NEW YORK STATE DEPARTMENT OF FINANCIAL SERVICES

REPORT ON FINANCIAL EXAMINATION

OF THE

METROPOLITAN LIFE INSURANCE COMPANY

CONDITION: DECEMBER 31, 2013

DATE OF REPORT: JUNE 5, 2015

NEW YORK STATE DEPARTMENT OF FINANCIAL SERVICES

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AS OF

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EXAMINER:	ANTHONY CHIAREL

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NEW YORK STATE
DEPARTMENT of
FINANCIAL SERVICES

Andrew M. Cuomo
Governor

Benjamin M. Lawsky
Superintendent

June 8, 2015

Honorable Benjamin M. Lawsky
Superintendent of Financial Services
New York, New York 10004

Sir:

In accordance with instructions contained in Appointment No. 30979, dated September 27, 2013, and annexed hereto, an examination has been made into the condition and affairs of Metropolitan Life Insurance Company, hereinafter referred to as "the Company," at its administrative office located at 27-01 Queens Plaza North, Long Island City, New York 11101. The Company's home office is located at 200 Park Avenue, New York, NY 10166-0188.

Wherever "Department" appears in this report, it refers to the New York State Department of Financial Services.

The report indicating the results of this examination is respectfully submitted.

1. EXECUTIVE SUMMARY

The material findings, violation and recommendation contained in this report are summarized below.

- On December 18, 2014, the Financial Stability Oversight Council (FSOC) voted in favor of a final designation of MetLife, Inc. ("MetLife") as a Systemically Important Financial Institution (SIFI). MetLife filed an action on January 13, 2015, in the U.S. District Court for the District of Columbia, to overturn the SIFI designation. (See item 7A of this report)
- Effective November 14, 2014, three of the Company's affiliates merged into MetLife Insurance Company of Connecticut, which was renamed MetLife Insurance Company USA, a Delaware domiciled life insurer, and a subsidiary of MetLife, Inc. (See item 7B of this report)
- The Company violated Section 1505(d)(3) of the New York Insurance Law by rendering certain services and facilities under two agreements with two of its affiliates on a regular and systematic basis and failing to notify the superintendent in writing of its intention to enter into the agreements at least thirty days prior to the consummation of each of the agreements. (See item 3D of this report)
- The examiner recommends that the Company continue to compute and strengthen its reserves using the assumptions and methodology as agreed upon with the Department. (See item 6F of this report)

2. SCOPE OF EXAMINATION

The examination of the Company was a full scope examination as defined in the *NAIC Financial Condition Examiners Handbook, 2014 Edition* (the "Handbook"). The examination covers the five-year period from January 1, 2009, to December 31, 2013. The examination was conducted observing the guidelines and procedures in the Handbook and, where deemed appropriate by the examiner, transactions occurring subsequent to December 31, 2013, but prior to the date of this report (i.e., the completion date of the examination) were also reviewed.

The examination was conducted on a risk focused basis in accordance with the provisions of the Handbook published by the National Association of Insurance Commissioners ("NAIC"). The Handbook guidance provides for the establishment of an examination plan based on the examiner's assessment of risk in the insurer's operations and utilizing that evaluation in formulating the nature and extent of the examination. The examiner planned and performed the examination to evaluate the current financial condition as well as identify prospective risks that may threaten the future solvency of the insurer. The examiner identified key processes, assessed the risks within those processes and evaluated the internal control systems and procedures used to mitigate those risks. The examination also included assessing the principles used and significant estimates made by management, evaluating the overall financial statement presentation, and determining management's compliance with New York statutes and Department guidelines, Statutory Accounting Principles as adopted by the Department, and annual statement instructions.

This examination was led by the State of New York with participation from the States of Missouri, Nevada, South Carolina, Texas, Vermont, and the Commonwealth of Massachusetts. Since the lead and participating states are all accredited by the NAIC, all states deemed it appropriate to rely on each other's work.

Information about the Company's organizational structure, business approach and control environment were utilized to develop the examination approach. The Company's risks and management activities were evaluated incorporating the NAIC's nine branded risk categories. These categories are as follows:

- Pricing/Underwriting
- Reserving
- Operational
- Strategic
- Credit
- Market
- Liquidity
- Legal
- Reputational

The Company was audited annually, for the years 2009 through 2013, by the accounting firm of Deloitte & Touche, LLP. The Company received an unqualified opinion in all years. Certain audit workpapers of the accounting firm were reviewed and relied upon in conjunction with this examination. The Company has an internal audit department and a separate internal control department which was given the task of assessing the internal control structure and compliance with the Sarbanes-Oxley Act of 2002 ("SOX"). Where applicable, SOX workpapers and reports were reviewed and portions were relied upon for this examination.

The examiner reviewed the corrective actions taken by the Company with respect to the violations and recommendations contained in the prior financial report on examination. The results of the examiner's review are contained in item 8 of this report.

This report on examination is confined to financial statements and comments on those matters which involve departure from laws, regulations or rules, or which require explanation or description.

3. DESCRIPTION OF COMPANY

A. History

The Company was incorporated as a stock life insurance company under the laws of New York on March 24, 1868, (in succession to National Travelers Insurance Company, incorporated May 1866), and commenced business on March 25, 1868. In 1915, the Company converted from a stock company to a mutual company, a company operated for the benefit of its policyholders.

On November 29, 1998, the Company announced that it would pursue conversion to a stock company from a mutual company through demutualization under Section 7312 of the New York Insurance Law. On February 18, 2000, the Company's policyholders approved the plan to convert to a stock company. The demutualization plan was approved by the Superintendent, and the Company demutualized on April 7, 2000, thereby converting back to a stock company on April 7, 2000, and becoming a wholly owned subsidiary of MetLife, Inc. ("MetLife").

Each policyholder's ownership interest in the Company was extinguished and each eligible policyholder received, in exchange for that interest, trust interests representing shares of common stock of MetLife held in the MetLife Policyholder Trust, cash, or an adjustment to their policy values in the form of policy credits, as provided in the reorganization plan. On the date of demutualization, MetLife conducted an initial public offering of 202,000,000 shares of its common stock and a concurrent private placement of an aggregate of 60,000,000 shares of its common stock at an offering price of $14.25 per share. The shares of common stock issued in the offerings were in addition to 494,466,664 shares of MetLife common stock distributed to the MetLife Policyholder Trust for the benefit of the policyholders of the Company in connection with the demutualization. On April 10, 2000, MetLife issued 30,300,000 additional shares of its common stock as a result of the exercise of over-allotment options granted to underwriters in the initial public offering.

On the date of demutualization, April 7, 2000, the Company established a closed block for the benefit of individual participating policyholders who are expected to receive ongoing dividend payments as part of their policies. The Company designated assets to the closed block in an amount that it reasonably expected would, together with revenue from the policies in the closed block, be sufficient to pay benefits and certain taxes and expenses of the closed block, and provide for the continuation of the then current dividend scales, if the experience underlying such dividend scales continued and for appropriate changes in such scales if the experience changed. These cash flows are expected to be sufficient to pay each policyholder, including the last surviving individual, a commensurate amount of cash flow for policyholder benefits and dividends.

On December 31, 2010, the Company paid an ordinary dividend to MetLife of $631 million, of which $232 million was in cash and $399 million was in securities. On April 29, 2011, the Company paid an ordinary cash dividend to MetLife of $183 million. On December 14, 2011, the Company paid an ordinary dividend to MetLife of $1,138 million, of which $968 million was in cash and $170 million was in securities. On December 13, 2012, the Company paid an ordinary cash dividend to MetLife of $1,023 million. On May 8, 2013, and December 17, 2013, the Company paid two equal ordinary dividends to MetLife of $714 million each.

At December 31, 2013, the total face value and carrying value of surplus notes was $1,705,000,000. The Company paid $119 million in interest during 2013.

As of December 31, 2013, the Company had common capital stock of $4,944,667 and gross paid in and contributed surplus of $5,786,106,131.

B. Holding Company

The Company is a wholly owned subsidiary of MetLife, a Delaware Holding company. MetLife is one of the largest insurance and financial services companies in the United States and is recognized as a leader in the global life insurance and employee benefits markets. MetLife has consolidated assets of approximately $885.2 billion as of December 31, 2013. MetLife, through its subsidiaries, offers individual and group life insurance and annuities, voluntary and worksite benefits, accident and health insurance ("A&H"), endowment products, credit life, and retirement and savings products, property and casualty products and services to individuals, corporations and other institutions around the world. Products include variable life products, universal life products, traditional life products, including whole life and term life, individual disability insurance, variable and fixed annuities, mutual funds, a broad range of group insurance and retirement products and services, and various property and casualty products.

MetLife is comprised of approximately 298 legal entities, many of which operate internationally. This structure includes 28 U.S. domestic insurance affiliates, and 45 foreign insurance affiliates operating in 32 different countries (Japan, Mexico and Korea represent the highest international segments by revenue). An overview of the main U.S. domiciled companies and a brief description of each follows:

General American Life Insurance Company ("GALIC'), a wholly-owned subsidiary of the Company, is domiciled in the State of Missouri and licensed to transact insurance business in, and subject to regulation by, 49 states, the District of Columbia and Puerto Rico. GALIC principally provides universal, variable and traditional life insurance, fixed and variable annuity contracts, group annuity and pension products, and individual disability coverage contracts through a network of general agencies and independent brokers located throughout the United States.

New England Life Insurance Company ("NELICO"), a wholly-owned subsidiary of the Company, is domiciled in the Commonwealth of Massachusetts and licensed to transact insurance business in, and is subject to regulation by, all 50 states and the District of Columbia. NELICO principally provides life insurance and annuity contracts through a network of general agencies and independent brokers located throughout the United States. NELICO provides participating and non-participating traditional life insurance and pension products to individuals, as well as group life and disability coverage to corporations and other institutions.

American Life Insurance Company ("ALICO"), a wholly-owned subsidiary of MetLife domiciled in the State of Delaware ("Delaware"), is subject to regulations by Delaware and is licensed to transact insurance business in Delaware, although it does not write business in Delaware or other states and territories of the United States.

