrued Federal excise tax	0	0
Total Other Assets - Line 15	3,946,303	4,547,848
Grand Total including cash	139,990,310	142,189,028
<u>Other Liabilities - Line 22</u>		
Cash overdraft	422,170	N/A
Receivable from Affiliates	0	N/A
A/P Inv. Acquired - LT Bonds	0	N/A
Unconditional Grants Payable	0	N/A
Susp Liab. Com Stk - A/P ac	0	N/A
Accrued Federal excise tax	0	N/A
Accrued EXP Pay-NYS Filing Fees	0	N/A
Accrued Exp Pay - Audit fees	0	N/A
Total Other Liabilities - Line 22	422,170	0

MetLife Foundation			
FEIN: 13-2878224			
2011 Return of Private Foundation			
Dividends and Interest from Securities			
PART I, LINE 11, COL. (b)			
Investment Income	**3,184,832**		**as per T/B**
Less: Program related Interest	**0**		**as per T/B**
Add: Miscellaneous Investment Expenses	**0**		
Balance	**3,184,832**		
Less: Tax-Exempt Government Obligations	**0**		
Total (page1, line 4, col b)	**3,184,832**		
Less: Market Discount - "M" Securities*	**0**		
Balance to page 1, line 4, col b. & c.	**3,184,832**		
Part 1 - Other Income			
Program Related Interest	**0**		**as per T/B**
Miscellaneous Income	**0**		**as per T/B**
Support received in cash	**0**		**as per T/B**
Other income per books	**0**		
Add: Partnership Activity from tax year 2010	**33,900**		**per sch K-1**
Total Other Income - Line 11, Cols. b & c	**33,900**		

MetLife Foundation
EIN 13-2878224
2011 Return of Private Foundation
Part IV, Capital Gains and Losses for Tax on Investment Income

Description	cusip	acqusition date	disposdt	tax basis	bk adj cv disp	consideration	bv settle	Realized Gain
ABBOTT LABORATORIES 5 15% 11/30/2012	002819AA8	01/13/2009	2011-01-13 00 00 00 0	168,343	168,343	172,942	168,343	4,600
ACE INA HOLDINGS 5 9% 6/15/2019	00440EAM9	01/13/2010	2011-01-14 00 00 00 0	196,050	196,050	202,581	196,050	6,531
ALLSTATE CORP 5% 8/15/14	020002AR2	01/13/2010	2011-01-14 00 00 00 0	190,211	190,211	196,936	190,211	6,725
AMERICAN EXPRESS BK FSB 6% 9/13/2017	02580ECC5	06/30/2009	2011-01-14 00 00 00 0	94,055	94,945	112,648	94,945	17,703
AMERICAN EXPRESS CO 7 25% 5/20/2014	025816BA6	05/29/2009	2011-01-14 00 00 00 0	97,533	97,533	108,519	97,533	10,986
ANADARKO PETROLEUM CORP 5 95 9/15/2016	032511AX5	01/27/2010	2011-01-13 00 00 00 0	107,040	107,040	108,811	107,040	1,771
ANHEUSER-BUSCH COS INC 6 45% 9/1/2037	035229DC4	01/19/2010	2011-01-13 00 00 00 0	109,510	109,510	111,636	109,510	2,126
APW LTD COM	G04397108	08/07/2000	2011-03-24 00 00 00 0	0	0	0	0	(0)
AT&T INC	00206R102	11/21/2005	2011-03-28 00 00 00 0	2	2	0	2	(2)
AT&T INC 5 625% 06/15/2016	78387GAL7	06/20/2007	2011-01-13 00 00 00 0	97,513	98,349	112,597	98,349	14,248
AVALONBAY COMMUNITIES 5 7% 3/15/2017	05348EAM1	01/27/2010	2011-01-14 00 00 00 0	102,355	102,355	112,108	102,355	9,753
BANK OF AMERICA CORP	060505AU8	04/02/2003	2011-01-14 00 00 00 0	131,074	131,074	138,442	131,074	7,368
BANK OF AMERICA CORP	06050BAA9	01/13/2009	2011-01-13 00 00 00 0	508,018	508,018	518,188	508,018	10,170
BAXTER INTL 5 9% 9/1/2016	071813AW9	05/31/2007	2011-01-13 00 00 00 0	192,013	192,013	219,853	192,013	27,840
BB&T CORP SUB NT	054937AE7	01/27/2010	2011-01-14 00 00 00 0	106,359	106,359	108,111	106,359	1,752
BSCMS 2004-PWR6 A6	07383FX52	06/10/2010	2011-01-13 00 00 00 0	190,497	190,497	196,252	190,497	5,755
BURLINGTON NORTH SANTA FE 5 65% 05/01/20	12189TAY0	04/01/2010	2011-01-13 00 00 00 0	175,980	175,980	185,617	175,980	9,637
CANADA GOVERNMENT 2 375% 9/10/2014	135087ZA5	01/27/2010	2011-01-14 00 00 00 0	100,312	100,312	103,166	100,312	2,854
CAPITAL ONE FINANCIAL CO 5 7% 9/15/11	14040HAQ8	10/30/2009	2011-01-14 00 00 00 0	102,039	102,039	103,067	102,039	1,028
CATERPILLAR INC 6 05% 8/15/36	149123BN0	05/04/2007	2011-01-13 00 00 00 0	97,863	97,863	105,267	97,863	7,404
CELLCO PART/VERI WIRELSS 8 5% 11/15/2018	92344SAK6	01/27/2010	2011-01-13 00 00 00 0	123,802	123,802	130,518	123,802	6,716
CGCMT 2004-C1 A4	173067AD1	06/10/2010	2011-01-13 00 00 00 0	314,838	314,838	322,875	314,838	8,037
CHUBB CORP NT	171232AF8	10/30/2009	2011-01-14 00 00 00 0	103,917	103,917	104,307	103,917	390
CISCO SYSTEMS INC 5 5% 2/22/16	17275RAC6	02/28/2006	2011-01-13 00 00 00 0	301,385	301,385	342,354	301,385	40,969
COMCAST CORP 6 45% 3/15/37	20030NAM3	04/05/2010	2011-01-13 00 00 00 0	393,850	393,850	413,244	393,850	19,394
COMCAST CORP NEW NT	20030NAD3	02/28/2006	2011-01-13 00 00 00 0	99,789	99,995	100,797	99,995	802
COMMON GROUND COMMUNITY MANAGEMENT CORPO	20266@AA3	06/08/2006	2011-05-31 00 00 00 0	500,000	500,000	500,000	500,000	0
CONAGRA FOODS INC	205887BD3	01/13/2009	2011-01-13 00 00 00 0	294,203	294,203	314,778	294,203	20,575
CONOCOPHILLIPS 4 6% 1/15/2015	20825CAT1	01/13/2010	2011-01-13 00 00 00 0	191,155	191,155	196,960	191,155	5,804
CREDIT SUISSE USA INC 5 5	225434CH0	08/31/2006	2011-01-14 00 00 00 0	190,130	190,130	195,474	190,130	5,344
CSFB 2003-C3 A5	22541QDJ8	06/10/2010	2011-01-13 00 00 00 0	361,076	361,076	366,565	361,076	5,490
CVS CAREMARK 5 75% 06/01/17	126650BH2	12/03/2007	2011-01-13 00 00 00 0	95,931	95,931	106,674	95,931	10,743
DEUTSCHE BANK AG LONDON 3 875% 8/18/2014	2515A0Q30	04/05/2010	2011-01-14 00 00 00 0	386,980	386,980	398,700	386,980	11,720
DEUTSCHE BANK AG LONDON 4 875% 5/20/2013	2515A0NY5	01/27/2010	2011-01-14 00 00 00 0	105,458	105,458	107,041	105,458	1,583
DIAGEO CAPITAL PLC 5 2% 1/30/2013	25243YAL3	04/05/2010	2011-01-13 00 00 00 0	169,449	169,449	172,578	169,449	3,129
DOW CHEMICAL CO/THE 8 55% 5/15/2019	260543BX0	04/01/2010	2011-01-13 00 00 00 0	131,568	131,568	137,449	131,568	5,882
E I DU PONT DE NEMOURS 5 6% 12/15/2036	263534BR9	05/31/2007	2011-01-13 00 00 00 0	194,193	194,976	220,118	194,976	25,142
ENCANA CORP 5 8% 5/1/14	292506AA0	04/22/2005	2011-01-13 00 00 00 0	266,446	266,446	288,811	266,446	22,365
ENTERPRISE PRODUCTS OPER 7 5% 2/1/11	293791AB5	02/28/2006	2011-01-13 00 00 00 0	275,170	275,170	275,580	275,170	410
ERP OPERATING LP 5 75% 6/15/2017	26884AAX1	01/27/2010	2011-01-14 00 00 00 0	103,202	103,202	111,023	103,202	7,821
EUROPEAN INVESTMENT BANK 5 25% 6/15/11	298785DX1	01/27/2010	2011-01-14 00 00 00 0	101,869	101,869	101,965	101,869	96
EUROPEAN INVESTMENT BANK CB 3 125% 6/4/2	298785EY8	04/01/2010	2011-01-14 00 00 00 0	388,249	388,249	399,741	388,249	11,492
FED REPUBLIC OF BRAZIL 10 25% 6/17/2013	105756AX8	01/27/2010	2011-01-14 00 00 00 0	116,357	116,357	120,000	116,357	3,643
FFCB 2 5/8 04/17/14	31331GTJ8	04/01/2010	2011-01-13 00 00 00 0	504,349	504,349	520,615	504,349	16,265
FHLB 4 3/4 12/16/16	3133XHZK1	04/01/2010	2011-01-13 00 00 00 0	394,014	394,014	416,185	394,014	22,171
FHLB 4 7/8 05/17/17	3133XKQX6	01/13/2009	2011-01-13 00 00 00 0	901,020	901,020	927,937	901,020	26,917
FHLMC 4 000% A87159	3129335U4	08/31/2009	2011-01-01 00 00 00 0	4,294	4,294	4,294	4,294	0
FHLMC 4 000% A87159	3129335U4	08/31/2009	2011-01-12 00 00 00 0	272,695	272,695	276,105	272,695	3,409

MetLife Foundation
EIN 13-2878224
2011 Return of Private Foundation
Part IV, Capital Gains and Losses for Tax on Investment Income

