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The reader should not assume that the information is accurate and complete.

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549  
**FORM D**

OMB APPROVAL	
OMB Number:	3235-0076
Estimated average burden hours per response:	4.00

**Notice of Exempt Offering of Securities**

**1. Issuer's Identity**

CIK (Filer ID Number)

[0000733076](#)

Name of Issuer

[BRIGHOUSE LIFE INSURANCE Co](#)

Jurisdiction of Incorporation/Organization

[DELAWARE](#)

Year of Incorporation/Organization

- Over Five Years Ago  
 Within Last Five Years (Specify Year)  
 Yet to Be Formed

Previous Names

None

[MetLife Insurance Co USA](#)

[MetLife Insurance CO of Connecticut](#)

[TRAVELERS INSURANCE CO](#)

Entity Type

- Corporation  
 Limited Partnership  
 Limited Liability Company  
 General Partnership  
 Business Trust  
 Other (Specify)

**2. Principal Place of Business and Contact Information**

Name of Issuer

[BRIGHOUSE LIFE INSURANCE Co](#)

Street Address 1

[11225 NORTH COMMUNITY HOUSE ROAD](#)

City

[CHARLOTTE](#)

State/Province/Country

[NORTH CAROLINA](#)

Street Address 2

ZIP/PostalCode

[28277](#)

Phone Number of Issuer

[980-365-7100](#)

**3. Related Persons**

Last Name

[Steigerwalt](#)

Street Address 1

[11225 North Community House Road](#)

City

[Charlotte](#)

First Name

[Eric](#)

Street Address 2

State/Province/Country

[NORTH CAROLINA](#)

Middle Name

[T.](#)

ZIP/PostalCode

[28277](#)

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Last Name

[Rosenbaum](#)

Street Address 1

[11225 North Community House Road](#)

City

[Charlotte](#)

First Name

[David](#)

Street Address 2

State/Province/Country

[NORTH CAROLINA](#)

Middle Name

[A.](#)

ZIP/PostalCode

[28277](#)

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Last Name

[Spehar](#)

Street Address 1

[11225 North Community House Road](#)

City

[Charlotte](#)

First Name

[Edward](#)

Street Address 2

State/Province/Country

[NORTH CAROLINA](#)

Middle Name

[A.](#)

ZIP/PostalCode

[28277](#)

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name  
Lambert Myles J.  
Street Address 1 Street Address 2  
11225 North Community House Road  
City State/Province/Country ZIP/PostalCode  
Charlotte NORTH CAROLINA 28277  
Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name  
Rosenthal John L.  
Street Address 1 Street Address 2  
334 Madison Avenue  
City State/Province/Country ZIP/PostalCode  
Morristown NEW JERSEY 07960  
Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name  
Toscano Kristine H.  
Street Address 1 Street Address 2  
11225 North Community House Road  
City State/Province/Country ZIP/PostalCode  
Charlotte NORTH CAROLINA 28277  
Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Last Name First Name Middle Name  
Figaro-Sterling Gianna H.  
Street Address 1 Street Address 2  
11225 North Community House Road  
City State/Province/Country ZIP/PostalCode  
Charlotte NORTH CAROLINA 28277  
Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