MetLife Insurance Company of Connecticut ("MICC"), a Connecticut domiciled subsidiary of MetLife, is licensed to transact insurance business in, and is subject to regulation by, all 50 states, the District of Columbia, Guam, Puerto Rico, the U.S. Virgin Islands, Canada, the Bahamas, and the British Virgin Islands. MICC offers life insurance and annuities to individuals, as well as group insurance and retirement & savings products, and services to corporations and other institutions. MICC's products include variable life products, universal life products, traditional life products, including whole life and term life, individual disability insurance, long-term care insurance, variable and fixed annuities, mutual funds, a broad range of group insurance, and retirement products and services. MICC changed its name to MetLife Insurance Company, USA, and redomesticated to the State of Delaware effective November 14, 2014. (See item 7B of this report)

MetLife Investors USA Insurance Company ("MLI USA") is a wholly-owned subsidiary of MICC domiciled in the State of Delaware. MICC is a subsidiary of MetLife. MLI USA markets, administers and insures a broad range of term life, variable and universal life, and variable and fixed annuity products. MLI USA is licensed to transact business in 49 states, the District of Columbia and Puerto Rico. MLI USA merged with MICC effective November 14, 2014. (See item 7B of this report)

MetLife Investors Insurance Company ("MLI") is a wholly-owned subsidiary of MetLife, domiciled in the State of Missouri and licensed to transact insurance business in, and subject to regulation by, 49 states and the District of Columbia. MLI principally provides universal and traditional life insurance and variable and fixed annuities. MLI merged with MICC effective November 14, 2014. (See item 7B of this report)

Exeter Reassurance Company, Ltd. ("Exeter") is a wholly-owned subsidiary of MetLife and is domiciled in the State of Delaware. Exeter operates to support the risk and capital management of the Company and its affiliates. Under its reinsurance agreements, Exeter assumes mortality as well as lapse and investment risk associated with in-force and newly issued life insurance policies and annuity contracts. Exeter merged with MICC effective November 14, 2014. (See item 7B of this report)

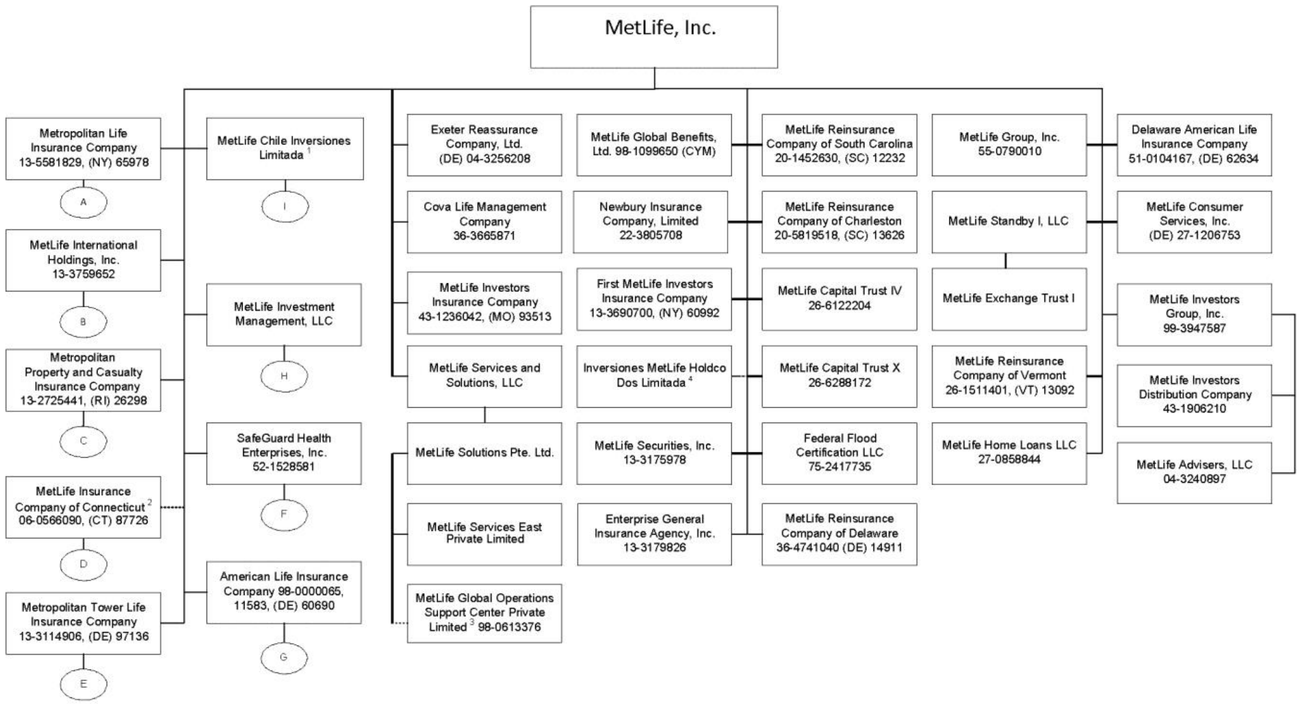
MetLife Reinsurance Company of Charleston ("MRC"), a wholly owned subsidiary of MetLife domiciled in the State of South Carolina, operates as a special purpose financial captive insurance company. MRC is established to support the risk and capital management of the Company via funding of non-economic reserves on a portion of the Company's closed block. MRC is licensed to provide reinsurance and liability management options to affiliates.

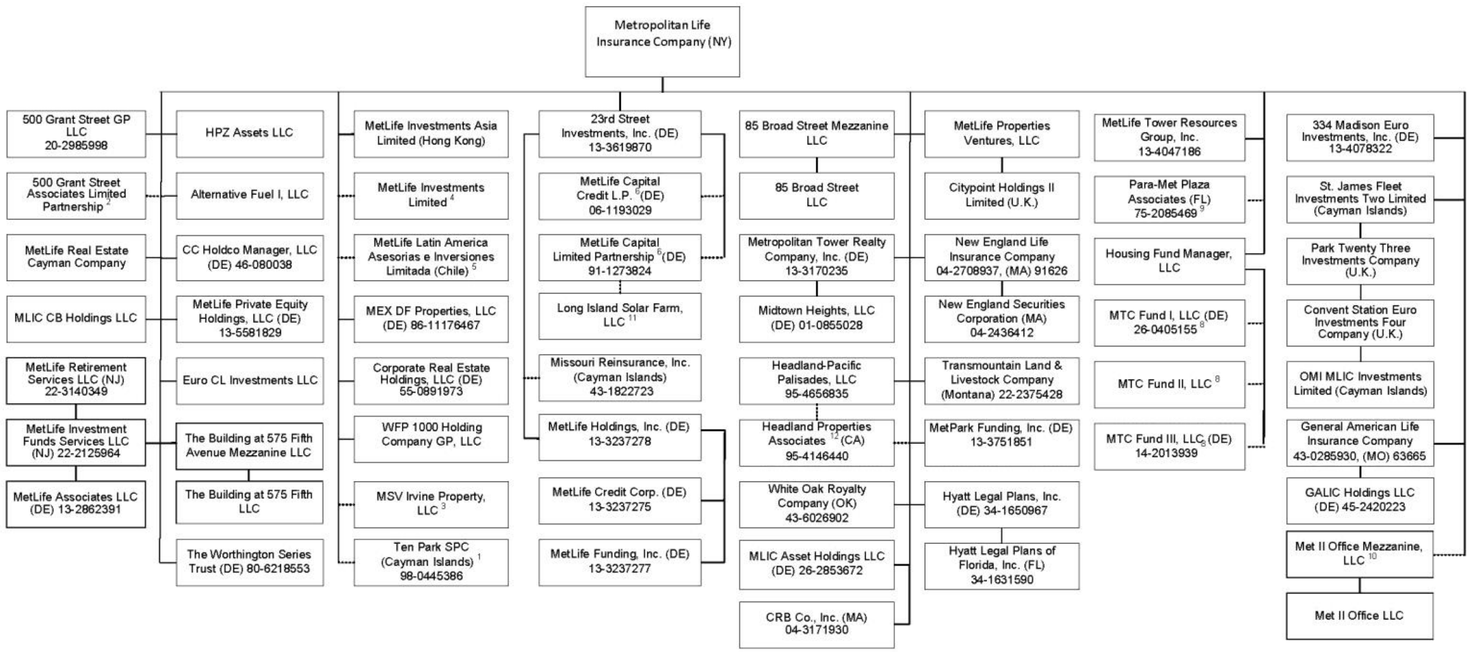
MetLife Reinsurance Company of Vermont ("MRV"), a wholly-owned domestic subsidiary of MetLife domiciled in Vermont, operates as a special purpose financial captive insurance company to support the risk and capital management of the Company, MLI USA, NELICO, and First MetLife Investors Insurance Company via funding of non-economic reserves on certain level premium term polices and certain universal life policies with secondary guarantees and death benefit guarantees.

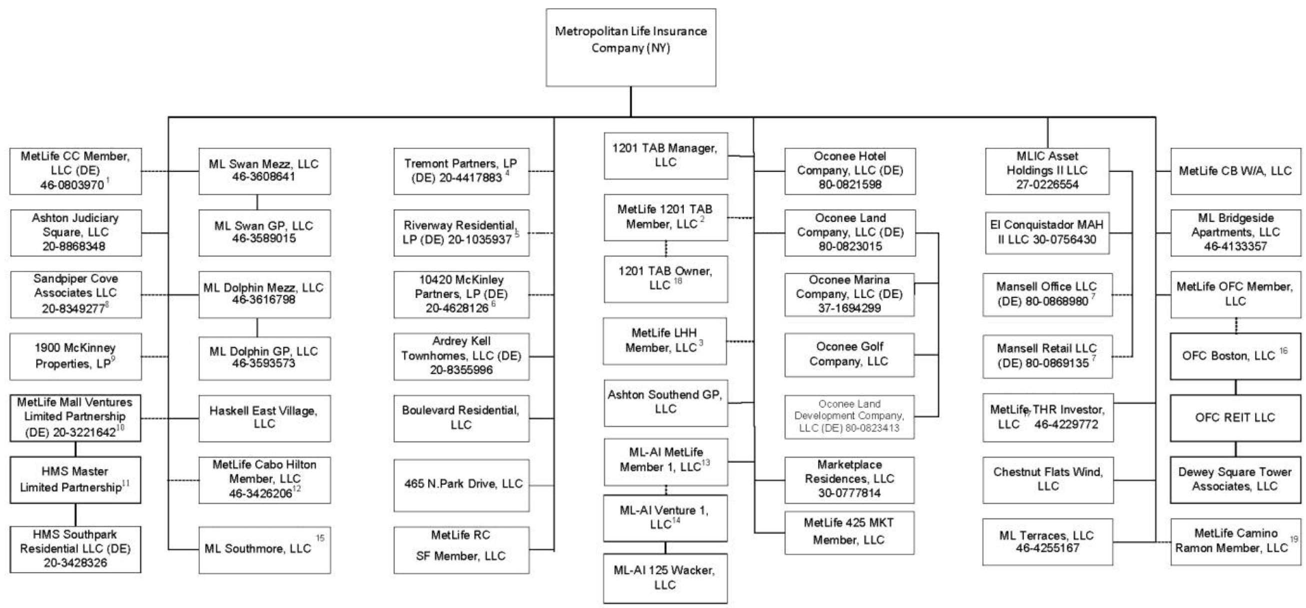
Metropolitan Property and Casualty Insurance Company ("Met P&C") is a wholly-owned subsidiary of MetLife, domiciled in Rhode Island, which derives the majority of its business from underwriting full coverage personal automobile and homeowners insurance. In addition, Met P&C provides fire, allied, boat and personal excess liability coverage.