Description	cusip	acqusition date	disposdt	tax basis	bk adj cv disp	consideration	bv settle	Realized Gain
FHLMC 4 000% A89971	312937CG8	10/13/2009	2011-01-01 00 00 00 0	94,644	94,644	94,644	94,644	0
FHLMC 4 000% A89971	312937CG8	10/13/2009	2011-01-12 00 00 00 0	429,269	429,269	431,072	429,269	1,804
FHLMC 4 500% A91696	3129393D1	04/01/2010	2011-01-01 00 00 00 0	14,393	14,393	14,393	14,393	0
FHLMC 4 500% A91696	3129393D1	04/01/2010	2011-01-27 00 00 00 0	0	0	0	0	0
FHLMC 4 500% A91696	3129393D1	04/01/2010	2011-01-12 00 00 00 0	720,382	720,382	738,106	720,382	17,724
FHLMC 4 500% C91288	3128P7ND1	03/31/2010	2011-01-01 00 00 00 0	946	946	946	946	0
FHLMC 4 500% C91288	3128P7ND1	03/31/2010	2011-01-13 00 00 00 0	164,400	164,400	165,526	164,400	1,126
FHLMC 4 500% G11545	31283KWE4	04/13/2004	2011-01-27 00 00 00 0	0	0	0	0	0
FHLMC 4 500% G11545	31283KWE4	04/13/2004	2011-01-01 00 00 00 0	30,775	30,775	30,775	30,775	0
FHLMC 4 500% G11545	31283KWE4	04/13/2004	2011-01-12 00 00 00 0	779,158	779,158	814,653	779,158	35,495
FHLMC 5 000% B12513	312964YJ2	09/10/2004	2011-01-01 00 00 00 0	2,656	2,656	2,656	2,656	0
FHLMC 5 000% B12513	312964YJ2	09/10/2004	2011-01-13 00 00 00 0	239,342	239,342	252,517	239,342	13,175
FHLMC 5 000% C03465	31292KZ67	04/01/2010	2011-01-01 00 00 00 0	23,053	23,053	23,053	23,053	0
FHLMC 5 000% C03465	31292KZ67	04/01/2010	2011-01-12 00 00 00 0	821,510	821,510	837,200	821,510	15,690
FHLMC 5 500% G08356	3128MJME7	04/01/2010	2011-01-27 00 00 00 0	0	0	0	0	0
FHLMC 5 500% G08356	3128MJME7	04/01/2010	2011-01-01 00 00 00 0	17,388	17,388	17,388	17,388	0
FHLMC 5 500% G08356	3128MJME7	04/01/2010	2011-01-12 00 00 00 0	650,400	650,400	659,122	650,400	8,722
FHLMC 6 1/4 07/15/32	3134A4KX1	12/20/2007	2011-01-13 00 00 00 0	367,277	367,277	374,182	367,277	6,905
FHLMC 6 3/4 03/15/31	3134A4AA2	06/16/2009	2011-01-13 00 00 00 0	241,637	241,637	252,888	241,637	11,251
FHLMC 6 000% A17241	31296SBJ4	09/07/2004	2011-01-27 00 00 00 0	0	0	0	0	0
FHLMC 6 000% A17241	31296SBJ4	09/07/2004	2011-01-01 00 00 00 0	280	280	280	280	0
FHLMC 6 000% A17241	31296SBJ4	09/07/2004	2011-01-13 00 00 00 0	17,620	17,620	18,687	17,620	1,067
FHLMC 6 000% A24464	31297B5Z1	09/07/2004	2011-01-01 00 00 00 0	1,870	1,870	1,870	1,870	0
FHLMC 6 000% A24464	31297B5Z1	09/07/2004	2011-01-13 00 00 00 0	20,377	20,377	21,566	20,377	1,189
FHLMC 6 000% A26819	31297ESG2	09/07/2004	2011-01-01 00 00 00 0	12,361	12,361	12,361	12,361	0
FHLMC 6 000% A26819	31297ESG2	09/07/2004	2011-01-27 00 00 00 0	0	0	0	0	0
FHLMC 6 000% A26819	31297ESG2	09/07/2004	2011-01-01 00 00 00 0	21,276	21,276	21,276	21,276	0
FHLMC 6 000% A26819	31297ESG2	09/07/2004	2011-01-01 00 00 00 0	19,976	19,976	19,976	19,976	0
FHLMC 6 000% A26819	31297ESG2	09/07/2004	2011-01-12 00 00 00 0	76,580	76,580	81,124	76,580	4,544
FHLMC 6 000% A26819	31297ESG2	09/07/2004	2011-01-12 00 00 00 0	123,757	123,757	131,100	123,757	7,343
FHLMC 6 000% A26819	31297ESG2	09/07/2004	2011-01-12 00 00 00 0	131,811	131,811	139,631	131,811	7,821
FHLMC 6 000% A56282	3128KJ6T4	12/18/2006	2011-01-01 00 00 00 0	122,966	122,966	122,966	122,966	0
FHLMC 6 000% A56282	3128KJ6T4	12/18/2006	2011-01-27 00 00 00 0	0	0	0	0	0
FHLMC 6 000% A56282	3128KJ6T4	12/18/2006	2011-01-12 00 00 00 0	938,621	938,621	1,009,890	938,621	71,269
FHLMC 6 000% C90481	31335HRA3	09/07/2004	2011-01-01 00 00 00 0	134	134	134	134	0
FHLMC 6 000% C90481	31335HRA3	09/07/2004	2011-01-13 00 00 00 0	20,031	20,031	21,166	20,031	1,135
FHLMC 6 000% G01513	31283HVE2	09/07/2004	2011-01-01 00 00 00 0	403	403	403	403	0
FHLMC 6 000% G01513	31283HVE2	09/07/2004	2011-01-13 00 00 00 0	12,561	12,561	13,277	12,561	717
FHLMC 6 500% A53300	3128KFUZ1	12/18/2006	2011-01-01 00 00 00 0	12,383	12,383	12,383	12,383	0
FHLMC 6 500% A53300	3128KFUZ1	12/18/2006	2011-01-13 00 00 00 0	237,559	237,559	258,157	237,559	20,598
FHLMC 6 500% G01683	31283H2Q7	04/14/2004	2011-01-01 00 00 00 0	971	971	971	971	0
FHLMC 6 500% G01683	31283H2Q7	04/14/2004	2011-01-13 00 00 00 0	45,633	45,633	49,552	45,633	3,919
FHLMC 7 000% G01685	31283H2S3	04/14/2004	2011-01-01 00 00 00 0	224	224	224	224	0
FHLMC 7 000% G01685	31283H2S3	04/14/2004	2011-01-13 00 00 00 0	7,873	7,873	8,408	7,873	535
FHLMC 7 500% G01686	31283H2T1	04/14/2004	2011-03-28 00 00 00 0	0	0	0	0	0
FHLMC 7 500% G01686	31283H2T1	04/14/2004	2011-01-01 00 00 00 0	5,381	5,381	5,381	5,381	0
FHLMC 7 500% G01686	31283H2T1	04/14/2004	2011-01-13 00 00 00 0	173,757	173,757	193,731	173,757	19,974
FIRST HORIZON NATIONAL	320517105	06/18/2004	2011-01-04 00 00 00 0	590	590	192	590	(397)

MetLife Foundation
EIN 13-2878224
2011 Return of Private Foundation
Part IV, Capital Gains and Losses for Tax on Investment Income

Description	cusip	acquisition date	disposdt	tax basis	bk adj cv disp	consideration	bv settle	Realized Gain
FIRST HORIZON NATIONAL	320517105	06/18/2004	2011-02-01 00 00 00 0	3	3	1	3	(2)
FNMA 3 7/8 07/12/13	31398ASD5	01/13/2009	2011-01-13 00 00 00 0	1,096,522	1,096,522	1,125,642	1,096,522	29,120
FNMA 3 655% AC8944 (HYBRID 5/1)	31417V5E9	04/01/2010	2011-01-01 00 00 00 0	13,002	13,002	13,002	13,002	0
FNMA 3 655% AC8944 (HYBRID 5/1)	31417V5E9	04/01/2010	2011-01-13 00 00 00 0	353,100	353,100	354,382	353,100	1,282
FNMA 4 000% 797323	31405RYU4	11/08/2004	2011-01-01 00 00 00 0	6,940	6,940	6,940	6,940	0
FNMA 4 000% 797323	31405RYU4	11/08/2004	2011-01-12 00 00 00 0	720,138	720,138	765,385	720,138	45,247
FNMA 4 500% AC0807	31417J3R9	10/13/2009	2011-01-01 00 00 00 0	2,622	2,622	2,622	2,622	0
FNMA 4 500% AC0807	31417J3R9	10/13/2009	2011-01-12 00 00 00 0	2,021,173	2,021,173	2,060,440	2,021,173	39,268
FNMA 5 000% 255582	31371L2P3	12/07/2004	2011-01-01 00 00 00 0	11,891	11,891	11,891	11,891	0
FNMA 5 000% 255582	31371L2P3	12/07/2004	2011-01-27 00 00 00 0	0	0	0	0	0
FNMA 5 000% 255582	31371L2P3	12/07/2004	2011-01-12 00 00 00 0	318,131	318,131	336,458	318,131	18,327
FNMA 5 000% 801305	31405WGN9	10/05/2004	2011-01-01 00 00 00 0	46,909	46,909	46,909	46,909	0
FNMA 5 000% 801305	31405WGN9	10/05/2004	2011-01-12 00 00 00 0	1,282,223	1,282,223	1,362,087	1,282,223	79,865
FNMA 5 000% AA2451	31416KWM6	01/13/2009	2011-01-01 00 00 00 0	30,782	30,782	30,782	30,782	0
FNMA 5 000% AA2451	31416KWM6	01/13/2009	2011-01-12 00 00 00 0	398,803	398,803	408,770	398,803	9,967
FNMA 5 500% 255111	31371LKY4	11/12/2004	2011-01-01 00 00 00 0	6,725	6,725	6,725	6,725	0
FNMA 5 500% 255111	31371LKY4	11/12/2004	2011-01-13 00 00 00 0	162,482	162,482	172,127	162,482	9,645
FNMA 5 500% 357638	31376KHP4	11/16/2004	2011-01-01 00 00 00 0	20,069	20,069	20,069	20,069	0
FNMA 5 500% 357638	31376KHP4	11/16/2004	2011-01-12 00 00 00 0	675,214	675,214	717,600	675,214	42,386
FNMA 5 500% 646830	31390HST3	11/12/2004	2011-01-01 00 00 00 0	221	221	221	221	0
FNMA 5 500% 646830	31390HST3	11/12/2004	2011-01-27 00 00 00 0	0	0	0	0	0
FNMA 5 500% 646830	31390HST3	11/12/2004	2011-01-01 00 00 00 0	32	32	32	32	0
FNMA 5 500% 646830	31390HST3	11/12/2004	2011-01-27 00 00 00 0	0	0	0	0	0
FNMA 5 500% 646830	31390HST3	11/12/2004	2011-01-13 00 00 00 0	14,384	14,384	15,265	14,384	881
FNMA 5 500% 646830	31390HST3	11/12/2004	2011-01-13 00 00 00 0	99,616	99,616	105,718	99,616	6,102
FNMA 5 500% 725448	31402C5H1	04/21/2004	2011-01-01 00 00 00 0	26,205	26,205	26,205	26,205	0
FNMA 5 500% 725448	31402C5H1	04/21/2004	2011-01-12 00 00 00 0	888,999	888,999	933,783	888,999	44,784
FNMA 5 500% 752657	31403ME62	11/12/2004	2011-01-01 00 00 00 0	274	274	274	274	0
FNMA 5 500% 752657	31403ME62	11/12/2004	2011-03-28 00 00 00 0	0	0	0	0	0
FNMA 5 500% 752657	31403ME62	11/12/2004	2011-01-13 00 00 00 0	137,547	137,547	146,072	137,547	8,525
FNMA 5 500% 762625	31404AHA5	11/12/2004	2011-01-01 00 00 00 0	224	224	224	224	0
FNMA 5 500% 762625	31404AHA5	11/12/2004	2011-01-13 00 00 00 0	90,458	90,458	96,073	90,458	5,615
FNMA 5 500% 769883	31404JJ48	11/12/2004	2011-01-01 00 00 00 0	11,376	11,376	11,376	11,376	0
FNMA 5 500% 769883	31404JJ48	11/12/2004	2011-01-13 00 00 00 0	88,490	88,490	93,156	88,490	4,667
FNMA 6 000% 555436	31385XBD8	11/16/2004	2011-01-01 00 00 00 0	13,031	13,031	13,031	13,031	0
FNMA 6 000% 555436	31385XBD8	11/16/2004	2011-03-28 00 00 00 0	0	0	0	0	0
FNMA 6 000% 555436	31385XBD8	11/16/2004	2011-01-12 00 00 00 0	369,172	369,172	392,129	369,172	22,956
FNMA 6 500% 725451	31402C5L2	04/21/2004	2011-01-01 00 00 00 0	3,684	3,684	3,684	3,684	0
FNMA 6 500% 725451	31402C5L2	04/21/2004	2011-01-27 00 00 00 0	0	0	0	0	0
FNMA 6 500% 725451	31402C5L2	04/21/2004	2011-01-13 00 00 00 0	120,499	120,499	134,207	120,499	13,708
FNMA 8 000% 725454	31402C5P3	04/21/2004	2011-01-01 00 00 00 0	755	755	755	755	0
FNMA 8 000% 725454	31402C5P3	04/21/2004	2011-01-13 00 00 00 0	35,225	35,225	39,401	35,225	4,176
FRANCE TELECOM	35177PAL1	03/19/2007	2011-01-13 00 00 00 0	290,205	290,205	303,102	290,205	12,897
GCCFC 2004-GG1 A7	396789FT1	06/10/2010	2011-01-13 00 00 00 0	314,680	314,680	323,262	314,680	8,582
GLAXOSMITHKLINE CAPITAL 6 375% 5/15/2038	377372AE7	04/05/2010	2011-01-13 00 00 00 0	175,155	175,155	184,640	175,155	9,485
GNMA I 4 500% 697913	36296QK24	01/13/2010	2011-01-01 00 00 00 0	13,243	13,243	13,243	13,243	0
GNMA I 4 500% 697913	36296QK24	01/13/2010	2011-01-27 00 00 00 0	0	0	0	0	0
GNMA I 4 500% 697913	36296QK24	01/13/2010	2011-01-12 00 00 00 0	566,569	566,569	580,999	566,569	14,430

