



COMMONWEALTH OF MASSACHUSETTS

Office of Consumer Affairs and Business Regulation

DIVISION OF INSURANCE

1000 Washington Street, Suite 810 • Boston, MA 02118-6200
(617) 521-7794 • Toll-free (877) 563-4467
<http://www.mass.gov/doi>

CHARLES D. BAKER
GOVERNOR

KARYN E. POLITO
LIEUTENANT GOVERNOR

JAY ASH
SECRETARY OF HOUSING AND
ECONOMIC DEVELOPMENT

JOHN C. CHAPMAN
UNDERSECRETARY OF CONSUMER AFFAIRS
AND BUSINESS REGULATION

GARY D. ANDERSON
ACTING COMMISSIONER OF INSURANCE

IN THE MATTER OF THE ACQUISITION OF CONTROL OF NEW ENGLAND LIFE INSURANCE COMPANY BY BRIGHTHOUSE FINANCIAL, INC. AND BRIGHTHOUSE HOLDINGS, LLC

Docket Number F2017-01

NOTICE OF HEARING

Pursuant to M.G.L. c. 175, §206B, an application has been made to the Massachusetts Commissioner of Insurance (the “Commissioner”) by Brighthouse Financial, Inc. (“Brighthouse Financial”), a Delaware Corporation, and Brighthouse Holdings, LLC (“Brighthouse Holdings”), a Delaware Limited Liability Company, (collectively, the “Applicants”), for approval of a proposed acquisition of control of New England Life Insurance Company (“New England Life”) a Massachusetts-domiciled stock life insurer.

The Applicants propose to acquire control of New England Life under a plan of restructuring and separation by MetLife, Inc. whereby Brighthouse Financial will become the ultimate parent company of New England Life. The restructuring and separation is part of a series of transactions by which MetLife, Inc. will separate a portion of its existing United States retail life and annuity product development and operations into a separate standalone company, Brighthouse Financial.

The Commissioner will conduct a public hearing pursuant to M.G.L. c. 175, §206B to determine whether to approve the proposed acquisition of control. The hearing will commence at 10:00 a.m. on May 25, 2017, at the Offices of the Division of Insurance, Hearing Room 1-E, 1000 Washington Street, Boston, Massachusetts 02118-6200. Documents filed in connection with this proposed acquisition of control are available for public inspection at the Division of Insurance, 1000 Washington Street, Suite 810, Boston, Massachusetts 02118-6200.

The purpose of this hearing is to afford those persons identified in M.G.L. c. 175, §206B (d)(2) the opportunity to exercise the rights identified in that section. Any person identified in M.G.L. c. 175, §206B (d)(2) who wishes to participate in the May 25, 2017 hearing must submit, on or before May 23, 2017, a written Notice of Intent to Participate, setting forth the statutory basis for that participation and specifying the basis for the asserted interest in the proposed acquisition of control, if applicable, as well as the proposed forms of participation.

If the Commissioner determines that a person’s interest may be affected by the proposed acquisition of control, that person may participate at the hearing following presentations by the

Applicant, New England Life, and before any other person the Commissioner may recognize at the hearing. The length of any oral statements, presentations of evidence or examination of witnesses, may be limited at the discretion of the Commissioner. Written statements may be submitted at any time prior to the conclusion of the hearing.

All submissions, including the Notice of Intent to Participate, must refer to Docket No. F2017-01 and may be sent either by post addressed to: Docket Clerk, Hearings and Appeals, Division of Insurance, 1000 Washington Street, Suite 810, Boston, Massachusetts 02118-6200, or by electronic mail to doidocket.mailbox@state.ma.us.

Dated: May 15, 2017

Gary D. Anderson
Acting Commissioner of Insurance