C. Organizational Chart

An organization chart reflecting the relationship between the Company and significant entities in its holding company system as of December 31, 2013, follows:


MetLife, Inc.
Metropolitan Life Insurance Company 13-5581829, (NY) 65978
A
MetLife International Holdings, Inc. 13-3759652
B
Metropolitan Property and Casualty Insurance Company 13-2725441, (RI) 26298
C
MetLife Insurance Company of Connecticut 2 06-0566090, (CT) 87726
D
Metropolitan Tower Life Insurance Company 13-3114906, (DE) 97136
E
MetLife Chile Inversiones Limitada 1
I
MetLife Investment Management, LLC
H
SafeGuard Health Enterprises, Inc. 52-1528581
F
American Life Insurance Company 98-0000065, 11583, (DE) 60690
G
Exeter Reassurance Company, Ltd. (DE) 04-3256208
Cova Life Management Company 36-3665871
MetLife Investors Insurance Company 43-1236042, (MO) 93513
MetLife Services and Solutions, LLC
MetLife Solutions Pte. Ltd.
MetLife Services East Private Limited
MetLife Global Operations Support Center Private Limited 3 98-0613376
MetLife Global Benefits, Ltd. 98-1099650 (CYM)
Newbury Insurance Company, Limited 22-3805708
First MetLife Investors Insurance Company 13-3690700, (NY) 60992
Inversiones MetLife Holdco Dos Limitada 4
MetLife Securities, Inc. 13-3175978
Enterprise General Insurance Agency, Inc. 13-3179826
MetLife Reinsurance Company of South Carolina 20-1452630, (SC) 12232
MetLife Reinsurance Company of Charleston 20-5819518, (SC) 13626
MetLife Capital Trust IV 26-6122204
MetLife Capital Trust X 26-6288172
Federal Flood Certification LLC 75-2417735
MetLife Reinsurance Company of Delaware 36-4741040 (DE) 14911
MetLife Group, Inc. 55-0790010
MetLife Standby I, LLC
MetLife Exchange Trust I
MetLife Reinsurance Company of Vermont 26-1511401, (VT) 13092
MetLife Home Loans LLC 27-0858844
Delaware American Life Insurance Company 51-0104167, (DE) 62634
MetLife Consumer Services, Inc. (DE) 27-1206753
MetLife Investors Group, Inc. 99-3947587
MetLife Investors Distribution Company 43-1906210
MetLife Advisers, LLC 04-3240897


Metropolitan Life Insurance Company (NY)
500 Grant Street GP LLC 20-2985998
500 Grant Street Associates Limited Partnership [2]
MetLife Real Estate Cayman Company
MLIC CB Holdings LLC
MetLife Retirement Services LLC (NJ) 22-3140349
MetLife Investment Funds Services LLC (NJ) 22-2125964
MetLife Associates LLC (DE) 13-2862391
HPZ Assets LLC
Alternative Fuel I, LLC
CC Holdco Manager, LLC (DE) 46-080038
MetLife Private Equity Holdings, LLC (DE) 13-5581829
Euro CL Investments LLC
The Building at 575 Fifth Avenue Mezzanine LLC
The Building at 575 Fifth LLC
The Worthington Series Trust (DE) 80-6218553
MetLife Investments Asia Limited (Hong Kong)
MetLife Investments Limited [4]
MetLife Latin America Asesorias e Inversiones Limitada (Chile) [5]
MEX DF Properties, LLC (DE) 86-11176467
Corporate Real Estate Holdings, LLC (DE) 55-0891973
WFP 1000 Holding Company GP, LLC
MSV Irvine Property, LLC [3]
Ten Park SPC (Cayman Islands) [1] 98-0445386
23rd Street Investments, Inc. (DE) 13-3619870
MetLife Capital Credit L.P. [6] (DE) 06-1193029
MetLife Capital Limited Partnership [6] (DE) 91-1273824
Long Island Solar Farm, LLC [11]
Missouri Reinsurance, Inc. (Cayman Islands) 43-1822723
MetLife Holdings, Inc. (DE) 13-3237278
MetLife Credit Corp. (DE) 13-3237275
MetLife Funding, Inc. (DE) 13-3237277
85 Broad Street Mezzanine LLC
85 Broad Street LLC
Metropolitan Tower Realty Company, Inc. (DE) 13-3170235
Midtown Heights, LLC (DE) 01-0855028
Headland-Pacific Palisades, LLC 95-4656835
Headland Properties Associates [12] (CA) 95-4146440
White Oak Royalty Company (OK) 43-6026902
MLIC Asset Holdings LLC (DE) 26-2853672
CRB Co., Inc. (MA) 04-3171930
MetLife Properties Ventures, LLC
Citypoint Holdings II Limited (U.K.)
New England Life Insurance Company 04-2708937, (MA) 91626
New England Securities Corporation (MA) 04-2436412
Transmountain Land & Livestock Company (Montana) 22-2375428
MetPark Funding, Inc. (DE) 13-3751851
Hyatt Legal Plans, Inc. (DE) 34-1650967
Hyatt Legal Plans of Florida, Inc. (FL) 34-1631590
MetLife Tower Resources Group, Inc. 13-4047186
Para-Met Plaza Associates (FL) 75-2085469 [9]
Housing Fund Manager, LLC
MTC Fund I, LLC (DE) 26-0405155 [8]
MTC Fund II, LLC [8]
MTC Fund III, LLC [8] (DE) 14-2013939
334 Madison Euro Investments, Inc. (DE) 13-4078322
St. James Fleet Investments Two Limited (Cayman Islands)
Park Twenty Three Investments Company (U.K.)
Convent Station Euro Investments Four Company (U.K.)
OMI MLIC Investments Limited (Cayman Islands)
General American Life Insurance Company 43-0285930, (MO) 63665
GALIC Holdings LLC (DE) 45-2420223
Met II Office Mezzanine, LLC [10]
Met II Office LLC



Metropolitan Life Insurance Company (NY)
MetLife CC Member, LLC (DE) 46-0803970 1
Ashton Judiciary Square, LLC 20-8868348
Sandpiper Cove Associates LLC 20-8349277 8
1900 McKinney Properties, LP 9
MetLife Mall Ventures Limited Partnership (DE) 20-3221642 10
HMS Master Limited Partnership 11
HMS Southpark Residential LLC (DE) 20-3428326
ML Swan Mezz, LLC 46-3608641
ML Swan GP, LLC 46-3589015
ML Dolphin Mezz, LLC 46-3616798
ML Dolphin GP, LLC 46-3593573
Haskell East Village, LLC
MetLife Cabo Hilton Member, LLC 46-3426206 12
ML Southmore, LLC 15
Tremont Partners, LP (DE) 20-4417883 4
Riverway Residential, LP (DE) 20-1035937 5
10420 McKinley Partners, LP (DE) 20-4628126 6
Ardrey Kell Townhomes, LLC (DE) 20-8355996
Boulevard Residential, LLC
465 N.Park Drive, LLC
MetLife RC SF Member, LLC
1201 TAB Manager, LLC
MetLife 1201 TAB Member, LLC 2
1201 TAB Owner, LLC 18
MetLife LHH Member, LLC 3
Ashton Southend GP, LLC
ML-AI MetLife Member 1, LLC 13
ML-AI Venture 1, LLC 14
ML-AI 125 Wacker, LLC
Oconee Hotel Company, LLC (DE) 80-0821598
Oconee Land Company, LLC (DE) 80-0823015
Oconee Marina Company, LLC (DE) 37-1694299
Oconee Golf Company, LLC
Oconee Land Development Company, LLC (DE) 80-0823413
Marketplace Residences, LLC 30-0777814
MetLife 425 MKT Member, LLC
MLIC Asset Holdings II LLC 27-0226554
El Conquistador MAH II LLC 30-0756430
Mansell Office LLC (DE) 80-0868980 7
Mansell Retail LLC (DE) 80-0869135 7
MetLife THR Investor, LLC 17 46-4229772
Chestnut Flats Wind, LLC
ML Terraces, LLC 46-4255167
MetLife CB W/A, LLC
ML Bridgeside Apartments, LLC 46-4133357
MetLife OFC Member, LLC
OFC Boston, LLC 16
OFC REIT LLC
Dewey Square Tower Associates, LLC
MetLife Camino Ramon Member, LLC 19

D. Service Agreements

The Company had 39 investment, service, marketing and distribution agreements in effect with affiliates during the examination period.

Type of Agreement and Department File Number	Effective Date	Provider(s) of Service(s)	Recipient(s) of Service(s)	Specific Service(s) Covered	Income/ (Expense)* For Each Year of the Examination
Service Agreement	01/01/1978	The Company	Various subsidiaries	Certain services, property, facilities and equipment, including but not limited to: accounting, tax, auditing, legal, actuarial; investment, employee benefit plans and personnel administration; sales; software development; electronic data processing and communications operations and equipment, electronic data processing equipment; business property; and security vault; as recipient may, from time to time request.	2009 - $ 83,487,293 2010 - $ 43,981,647 2011 - $108,750,046 2012 - $ 74,806,294 2013 - $ 69,078,660
Service Agreement	10/29/1992	The Company	MetLife Investments Limited	Certain services, property, facilities and equipment, including but not limited to: accounting, tax, auditing, legal, actuarial; investment, employee benefit plans and personnel administration; sales; software development; electronic data processing and communications operations and equipment, electronic data processing equipment; business property; and security vault; as recipient may, from time to time request.	2009 - $ 514,670 2010 - $ 613,522 2011 - $ 628,973 2012 - $2,385,730 2013 - $1,914,628
Investment Management Agreement	09/21/1999 Amended and Restated 10/09/2003	The Company	Convent Station Euro Investments Four Company	The Company provides investment management services to the general account of recipient.	2009 - $398 2010 - $439 2011 - $441 2012 - $360 2013 - $360

Type of Agreement and Department File Number	Effective Date	Provider(s) of Service(s)	Recipient(s) of Service(s)	Specific Service(s) Covered	Income/ (Expense)* For Each Year of the Examination
Service Agreement File # 27550	04/01/2000	The Company	MetLife, Inc.	Such services and facilities as recipient may determine to be reasonably necessary, including but not limited to the following services: accounting, tax and auditing services, legal services; actuarial services; employee benefit plans and personnel administration; sales services; software development services; electronic data processing operations; communications operations and investment services; and the following facilities : computer hardware and software; business property; and communications equipment.	2009 - $ 7,468,363 2010 - $ 5,449,839 2011 - $ 6,743,299 2012 - $ 7,564,940 2013 - $24,995,061
Product Cross Selling Agreement	05/01/2000	New England Life Insurance Company (“NELICO”)	The Company	NELICO’s field force sells certain insurance and annuity products for the Company.	2009 - $(82,533,179) 2010 - $ 0 2011 - $ 0 2012 - $(69,272,605) 2013 - $(42,641,739)
Investment Management Agreement	10/01/2000	The Company	First MetLife Investors Insurance Company	The Company provides investment management services to the general account and fees equal to all expenses, direct and indirect, reasonably and equitably determined in accordance with Department Regulation No. 33.	2009 - $ 381,798 2010 - $ 754,107 2011 - $ 935,366 2012 - $1,030,775 2013 - $1,093,604