MetLife Foundation
EIN 13-2878224
2011 Return of Private Foundation
Part IV Capital Gains and Losses for Tax on Investment Income

Description	cusip	acqusition date	disposdt	tax basis	bk adj cv disp	consideration	bv settle	Realized Gain
GNMA I 4 500% 698096	36296QRR2	06/30/2009	2011-01-01 00 00 00 0	2,383	2,384	2,384	2,384	0
GNMA I 4 500% 698096	36296QRR2	06/30/2009	2011-01-13 00 00 00 0	163,759	163,759	170,033	163,759	6,274
GNMA I 4 500% 711186	36297GCX6	01/29/2010	2011-01-01 00 00 00 0	1,110	1,110	1,110	1,110	0
GNMA I 4 500% 711186	36297GCX6	01/29/2010	2011-01-12 00 00 00 0	280,756	280,756	288,068	280,756	7,312
GNMA I 5 000% 729512	3620AGN50	04/01/2010	2011-01-01 00 00 00 0	35,934	35,934	35,934	35,934	0
GNMA I 5 000% 729512	3620AGN50	04/01/2010	2011-01-12 00 00 00 0	1,049,335	1,049,335	1,079,471	1,049,335	30,136
GNMA I 5 500% 652206	36292LR30	03/31/2006	2011-01-01 00 00 00 0	5,192	5,245	5,245	5,245	0
GNMA I 5 500% 652206	36292LR30	03/31/2006	2011-03-28 00 00 00 0	0	0	0	0	0
GNMA I 5 500% 652206	36292LR30	03/31/2006	2011-01-13 00 00 00 0	158,957	159,222	173,408	159,222	14,185
GNMA I 5 500% 701544	36296ULZ1	01/13/2009	2011-03-28 00 00 00 0	0	0	0	0	0
GNMA I 5 500% 701544	36296ULZ1	01/13/2009	2011-01-01 00 00 00 0	10,359	10,359	10,359	10,359	0
GNMA I 5 500% 701544	36296ULZ1	01/13/2009	2011-01-12 00 00 00 0	679,103	679,103	709,247	679,103	30,144
GNMA I 6 000% 652946	36292ML34	04/17/2006	2011-01-01 00 00 00 0	9,082	9,082	9,082	9,082	0
GNMA I 6 000% 652946	36292ML34	04/17/2006	2011-01-13 00 00 00 0	202,032	202,032	220,923	202,032	18,891
GNMA I 6 000% 698830	36296RLK1	01/13/2009	2011-03-28 00 00 00 0	0	0	0	0	0
GNMA I 6 000% 698830	36296RLK1	01/13/2009	2011-01-01 00 00 00 0	14,536	14,536	14,536	14,536	0
GNMA I 6 000% 698830	36296RLK1	01/13/2009	2011-01-13 00 00 00 0	280,961	280,961	298,578	280,961	17,617
GNMA I 7 000% 342478	36224YM30	09/18/1992	2011-01-01 00 00 00 0	6,255	6,424	6,424	6,424	0
GNMA I 7 000% 342478	36224YM30	09/18/1992	2011-03-28 00 00 00 0	0	0	0	0	0
GNMA I 7 000% 342478	36224YM30	09/18/1992	2011-01-13 00 00 00 0	20,229	20,417	22,851	20,417	2,434
GOLDMAN SACHS GROUP INC 6 25% 9/1/2017	38144LAB6	12/03/2007	2011-01-14 00 00 00 0	191,074	191,074	204,982	191,074	13,907
GOLDMAN SACHS GROUP INC 6 75% 10/1/37	38141GFD1	10/23/2007	2011-01-14 00 00 00 0	198,378	198,378	197,005	198,378	(1,373)
GUILFORD MLS INC COM	401794102	10/15/1997	2011-03-24 00 00 00 0	0	0	0	0	(0)
HALLIBURTON COMPANY 6 15% 9/15/2019	406216AX9	01/13/2010	2011-01-13 00 00 00 0	191,769	191,769	195,917	191,769	4,148
HONEYWELL INTERNATIONAL 3 875% 2/15/2014	438516AY2	06/30/2010	2011-01-13 00 00 00 0	191,742	191,742	192,116	191,742	374
HSBC HOLDINGS PLC	404280AB5	04/22/2005	2011-01-14 00 00 00 0	176,280	176,280	185,586	176,280	9,306
HYDRO-QUEBEC 8% 2/1/2013	448814ED1	01/27/2010	2011-01-14 00 00 00 0	111,789	111,789	113,485	111,789	1,696
INDIANA MICHIGAN POWER 7% 3/15/2019	454889AN6	01/13/2009	2011-01-13 00 00 00 0	289,745	289,750	340,396	289,750	50,646
INTERAMER DEV BK 3 0% 4/22/2014	4581X0BD9	04/01/2010	2011-01-14 00 00 00 0	388,452	388,452	398,806	388,452	10,354
INTER-AMERICAN DEVELOPMENT BANK 1 75% 10	4581X0BH0	01/27/2010	2011-01-14 00 00 00 0	100,610	100,610	101,750	100,610	1,140
INTL BK RECON & DEVELOP 5% 04/01/2016	4590568Y6	12/18/2006	2011-01-14 00 00 00 0	176,696	176,696	198,209	176,696	21,512
ISHARES DOW JONES US REAL ESTATE	464287739	11/18/2005	2011-02-01 00 00 00 0	1,066,643	1,066,643	953,409	1,066,643	(113,233)
ISHARES DOW JONES US REAL ESTATE	464287739	11/18/2005	2011-01-11 00 00 00 0	258,580	258,580	222,272	258,580	(36,308)
ISHARES DOW JONES US REAL ESTATE	464287739	11/18/2005	2011-03-01 00 00 00 0	452,515	452,515	425,452	452,515	(27,063)
ISHARES DOW JONES US REAL ESTATE	464287739	11/18/2005	2011-04-01 00 00 00 0	258,580	258,580	238,915	258,580	(19,665)
ISHARES DOW JONES US REAL ESTATE	464287739	11/18/2005	1900-01-01 00 00 00 0	349,083	0	0	0	0
ISHARES DOW JONES US REAL ESTATE	464287739	04/17/2006	1900-01-01 00 00 00 0	483,350	0	0	0	0
ISHARES DOW JONES US REAL ESTATE	464287739	05/02/2006	1900-01-01 00 00 00 0	2,806,588	0	0	0	0
ISHARES DOW JONES US REAL ESTATE	464287739	07/01/2011	1900-01-01 00 00 00 0	72,559	0	0	0	0
ISHARES DOW JONES US REAL ESTATE	464287739	12/18/2006	1900-01-01 00 00 00 0	1,996,962	0	0	0	0
ISHARES DOW JONES US REAL ESTATE	464287739	09/29/2011	1900-01-01 00 00 00 0	696,689	0	0	0	0
ISHARES DOW JONES US REAL ESTATE	464287739	12/27/2011	1900-01-01 00 00 00 0	332,050	0	0	0	0
ISHARES DOW JONES US REAL ESTATE	464287739	04/13/2007	1900-01-01 00 00 00 0	1,004,211	0	0	0	0
ISHARES DOW JONES US REAL ESTATE	464287739	04/10/2006	1900-01-01 00 00 00 0	2,980,950	0	0	0	0
ISHARES DOW JONES US REAL ESTATE	464287739	04/07/2011	1900-01-01 00 00 00 0	609,628	0	0	0	0
ISHARES DOW JONES US REAL ESTATE	464287739	11/30/2011	1900-01-01 00 00 00 0	220,600	0	0	0	0
ISHARES DOW JONES US REAL ESTATE	464287739	07/12/2007	1900-01-01 00 00 00 0	2,608,280	0	0	0	0
ISHARES DOW JONES US REAL ESTATE	464287739	04/07/2011	2011-05-25 00 00 00 0	82,862	82,862	85,104	82,862	2,242

MetLife Foundation
EIN 13-2878224
2011 Return of Private Foundation
Part IV, Capital Gains and Losses for Tax on Investment Income

Description	cusip	acqusition date	disposdt	tax basis	bk adj cv disp	consideration	bv settle	Realized Gain
ISHARES DOW JONES US REAL ESTATE	464287739	04/07/2011	2011-05-02 00 00 00 0	372,879	372,879	392,419	372,879	19,540
ISHARES DOW JONES US REAL ESTATE	464287739	08/08/2011	2011-10-31 00 00 00 0	376,680	376,680	418,194	376,680	41,514
ISHARES DOW JONES US REAL ESTATE	464287739	09/29/2011	2011-10-31 00 00 00 0	556,311	556,311	612,970	556,311	56,659
ISHARES LEHMAN AGG BOND FUND	464287226	01/20/2011	2011-04-01 00 00 00 0	2,340,834	2,340,834	2,324,475	2,340,834	(16,358)
ISHARES LEHMAN AGG BOND FUND	464287226	01/20/2011	2011-02-01 00 00 00 0	3,163,289	3,163,289	3,152,611	3,163,289	(10,677)
ISHARES LEHMAN AGG BOND FUND	464287226	12/27/2011	1900-01-01 00 00 00 0	3,616,197	0	0	0	0
ISHARES LEHMAN AGG BOND FUND	464287226	01/21/2011	1900-01-01 00 00 00 0	16,450,785	0	0	0	0
ISHARES LEHMAN AGG BOND FUND	464287226	04/07/2011	1900-01-01 00 00 00 0	691,529	0	0	0	0
ISHARES LEHMAN AGG BOND FUND	464287226	01/14/2011	1900-01-01 00 00 00 0	8,996,064	0	0	0	0
ISHARES LEHMAN AGG BOND FUND	464287226	09/29/2011	1900-01-01 00 00 00 0	504,666	0	0	0	0
ISHARES LEHMAN AGG BOND FUND	464287226	01/20/2011	1900-01-01 00 00 00 0	10,839,536	0	0	0	0
ISHARES LEHMAN AGG BOND FUND	464287226	01/19/2011	1900-01-01 00 00 00 0	12,156,768	0	0	0	0
ISHARES LEHMAN AGG BOND FUND	464287226	10/31/2011	1900-01-01 00 00 00 0	1,793,652	0	0	0	0
ISHARES LEHMAN AGG BOND FUND	464287226	04/07/2011	2011-05-02 00 00 00 0	764,873	764,873	775,245	764,873	10,373
ISHARES LEHMAN AGG BOND FUND	464287226	04/07/2011	2011-05-25 00 00 00 0	1,770,732	1,770,732	1,809,759	1,770,732	39,027
ISHARES LEHMAN AGG BOND FUND	464287226	04/07/2011	2011-08-25 00 00 00 0	963,949	963,949	1,004,805	963,949	40,856
ISHARES LEHMAN AGG BOND FUND	464287226	04/07/2011	2011-09-08 00 00 00 0	942,994	942,994	990,163	942,994	47,169
ISHARES LEHMAN AGG BOND FUND	464287226	04/07/2011	2011-11-30 00 00 00 0	1,257,325	1,257,325	1,312,415	1,257,325	55,090
JP MORGAN CHASE & CO	46625HAT7	10/30/2009	2011-01-14 00 00 00 0	104,893	104,893	107,494	104,893	2,601
JP MORGAN CHASE & CO 6% 1/15/2018	46625HGY0	01/13/2010	2011-01-14 00 00 00 0	193,832	193,832	200,696	193,832	6,865
JPMCC 2003-LN1 A2	46625MA66	06/10/2010	2011-01-13 00 00 00 0	311,939	311,939	318,316	311,939	6,378
JPMORGAN CHASE & CO 4 65% 6/1/2014	46625HHN3	05/29/2009	2011-01-14 00 00 00 0	99,683	99,779	107,127	99,779	7,348
KELLOGG CO 4 15% 11/15/2019	487836BC1	06/30/2010	2011-01-13 00 00 00 0	190,243	190,243	182,612	190,243	(7 631)
KFW 3 5% 3/10/2014	500769DF8	04/01/2010	2011-01-14 00 00 00 0	393,035	393,035	404,685	393,035	11,650
KFW 4 375% 3/15/2018	500769CR3	05/07/2008	2011-01-14 00 00 00 0	190,372	190,372	206,114	190,372	15,742
KIMBERLY-CLARK 6 125% 8/1/2017	494368BB8	08/06/2007	2011-01-13 00 00 00 0	96,572	96,572	111,118	96,572	14,546
KINDER MORGAN ENER PART 6% 2/1/2017	494550AU0	01/27/2010	2011-01-13 00 00 00 0	107,015	107,015	111,618	107,015	4,603
KOMAG INC COM	500453105	10/15/1997	2011-03-24 00 00 00 0	0	0	0	0	(0)
KRAFT FOODS INC 4 125% 2/9/2016	50075NBB9	04/05/2010	2011-01-13 00 00 00 0	191,289	191,289	199,599	191,289	8,310
KROGER CO 6 4% 08/15/17	501044CG4	01/13/2009	2011-01-13 00 00 00 0	185,098	185,098	200,361	185,098	15,263
LACELEDE"S LANDING REDEVELOPMENT	505588152	03/31/2003	1900-01-01 00 00 00 0	15,000	0	0	0	0
LIVING CITIES CATALYST FUND LLC 3 000% 0	53838@AA3	10/30/2009	1900-01-01 00 00 00 0	854,230	0	0	0	0
LIVING CITIES CATALYST FUND LLC 3 000% 0	53838@AA3	07/25/2008	1900-01-01 00 00 00 0	1,708,460	0	0	0	0
LIVING CITIES CATALYST FUND LLC 3 000% 0	53838@AA3	10/30/2009	2011-11-14 00 00 00 0	145,770	145,770	145,770	145,770	0
LIVING CITIES CATALYST FUND LLC 3 000% 0	53838@AA3	07/25/2008	2011-11-14 00 00 00 0	291,540	291,540	291,540	291,540	0
LOCKHEED MARTIN CORP 6 15% 09/01/2036	539830AR0	01/13/2009	2011-01-13 00 00 00 0	196,079	196,079	196,038	196,079	(41)
MARATHON OIL CORP 6 5% 2/15/2014	565849AG1	01/13/2010	2011-01-13 00 00 00 0	185,825	185,825	192,540	185,825	6,715
MERRILL LYNCH & CO 6 22 09/15/2026	59022CAB9	12/18/2006	2011-01-14 00 00 00 0	186,861	186,861	173,808	186,861	(13,053)
MIDAMERICAN ENERGY HLDGS 5 75% 4/1/2018	59562VAT4	06/30/2010	2011-01-13 00 00 00 0	190,129	190,129	191,440	190,129	1,311
MORGAN STANLEY 5 625% 9/23/2019	61747YCJ2	01/13/2010	2011-01-14 00 00 00 0	194,541	194,541	193,692	194,541	(850)
MORGAN STANLEY 6 625% 4/1/2018	6174466Q7	01/27/2010	2011-01-14 00 00 00 0	108,233	108,233	109,535	108,233	1,302
MORGAN STANLEY AGN 1 95% 6/20/2012	61757UAH3	01/14/2009	2011-01-13 00 00 00 0	1,299,454	1,299,765	1,326,527	1,299,765	26,761
MORGAN STANLEY NT	617446HC6	10/30/2009	2011-01-14 00 00 00 0	104,612	104,612	106,360	104,612	1,748
NATIONAL RURAL UTIL COOP 8% 03/01/2032	637432CT0	04/30/2007	2011-01-13 00 00 00 0	190,056	190,056	190,473	190,056	417
NATL CITY BK CLEVE SUB MTN BE FR	63534PAC1	10/30/2009	2011-01-14 00 00 00 0	103,188	103,188	104,643	103,188	1,455
NEW CINGULAR WIRELESS SV 8 125% 05/01/20	00209AAG1	01/27/2010	2011-01-13 00 00 00 0	108,067	108,067	109,087	108,067	1,020
NEWS AMERICA INC 5 3% 12/15/14	652482BG4	04/22/2005	2011-01-13 00 00 00 0	300,197	300,197	334,116	300,197	33,919
NORFOLK SOUTHERN 7 7% 5/15/17	655844AE8	04/22/2005	2011-01-13 00 00 00 0	226,966	226,966	245,450	226,966	18,484

