

Trinidad Navarro
Commissioner



Delaware Department of Insurance

**BEFORE THE INSURANCE COMMISSIONER
FOR THE STATE OF DELAWARE**

IN THE MATTER OF:)

**The Form A Application Regarding the Acquisition
of Control of Brighthouse Life Insurance Company
("Brighthouse Life")¹ by Brighthouse Financial,
Inc. and Brighthouse Holdings, LLC**)

) **Docket No. 3344-2016**
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NOTICE OF PUBLIC HEARING

Brighthouse Financial Inc. ("Brighthouse Financial") and Brighthouse Holdings, LLC ("Brighthouse Holdings", together with Brighthouse Financial, the "Applicants") have filed with Delaware Insurance Commissioner Trinidad Navarro (the "Commissioner"), pursuant to the Commissioner's general authority under 18 *Del. C.* § 301 *et seq.* and § 5003, a proposed plan to acquire control of Brighthouse Life (formerly known as MetLife Insurance Company USA) as part of a corporate restructuring of Brighthouse Life's corporate parent, MetLife, Inc. ("MetLife"), which will result in the separation of a substantial portion of MetLife's U.S. retail life and annuity product manufacturing and operations from its other operations. As a result of the acquisition, Brighthouse Financial would be the ultimate parent entity of both Brighthouse Holdings and Brighthouse Life, and would thus indirectly control Brighthouse Life. The Hearing Officer, John W. Noble, will hold a public hearing (the "Hearing") to consider the merits of the proposed acquisition of control as follows:

**Monday June 5, 2017 at 9:00 a.m. (EDT); and
Tuesday June 6, 2017 at 9:00 a.m. (EDT) (if necessary)**

**Delaware Department of Insurance
Hearing Room
841 Silver Lake Boulevard
Dover, DE 19904**

¹ MetLife Insurance Company USA changed its name to Brighthouse Life Insurance Company on March 6, 2017.

The purpose of the public hearing is to determine whether the Commissioner should approve the acquisition of Brighthouse Life by the Applicants. The Hearing will be conducted in accordance with the Delaware Administrative Procedures Act, 29 *Del. C.* Chapter 101. A party has the right to present evidence, be represented by Delaware counsel, and to appear personally or by other representative. The Delaware Department of Insurance is obligated to reach its decision based on the evidence received.

Comments are being solicited from any person. Comments may be in writing or may be presented orally at the Hearing. Written comments to be considered during the Hearing must be received no later than Friday June 2, 2017, by noon, and should be addressed to the attention of Joanne Caiola, Delaware Department of Insurance, 841 Silver Lake Boulevard, Dover, DE 19904, joanne.caiola@state.de.us Telephone: 302-674-7316; Telecopy: 302-739-5666.

Those intending to provide oral comments at the Hearing must notify Joanne Caiola no later than noon on Friday June 2, 2017. All persons wishing to comment must sign in with the Department of Insurance at the Hearing Room by 9:00 a.m. on the date of the Hearing. The Hearing Officer shall have the right to limit any testimony which the Hearing Officer determines is unduly repetitive, plainly irrelevant, immaterial, or privileged.

Be advised that all comments received in advance of or during the hearing will be transcribed if delivered orally and will become part of the public record regarding this matter.

Individuals who require the assistance of auxiliary aids or services to participate in or attend the public hearing can contact Joanne Caiola, using the contact information above.