Type of Agreement and Department File Number	Effective Date	Provider(s) of Service(s)	Recipient(s) of Service(s)	Specific Service(s) Covered	Income/ (Expense)* For Each Year of the Examination
Service Agreement	10/30/2000	The Company	Exeter Reassurance Company, Ltd.	Such services and facilities as recipient may determine to be reasonably necessary, including but not limited to the following services: accounting, tax and auditing services, legal services; actuarial services; employee benefit plans and personnel administration; sales services; software development services; electronic data processing operations; communications operations and investment services; and the following facilities : computer hardware and software; business property; and communications equipment.	2009 - $1,455,861 2010 - $3,237,250 2011 - $3,781,401 2012 - $3,434,275 2013 - $2,529,496
Investment Management Agreement	01/01/2001	The Company	General American Life Insurance Company ("GALIC")	The Company provides investment management services to the general account of recipient.	2009 - $ 6,894,560 2010 - $ 9,265,080 2011 - $10,136,510 2012 - $11,539,302 2013 - $11,194,022
Investment Management Agreement	01/01/2001	The Company	MetLife Investors Insurance Company	The Company provides investment management services to the general account of recipient	2009 - $1,558,687 2010 - $2,581,149 2011 - $3,063,380 2012 - $3,429,921 2013 - $3,435,702
Investment Management Agreement[1]	01/01/2001	The Company	MetLife Investors USA Insurance Company	The Company provides investment management services to the general account of recipient.	2009 - $ 4,113,353 2010 - $ 8,407,139 2011 - $10,223,408 2012 - $11,487,748 2013 - $12,670,527

[1] MetLife Investors USA Insurance Company merged into MetLife Insurance Company USA f/k/a/ MetLife Insurance Company of Connecticut on 11/14/2014.

Type of Agreement and Department File Number	Effective Date	Provider(s) of Service(s)	Recipient(s) of Service(s)	Specific Service(s) Covered	Income/ (Expense)* For Each Year of the Examination
Service Agreement File # 29294	02/28/2001	The Company	MetLife Bank	Such services and facilities as recipient may determine to be reasonably necessary, including but not limited to the following services: accounting, tax and auditing services, legal services; actuarial services; employee benefit plans and personnel administration; sales services; software development services; electronic data processing operations; communications operations and investment services; and the following facilities : computer hardware and software; business property; and communications equipment.	2009 - $66,585,619 2010 - $80,471,224 2011 - $68,265,035 2012 - $61,280,352 2013 - See note
Marketing Agreement[2]	04/01/2001	The Company	GALIC	The Company markets and sells certain insurance products of GALIC through the Company's career agents/agency, MetLife General Insurance Agency, Inc. GALIC performs certain manufacturing and administration services for the sale of the insurance products.	2009 - $ 337,771 2010 - $1,243,703 2011 - $ 0 2012 - $ 0 2013 - $ 0
Investment Management Agreement	05/01/2001	The Company	NELICO	The Company provides investment management services to the general account of recipient.	2009 - $1,237,062 2010 - $9,265,080 2011 - $1,928,239 2012 - $2,024,082 2013 - $2,312,171
Distribution Agreement[3]	04/18/2002	Walnut Street Securities ("WSS")	The Company	The Company authorized WSS to sell certain of its variable insurance products.	No Charges

[2] This agreement with General American Life Insurance Company was terminated in 2011.
[3] Walnut Street Securities was sold in August, 2013.

Type of Agreement and Department File Number	Effective Date	Provider(s) of Service(s)	Recipient(s) of Service(s)	Specific Service(s) Covered	Income/ (Expense)* For Each Year of the Examination
Master Service Agreement File # 30948	12/31/2002	The Company	Various non-sub affiliates	Services, facilities and equipment are requested by the recipient as deemed necessary to its operations, including, but not limited to the following services (as applicable to recipient): legal, communications, human resources, broker-dealer, general management, controller, investment management, actuarial, treasury, benefits management, systems and technology, general, adjusting services, claims, underwriting and policyholder services.	2009 - $ 888,109,480 2010 - $ 857,616,818 2011 - $1,412,985,291 2012 - $1,240,799,488 2013 - $1,143,674,464
Service Agreement File # 30949	01/01/2003	MetLife Group, Inc.	The Company	Personnel, as needed, qualified to perform services including: legal, communications, human resources, broker-dealer, general management, controller, actuarial, treasury, benefits management, information systems, technology, claims, underwriting and policyholder services.	2009-$(2,265,464,703) 2010-$(1,833,128,154) 2011-$(1,917,143,942) 2012-$(1,972,046,261) 2013-$(2,054,246,152)
Investment Personnel Services Agreement File # 30769	01/01/2003	MetLife Group, Inc.	The Company	Personnel, as needed basis, qualified to perform investment management services including: asset management, investment advice relating to the recipient's general accounts and in connection with the recipient's contractual obligations to third parties, including separate accounts, affiliates and mutual funds; trade processing, oversight of custodian and investment management relationships with third party managers; asset/liability management and investment accounting services; and review and/or preparation of internal investment accounting reports, Schedule D submissions, statutory schedules for recipient statutory reports.	Charges covered under above agreement

Type of Agreement and Department File Number	Effective Date	Provider(s) of Service(s)	Recipient(s) of Service(s)	Specific Service(s) Covered	Income/ (Expense)* For Each Year of the Examination
Marketing Agreement File # 32560 [4]	05/01/2004	The Company	First MetLife Investors Insurance Company	The Company agreed to distribute certain term life products issued by First MetLife Investors Insurance Company.	2009 - $9,566,329 2010 - $ 0 2011 - $ 0 2012 - $ 0 2013 - $ 0
Distribution Agreement [5]	10/01/2004	Tower Square Securities, Inc. ("TSS")	The Company	TSS sells certain securities issued by the Company.	No Charges
Distribution Agreement	10/26/2004	MetLife Investors Distribution Company ("MLIDC")	The Company	MLIDC distributes, on a wholesale basis, products issued by the Company.	No Charges
Marketing Agreement File # 34563[6]	10/01/2005	The Company	MetLife Insurance Company of Connecticut ("MICC")	MICC issues certain life insurance policies and annuities and the Company makes these products available for sale to individuals and business entities by and through its contracted agents.	2009 - $1,612,997 2010 - $5,364,378 2011 - $4,831,619 2012 - $ 0
Service Agreement File # 40647	01/01/2007 Amended 11/1/2008 Amended 06/01/2009 Amended 03/31/2010 Amended 10/31/2010 Amended 02/01/2011 Amended 05/09/2011	MetLife Services and Solutions, LLC	The Company	Agreement provides for specified services to be rendered and facilities and equipment to be provided by MetLife Services and Solutions. Services, facilities and equipment as deemed necessary to its operations.	2009: - $(24,000,000) 2010: - $(32,502,510) 2011: - $(32,704,648) 2012: - $(48,315,282) 2013: - $(44,456,476)

[4] Agreement terminated in 2011.
[5] Tower Square Securities, Inc. sold to third party 2013.
[6] Agreement terminated in 2011.

Type of Agreement and Department File Number	Effective Date	Provider(s) of Service(s)	Recipient(s) of Service(s)	Specific Service(s) Covered	Income/ (Expense)* For Each Year of the Examination
Principal Underwriting Agreement File # 37191	05/01/2007	MetLife Investors Distribution Company ("MLIDC")	The Company	MLIDC acts as the principal underwriter for variable annuities and variable life insurance issued by the Company. MLIDC receives an amount equal to all expenses, direct and indirect, reasonably and equitably determined by MLIDC to be attributable to the underwriting and distribution services provided by MLIDC to the Company, including commissions and other compensation related costs paid by the Company to broker dealers.	2009 - $(645,851,574) 2010 - $(803,449,142) 2011 - $(904,693,914) 2012 - $(642,014,272) 2013 - $(510,049,980)
Common Paymaster Agreement File # 38147	01/01/2008	MetLife Investors USA Insurance Company ("MLI USA")	The Company	MLI USA is responsible for the preparation and distribution of compensation payments to insurance producers utilized by the other affiliate insurance companies.	2009 - $(100,271,611) 2010 - $(105,269,524) 2011 - $ (68,583,045) 2012 - $ (60,807,629) 2013 - $ (70,273,965)
Service Agreement File # 40927	10/01/2008	The Company	MLIDC	The Company provides certain personal, shareholder and account maintenance services to MLIDC, and MLIDC agreed to pay to the Company an amount equal to certain Rule 12b-1 fees received by MLIDC from the funds underlying the variable contracts or policies issued by the Company.	2009 - $33,172,151 2010 - $48,802,176 2011 - $65,011,228 2012 - $81,615,230 2013 - $99,586,784
Marketing Agreement File # 42858	01/01/2010	The Company	First MetLife Investors Insurance Company	The Company agreed to distribute certain fixed life products issued by First MetLife Investors Insurance Company.	2010 - $ 7,605,205 2011 - $ 6,058,867 2012 - $ 6,478,718 2013 - $11,822,490
Marketing Agreement	01/01/2010	The Company	GALIC	The Company agreed to distribute certain fixed contracts issued by GALIC.	2010 - $ 131,928 2011 - $1,210,774 2012 - $ 998,401 2013 - $ 753,608
Marketing Agreement File # 42861	01/01/2010	The Company	MLI USA	The Company distributes certain fixed insurance policies issued by MetLife Insurance Company of Connecticut	2010 - $ 0 2011 - $ 0 2012 - $13,861,158 2013 - $ 8,737,619

Type of Agreement and Department File Number	Effective Date	Provider(s) of Service(s)	Recipient(s) of Service(s)	Specific Service(s) Covered	Income/ (Expense)* For Each Year of the Examination
Marketing Agreement File # 42860	01/01/2010	The Company	MetLife Investors USA Insurance Company	The Company distributes certain fixed insurance policies issued by MetLife Investors USA Insurance Company	2010 - $ 0 2011 - $170,162,887 2012 - $209,741,784 2013 - $174,511,980
Marketing and Servicing Agreement	01/01/2010	The Company	NELICO	The Company agreed to distribute certain fixed insurance policies issued by NELICO	2010 - $ 0 2011 - $ 596,947 2012 - $ 558 2013 - $ 0
Marketing and Servicing Agreement	01/01/2010	NELICO	The Company	NELICO agreed to distribute certain fixed insurance policies issued by Metropolitan Life Insurance Company	2010 - $ 0 2011 - $16,754,933 2012 - $ 4,499,103 2013 $ 6,954,390
MTL Cross Selling Disclosure	Covered under File # 44515 below	The Company	Metropolitan Tower Life Insurance Company ("MTL")	MTL paid the Company renewal gross dealer concession payable on MTL policies that were originally produced by the Company's agents.	2009 - $ 498,309 2010 - $1,821,483
Marketing Agreement File #44515	01/01/2011	The Company	MTL	The Company distributes certain fixed life insurance products issued by Metropolitan Tower Life Insurance Company	2011 - $1,860,033 2012 - $1,666,856 2013 - $1,505,934
Marketing and Servicing Agreement File #44516	01/01/2012	The Company	SafeGuard Health Enterprises, Inc.	The Company sells and services dental health maintenance organization contracts and vision insurance policies on behalf of SafeGuard and SafeGuard reimburses the Company for its services.	No Charges
Marketing and Servicing Agreement File #44517	01/01/2012	The Company	Metropolitan Property and Casualty Insurance Company	The Company sells and services personal lines property and casualty insurance products issued by Met P&C and Met P&C reimburses the Company for its services.	No Charges
EGA Commission Reimbursement Arrangement	Covered under File # 30948	The Company	Enterprise General Insurance Agency, Inc. ("EGA")	This is an arrangement between EGA and the Company pursuant to which EGA reimburses the Company for commissions paid by the Company on behalf of EGA.	2009 - $ 52,132,386 2010 - $ 54,465,689 2011 - $ 39,691,568 2012 - $ 39,505,975 2013 - $ 0