MetLife Foundation
EIN 13-2878224
2011 Return of Private Foundation
Part IV, Capital Gains and Losses for Tax on Investment Income

Description	cusip	acqusition date	disposdt	tax basis	bk adj cv disp	consideration	bv settle	Realized Gain
ONTARIO (PROVINCE OF) 2 625% 1/20/2012	683234B31	01/27/2010	2011-01-14 00 00 00 0	101,506	101,506	102,060	101,506	554
ONTARIO (PROVINCE OF) 5 45% 4/27/2016	683234YL6	04/01/2010	2011-01-14 00 00 00 0	385,714	385,714	397,537	385,714	11,823
ORACLE CORP/OZARK HLDG 5 25% 1/15/16	68402LAC8	06/12/2006	2011-01-13 00 00 00 0	295,072	297,131	337,077	297,131	39,946
PACIFIC GAS & ELECTRIC 6 05% 3/1/34	694308GE1	10/31/2006	2011-01-13 00 00 00 0	193,485	193,485	204,763	193,485	11,278
PILLOWTEX CORP	721501104	10/15/1997	2011-03-24 00 00 00 0	0	0	0	0	(0)
POLAROID CORP COM	731095105	07/08/1994	2011-03-24 00 00 00 0	0	0	0	0	(0)
PRINCIPAL FINANCIAL GROUP 6 05% 10/15/36	74251VAA0	05/29/2009	2011-01-14 00 00 00 0	87,044	87,477	113,537	87,477	26,060
PROCTER & GAMBLE CO 3 5% 2/15/2015	742718DM8	02/10/2009	2011-01-13 00 00 00 0	194,980	194,980	204,476	194,980	9,496
PROVELL INC CL A	74372Y100	10/15/1997	2011-03-24 00 00 00 0	1	1	0	1	(1)
PRUDENTIAL FINANCIAL INC 3 875% 1/14/201	74432QBL8	01/13/2010	2011-01-14 00 00 00 0	200,242	200,242	207,506	200,242	7,264
QUEBEC GOV	748148QX4	03/31/2003	2011-01-14 00 00 00 0	200,022	200,022	200,062	200,022	40
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	05/27/1998	1900-01-01 00 00 00 0	33,288	0	0	0	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	12/19/1997	1900-01-01 00 00 00 0	1,348	0	0	0	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	08/25/1999	1900-01-01 00 00 00 0	106,438	0	0	0	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	07/02/2002	1900-01-01 00 00 00 0	65,582	0	0	0	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	09/14/2004	1900-01-01 00 00 00 0	74,047	0	0	0	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	09/14/1998	1900-01-01 00 00 00 0	50,245	0	0	0	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	06/25/2001	1900-01-01 00 00 00 0	26,630	0	0	0	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	08/25/1999	2011-04-13 00 00 00 0	4,629	4,629	4,629	4,629	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	05/27/1998	2011-01-18 00 00 00 0	1,334	1,334	1,334	1,334	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	09/14/1998	2011-04-13 00 00 00 0	2,185	2,185	2,185	2,185	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	12/19/1997	2011-01-18 00 00 00 0	54	54	54	54	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	06/25/2001	2011-04-13 00 00 00 0	1,158	1,158	1,158	1,158	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	09/14/2004	2011-04-13 00 00 00 0	3,220	3,220	3,220	3,220	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	09/14/2004	2011-01-18 00 00 00 0	2,968	2,968	2,968	2,968	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	08/25/1999	2011-01-18 00 00 00 0	4,266	4,266	4,266	4,266	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	07/02/2002	2011-04-13 00 00 00 0	2,852	2,852	2,852	2,852	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	09/14/1998	2011-01-18 00 00 00 0	2,014	2,014	2,014	2,014	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	07/02/2002	2011-01-18 00 00 00 0	2,629	2,629	2,629	2,629	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	05/27/1998	2011-04-13 00 00 00 0	1,448	1,448	1,448	1,448	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	12/19/1997	2011-04-13 00 00 00 0	59	59	59	59	0
RETAIL INITIATIVE 1994 LIMITED PARTNERSH	7759909A4	06/25/2001	2011-01-18 00 00 00 0	1,067	1,067	1,067	1,067	0
RIO TINTO ALCAN INC 6 125% 12/15/2033	013716AU9	10/31/2006	2011-01-13 00 00 00 0	195,138	195,138	205,590	195,138	10,452
SAFEWAY INC 6 35% 8/15/2017	786514BP3	01/27/2010	2011-01-13 00 00 00 0	110,401	110,401	111,594	110,401	1,193
SBC COMMUNICATIONS 6 15% 9/15/34	78387GAQ6	10/31/2006	2011-01-13 00 00 00 0	195,086	195,086	198,627	195,086	3,541
SCHERING-PLOUGH 6% 9/15/2017	806605AJ0	06/30/2010	2011-01-13 00 00 00 0	181,964	181,964	181,299	181,964	(666)
SEMPRA ENERGY 6 5% 6/1/2016	816851AN9	01/27/2010	2011-01-13 00 00 00 0	110,815	110,815	115,861	110,815	5,046
SHELL INTERNATIONAL FIN 4% 3/21/2014	822582AF9	05/29/2009	2011-01-13 00 00 00 0	194,405	194,405	203,351	194,405	8,946
SIMON PROPERTY GROUP LP 5 375% 6/1/11	828807BR7	06/30/2006	2011-01-14 00 00 00 0	97,675	99,882	101,574	99,882	1,692
SOUTHERN DEV BANCORP INC NON	842990103	01/02/1988	1900-01-01 00 00 00 0	150,000	0	0	0	0
SOUTHERN DEV BANCORP INC NON	842991101	01/02/1988	1900-01-01 00 00 00 0	300,000	0	0	0	0
SOUTHERN POWER CO	843646AC4	02/28/2006	2011-01-13 00 00 00 0	278,244	278,244	295,347	278,244	17,103
SPDR TRUST SERIES 1	78462F103	07/01/2011	1900-01-01 00 00 00 0	65,980	0	0	0	0
SPDR TRUST SERIES 1	78462F103	09/29/2011	1900-01-01 00 00 00 0	812,203	0	0	0	0
SPDR TRUST SERIES 1	78462F103	08/25/2011	1900-01-01 00 00 00 0	1,000,352	0	0	0	0
SPDR TRUST SERIES 1	78462F103	12/16/2010	1900-01-01 00 00 00 0	35,696,432	0	0	0	0
SPDR TRUST SERIES 1	78462F103	12/27/2011	1900-01-01 00 00 00 0	2,352,900	0	0	0	0
SPDR TRUST SERIES 1	78462F103	04/07/2011	1900-01-01 00 00 00 0	4,542,071	0	0	0	0

MetLife Foundation
EIN 13-2878224
2011 Return of Private Foundation
Part IV, Capital Gains and Losses for Tax on Investment Income

