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Lisa M. Weber
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MetLife®

September 11, 2008

Ms. Florence E. Harmon
Acting Secretary
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549

Re: File No. S7-14-08 (Indexed Annuities and Certain Other Insurance Contracts)

Dear Ms. Harmon:

I am writing to you on behalf of MetLife, Inc. ("MetLife") to comment on the SEC's recent proposed Rule 151A under the Securities Act of 1933, and proposed Rule 12h-7 under the Securities Exchange Act of 1934. MetLife, Inc. is one of the largest issuers of annuities in the U.S., with $16.5 billion in individual annuity premiums and deposits in 2007.

MetLife strongly supports the SEC's goals in taking action with respect to equity indexed annuities ("EIAs"). We have long shared the SEC's concerns that EIAs are complex investments, and that many investors who purchase these products may not fully understand their features and risks. EIAs often have high surrender charges imposed over long periods, which can heighten suitability concerns, particularly when these products are sold to seniors. Further, unsuitable sales and marketing of EIAs may tarnish the reputation of annuity products as a whole. Requiring EIAs to be registered as securities would address these problems with sales practices and suitability, and would ensure that there is a level playing field among EIAs and variable annuities.

As registered securities, the offering documents and sales materials produced by their issuers would be subject to SEC oversight under the Securities Act of 1933. In addition, EIAs could only be sold by SEC-registered broker-dealers, and the distribution of EIAs would have to comply with FINRA rules and standards for supervision and training, just as in the case of variable annuities, mutual funds, and other registered investment products. For these reasons, we support the SEC's proposal. In addition, we encourage the SEC to work with industry trade groups and others to ensure that the proposed rule addresses the concerns with the sales of EIAs, and is not drafted more broadly so as to require registration of traditional fixed annuities that do not link excess interest rates to an equity index.

MetLife also strongly supports proposed Rule 12h-7, which would provide an exemption from requirements to file Exchange Act reports, including Forms 10-K and 10-Q, to insurance companies that are subject to these reporting requirements solely because they issue annuities or other insurance products that are registered as securities (for example, fixed annuities that allow for withdrawals with market value adjustments). As the Commission's release notes, state insurance regulations already focus on the solvency and adequacy of insurers' reserves. State insurance regulations also set forth capital adequacy standards, including thresholds of risk-based capital that take into account the risk characteristics of a particular insurer. These solvency and capitalization standards help ensure that insurance companies are financially secure enough to meet their contractual guarantees. The extensive disclosure required by Exchange Act reports is burdensome and duplicative in these circumstances, and does not serve a useful purpose for policyholders. We encourage the SEC to make the conditions in the proposed exemption as flexible and reasonable as possible, so that they can be relied upon by most insurance companies that issue registered securities products.

I appreciate your consideration of these important issues.

Sincerely yours,

Lisa M. Weber
President, Individual Business, Auto & Home
MetLife, Inc.

cc: The Honorable Christopher Cox, Chairman, SEC
Andrew J. Donohue, Director, Division of Investment Management, SEC
Susan Nash, Associate Director, Division of Investment Management, SEC