Type of Agreement and Department File Number	Effective Date	Provider(s) of Service(s)	Recipient(s) of Service(s)	Specific Service(s) Covered	Income/ (Expense)* For Each Year of the Examination
EGA Service Arrangement	1/01/2015	The Company	EGA	EGA pays the Company a sales service fee for referrals from its agents and access to the agents' customers that result in revenue generated by EGA as a result of its sale of third party products to such customers.	2009 - $28,184,644 2010 - $ 8,897,138 2011 - $ 8,585,754 2012 - $ 3,640,202 2013 - $ 767,682
MSI Service Arrangement	Covered under File # 30948	The Company	MetLife Securities, Inc. ("MSI")	MSI pays the Company a fee for services and facilities in support of the selling activities of MSI.	2009 - $19,611,747 2010 - $ 9,379,347 2011 - $ 7,475,698 2012 - $10,590,537 2013 - $15,096,140
MSI Service Arrangement	Covered under File # 30948	The Company	MetLife Securities, Inc. ("MSI")	MSI earns 12b-1 fees related to products that are serviced by the Company. MSI pays a fee to the Company for administrative and recordkeeping services related to such products equal to the amount of 12b-1 fees earned.	2009 - $ 662,330 2010 - $ 7,569,458 2011 - $10,599,256 2012 - $12,447,594 2013 - $13,384,991

Section 1505(d) of the New York Insurance Law states, in part:

> "The following transactions between a domestic controlled insurer and any person in its holding company system may not be entered into unless the insurer has notified the superintendent in writing of its intention to enter into any such transaction at least thirty days prior thereto, or such shorter period as he may permit, and he has not disapproved it within such period …
>
> (3) rendering of services on a regular or systematic basis …
>
> (4) any material transaction …"

1. The Company entered into an agreement with Metropolitan Tower Life Insurance Company ("MTL"), whereby the Company distributed certain MTL products to its customers in exchange for fees from MTL. The Company operated pursuant to this agreement during 2009 and 2010, without notifying the superintendent. The agreement was subsequently submitted and non-disapproved by the Department with an effective date of January 1, 2011. The Company operated under this agreement for at least two years prior to submitting it to the superintendent for review.

2. The Company also entered into an agreement to provide services and facilities to its affiliate, Enterprise General Insurance Agency, Inc. ("EGA"). Pursuant to this agreement, the Company provided EGA with customer referrals from its agents and access to the Company's agents' customers for the purpose of making sales of third party products not offered by the Company. This arrangement generated revenue in the form of sales service fees from EGA during the examination period from 2009 through 2013. However the Company did not notify the Superintendent until December 19, 2014. The agreement was reviewed and non-disapproved by the Department on January 20, 2015, with an effective date of January 1, 2015. The company operated under this agreement for at least six years prior to submitting it to the superintendent for review.

The Company violated Section 1505(d)(3) of the New York Insurance Law by rendering certain services and facilities under the above two agreements with the above affiliates on a regular and systematic basis and failing to notify the superintendent in writing of its intention to enter into the agreements at least thirty days prior to the consummation of services under each of the agreements.

E. Management

The Company's by-laws provide that the board of directors shall be comprised of not less than 13 and not more than 30 directors. Directors are elected for a period of one year at the annual meeting of the stockholders held in April of each year. As of December 31, 2013, the board of directors consisted of 13 members. Regular meetings of the board, in addition to the annual meeting, are held at such times and places, either within or without New York, as may be fixed from time to time by resolution of the board. In 2013, the board met in person in February, June, September and October and met by telephone in January and March.

The 13 board members and their principal business affiliation, as of December 31, 2013, were as follows:

Name and Residence	Principal Business Affiliation	Year First Elected
Kurt M. Campbell* Washington, DC	Founding Partner, Chairman and CEO The Asia Group, LLC	2013
Cheryl W. Grise* Branford, CT	Retired Executive Vice President Utility Group of Northeast	2004
Carlos M. Gutierrez* Washington, DC	Vice Chairman Albright Stonebridge Group	2013
R. Glenn Hubbard* New York, NY	Dean and Russell L. Carlson Professor of Finance and Economics, Graduate School of Business Columbia University	2007
Steven A. Kandarian Summit, NJ	Chairman, President and Chief Executive Officer Metropolitan Life Insurance Company	2011
John M. Keane* McLean, VA	Senior Partner SCP Partners	2003
Alfred F. Kelley, Jr.* Rye, NY	CEO of the NY/NJ 2014 Super Bowl Host Committee, MetLife Stadium	2009
William E. Kennard* Dover, DE	Senior Advisor Grain Management, LLC	2013
James M. Kilts* Greenwich, CT	Founding Partner Centerview Capital	2005

Name and Residence	Principal Business Affiliation	Year First Elected
Catherine R. Kinney* New York, NY	Retired President and Co-Chief Operating Officer New York Stock Exchange, Inc.	2009
Hugh B. Price* New York, NY	Senior Fellow Brookings Institute	1994
Kenton J. Sicchitano* Naples, FL	Retired Global Managing Partner Pricewaterhouse Coopers LLP	2003
Lulu C. Wang* New York, NY	Chief Executive Officer Tupelo Capital Management LLC	2008

* Not affiliated with the Company or any other company in the holding company system

Hugh B. Price retired from the board, and was replaced by Denise M. Campbell, President and Chief Executive Officer of Campbell Soup Company in February 2014.

The examiner's review of the minutes of the meetings of the board of directors and its committees indicated that meetings were well attended and that each director attended a majority of meetings.

The following is a listing of the principal officers of the Company as of December 31, 2013:

Name	Title
Steven A. Kandarian	Chairman, President and Chief Executive Officer
Christopher G. Townsend	President, Asia
Michel A. Khalaf	President, Europe/Middle East/Africa
William J. Wheeler	President, Americas
John C.R. Hele	Executive Vice President and Chief Financial Officer
Peter M. Carlson	Executive Vice President and Chief Accounting Officer
Steven J. Goulart	Executive Vice President and Chief Investment Officer
Ricardo A. Anzaldua	Executive Vice President and General Counsel
Frans Hijkoop	Executive Vice President and Chief Human Resources Officer
Beth M. Hirschhorn	Executive Vice President, Global Brand and Marketing
Maria R. Morris	Executive Vice President, Global Employee Benefits
Martin J. Lippert	Executive Vice President, Global Technology and Operations

Steve Kohler, Esq., Lead Compliance Specialist, Corporate Customer Relations is the designated consumer services officer per Section 216.4(c) of Department Regulation No. 64.

4. TERRITORY AND PLAN OF OPERATIONS

The Company is authorized to write life insurance, annuities and accident and health insurance as defined in paragraphs 1, 2 and 3 of Section 1113(a) of the New York Insurance Law.

The Company is licensed to transact business in all 50 states, the District of Columbia, Puerto Rico, Guam, the US Virgin Islands, the Northern Mariana Islands, and Canada. Policies are written on a participating and/or non-participating basis.

The following tables show the percentage of direct premiums received by state, and by major lines of business, for the year 2013:

Life Insurance Premiums	
New York	14.6%
California	8.4%
Texas	7.6%
Michigan	5.3%
Illinois	4.6%
Subtotal	40.5%
All others	59.5%
Total	100.0%

Annuity Considerations	
New York	12.6%
Illinois	11.8%
Delaware	8.1%
New Jersey	7.1%
Pennsylvania	6.6%
Subtotal	46.2%
All others	53.8%
Total	100.0%

Accident and Health Insurance Premiums	
California	10.9%
New York	10.5%
Texas	8.3%
Florida	6.1%
Pennsylvania	5.0%
Subtotal	40.8%
All others	59.2%
Total	100.0%

Other	
New York	24.2%
Massachusetts	19.6%
Pennsylvania	10.4%
Illinois	6.9%
Maryland	6.4%
Subtotal	67.5%
All others	32.5%
Total	100.0%

Deposit Type Funds

Delaware	60.3%
New York	39.5%
Subtotal	99.8%
All others	0.2%
Total	100.0%

A. Statutory and Special Deposits

As of December 31, 2013, the Company had $4,480,000 (par value) of United States Treasury Bonds on deposit with the State of New York, its domiciliary state, for the benefit of all policyholders, claimants and creditors of the Company. As per confirmations received from the following states which were reported in Schedule E of the 2013 filed annual statement, an additional $3,353,275 was being held by the States of Arkansas, Georgia, Nevada, New Hampshire, New Mexico, Ohio, and Washington, as well as the Commonwealths of Massachusetts and Virginia. As per a confirmation received from Canada, which was also reported in Schedule E of the 2013 filed annual statement, common stocks, fixed income securities, cash and cash equivalents with the book adjusted carrying value in the amount of $86,976,464, were being held at RBC Investor Services in compliance with Sections 582(1) and 611 of the Canadian Insurance Companies Act.

B. Direct Operations

The Company offers a wide variety of individual and group products on a participating and nonparticipating basis. Individual products offered by the Company include traditional whole and term life, universal and variable universal life, disability, as well as qualified and non-qualified variable and fixed annuities. The markets targeted for individual insurance include the middle-income, affluent and business owner markets.

Group products offered by the Company include term life, private placement variable life, general and separate account annuities, dental, and long-term disability. The markets targeted for group insurance include small, medium and large employers, either as an integrated employee benefits package or as a stand-alone product offering.

Retirement and savings products offered by the Company include administrative services to sponsors of 401(k) and other defined contribution plans, and guaranteed interest products. The markets targeted for retirement and savings products include the small and midsize group markets. The Company offers a variety of guaranteed interest contracts and funding arrangements for qualified retirement and savings plans.

The Company's sales operations are conducted through its career agency force, independent agents, financial institutions, affiliated broker/dealers, third party marketing organizations, including direct marketing efforts, affinity groups, and joint ventures. Major individual life and annuity products continued to be sold primarily through the Company's career agency sales force, which comprised 2,897 career representatives at the end of 2013. The primary distribution channels for group health and welfare products, and group annuity products are brokers and consultants. The individual business distribution channels offer disability income.