Description	cusip	acqusition date	disposdt	tax basis	bk adj cv disp	consideration	bv settle	Realized Gain
SPDR TRUST SERIES 1	78462F103	08/08/2011	1900-01-01 00 00 00 0	620,047	0	0	0	0
SPDR TRUST SERIES 1	78462F103	04/01/2010	2011-01-11 00 00 00 0	35,361	35,361	38,231	35,361	2,870
SPDR TRUST SERIES 1	78462F103	12/16/2010	2011-01-11 00 00 00 0	1,035,945	1,035,945	1,057,722	1,035,945	21,776
SPDR TRUST SERIES 1	78462F103	09/29/2011	2011-11-30 00 00 00 0	406,102	406,102	437,842	406,102	31,740
SPDR TRUST SERIES 1	78462F103	09/29/2011	2011-10-11 00 00 00 0	1,021,055	1,021,055	1,053,076	1,021,055	32,021
SPDR TRUST SERIES 1	78462F103	12/16/2010	2011-03-01 00 00 00 0	624,064	624,064	668,337	624,064	44,274
SPDR TRUST SERIES 1	78462F103	12/16/2010	2011-05-02 00 00 00 0	611,582	611,582	671,728	611,582	60,146
SPDR TRUST SERIES 1	78462F103	09/15/2010	2011-01-11 00 00 00 0	610,526	610,526	688,156	610,526	77,630
SPDR TRUST SERIES 1	78462F103	12/16/2010	2011-04-01 00 00 00 0	1,822,265	1,822,265	1,948,187	1,822,265	125,921
SPDR TRUST SERIES 1	78462F103	09/29/2011	2011-10-31 00 00 00 0	1,601,200	1,601,200	1,731,246	1,601,200	130,046
SPDR TRUST SERIES 1	78462F103	12/16/2010	2011-02-01 00 00 00 0	3,145,280	3,145,280	3,281,762	3,145,280	136,482
T 2 3/4 02/15/19	912828KD1	08/31/2010	2011-01-13 00 00 00 0	996,850	996,850	946,984	996,850	(49,866)
T 3 1/8 04/30/17	912828NA4	06/18/2010	2011-01-13 00 00 00 0	513,295	513,295	519,510	513,295	6,215
T 4 1/2 08/15/39	912810QC5	04/01/2010	2011-01-13 00 00 00 0	289,032	289,186	299,389	289,186	10,204
T 4 1/4 11/15/17	912828HH6	06/12/2009	2011-01-13 00 00 00 0	207,325	207,325	220,859	207,325	13,533
T 4 1/4 11/15/17	912828HH6	05/29/2009	2011-01-13 00 00 00 0	497,813	497,813	519,018	497,813	21,204
T 4 5/8 02/15/40	912810QE1	03/31/2010	2011-01-13 00 00 00 0	295,407	295,479	305,436	295,479	9,957
T 5 1/4 02/15/29	912810FG8	08/31/2007	2011-01-13 00 00 00 0	208,507	208,507	225,968	208,507	17,461
T 6 1/8 11/15/27	912810FB9	04/14/2008	2011-01-13 00 00 00 0	286,052	286,052	291,886	286,052	5,833
T 7 1/4 08/15/22	912810EM6	04/30/2009	2011-01-13 00 00 00 0	197,157	197,157	202,470	197,157	5,313
T 7 5/8 11/15/22	912810EN4	10/15/2008	2011-01-13 00 00 00 0	189,766	189,766	207,984	189,766	18,218
T 7 7/8 02/15/21	912810EH7	12/18/2006	2011-01-13 00 00 00 0	740,969	740,969	828,977	740,969	88,008
TARGET CORP NT	87612EAH9	05/31/2006	2011-01-13 00 00 00 0	200,666	200,666	211,642	200,666	10,976
TELECOM ITALIA CAPITAL 6 999% 6/4/2018	87927VAU2	01/27/2010	2011-01-13 00 00 00 0	109,348	109,348	106,174	109,348	(3,174)
TIME WARNER CABLE INC 8 25% 4/1/2019	88732JAS7	05/29/2009	2011-01-13 00 00 00 0	94,892	94,892	105,511	94,892	10,620
TIME WARNER INC	00184AAG0	06/30/2010	2011-01-13 00 00 00 0	192,516	192,516	193,944	192,516	1,428
TRAVELERS COS INC	89417E109	12/18/2006	2011-03-28 00 00 00 0	14	14	0	14	(14)
TVA 6 03/15/13	880591CW0	04/01/2010	2011-01-13 00 00 00 0	1,963,418	1,963,418	1,998,450	1,963,418	35,032
TVA 6 15 01/15/38	880591CP5	04/01/2010	2011-01-13 00 00 00 0	301,753	301,753	316,457	301,753	14,705
TYCO/TYCO INTL FIN SA 6 875% 01/15/2021	9021EQAD6	06/03/2008	2011-01-13 00 00 00 0	191,163	191,163	209,517	191,163	18,354
UNITED TECHNOLOGIES CORP 6 125% 2/1/2019	913017BQ1	04/01/2010	2011-01-13 00 00 00 0	167,458	167,458	175,032	167,458	7,574
VALE OVERSEAS LIMITED 6 25% 1/23/2017	91911TAG8	12/03/2007	2011-01-13 00 00 00 0	192,989	192,989	213,611	192,989	20,622
VALERO ENERGY CORP	91913YAD2	08/06/2007	2011-01-13 00 00 00 0	188,054	188,054	196,831	188,054	8,777
VERIZON COMMUNICATIONS 5 55% 2/15/2016	92343VAC8	01/27/2010	2011-01-13 00 00 00 0	107,631	107,631	112,318	107,631	4,687
VIRGINIA ELECTRIC POWER 5 4% 1/15/16	927804EZ3	06/20/2007	2011-01-13 00 00 00 0	288,972	292,917	335,163	292,917	42,246
VODAFONE GROUP PLC 4 625% 7/15/18	92857WAE0	04/22/2005	2011-01-13 00 00 00 0	119,286	121,312	131,250	121,312	9,938
WACHOVIA CORPORATION	929903AJ1	04/05/2010	2011-01-14 00 00 00 0	390,843	390,843	402,544	390,843	11,701
WALGREEN CO 5 25% 1/15/2019	931422AE9	01/13/2010	2011-01-13 00 00 00 0	193,321	193,321	198,855	193,321	5,534
WAL-MART STORES 7 55% 2/15/2030	931142BF9	06/30/2010	2011-01-13 00 00 00 0	187,535	187,535	176,452	187,535	(11,084)
WALT DISNEY COMPANY/THE 6 375% 03/01/201	25468PBX3	06/30/2010	2011-01-13 00 00 00 0	191,042	191,042	191,165	191,042	124
WASHINGTON MUT INC COM	939322103	12/18/2006	2011-03-28 00 00 00 0	20	20	0	20	(19)
WBCMT 2004-C12 A4	929766TM5	06/10/2010	2011-01-13 00 00 00 0	414,763	414,763	431,938	414,763	17,175
WELLS FARGO&CO NEW SUB GLBLNT 11	949746CE9	04/30/2008	2011-01-14 00 00 00 0	171,671	171,671	175,280	171,671	3,609
WYETH 5 5% 02/15/2016	983024AJ9	12/18/2006	2011-01-13 00 00 00 0	281,881	281,881	318,018	281,881	36,138
Total Capital Gain per Schedule D				**194,564,069**	**76,893,370**	**79,711,875**	**76,893,370**	**2,818,505**
Total Capital Gain per Trial Balance								**2,821,659**
Unaccounted Difference								**(3,154)**

MetLife Foundation
FEIN: 13-2878224
2011 Return of Private Foundation
Average of Monthly Cash Balances

PART X LINE 1(b)

JANUARY	**(781,208)**
FEBRUARY	**(2,040,030)**
MARCH	**9,912,892**
APRIL	**(1,160,092)**
MAY	**(1,872,195)**
JUNE	**11,666,553**
JULY	**(2,304,802)**
AUGUST	**(1,303,821)**
SEPTEMBER	**(1,129,162)**
OCTOBER	**(2,114,905)**
NOVEMBER	**(1,008,784)**
DECEMBER	**(291,056)**
Total Cash Balance for 2011	**7,573,390**
Average monthly for 2011	**631,116**

MetLife Foundation
EIN: 13-2878224
Federal Form 990-PF
Part XV, Line 3B

Multi year grants, conditional and unconditional
12/31/2011

	2011	2012	2013	2014	2015	Conditional/ Unconditional
Health						
Education						
American Council on Education	1,000,000	1,000,000				Con
		1,000,000				
Civic Affairs						
City Year, Inc.	300,000					Con
Common Ground Community Housing	250,000					Con
Girl Scouts of the USA*	**300,000**	**300,000**	**300,000**			**Con**
Local Inititiatives Support Corporation*	**250,000**	**250,000**				**Con**
Trust for Public Land*	**1,400,000**	**600,000**				**Con**
World Trade Center Memorial Foundation	1,000,000					Unconditional
		1,150,000	300,000			
Culture						

Represents New Grant in 2011

Total	0	2,150,000	300,000
Grand Total of Future Payments	**2,450,000**		

MetLife Foundation – EIN: 13-2878224

Officers and Directors
2011 Federal Form 990-PF

No officer or director received any compensation, contribution to employee benefit plan or other account allowance. Time devoted to position shown in parenthesis.

Christopher B. Smith (2%)
Director, Chairman of the Board

A. Dennis White (50%)
Director, President and Chief Executive Officer

Maria Morris (1%)
Director

John Rosenthal (3%)
Director, Treasurer

William J. Toppeta (1%)
Director

Phyllis Zanghi (3%)
Counsel and Secretary

Robert C. Tarnok (2%)
Controller

Stacey Lituchy (1%)
Assistant Treasurer

METLIFE FOUNDATION REPORT OF CONTRIBUTIONS

MetLife

Building a secure future for
individuals and communities worldwide

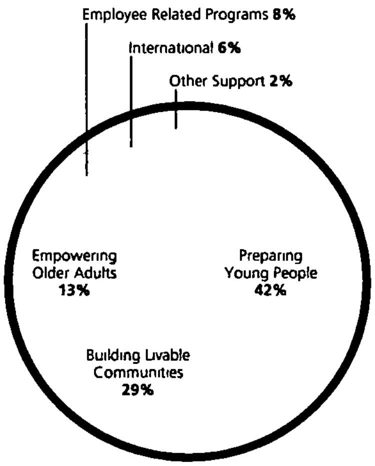
MetLife Foundation was established in 1976 to continue MetLife's long tradition of corporate contributions and community involvement. Our 35-year commitment to **building a secure future for individuals and communities worldwide** is reflected in our focus on ***empowering older adults, preparing young people and building livable communities.***

Empowering Older Adults Older adults are integral to building a secure future for individuals and communities worldwide Through education and mentoring programs, caregiving, the pursuit of "encore" careers and volunteer work, they are making significant contributions to the development of our youth, civic institutions and economic vitality

Preparing Young People The promise of a brighter future rests with our young people and MetLife Foundation is committed to helping them navigate through opportunities and obstacles toward a path to success Classroom education and student achievement are effective vehicles to address many of the obstacles young people will encounter, yet to be successful we must move beyond the classroom to after-school and summer programs, including mentoring and arts education Our children are also confronted with basic health challenges, which we can help address by embracing healthy lifestyles built on sound nutrition and exercise while avoiding the temptations and pressures that lead to drug use

Building Livable Communities Communities are the building blocks of society, a reflection of the attitudes, beliefs and priorities of our families and neighbors Unfortunately, in communities across the country, many go hungry, struggle to find affordable housing or are marginalized and unable to enjoy all their community offers MetLife Foundation believes that livable communities must meet basic needs of the less fortunate and provide all of its citizens with cultural, social and economic opportunities

< Contributions >



2011 Total Support **$41,938,306**

< Report of Contributions >

BUILDING LIVABLE COMMUNITIES

Basic Needs

AARP Foundation	$ 100,000
Asian Community Development Corporation	20,000
Atlanta Community Food Bank	35,000
Beyond Shelter	40,000
Bickerdike Redevelopment Corporation	50,000
Broadway Housing	25,000
Center for Great Expectations	5,000
Chicago Community Loan Fund	50,000
Citizens Committee for New York City	25,000
Citizens Crime Commission of New York City	25,000
Codman Square Neighborhood Development Corporation	50,000
Common Ground	250,000
Community Affordable Housing Equity Corporation	1,000
Community FoodBank of New Jersey	75,000
Community Loan Fund of New Jersey	35,000
Community Reinvestment Fund	50,000
Community Solutions	150,000
Co-Opportunity	15,000
Count Me In For Women's Economic Independence	50,000
Dorchester Bay Economic Development Corporation	35,000
East Bay Asian Local Development Corporation	45,000
Enterprise Community Partners	350,000
Experience in Action	200,000
Feeding America	6,250
Feeding America - Tampa Bay	40,000
Fifth Avenue Committee	50,000
Food Bank for New York City	75,000
Food Bank of Central New York	20,000
Food Bank of Iowa	20,000
Foodshare, Inc	30,000
Greater Boston Food Bank	50,000
Greater Southwest Development Corporation	45,000
Historic House Trust	20,000
HomeFront	50,000
Housing and Community Development Network of New Jersey	50,000
Human Rights Campaign	25,000
Interfaith Food Pantry	10,000
KaBOOM!	247,500
Lawyers Alliance for New York	10,000
Local Initiatives Support Corporation	730,000
Low Income Investment Fund	100,000
LTSC Community Development Corporation	50,000
Madison Park Development Corporation	35,000
Massachusetts Association of Community Development Corporation	10,000
Meals on Wheels Association of America	200,000
Mercy Health Foundation	20,000
Metropolitan Boston Housing Partnership	10,000
National Council for Community and Education Partnerships	1,000
National Organization on Disability	150,000
National Urban Fellows	25,000
National Urban League	500,000
Natural Heritage Trust	75,000
Neighborhood Housing Services of New York City	75,000
New York City Partnership Foundation	70,000
North Texas Food Bank	50,000
Northern Illinois Food Bank	25,000
Northern Manhattan Improvement Corporation	30,000
Public Allies	50,000
Rebuilding Together	135,000
Regional Plan Association	25,000
Rhode Island Community Food Bank Association	35,000
Riverfront Recapture	10,000
Ronald McDonald House Charities of Tampa Bay	10,000
Rosie's Place	10,000
Somerset County Business Partnership	10,000
St Louis Area Foodbank	25,000
The Foodbank, Inc	20,000
Trickle Up Program	5,000
Trust for Public Land	1,440,000
ULI Foundation	75,000
Women's Housing and Economic Development Corporation	50,000
Basic Needs Total	**$ 6,485,750**

