

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Rosenthal John</u> _____ (Last) (First) (Middle) 334 MADISON AVENUE _____ (Street) MORRISTOWN NJ 07960 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Brighthouse Financial, Inc. [ BHF ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP &amp; Chief Investment Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2022	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/01/2022		M		13,322 <sup>(1)</sup>	A	(2)	78,964	D	
Common Stock	03/01/2022		F		6,769	D	\$48.06	72,195	D	
Common Stock	03/01/2022		A		17,274 <sup>(3)</sup>	A	\$48.06	89,469	D	
Common Stock	03/01/2022		F		8,812	D	\$48.06	80,657	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(2)	03/01/2022		M		3,763		(4)	(4)	Common Stock	3,763	\$0.00	0	D	
Restricted Stock Units	(2)	03/01/2022		M		5,115		(5)	(5)	Common Stock	5,115	\$0.00	5,115	D	
Restricted Stock Units	(2)	03/01/2022		M		4,444		(6)	(6)	Common Stock	4,444	\$0.00	8,886	D	
Restricted Stock Units	(2)	03/01/2022		A		11,444		(7)	(7)	Common Stock	11,444	\$0.00	11,444	D	

**Explanation of Responses:**

- Payout of shares upon vesting of tranches of Restricted Stock Units ("RSUs") granted in March 2019, March 2020 and March 2021.
- Each RSU represents the contingent right to receive one share of Brighthouse Financial, Inc. common stock.
- Shares acquired from the payout of the 2019 Performance Share Unit award. The number of shares issued was based on the achievement of performance goals over the 2019-2021 performance period.
- Represents vesting of the final tranche of the 2019 RSU award.
- Represents vesting of the second of three tranches of the 2020 RSU award. The final tranche will vest on the first business day in March 2023.
- Represents vesting of the first of three tranches of the 2021 RSU award. The remaining tranches will vest in substantially equal installments on the first business day in March 2023 and 2024.
- RSUs awarded in 2022 vest in three substantially equal installments on the first business day in March 2023, 2024 and 2025.

**Remarks:**

/s/ Jacob M. Jenkelowitz,  
Attorney-in-Fact, on behalf of 03/03/2022  
John L. Rosenthal

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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