C. Reinsurance

As of December 31, 2013, the Company had reinsurance treaties in effect with 53 non-affiliated companies, of which 27 were authorized or accredited, and with five affiliated companies, of which one was authorized or accredited. The Company's life, accident and health business is reinsured on a coinsurance, modified-coinsurance, and/or yearly renewable term basis. Reinsurance is provided on an automatic and/or facultative basis.

The Company reinsures 90% of the mortality risk in excess of $1.75 million for most new individual maximum life insurance policies. The Company assumes 90% of the fixed annuities issued by several affiliates and reinsures 100% of the living and death benefit guarantees, issued in connection with its variable annuity business assumed from an affiliate. On a case-by-case basis, the Company may retain up to $20 million per life and reinsure 100% of the amounts in excess of the retention limits. The total face amount of life insurance ceded as of December 31, 2013, was $1,870,268,854,513, which represents 66.2% of the total face amount of life insurance in force. Reserve credit taken and other debits for reinsurance ceded to unauthorized companies, totaling $5,911,991,998 was supported by letters of credit, trust agreements, funds withheld, and/or other credits.

The total face amount of life insurance assumed as of December 31, 2013, was $810,451,723,100.

Effective October 1, 2009, the Company entered into an indemnity reinsurance agreement to cede, on an 80% modified coinsurance basis, certain in force and newly issued non-participating group term life insurance business, including basic term, optional term and dependent term, net of other reinsurance, to Missouri Reinsurance Company, Inc. ("MoRe"), a subsidiary of the Company.

Effective December 31, 2009, the Company entered into a reinsurance agreement to cede certain universal life insurance policies issued by the Company from 2007 through 2009, and certain term life insurance policies issued by the Company in 2007 and 2008 to MetLife Reinsurance Company of Vermont, an affiliate, on a 75% coinsurance basis with funds withheld.

Effective December 31, 2009, the Company entered into a reinsurance agreement with MoRe to cede, on a 90% modified coinsurance basis, the liabilities for claims, benefits and losses incurred prior to January 1, 2009, on certain non-participating group long-term disability insurance policies in a closed block of business.

Effective December 20, 2007, the Company ceded 40.75% of the closed block business on a coinsurance basis with funds withheld to MetLife Reinsurance Company of Charleston ("MRC"), an affiliate. Effective October 1, 2010, the Company recaptured 49.25% of the closed block previously being reinsured by various unaffiliated reinsurers and subsequently ceded the 49.25% to MoRe on a modified coinsurance basis. Effective June 11, 2012, the Company recaptured 10% of the business ceded to MRC, bringing the percentage reinsured by MRC down to 30.75%. Effective October 1, 2012, the Company ceded on a modified coinsurance basis, the additional 10% of the closed block to MoRe. As of October 1, 2012, the Company reinsured 90% of its closed block business to two affiliated captive reinsurers.

5. SIGNIFICANT OPERATING RESULTS

Indicated below is significant information concerning the operations of the Company during the period under examination as extracted from its filed annual statements. Failure of items to add to the totals shown in any table in this report is due to rounding.

The following table indicates the Company's financial growth (decline) during the period under review:

	December 31, 2008	December 31, 2013	Increase (Decrease)
Admitted assets	$289,578,008,962	$373,393,185,656	$83,815,176,694
Liabilities	$277,985,745,657	$360,965,089,494	$82,979,343,837
Common capital stock	$ 4,944,667	$ 4,944,667	$ 0
Gross paid in and contributed surplus	5,785,924,427	5,786,106,131	181,704
Surplus Notes	1,991,383,496	1,705,000,000	(286,383,496)
Unassigned funds (surplus)	3,810,010,715	4,932,045,364	1,122,034,649
Total capital and surplus	$ 11,592,263,305	$ 12,428,096,162	$ 835,832,857
Total liabilities, capital and surplus	$289,578,008,962	$373,393,185,656	$83,815,176,694

The $83,815 million increase in admitted assets was primarily due to a $60,550 million increase in separate accounts assets that resulted from market appreciation and net flows of premiums and net investment income that outweighed benefit payments, and a $23,265 million increase in general account assets attributable to an increase in the bonds portfolio during the five year period. The increase in liabilities of $82,979 million was similarly due to the increase in separate accounts business, and a $22,459 million increase in general accounts assets attributable to an increase in reserves due to the recapture of the closed block treaty with MRC and the subsequent cession to MoRe.

The Company's invested assets as of December 31, 2013, exclusive of separate accounts, were mainly comprised of bonds (64.4%), mortgage loans on real estate (18.3%), other invested assets (6.4%), stocks (3.6%), policy loans (2.6%), cash and short-term investments (2.4%) and real estate (1.1%).

The majority (88.6%) of the Company's bond portfolio, as of December 31, 2013, was comprised of investment grade obligations with 63.7% in Class 1 and 24.9% in Class 2 bonds. The Company held privately placed bonds which comprised 32.8% of the bond portfolio. Mortgage-backed securities comprised 22.2% of the bond portfolio. Furthermore, the mortgage portfolio consisted of 17.6% residential and 4.7% commercial mortgage backed securities. Direct exposure to sub-prime mortgage risk on residential mortgage-backed securities was 7.2% of the mortgage portfolio. The Company's holdings of real estate joint ventures represented 39% of the total invested asset portfolio as of December 31, 2013.

The Company entered into funding agreements with the Federal Home Loan Bank of New York ("FHLBNY") in exchange for cash and for which FHLBNY has been granted a lien on certain assets including residential mortgage backed securities which are used to collateralize the obligations under the agreement. The estimated fair value of the funding agreements, as of December 31, 2013, was $12.9 billion.

The following indicates, for each of the years listed below, the amount of life insurance issued and in force by type (in thousands of dollars):

	Individual Whole Life		Individual Term		Group Life	
Year	Issued	In Force	Issued	In Force	Issued & Increases	In Force
2009	$10,282,282	$284,014,631	$77,711	$416,566,921	$175,246,802	$1,964,419,102
2010	$10,354,215	$283,471,113	$ 0	$427,709,596	$160,536,520	$1,832,981,322
2011	$ 7,968,867	$283,322,701	$ 0	$437,354,743	$156,123,515	$1,778,790,277
2012	$ 4,574,861	$280,848,313	$ 0	$455,089,449	$133,873,777	$1,845,991,413
2013	$40,947,136	$278,916,075	$ 0	$462,957,019	$198,618,520	$1,895,571,931

The increase in individual whole life insurance issued from 2012 to 2013 was primarily due to $32.8 billion of assumed term life business from affiliated companies on excess retention yearly renewable term reinsurance.

The following has been extracted from the Exhibits of Annuities in the filed annual statements for each of the years under review:

	Ordinary Annuities				
	2009	2010	2011	2012	2013
Outstanding, end of previous year	835,061	874,032	875,099	882,499	877,381
Issued during the year	64,586	55,753	67,598	50,404	32,537
Other net changes during the year	(25,615)	(54,686)	(60,198)	(55,522)	(54,133)
Outstanding, end of current year	874,032	875,099	882,499	877,381	855,785

The decrease in the number of ordinary annuities issued in 2010 as compared to 2009 was primarily due to a significant decrease in fixed annuity sales due to a low interest rate environment. The increase in the number of ordinary annuities issued in 2011 was primarily due to the Company's launch of its Guaranteed Minimum Income Benefit MAX ("GMIB MAX") rider which resulted in a significant increase in variable annuity sales. The decrease in the number of ordinary annuities issued in 2012 and 2013 were primarily due to the Company's lowering of roll-up rates on the GMIB MAX rider.

Group Annuities

	2009	2010	2011	2012	2013
Outstanding, end of previous year	4,952	4,931	4,859	4,829	4,762
Issued during the year	89	93	123	67	47
Other net changes during the year	(110)	(165)	(153)	(134)	(137)
Outstanding, end of current year	4,931	4,859	4,829	4,762	4,672

The increase in the number of group annuities issued in 2011 as compared to 2010 was primarily due to an increase in sales to school districts for their retiring and terminating employees. The decrease in the number of group annuities issued in 2012 and 2013 were primarily due to a reduction in sales to school districts for their retiring and terminating employees. The lower interest environment in 2012 and 2013 was the primary reason for the decrease in sales in the school district market.

The following has been extracted from the Exhibits of Accident and Health Insurance in the filed annual statements for each of the years under review:

	Ordinary				
	2009	2010	2011	2012	2013
Outstanding, end of previous year	483,462	516,118	463,161	438,189	462,802
Issued during the year	54,101	18,255	19,442	25,083	12,663
Other net changes during the year	(21,445)	(71,212)	(44,414)	(470)	(26,490)
Outstanding, end of current year	516,118	463,161	438,189	462,802	448,975

The decrease in the number of ordinary accident and health insurance policies issued in 2010 as compared to 2009 was primarily due to the Company's decision to stop issuing new long term care ("LTC") policies in 2010. Related to the decision to stop issuing LTC policies, the Company filed for a significant increase in rates on individual LTC policies. As a result, the Company experienced a high number of lapses, resulting in the significant decrease in "other net changes during the year" for 2010. The policy lapses due to the re-pricing of the LTC business continued in 2011, but to a lesser extent as compared to 2010. The lapse rate continued to slow in 2012. The other net changes approached normal level in 2013.

	Group				
	2009	2010	2011	2012	2013
Outstanding, end of previous year	22,843,353	21,548,872	23,077,049	20,117,062	20,658,258
Issued during the year	4,234,422	4,614,377	3,379,703	5,090,222	4,476,226
Other net changes during the year	(5,528,903)	(3,086,200)	(6,339,690)	(4,549,026)	(4,133,210)
Outstanding, end of current year	21,548,872	23,077,049	20,117,062	20,658,258	21,001,274

The increase in the number of group accident and health insurance issued in 2012 was primarily due to a major dental case which was comprised of approximately 1.9 million lives.