Access to the Arts

Alvin Ailey Dance Foundation	$ 90,000
American Museum of Natural History	350,000
American Symphony Orchestra League	150,000
Americas Society	75,000
Apollo Theatre	50,000
Arts Midwest	20,000
Asian American Arts Alliance	25,000
Asian Art Museum	100,000
Association of Performing Arts Presenters	125,000
AXIS Dance Company	30,000
Ballet Hispanico of New York	125,000
Blue Star Families	106,500
Brooklyn Academy of Music	75,000
Brooklyn Arts Council	25,000
Caribbean Cultural Center	25,000
Carnegie Hall	50,000
Chamber Music America	15,000
Chamber Music Society of Lincoln Center	35,000

Chen Dance Center	30,000
Chicago Public Media	20,000
Cityfolk	20,000
Dancing Wheels	35,000
East West Players	10,000
El Museo del Barrio	450,000
Festival of North American Orchestras	200,000
GableStage	15,000
Greater Hartford Arts Council	50,000
Harlem Stage	35,000
Hartford Symphony Orchestra	35,000
High Line	50,000
Highbridge Voices	5,000
Japan Society	50,000
Joyce Theater Foundation	30,000
K-12 Gallery for Young People	20,000
Lark Theatre Company	30,000
Lincoln Center for the Performing Arts	50,000
Manhattan Theatre Club	25,000
Mark Morris Dance Group	125,000
Meet the Composer	125,000
Metropolitan Museum of Art	530,000
Munson Williams Proctor Arts Institute	10,000
National Association of Latino Arts and Cultures	40,000
National Performance Network	45,000
New England Foundation for the Arts	275,000
New York City Center	150,000
New York Live Arts	30,000
New York Public Library	20,000
New York Public Radio	45,000
Orpheus Chamber Orchestra	300,000
Pan Asian Repertory Theatre	15,000
Paul Taylor Dance Foundation	125,000
Pilobolus Dance Theatre	110,000
Ping Chong Company	35,000
Pregones Theater	35,000
Providence Children's Museum	25,000
Public Theater	30,000
Queens Museum of Art	15,000
Repertorio Espanol	100,000
Shakespeare Theatre of New Jersey	10,000
Silk Road Project	50,000
Smithsonian Institution Traveling Exhibition Service	225,000
St Louis Symphony Orchestra	35,000
St Louis Art Museum Foundation	10,000
St Luke's Chamber Ensemble	25,000
State Theatre Regional Arts Center at New Brunswick	15,000
Staten Island Institute of Arts and Science	20,000
Studio Museum in Harlem	30,000
Tampa Bay Performing Arts Center	20,000
Taproot Foundation	150,000
Theatre Communications Group	275,000
Theatre Development Fund	20,000
Town Hall Foundation	5,000
Trey McIntyre Project	30,000
Tulsa Ballet Theatre	20,000
Van Wezel Foundation	5,000
Volunteer Lawyers for the Arts	20,000
Washington Ballet	20,000
Access to the Arts Total	**$ 5,801,500**

Building Livable Communities Total **$12,287,250**

EMPOWERING OLDER ADULTS

Alzheimer's Disease

Alzheimer's Association	$ 300,000
Alzheimer's Association, NYC Chapter	30,000
Alzheimer's Disease Research Foundation	225,000
Awards for Medical Research	215,693
Dana Alliance for Brain Initiatives	80,000
Fisher Center for Alzheimer's Research Foundation	110,000
Museum of Modern Art	250,000
National Council of La Raza	150,000
Save-A-Memory Campaign	100,000
Alzheimer's Disease Total	**$ 1,460,693**

Healthy Aging

Alliance for Aging Research	150,000
American Federation for Aging Research	220,000
American Society on Aging	240,000
Civic Ventures	200,000
Council for Adult and Experiential Learning	250,000
Generations United	250,000
Gerontological Society of America	100,000
Intergenerational Center	145,000
Jumpstart for Young Children	250,000
Lifetime Arts	125,000
Liz Lerman Dance Exchange	180,000
National Alliance for Caregiving	175,000
National Association of Area Agencies on Aging	120,000
National Center for Creative Aging	200,000
National Family Caregivers Association	50,000
National Guild of Community Schools of the Arts	125,000
NCB Capital Impact	350,000
New York Academy of Medicine	150,000
Pacific Science Center	50,000
Partners for Livable Communities	250,000
ReServe Elder Service	50,000
Rubin Museum of Art	50,000
SAGE	50,000
South Florida Science Museum	20,000
Twin Cities Public Television	50,000
Healthy Aging Total	**$ 3,800,000**

Empowering Older Adults Total **$ 5,260,693**

‹ 2 › BUILDING LIVABLE COMMUNITIES
‹ 3 › EMPOWERING OLDER ADULTS
‹ 4 › PREPARING YOUNG PEOPLE
‹ 5 › EMPLOYEE-RELATED PROGRAMS
‹ 5 › OTHER SUPPORT
‹ 5 › INTERNATIONAL
‹ 6-10 › METLIFE FOUNDATION AUDITED FINANCIAL STATEMENT

< Report of Contributions >

PREPARING YOUNG PEOPLE

Student Achievement

ACCESS	$ 100,000
ACHIEVE	100,000
Actuarial Foundation	10,000
American Association of Colleges of Teacher Education	200,000
American Council on Education	900,000
American Indian College Fund	15,000
Asian and Pacific Islander American Scholarship Fund	25,000
Center for Teaching Quality	250,000
Center on School, Family and Community Partnerships	300,000
Children's Aid Society	220,000
College Summit	500,000
Cornerstone OnDemand Foundation	70,000
Developmental Studies Center	500,000
Editorial Projects in Education	250,000
Education Pioneers	150,000
Education Trust	250,000
Farm Foundation	5,000
Hispanic Scholarship Fund	30,000
Horizons at Greens Farms Academy	3,000
Institute for Knowledge Management in Education	200,000
League of Innovation in the Community College	200,000
Learning Leaders	100,000
National Association of Elementary School Principals	300,000
National Association of Secondary School Principals	410,000
National Center for Family Literacy	250,000
National FFA Foundation	71,250
National Medical Fellowships	70,000
National Staff Development Council	500,000
New Jersey SEEDS	10,000
New Leaders for New Schools	200,000
New Teacher Center	500,000
NHP Foundation	15,000
One to World	10,000
Research Foundation for CUNY - LaGuardia Community College	250,000
S S Huebner Foundation for Insurance Education	25,000
School Leaders Network	350,000
STRIVE	150,000
United Negro College Fund	50,000
University of Scranton	10,000
What Kids Can Do	110,000
Student Achievement Total	**$ 7,659,250**

Youth Development

Advertising Council	$ 25,000
After-School All Stars, Atlanta	45,000
After-School All Stars, Los Angeles	50,000
Afterschool Alliance	300,000
All Stars Project	50,000
Alliance for Children and Families	225,000
American Academy of Family Physicians Foundation	250,000
American Dietetic Association Foundation	225,000
American Heart Association	250,000
American Psychological Association	150,000
ArtsConnection	50,000
Association of Children's Museums	232,000
Baltimore Children's Museum	25,000
Baltimore Symphony Orchestra	25,000
Believe in Tomorrow National Children's Foundation	10,000
BELL Foundation	70,000
Big Brothers Big Sisters of America	500,000
Boston Foundation	40,000
Boston Symphony Orchestra	50,000
Boys & Girls Club of Trenton and Mercer County	7,500
Boys & Girls Clubs of America	113,500
Boys & Girls Clubs of Hartford	50,000
Boys & Girls Clubs of Las Vegas	55,000
Boys & Girls Clubs of Providence	40,000
Brooklyn Children's Museum	35,000
Camp Courant	10,000
Center for Arts Education	40,000
Chamber Education Foundation	30,000
Chicago Children's Choir	5,000
Chicago Children's Museum	35,000
Children's Health Fund	500,000
Citizen Schools	300,000
City Year, Inc	300,000
Community Funds - Summer Matters Fund	50,000
Des Moines Art Center	15,000
Detroit Science Center	25,000
Education Through Music	20,000
Educational Alliance	75,000
EMCArts	500,000
Floating Hospital	30,000
Gamm Theatre	10,000
Girl Scouts of the USA	300,000
Girls, Inc.	75,000
Hamilton-Madison House	45,000
Hazelden	75,000
Holocaust Memorial Foundation of Illinois	15,000
Jewish Museum	30,000
Johns Hopkins - School of Public Health	150,000
Junior Achievement	101,000

LACER Afterschool Programs	50,000
Los Angeles Philharmonic	35,000
Lower East Side Tenement Museum	25,000
Make-A-Wish Foundation of America	4,205
Miami Art Museum	35,000
Midland School	10,000
Midori Foundation	55,000
Morris Museum	15,000
Morristown Neighborhood House	25,000
Museum of Science and Idustry, Chicago	35,000
Museum of Science, Boston	75,000
National 4-H Council	300,000
National Conference for Community and Justice	10,000
National Guild for Community Arts Education	275,000
New York Academy of Medicine	75,000
New York Blood Center	175,000
New York Botanical Garden	350,000
New York Foundation for the Arts	35,000
New York Hall of Science	100,000
New York Philharmonic	325,000
Outreach Development Corporation	25,000
Paper Mill Playhouse	25,000
Partnership for a Drug-Free America	800,000
Police Athletic League	123,100
Progressive Agriculture Foundation	25,000
Providence After School Alliance	50,000
Providence Community Library	25,000
Queens Library Foundation	50,000
Queens Museum of Art	15,000
Reach Out and Read	200,000
Resources for Children with Special Needs	40,000

School of Journalism and Mass Communication	5,000
Sesame Workshop	600,000
Society of the Third Street Music School Settlement	20,000
Sphinx Organization	45,000
St Louis Public Library	25,000
Studio in a School	50,000
Union Settlement Association	50,000
Urban Gateways Center for Arts Education	50,000
Wing Luke Museum of the Asian Pacific American Experience	25,000
Women In Need	25,000
World Savvy	35,000
YMCA of Greater St Louis	30,000
Young Audience	100,000
Youth Development Total	**$10,056,305**
Preparing Young People Total	**$17,715,555**

EMPLOYEE RELATED PROGRAMS

Employee Children's Scholarship Programs	$ 386,575
Employee Volunteer Programs	687,738
Local United Ways	1,250,000
Matching Gifts	921,245
Employee Related Programs Total	**$ 3,245,558**

OTHER SUPPORT

Foundation Center	$ 7,500
Grantmakers in Aging	5,000
Grantmakers in Health	8,500
Independent Sector	15,000
National September 11th Memorial and Museum	1,000,000
Other Support	**$ 1,036,000**

INTERNATIONAL

Alzheimer's Disease International	$ 200,000
AmeriCares Foundation	100,000
Japan Earthquake and Tsunami Relief	1,021,000
Jose Limon Dance Foundation	50,000
Junior Achievement Worldwide	337,250
Sesame Workshop	685,000
International Total	**$ 2,393,250**
MetLife Foundation Total	**$41,938,306**

‹ 2 › BUILDING LIVABLE COMMUNITIES
‹ 3 › EMPOWERING OLDER ADULTS
‹ 4 › PREPARING YOUNG PEOPLE
‹ 5 › EMPLOYEE-RELATED PROGRAMS
‹ 5 › OTHER SUPPORT
‹ 5 › INTERNATIONAL
‹ 6-10 › METLIFE FOUNDATION AUDITED FINANCIAL STATEMENT

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of MetLife Foundation

We have audited the accompanying statements of financial position of MetLife Foundation (the "Foundation") as of December 31, 2011 and 2010, and the related statements of activities and changes in net assets and cash flows for the years then ended These financial statements are the responsibility of the Foundation's management Our responsibility is to express an opinion on these financial statements based on our audits

We conducted our audits in accordance with auditing standards generally accepted in the United States of America Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Foundation's internal control over financial reporting Accordingly, we express no such opinion An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation We believe that our audits provide a reasonable basis for our opinion