The following is the net gain (loss) from operations by line of business after federal income taxes but before realized capital gains (losses) reported for each of the years under examination in the Company's filed annual statements:

	2009	2010	2011	2012	2013
Ordinary:					
Life insurance	$ (68,701,910)	$ (74,893,563)	$1,322,939,004	$1,429,220,373	$ 704,949,678
Individual annuities	75,143,830	107,672,962	(89,593,248)	(344,945,410)	(402,798,718)
Supplementary contracts	170,432,892	266,845,110	281,622,180	244,512,010	165,054,414
Total ordinary	$ 176,874,812	$ 299,624,509	$1,514,967,936	$1,328,786,973	$ 467,205,374
Credit life	$ (2,608,776)	$ 0	$ 0	$ (3,842)	$ 0
Industrial Life	$ (34,383,498)	$ 22,622,084	$ (2,481,151)	$ (18,299,688)	(27,709,223)
Group:					
Life	$ 248,934,222	$ 317,931,151	$ 163,986,555	$ 172,453,432	$ 153,623,754
Annuities	1,062,870,983	690,899,723	635,041,246	685,812,566	620,503,611
Total group	$1,311,805,205	$1,008,830,874	$ 799,027,801	$ 858,265,998	$ 774,127,365
Accident and health:					
Group	$ (32,331,582)	$ 74,501,213	$ (61,968,228)	$ 320,081,663	$ (84,706,374)
Other	(142,107,860)	(35,097,053)	(30,180,427)	(94,844,852)	1,985,248
Total accident and health	$ (174,439,442)	$ 39,404,160	$ (92,148,655)	$ 225,236,811	$ (82,721,126)
All other lines	$ 594,923,537	$ 818,440,595	$ 3,897,035	$ 3,356,322	$ (14,480,264)

The $1,398 million gain on ordinary life insurance in 2011 was primarily due to a decrease in surrenders of $704 million and a decrease in dividends paid to policyholders of $374 million. The $106 million gain on ordinary life insurance in 2012 was primarily due to increased reserve adjustments on reinsurance ceded to MoRe which was offset by a decrease in premiums from the closed block business, and a decrease in universal life premiums due to lower sales. The $724 million decrease in gain on ordinary life insurance in 2013 was primarily due to an increase in federal income tax expense of $417 million and a decrease in net investment income of $242 million. The increase in federal income tax expense was primarily due to the reduction in the capacity to recognize tax credits, and the decrease in net investment income was primarily due to lower yields as a result of the low interest rate environment.

The $154 million decrease in gain on group life insurance in 2011 was primarily due to an increase in federal income tax expenses as a result of a prior year true up year over year. The increase in gain on group life insurance in 2012 was primarily due to increases in premiums from a large group life contract of $150 million, post-retirement benefits premiums of $99 million, group universal life premiums of $50 million, and group term life premiums of $33 million. The increases in premiums were offset by a decrease in Corporate Owned Life Insurance ("COLI") premiums of $248 million resulting from the sale of two COLI policies, and an increase in reserve adjustments on reinsurance ceded to MoRe.

The $107 million increase in gain on group accident and health insurance in 2010 was primarily due to a $112 million decrease in federal income taxes. The $136 million loss on group accident and health insurance in 2011 was primarily due to a $115 million increase in federal income taxes. The gain on group accident and health insurance in 2012 was primarily due to an increase in dental premiums related to the implementation of a large dental contract. The loss on group accident and health insurance in 2013 was primarily due to an increase in aggregate reserves due to reserve strengthening and normal reserve growth, premiums collected exceeding benefits paid, and interest credited on future policyholder benefits.

6. FINANCIAL STATEMENTS

The following statements show the assets, liabilities, capital and surplus as of December 31, 2013, as contained in the Company's 2013 filed annual statement, a condensed summary of operations, and a reconciliation of the capital and surplus account for each of the years under review. The examiner's review of a sample of transactions did not reveal any differences which materially affected the Company's financial condition as presented in its financial statements contained in the December 31, 2013, filed annual statement.

A. Independent Accountants

The firm of Deloitte & Touche, LLP was retained by the Company to audit the Company's combined statutory basis statements of financial position of the Company as of December 31st of each year in the examination period, and the related statutory-basis statements of operations, capital and surplus, and cash flows for the year then ended.

Deloitte & Touche, LLP concluded that the statutory financial statements presented fairly, in all material respects, the financial position of the Company at the respective audit dates. Balances reported in these audited financial statements were reconciled to the corresponding years' annual statements with no discrepancies noted.

B. Net Admitted Assets

Bonds	$152,514,603,820
Stocks:	
Preferred stocks	512,064,659
Common stocks	7,998,859,816
Mortgage loans on real estate:	
First liens	43,359,584,113
Real estate:	
Properties occupied by the company	218,903,377
Properties held for the production of income	2,419,392,778
Properties held for sale	31,208,268
Cash, cash equivalents and short term investments	5,613,109,783
Contract loans	248,330,287
Derivatives	2,155,545,360
Other invested assets	15,167,846,200
Receivable for securities	21,310,794
Deposits in connection with investments	262,385,972
Investment tax credits	27,614,126
Cash collateral on derivatives	445,663
Investment income due and accrued	2,800,041,911
Premiums and considerations:	
Uncollected premiums and agents' balances in the course of collection	1,984,584,676
Deferred premiums, agents' balances and installments booked but deferred and not yet due	272,838,964
Reinsurance:	
Amounts recoverable from reinsurers	1,051,935,931
Funds held by or deposited with reinsured companies	1,921,741
Other amounts receivable under reinsurance contracts	286,553,357
Amounts receivable relating to uninsured plans	6,011,772
Net deferred tax asset	1,612,172,142
Guaranty funds receivable or on deposit	93,134,018
Electronic data processing equipment and software	68,109,739
Receivables from parent, subsidiaries and affiliates	198,992,190
Value of company owned life insurance	2,265,883,654
Miscellaneous	141,720,734
Advance ceded premiums	70,760,163
Administrative service fees due and accrued	6,979,866
From separate accounts, segregated accounts and protected cell accounts	125,980,339,782
Total admitted assets	$373,393,185,656

C. Liabilities, Capital and Surplus

Aggregate reserve for life policies and contracts	$110,037,812,040
Aggregate reserve for accident and health contracts	17,733,310,257
Liability for deposit-type contracts	55,419,809,769
Contract claims:	
Life	2,273,657,847
Accident and health	363,870,510
Policyholders’ dividends and coupons due and unpaid	(280,994,746)
Provision for policyholders’ dividends and coupons payable in following calendar year – estimated amounts	
Dividends apportioned for payment	776,236,631
Premiums and annuity considerations for life and accident and health contracts received in advance	264,302,532
Contract liabilities not included elsewhere:	
Provision for experience rating refunds	79,233,079
Other amounts payable on reinsurance	2,097,300,780
Interest maintenance reserve	253,548,840
Commissions to agents due or accrued	72,605,547
Commissions and expense allowances payable on reinsurance assumed	9,734,010
General expenses due or accrued	491,934,627
Transfers to separate accounts due or accrued	(1,249,938,001)
Taxes, licenses and fees due or accrued, excluding federal income taxes	50,835,618
Current federal and foreign income taxes	1,209,532,683
Unearned investment income	4,345,999
Amounts withheld or retained by company as agent or trustee	430,220,776
Amounts held for agents’ account	13,266,863
Remittances and items not allocated	81,937,129
Net adjustment in assets and liabilities due to foreign exchange rates	554,348,022
Liability for benefits for employees and agents if not included above	1,022,639,490
Miscellaneous liabilities:	
Asset valuation reserve	3,882,093,213
Reinsurance in unauthorized companies	20,096,511
Funds held under reinsurance treaties with unauthorized reinsurers	923,671,652
Payable to parent, subsidiaries and affiliates	570,542,722
Funds held under coinsurance	11,730,242,996
Derivatives	1,837,315,868
Payable for Securities	174,592,609
Payable for Securities Lending	19,142,157,544

Miscellaneous	$ 1,293,240,754
Cash collateral on derivatives	1,259,678,507
Amounts held for deferred benefits	1,041,624,028
FEGLI contingency reserve	715,289,101
Legal contingency reserve	635,008,420
Funding obligation for joint ventures	33,468,337
SGLI contingency reserve	28,872,248
Liability for real estate capital improvements	23,732,126
FEGLI conversion pool funds	10,457,760
Aviation reinsurance liability	4,171,000
From Separate Accounts statement	125,929,283,796
Total liabilities	$360,965,089,494
Common capital stock	$ 4,944,667
Surplus notes	$ 1,705,000,000
Gross paid in and contributed surplus	5,786,106,131
Unassigned funds (surplus)	4,932,045,364
Surplus	$ 12,423,151,495
Total capital and surplus	$ 12,428,096,162
Total liabilities, capital and surplus	$373,393,185,656

D. Condensed Summary of Operations

	2009	2010	2011	2012	2013
Premiums and considerations	$25,391,028,148	$31,494,038,957	$36,695,313,772	$35,892,637,595	$30,933,748,232
Investment income	9,839,544,622	10,799,993,019	11,393,846,926	11,244,234,811	10,863,627,365
Net gain from operations from Separate Accounts	(3,149,673)	1,402,937	6,009,558	10,330,047	(849,666)
Commissions and reserve adjustments on reinsurance ceded	3,531,631,544	(1,869,360,359)	(1,726,078,779)	2,844,152,282	(1,503,088,034)
Miscellaneous income	639,740,069	1,116,378,693	1,193,733,843	1,368,913,876	1,430,125,348
Total income	$39,398,794,710	$41,542,453,247	$47,562,825,320	$51,360,268,611	$41,723,563,245
Benefit payments	$27,169,381,312	$23,943,674,076	$27,561,884,058	$30,388,974,280	$27,659,086,458
Increase in reserves	3,607,164,583	2,904,890,704	3,216,255,323	6,043,809,392	2,133,677,186
Commissions	872,613,820	798,217,036	786,127,755	719,253,834	693,881,068
General expenses and taxes	3,593,808,945	3,362,499,082	3,592,053,537	3,495,653,897	3,732,771,037
Increase in loading on deferred and uncollected premiums	5,705,145	168,341	(23,485,309)	4,927,454	(6,389,402)
Net transfers to (from) Separate Accounts	1,070,327,263	6,980,961,079	8,823,197,372	6,401,588,360	4,526,830,977
Miscellaneous deductions	730,586,274	1,027,320,891	823,546,545	987,180,502	676,248,495
Total deductions	$37,049,587,342	$39,017,731,209	$44,779,579,281	$48,041,387,719	$39,416,105,819
Net gain from operations	$ 2,349,207,368	$ 2,524,722,038	$ 2,783,246,039	$ 3,318,880,892	$ 2,307,457,426
Dividends	245,723,166	18,144,369	151,878,950	150,128,856	140,217,727
Federal and foreign income taxes incurred	231,312,364	317,655,447	408,104,123	771,409,462	1,050,817,573
Net gain (loss) from operations before net realized capital gains	$ 1,872,171,838	$ 2,188,922,222	$ 2,223,262,966	$ 2,397,342,574	$ 1,116,422,126
Net realized capital gains (losses)	(650,749,507)	(122,548,965)	(252,791,343)	(1,077,325,349)	(747,413,957)
Net income	$ 1,221,422,331	$ 2,066,373,257	$ 1,970,471,623	$ 1,320,017,225	$ 369,008,169

The $5,216 million increase in premiums and annuity considerations from 2010 to 2011 was primarily due to an increase in group annuity sales of $3,579 million, an increase in ordinary annuity considerations of $1,345 million and an increase in group life insurance premiums of $344 million, which was partially offset by a decrease of $41 million in ordinary life and industrial life insurance premiums. The $4,973 million decrease in premiums and annuity considerations from 2012 to 2013 was primarily due to a decrease in group annuity sales of $3,962 million and a decrease in ordinary annuity considerations of $1,661 million, which was partially offset by increases in group health insurance premiums of $429 million, ordinary life insurance premiums of $154 million and group life insurance premiums of $65 million.

The $299 million decrease in investment income from 2012 to 2013 was primarily due to a decrease in other assets income of $163 million, a decrease in mortgage income of $111 million, a decrease in derivatives income of $67 million and a decrease in bond income of $51 million, which was partially offset by an increase in bond prepayments of $58 million and an increase in real estate income of $52 million.

The $2,827 million increase in benefit payments from 2011 to 2012 was primarily due to an increase in surrenders of $1,904 million, an increase in accident and disability benefits of $399 million, an increase in death benefits of $302 million and an increase in annuity benefits of $184 million. The $2,730 million decrease in benefit payments from 2012 to 2013 was primarily due to a decrease in surrender benefits of $3,556 million, which was partially offset by an increase in accident and disability benefits of $509 million, a decrease in annuity benefits of $258 million and a decrease in death benefits of $148 million

The $702 million decrease in reserves from 2009 to 2010 was primarily due to a decrease in ordinary annuity policy reserves of $103 million in 2010 and an increase of $2,148 million in 2009, mainly attributable to lower assumed single premium deferred annuity considerations. Also, the group health reserves increase in 2010 was less than 40% of the increase for group health reserves for 2009. The $311 million increase from 2010 to 2011 was primarily due to an increase in group health reserves and group annuity reserves. The $2,827 million increase from 2011 to 2012 was primarily the result of an increase in ordinary life policy reserves and a minimal increase in group life reserves. These increases were partially offset by decreases in both group and individual annuity reserves as well as a decrease in group health policy reserves. The $3,910 million decrease in reserves from 2012 to 2013 was mainly attributable to a decrease in ordinary life policy reserves and a decrease in group life reserves, partially offset by an increase in group health policy reserves and an increase in the change to ordinary annuity policy reserves.

E. Capital and Surplus Account

	2009	2010	2011	2012	2013
Capital and surplus, December 31, prior year	$11,592,263,305	$12,633,854,934	$13,217,404,294	$13,506,769,111	$14,294,846,098
Net income	$ 1,221,422,331	$ 2,066,373,257	$ 1,970,471,623	$ 1,320,017,225	$ 369,008,169
Change in net unrealized capital gains (losses)	(2,102,160,158)	37,816,571	1,297,683,754	1,122,399,210	(582,881,306)
Change in net unrealized foreign exchange capital gain (loss)	(389,528,099)	107,571,038	195,913,749	(679,325,053)	(80,851,912)
Change in net deferred income tax	(267,965,049)	(257,595,668)	(66,416,886)	214,951,629	816,119,834
Change in non-admitted assets and related items	(614,572,847)	286,133,525	889,675,070	(138,443,999)	737,475,216
Change in liability for reinsurance in unauthorized companies	(13,771,425)	22,262,549	2,211,765	(3,462,687)	(6,624,989)
Change in reserve valuation basis	89,805,803	(193,326,689)	0	1,316,403	(47,110,170)
Change in asset valuation reserve	1,939,391,467	(748,415,375)	(1,774,473,163)	(181,914,409)	338,135,135
Surplus (contributed to), withdrawn from Separate Accounts during period	(7,035,647)	(217,423,038)	207,241,553	0	15,839,100
Other changes in surplus in Separate Accounts statement	17,005,359	217,597,716	(197,138,796)	(5,447,668)	(15,839,100)
Change in surplus notes	592,000,000	(103,023,109)	(775,360,387)	0	0
Cumulative effect of changes in accounting principles	48,036,743	0	0	(88,129,838)	0
Surplus adjustments:					
Paid in	0	0	0	0	181,704
Change in surplus as a result of reinsurance	140,955,031	(55,540,991)	(56,206,308)	(325,037,481)	(45,054,762)
Dividends to stockholders	0	(631,000,000)	(1,320,789,030)	(1,023,000,000)	(1,428,000,000)
Deferred tax asset adjustment	526,254,894	77,394,221	6,273,316	0	0
Other surplus adjustments	(2,981,693)	494,353	(362,971)	0	0
Prior period adjustment	(51,249,081)	0	0	0	0
Net gain (loss) on pensions and postretirement plans	0	0	0	0	656,530,324

	2009	2010	2011	2012	2013
Amortization of pension, postemployment, and postretirement unrecognized items	0	0	0	0	195,925,523
Other surplus adjustments	0	0	0	(1,888,976)	8,687,709
Transition amortization of unfunded pension liability	0	0	0	0	(740,565,723)
Release of pre-SSAP 102 overfunded company pension plan	0	0	0	0	(2,057,724,688)
Settlement of forward transfer agreement with affiliate	0	0	0	646,005,631	0
Minimum pension liability adjustment	(84,016,000)	(25,769,000)	(89,358,472)	(69,963,000)	0
Net change in capital and surplus for the year	$ 1,041,591,629	$ 583,549,360	$ 289,364,817	$ 788,076,987	$ (1,866,749,936)
Capital and surplus, December 31, current year	$12,633,854,934	$13,217,404,294	$13,506,769,111	$14,294,846,098	$12,428,096,162

F. Actuarial Review

The Department conducted a review of reserves as of December 31, 2013. This review included an examination of formulaic reserves and additional actuarial reserves related to asset adequacy analysis and sound value analysis. During the review, concerns were raised regarding Department Regulation No. 147 formulaic reserving methodology for certain group term life insurance policies. In response, the Company estimated the shortfall in reserves and agreed to refine its formulaic methodology in a manner acceptable to the Department. The estimated increase in group term life reserves was in the amount of $300 million which the Company established as of December 31, 2014.

During the review, concerns were also raised regarding the degree of conservatism in sound value analysis for the Company's long term care (LTC) business. In response, the Company agreed to refine its LTC sound value analysis and to strengthen reserves in a manner acceptable to the Department. The refined LTC analysis, when considered together with changes in economic conditions, indicated the need for additional LTC reserves in the amount of $600 million. As agreed with the Department, the Company established additional reserves in the amount of $300 million as of December 31, 2014 and, to the extent the LTC situation remains unchanged, further strengthen reserves in the amount of $200 million as of December 31, 2015 and in the amount of $100 million as of December 31, 2016.

The examiner recommends that the Company continue to compute and strengthen its reserves using the assumptions and methodology as agreed upon with the Department.

7. SUBSEQUENT EVENTS

A. MetLife, Inc. Designation

On December 18, 2014, the Financial Stability Oversight Council (FSOC) voted in favor of a final designation of MetLife, Inc. (“MetLife”) as a Systemically Important Financial Institution (SIFI). Pursuant to Section 113(h) of the Dodd-Frank Act, MetLife filed an action on January 13, 2015, in the U.S. District Court for the District of Columbia, to overturn its SIFI designation on procedural and substantive grounds, including the argument that the rules governing nonbank SIFI insurers have not "even been written."

B. Merger of Affiliates

Effective November 14, 2014, Exeter Reassurance Company, Ltd., MetLife Investors USA Insurance Company and MetLife Investors Insurance Company were merged into MetLife Insurance Company of Connecticut following its redomestication to Delaware and renaming as MetLife Insurance Company USA. MetLife Insurance Company USA is a subsidiary of MetLife, Inc. MetLife, Inc. announced that the company would be in a better position to comply with the Dodd-Frank collateral requirements, proactively address regulatory issues surrounding the use of captive reinsurance companies, and improve the risk profile and transparency of MetLife’s U.S. variable annuity business.

8. PRIOR REPORT SUMMARY AND CONCLUSIONS

Following are the violations and recommendations contained in the prior report on examination and the subsequent actions taken by the Company in response to each citation:

Item	Description
A	The examiner recommended that the Company take the necessary corrective action to accurately calculate, capture and report the income or expenses incurred under each of its service agreements and terminate any agreements no longer in use.
	The Company put in place an allocation process and a dedicated allocation team which monitors and reviews the allocation of income and expenses among its affiliates for the various service agreements in effect during the examination period. In addition the Company has terminated several agreements that are no longer in use.
B	The Company violated Section 312(b) of the New York Insurance Law when it failed to provide to the Department a statement confirming that each board member had received and read the 2003 report on examination, and when it failed to provide a confirmation that a copy of the report was filed with the state insurance regulator of each state where the company was licensed to do business.
	The Company provided affidavits from each board member acknowledging that they had received and read the 2003 report on examination. The 2008 Report was placed on the FEETS system and the Company was not responsible for filing it with the state insurance regulator of each state where it is licensed to do business.
C	The examiner recommended that the board of directors be provided with the filed 2003 report on examination and the Company’s response thereto, and that the Company obtain a signed attestation from each board member confirming that they received and read the 2003 report on examination.
	The Company provided affidavits from each board member acknowledging that they had received and read the 2003 report on examination.
D	The Company violated Section 310(a) of the New York Insurance Law when it failed to provide access to documentation that was relevant to the examination, and by failing to facilitate the timely completion of this examination.
	During the current examination, the Company provided access to documentation that was relevant to the examination in a timely manner.

Item	Description
E	The examiner strongly recommended that the Company's executive management immediately establish a policy and action plan, in consultation with and subject to the approval of the Company's board of directors, to ensure that the Company fully complies with Section 310 of the New York Insurance Law. During the current examination the Company provided access to documentation that was relevant to the examination in a timely manner.

9. SUMMARY AND CONCLUSIONS

Following are the violation and recommendation contained in this report:

Item	Description	Page No(s).
A	The Company violated Section 1505(d)(3) of the New York Insurance Law by rendering certain services and facilities under two agreements with two of its affiliates on a regular and systematic basis and failing to notify the superintendent in writing of its intention to enter into the agreements at least thirty days prior to the consummation of each of the agreements.	22
B	The examiner recommends that the Company continue to compute and strengthen its reserves using the assumptions and methodology as agreed upon with the Department.	45

Respectfully submitted,

/s/
Anthony Chiarel
Associate Insurance Examiner

STATE OF NEW YORK)
)SS:
COUNTY OF NEW YORK)

Anthony Chiarel, being duly sworn, deposes and says that the foregoing report, subscribed by him, is true to the best of his knowledge and belief.

/s/
Anthony Chiarel

Subscribed and sworn to before me

this__________ day of ____________________

APPOINTMENT NO. 30979

NEW YORK STATE

DEPARTMENT OF FINANCIAL SERVICES

*I, **BENJAMIN M. LAWSKY**, Superintendent of Financial Services of the State of New York, pursuant to the provisions of the Financial Services Law and the Insurance Law, do hereby appoint:*

ANTHONY CHIAREL

as a proper person to examine the affairs of the

METROPOLITAN LIFE INSURANCE COMPANY

and to make a report to me in writing of the condition of said

COMPANY

with such other information as he shall deem requisite.

*In Witness Whereof, I have hereunto subscribed my name
and affixed the official Seal of the Department
at the City of New York*

this 27th day of September, 2013

BENJAMIN M. LAWSKY
Superintendent of Financial Services

By:

MICHAEL MAFFEI
ASSISTANT DEPUTY SUPERINTENDENT
AND CHIEF OF THE LIFE BUREAU

NEW YORK STATE ★ DEPARTMENT OF FINANCIAL SERVICES ★ EXCELSIOR