In our opinion, such financial statements present fairly, in all material respects, the financial position of the Foundation as of December 31, 2011 and 2010 and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the

Deloitte & Touche LLP

METLIFE FOUNDATION STATEMENTS OF FINANCIAL POSITION—DECEMBER 31, 2011 AND 2010

ASSETS	**NOTES**	**2011**	**2010**
Investments			
Program-related investments	1	$ 4,477,506	$ 5,836,074
Other investments, at fair value			
Government and structured bonds		–	30,959,063
Corporate bonds		–	21,639,244
Equity investments		113,713,585	54,919,146
Short-term investments		19,398,277	9,598,239
Total investments		137,589,368	122,951,766
Cash and cash equivalents	1	2,330,600	3,115,258
Current income tax recoverable		61,432	–
Amounts receivable for investments sold		–	3,114
Due and accrued investment income		8,910	537,047
TOTAL ASSETS		**$139,990,310**	**$126,607,185**
LIABILITIES AND NET ASSETS			
Cash overdraft	1	$ 422,170	$ 859,047
Unconditional grants payable	6	–	1,021,888
Accrued expenses payable		1,500	1,500
Income tax payable		–	10,096
Total liabilities		423,670	1,892,531
Net assets—unrestricted		139,566,640	124,714,654
TOTAL LIABILITIES AND NET ASSETS		**$139,990,310**	**$126,607,185**

See notes to financial statements

METLIFE FOUNDATION STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

REVENUE	**NOTES**	**2011**	**2010**
Investment income			
Dividends and interest		$ 3,184,832	$ 3,980,066
Change in fair value of investments	1	2,694,844	9,364,900
Contributions from MetLife	3	50,000,000	40,000,000
Total revenue		55,879,676	53,344,966
GRANTS AND EXPENSES			
Grants			
Paid		41,938,306	39,800,039
Change in accrual for unconditional grants		(1,021,888)	(916,066)
Total grants		40,916,418	38,883,973
General expenses	4	52,800	52,800
Federal excise tax on investment income	5	58,472	60,424
Total grants and expenses		41,027,690	38,997,197
CHANGE IN NET ASSETS		**14,851,986**	**14,347,769**
Net Assets—beginning of year		124,714,654	110,366,885
NET ASSETS—end of year		**$139,566,640**	**$124,714,654**

See notes to financial statements

METLIFE FOUNDATION STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

CASH FLOWS FROM OPERATING ACTIVITIES.	**2011**	**2010**
Change in net assets	$ 14,851,986	$ 14,347,769
Adjustments to reconcile change in net assets to net cash provided by operating activities		
Change in fair value of investments	(2,694,844)	(9,364,900)
Accretion of discount/amortization of premiums on investments	14,429	388,386
Change in due and accrued investment income	528,137	(35,752)
Change in income tax payable/recoverable	(71,528)	(6,576)
Change in cash overdraft	(436,877)	200,586
Change in unconditional grants payable	(1,021,888)	(916,066)
Net cash provided by operating activities	11,169,415	4,613,447
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of investments	140,729,629	115,083,453
Purchase of investments	(152,683,702)	(117,766,742)
Net cash used in investing activities	(11,954,073)	(2,683,289)
NET CHANGE IN CASH AND CASH EQUIVALENTS:	**(784,658)**	**1,930,158**
Cash and cash equivalents - beginning of year	3,115,258	1,185,100
CASH AND CASH EQUIVALENTS—end of year	**$ 2,330,600**	**$ 3,115,258**
Supplemental disclosures of cash flow information—Federal excise taxes paid	**$ 130,000**	**$ 67,000**

See notes to financial statements

‹ 2 › BUILDING LIVABLE COMMUNITIES
‹ 3 › EMPOWERING OLDER ADULTS
‹ 4 › PREPARING YOUNG PEOPLE
‹ 5 › EMPLOYEE-RELATED PROGRAMS
‹ 5 › OTHER SUPPORT
‹ 5 › INTERNATIONAL
‹ 6-10 › METLIFE FOUNDATION AUDITED FINANCIAL STATEMENT

METLIFE FOUNDATION NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2011 AND 2010

The MetLife Foundation (the "Foundation") was formed for the purpose of supporting various philanthropic organizations and activities

1 ACCOUNTING POLICIES

Summary of Significant Accounting Policies

The Foundation's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") which recognize income when earned and expenses when incurred

Cash Equivalents and Cash Overdraft—Cash equivalents are highly liquid investments purchased with an original or remaining maturity of three months or less at the date of purchase and are carried at fair value The Foundation generally invests funds required for cash disbursements in cash equivalents and transfers such funds to its operating bank account when checks are presented for payment The cash overdrafts at December 31, 2011 and December 31, 2010 represent grant disbursements that cleared the operating bank account in 2012 and 2011, respectively

Program-Related Investments—Such investments are authorized by the Board of Directors and represent loans to or equity investments in qualified charitable organizations or investments for appropriate charitable purposes as set forth in the Internal Revenue Code and regulations thereunder, and are carried at outstanding indebtedness or cost. An allowance for possible losses is established when the Foundation does not expect repayment in full on any program-related loan and when such uncollectible amount can be reasonably estimated As of December 31, 2011 and December 31, 2010, this allowance was zero In addition, the income generated by the program-related loans is generally dependent upon the financial ability of the borrowers to keep current on their obligations For disclosure purposes, a reasonable estimate of fair value was not made since the difference between fair value and the outstanding indebtedness or cost would not be significant Maturities of the loan investments range from 2018 through 2020.

Other Investments—During 2011, in order to further diversify its investments portfolio and generate incremental value over the long-term, the Foundation implemented a new investment policy which resulted in the transition of all bonds and equity investments to Exchange Traded Funds (ETFs) Bonds, equity and short-term investments are carried at fair value with related holdings gains and losses reported in investment income The Foundation is not exposed to any significant concentration of credit risk in its investment portfolio Short-term investments include investments with remaining maturities of one year or less, but greater than three months, at the time of acquisition

Contributions—All contributions received to date by the Foundation have been unrestricted and, therefore, all of its net assets are similarly unrestricted All contributions received during 2011 and 2010 have been from MetLife, Inc and subsidiaries ("MetLife")

Grants—Such transactions are authorized by the Board of Directors Conditional grants authorized for payment in future years are subject to further review and approval by the Foundation

Estimates—The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period Actual results could differ from these estimates Since the obligation to make payment of conditional multi-year grants and program-related loans is dependent upon each grantee/borrower's satisfaction of the applicable conditions, the amount of conditional multi-year grants and program-related loans reported as commitments is based upon the expected or estimated fulfillment of such conditions

Adoption of New Accounting Pronouncements

Effective December 31, 2011, the Foundation adopted new guidance regarding disclosures about the credit quality of financing receivables and valuation allowances for credit losses, including credit quality indicators The Foundation has provided all material required disclosures in its financial statements

2 FAIR VALUE

The Foundation has elected to measure its corporate and government bonds, equity investments and cash equivalents at fair value with related holdings gains and losses reported in investment income

The Foundation has categorized its financial instruments measured at fair value into a three-level hierarchy, based on the priority of the inputs to the respective valuation technique as follows

Level 1 Unadjusted quoted prices for identical financial instruments in active markets supported by high volumes of trading activity and narrow bid/ask spreads The Foundation defines active markets based on average trading volume for equity investments The size of the bid/ask spread is used as an indicator of market activity for bonds Financial instruments measured at fair value using Level 1 inputs generally include equities listed on a major exchange with sufficient levels of activity and liquidity, certain U.S Treasury securities, and certain registered mutual fund interests priced using daily net asset value "NAV" provided by the fund managers

Level 2 This level includes fixed maturity securities and equity securities priced principally via model-evaluated pricing by independent pricing services using observable inputs Includes quoted prices in markets that are not active, or other inputs that are observable or can be derived principally from or corroborated by observable market data for substantially the full term of the financial instrument Financial instruments measured at fair value using Level 2 inputs generally include certain U S Treasury and agency securities and U S corporate securities

Level 3 In general, investments classified within Level 3 use many of the same valuation techniques and inputs as described in Level 2 Measurements However, if key inputs are unobservable, or if the investments are less liquid and there is very limited trading activity, the investments are generally classified as Level 3. The use of independent non-binding broker quotations to value investments generally indicates there is a lack of liquidity or a lack of transparency in the process to develop the valuation estimates generally causing these investments to be Level 3 Financial instruments measured at fair value using Level 3 inputs generally include privately held common stock, fixed maturity securities and equity securities priced principally by independent broker quotation or market standard valuation methodologies using inputs which are not market observable or cannot be derived principally from or corroborated by observable market data, and fixed maturity and equity securities which are priced using historical prices due to a lack of sufficient activity or liquidity

A financial instrument's classification within the fair value hierarchy is based on the lowest level of significant input to its valuation

The Foundation's financial instruments measured at fair value were categorized as follows as of December 31, 2011 and December 31, 2010

	Quoted Prices in Active Markets for Identical Securities (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total Fair Value
December 31, 2011				
Cash Equivalents			$2,198,718	$ 2,198,718
Short-Term Investments	$ 7,999,054	$ 7,399,670	3,999,553	19,398,277
Government and Structured Bonds				
Corporate Bonds				
Equity Investments	113,698,585		15,000	113,713,585
Total	$121,697,639	$ 7,399,670	$6,213,271	$135,310,580
December 31, 2010				
Cash Equivalents	$ 2,999,937			$ 2,999,937
Short-Term Investments	9,598,239			9,598,239
Government and Structured Bonds	4,592,782	$26,366,281		30,959,063
Corporate Bonds		21,639,244		21,639,244
Equity Investments	54,903,968		$ 15,178	54,919,146
Total	$ 72,094,926	$48,005,525	$ 15,178	$ 120,115,629

‹ 2 › BUILDING LIVABLE COMMUNITIES
‹ 3 › EMPOWERING OLDER ADULTS
‹ 4 › PREPARING YOUNG PEOPLE
‹ 5 › EMPLOYEE-RELATED PROGRAMS
‹ 5 › OTHER SUPPORT
‹ 5 › INTERNATIONAL
‹ 6-10 › METLIFE FOUNDATION AUDITED FINANCIAL STATEMENT

During the year ended December 31, 2011, there were no significant transfers between Levels 1 and 2 and no transfers between Levels 2 and 3 In addition, there were no transactions on the Level 3 securities and the fair values remain the same

3 CONTRIBUTIONS

In 2011 and 2010, MetLife contributed cash of $50,000,000 and $40,000,000, respectively, to the Foundation

4 RELATED PARTY TRANSACTIONS

The Foundation is supported by MetLife MetLife also provides the Foundation with management and administrative services However, the Statements of Activities and Changes in Net Assets do not include such costs since they are not significant

5 FEDERAL TAXES

The Foundation is exempt from Federal income taxes, however, as a private foundation, it is subject to federal excise taxes on its net taxable investment income and realized capital gains The rate for current excise taxes was 1% in 2011 and 2010 The rate for deferred excise taxes was 2% in 2011 and 2010 However, the cost of investments recorded at fair value exceeded the fair value of such securities by $601,545 and $750,919 at December 31, 2011 and 2010, respectively Therefore, no deferred taxes were recorded at December 31, 2011 or 2010 There were no uncertain tax positions taken by the Foundation as of December 31, 2011

6 COMMITMENTS

As of December 31, 2011, the Board of Directors had authorized grants and program-related investments for future years as follows

	CONDITIONAL GRANTS
2012	$2,150,000
2013	300,000
	$2,450,000

	PROGRAM-RELATED INVESTMENTS
2012	$3,000,000
2013	–
	$3,000,000

As of December 31, 2011, none of the conditional grants required further review and approval by the Foundation prior to payment

MetLife

Metropolitan Life Insurance Company
200 Park Avenue
New York, NY 10166
www metlife com

1202-0800

MetLife Foundation

Financial Statements as of and for the
Years Ended December 31, 2011 and 2010 and
Independent Auditor's Report

Deloitte.

Deloitte & Touche LLP
Two World Financial Center
New York, NY 10281
USA

Tel +1 212 436 2000
Fax +1 212 436 5000
www.deloitte.com

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of MetLife Foundation:

We have audited the accompanying statements of financial position of MetLife Foundation (the "Foundation") as of December 31, 2011 and 2010, and the related statements of activities and changes in net assets and cash flows for the years then ended. These financial statements are the responsibility of the Foundation's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Foundation's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements present fairly, in all material respects, the financial position of the Foundation as of December 31, 2011 and 2010, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Deloitte & Touche LLP

February 22, 2012

METLIFE FOUNDATION
STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2011 AND 2010

ASSETS	NOTES	2011	2010
Investments:			
Program-related investments	1	$ 4,477,506	$ 5,836,074
Other investments, at fair value:			
Government and structured bonds		-	30,959,063
Corporate bonds		-	21,639,244
Equity investments		113,713,585	54,919,146
Short-term investments		19,398,277	9,598,239
Total investments		137,589,368	122,951,766
Cash and cash equivalents	1	2,330,600	3,115,258
Current income tax recoverable		61,432	-
Amounts receivable for investments sold		-	3,114
Due and accrued investment income		8,910	537,047
TOTAL ASSETS		**$139,990,310**	**$126,607,185**
LIABILITIES AND NET ASSETS			
Cash overdraft	1	$ 422,170	$ 859,047
Unconditional grants payable	6	-	1,021,888
Accrued expenses payable		1,500	1,500
Income tax payable		-	10,096
Total liabilities		423,670	1,892,531
Net assets – unrestricted		139,566,640	124,714,654
TOTAL LIABILITIES AND NET ASSETS		**$139,990,310**	**$126,607,185**

See notes to financial statements

METLIFE FOUNDATION
STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

REVENUE	**NOTES**	**2011**	**2010**
Investment income:			
Dividends and interest		$ 3,184,832	$ 3,980,066
Change in fair value of investments	1	2,694,844	9,364,900
Contributions from MetLife	3	50,000,000	40,000,000
Total revenue		55,879,676	53,344,966
GRANTS AND EXPENSES			
Grants:			
Paid		41,938,306	39,800,039
Change in accrual for unconditional grants		(1,021,888)	(916,066)
Total grants		40,916,418	38,883,973
General expenses	4	52,800	52,800
Federal excise tax on investment income	5	58,472	60,424
Total grants and expenses		41,027,690	38,997,197
CHANGE IN NET ASSETS		14,851,986	14,347,769
Net Assets – beginning of year		124,714,654	110,366,885
NET ASSETS – end of year		**$ 139,566,640**	**$ 124,714,654**

See notes to financial statements

METLIFE FOUNDATION
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2011 AND 2010

	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in net assets	$ 14,851,986	$ 14,347,769
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Change in fair value of investments	(2,694,844)	(9,364,900)
Accretion of discount/amortization of premiums on investments	14,429	388,386
Change in due and accrued investment income	528,137	(35,752)
Change in income tax payable/recoverable	(71,528)	(6,576)
Change in cash overdraft	(436,877)	200,586
Change in unconditional grants payable	(1,021,888)	(916,066)
Net cash provided by operating activities	11,169,415	4,613,447
CASH FLOWS FROM INVESTING ACTIVITIES:		
Proceeds from sale of investments	140,729,629	115,083,453
Purchase of investments	(152,683,702)	(117,766,742)
Net cash used in investing activities	(11,954,073)	(2,683,289)
NET CHANGE IN CASH AND CASH EQUIVALENTS:	(784,658)	1,930,158
Cash and cash equivalents - beginning of year	3,115,258	1,185,100
CASH AND CASH EQUIVALENTS - end of year	**$ 2,330,600**	**$ 3,115,258**
Supplemental disclosures of cash flow information - Federal excise taxes paid	**$ 130,000**	**$ 67,000**

See notes to financial statements

DECEMBER 31, 2011 AND 2010

The MetLife Foundation (the "Foundation") was formed for the purpose of supporting various philanthropic organizations and activities.

1. ACCOUNTING POLICIES

Summary of Significant Accounting Policies

The Foundation's financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") which recognize income when earned and expenses when incurred.

Cash Equivalents and Cash Overdraft - Cash equivalents are highly liquid investments purchased with an original or remaining maturity of three months or less at the date of purchase and are carried at fair value. The Foundation generally invests funds required for cash disbursements in cash equivalents and transfers such funds to its operating bank account when checks are presented for payment. The cash overdrafts at December 31, 2011 and December 31, 2010 represent grant disbursements that cleared the operating bank account in 2012 and 2011, respectively.

Program-Related Investments - Such investments are authorized by the Board of Directors and represent loans to or equity investments in qualified charitable organizations or investments for appropriate charitable purposes as set forth in the Internal Revenue Code and regulations thereunder, and are carried at outstanding indebtedness or cost. An allowance for possible losses is established when the Foundation does not expect repayment in full on any program-related loan and when such uncollectible amount can be reasonably estimated. As of December 31, 2011 and December 31, 2010, this allowance was zero. In addition, the income generated by the program-related loans is generally dependent upon the financial ability of the borrowers to keep current on their obligations. For disclosure purposes, a reasonable estimate of fair value was not made since the difference between fair value and the outstanding indebtedness or cost would not be significant. Maturities of the loan investments range from 2018 through 2020.

Other Investments – During 2011, in order to further diversify its investments portfolio and generate incremental value over the long-term, the Foundation implemented a new investment policy which resulted in the transition of all bonds and equity investments to Exchange Traded Funds (ETFs). Bonds, equity and short-term investments are carried at fair value with related holdings gains and losses reported in investment income. The Foundation is not exposed to any significant concentration of credit risk in its investment portfolio. Short-term investments include investments with remaining maturities of one year or less, but greater than three months, at the time of acquisition.

Contributions - All contributions received to date by the Foundation have been unrestricted and, therefore, all of its net assets are similarly unrestricted. All contributions received during 2011 and 2010 have been from MetLife, Inc. and subsidiaries ("MetLife").

Grants - Such transactions are authorized by the Board of Directors. Conditional grants authorized for payment in future years are subject to further review and approval by the Foundation.

Estimates - The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates. Since the obligation to make payment of conditional multi-year grants and program-related loans is dependent upon each grantee/borrower's satisfaction of the applicable conditions, the amount of conditional multi-year grants and program-related loans reported as commitments is based upon the expected or estimated fulfillment of such conditions.

Adoption of New Accounting Pronouncements

Effective December 31, 2011, the Foundation adopted new guidance regarding disclosures about the credit quality of financing receivables and valuation allowances for credit losses, including credit quality indicators. The Foundation has provided all material required disclosures in its financial statements.

2. FAIR VALUE

The Foundation has elected to measure its corporate and government bonds, equity investments and cash equivalents at fair value with related holdings gains and losses reported in investment income.

The Foundation has categorized its financial instruments measured at fair value into a three-level hierarchy, based on the priority of the inputs to the respective valuation technique as follows:

Level 1	Unadjusted quoted prices for identical financial instruments in active markets supported by high volumes of trading activity and narrow bid/ask spreads. The Foundation defines active markets based on average trading volume for equity investments. The size of the bid/ask spread is used as an indicator of market activity for bonds. Financial instruments measured at fair value using Level 1 inputs generally include equities listed on a major exchange with sufficient levels of activity and liquidity, certain U.S. Treasury securities, and certain registered mutual fund interests priced using daily net asset value "NAV" provided by the fund managers.
Level 2	This level includes fixed maturity securities and equity securities priced principally via model-evaluated pricing by independent pricing services using observable inputs. Includes quoted prices in markets that are not active; or other inputs that are observable or can be derived principally from or corroborated by observable market data for substantially the full term of the financial instrument. Financial instruments measured at fair value using Level 2 inputs generally include certain U.S. Treasury and agency securities and U.S. corporate securities.

Level 3 In general, investments classified within Level 3 use many of the same valuation techniques and inputs as described in Level 2 Measurements. However, if key inputs are unobservable, or if the investments are less liquid and there is very limited trading activity, the investments are generally classified as Level 3. The use of independent non-binding broker quotations to value investments generally indicates there is a lack of liquidity or a lack of transparency in the process to develop the valuation estimates generally causing these investments to be Level 3. Financial instruments measured at fair value using Level 3 inputs generally include privately held common stock, fixed maturity securities and equity securities priced principally by independent broker quotation or market standard valuation methodologies using inputs which are not market observable or cannot be derived principally from or corroborated by observable market data, and fixed maturity and equity securities which are priced using historical prices due to a lack of sufficient activity or liquidity.

A financial instrument's classification within the fair value hierarchy is based on the lowest level of significant input to its valuation.

The Foundation's financial instruments measured at fair value were categorized as follows as of December 31, 2011 and December 31, 2010:

	Quoted Prices in Active Markets for Identical Securities (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total Fair Value
December 31, 2011:				
Cash Equivalents			$ 2,198,718	$ 2,198,718
Short-Term Investments	$ 7,999,054	$ 7,399,670	3,999,553	19,398,277
Government and Structured Bonds				
Corporate Bonds				
Equity Investments	113,698,585		15,000	113,713,585
Total	$ 121,697,639	$ 7,399,670	$ 6,213,271	$135,310,580
December 31, 2010:				
Cash Equivalents	$ 2,999,937			$ 2,999,937
Short-Term Investments	9,598,239			9,598,239
Government and Structured Bonds	4,592,782	$ 26,366,281		30,959,063
Corporate Bonds		21,639,244		21,639,244
Equity Investments	54,903,968		$ 15,178	54,919,146
Total	$ 72,094,926	$ 48,005,525	$ 15,178	$120,115,629

During the year ended December 31, 2011, there were no significant transfers between Levels 1 and 2 and no transfers between Levels 2 and 3. In addition, there were no transactions on the Level 3 securities and the fair values remain the same.

3. CONTRIBUTIONS

In 2011 and 2010, MetLife contributed cash of $50,000,000 and $40,000,000, respectively, to the Foundation.

4. RELATED PARTY TRANSACTIONS

The Foundation is supported by MetLife. MetLife also provides the Foundation with management and administrative services. However, the Statements of Activities and Changes in Net Assets do not include such costs since they are not significant.

5. FEDERAL TAXES

The Foundation is exempt from Federal income taxes; however, as a private foundation, it is subject to Federal excise taxes on its net taxable investment income and realized capital gains. The rate for current excise taxes was 1% in 2011 and 2010. The rate for deferred excise taxes was 2% in 2011 and 2010. However, the cost of investments recorded at fair value exceeded the fair value of such securities by $601,545 and $750,919 at December 31, 2011 and 2010, respectively. Therefore, no deferred taxes were recorded at December 31, 2011 or 2010. There were no uncertain tax positions taken by the Foundation as of December 31, 2011.

6. COMMITMENTS

As of December 31, 2011, the Board of Directors had authorized grants and program-related investments for future years as follows:

	Conditional Grants	Program-Related Investments
2012	$ 2,150,000	$3,000,000
2013	300,000	0
	$2,450,000	$3,000,000

As of December 31, 2011, none of the conditional grants required further review and approval by the Foundation prior to payment.

*****

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions METLIFE FOUNDATION	Employer identification number (EIN) or ☐ 13-2878224
	Number, street, and room or suite no If a P O box, see instructions C/O METLIFE, 1095 AVENUE OF THE AMERICAS-15017	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10036	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ ROBERT TARNOK

Telephone No. ▶ 212-578-7180 FAX No. ▶ 212-578-4827

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 20 12, to file the exempt organization return for the organization named above The extension is for the organization's return for:
▶ ☐ calendar year 20 ____ or
▶ ☐ tax year beginning ____________, 20 ____, and ending ____________, 20 ____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 61,800
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	3b	$ 118,000
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ (56,200)

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2012)

JSA
1F8054 4 000

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☐

Note. Only complete Part II if you have already granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions

METLIFE FOUNDATION

Employer identification number (EIN) or

☐ 13-2878224

Number, street, and room or suite no If a P O box, see instructions

C/O METLIFE, 1095 AVENUE OF THE AMERICAS

Social security number (SSN)

☐

City, town or post office, state, and ZIP code For a foreign address, see instructions

NEW YORK, NY 10036

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . ☐☐

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	[illegible]	[illegible]
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ ____________________

  Telephone No ▶ ____________________ FAX No ▶ ____________________

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) __________ . If this is for the whole group, check this box . . . . . . ▶ ☐ If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until ____________________ , 20 ____ .

5 For calendar year ______ , or other tax year beginning ____________ , 20 ____ , and ending ____________ , 20 ____

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ____________________

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ CONTROLLER Date ▶ MAY 15, 2012

Robert Tarnok

Form **8868** (Rev 1-2012)