#### 4. Industry Group

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> Agriculture   | <input type="checkbox"/> Health Care            | <input type="checkbox"/> Retailing                 |
| <input type="checkbox"/> Banking & Financial Services  | <input type="checkbox"/> Biotechnology          | <input type="checkbox"/> Restaurants               |
| <input type="checkbox"/> Commercial Banking  | <input type="checkbox"/> Health Insurance       | Technology   |
| <input checked="" type="checkbox"/> Insurance  | <input type="checkbox"/> Hospitals & Physicians | <input type="checkbox"/> Computers                 |
| <input type="checkbox"/> Investing   | <input type="checkbox"/> Pharmaceuticals        | <input type="checkbox"/> Telecommunications        |
| <input type="checkbox"/> Investment Banking  | <input type="checkbox"/> Other Health Care      | <input type="checkbox"/> Other Technology          |
| <input type="checkbox"/> Pooled Investment Fund  | <input type="checkbox"/> Manufacturing          | Travel   |
| Is the issuer registered as<br>an investment company under<br>the Investment Company<br>Act of 1940? | <input type="checkbox"/> Real Estate            | <input type="checkbox"/> Airlines & Airports       |
| <input type="checkbox"/> Yes <input type="checkbox"/> No   | <input type="checkbox"/> Commercial             | <input type="checkbox"/> Lodging & Conventions     |
| <input type="checkbox"/> Other Banking & Financial Services  | <input type="checkbox"/> Construction           | <input type="checkbox"/> Tourism & Travel Services |
| <input type="checkbox"/> Business Services   | <input type="checkbox"/> REITS & Finance        | <input type="checkbox"/> Other Travel              |
| Energy   | <input type="checkbox"/> Residential            | <input type="checkbox"/> Other                     |
| <input type="checkbox"/> Coal Mining   | <input type="checkbox"/> Other Real Estate      |  |
| <input type="checkbox"/> Electric Utilities  |   |  |
| <input type="checkbox"/> Energy Conservation   |   |  |
| <input type="checkbox"/> Environmental Services  |   |  |
| <input type="checkbox"/> Oil & Gas   |   |  |

Other Energy

## 5. Issuer Size

Revenue Range	OR	Aggregate Net Asset Value Range
<input type="checkbox"/> No Revenues		<input type="checkbox"/> No Aggregate Net Asset Value
<input type="checkbox"/> \$1 - \$1,000,000		<input type="checkbox"/> \$1 - \$5,000,000
<input type="checkbox"/> \$1,000,001 - \$5,000,000		<input type="checkbox"/> \$5,000,001 - \$25,000,000
<input type="checkbox"/> \$5,000,001 - \$25,000,000		<input type="checkbox"/> \$25,000,001 - \$50,000,000
<input type="checkbox"/> \$25,000,001 - \$100,000,000		<input type="checkbox"/> \$50,000,001 - \$100,000,000
<input type="checkbox"/> Over \$100,000,000		<input type="checkbox"/> Over \$100,000,000
<input checked="" type="checkbox"/> Decline to Disclose		<input type="checkbox"/> Decline to Disclose
<input type="checkbox"/> Not Applicable		<input type="checkbox"/> Not Applicable

## 6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

<input type="checkbox"/> Rule 504(b)(1) (not (i), (ii) or (iii))	<input checked="" type="checkbox"/> Investment Company Act Section 3(c)	
<input type="checkbox"/> Rule 504 (b)(1)(i)	<input type="checkbox"/> Section 3(c)(1)	<input type="checkbox"/> Section 3(c)(9)
<input type="checkbox"/> Rule 504 (b)(1)(ii)	<input type="checkbox"/> Section 3(c)(2)	<input type="checkbox"/> Section 3(c)(10)
<input type="checkbox"/> Rule 504 (b)(1)(iii)	<input type="checkbox"/> Section 3(c)(3)	<input type="checkbox"/> Section 3(c)(11)
<input checked="" type="checkbox"/> Rule 506(b)	<input type="checkbox"/> Section 3(c)(4)	<input type="checkbox"/> Section 3(c)(12)
<input type="checkbox"/> Rule 506(c)	<input type="checkbox"/> Section 3(c)(5)	<input type="checkbox"/> Section 3(c)(13)
<input type="checkbox"/> Securities Act Section 4(a)(5)	<input type="checkbox"/> Section 3(c)(6)	<input type="checkbox"/> Section 3(c)(14)
	<input checked="" type="checkbox"/> Section 3(c)(7)	

## 7. Type of Filing

New Notice Date of First Sale [1998-12-01](#)  First Sale Yet to Occur  
 Amendment

## 8. Duration of Offering

Does the Issuer intend this offering to last more than one year?  Yes  No

## 9. Type(s) of Securities Offered (select all that apply)

<input type="checkbox"/> Equity	<input type="checkbox"/> Pooled Investment Fund Interests
<input type="checkbox"/> Debt	<input type="checkbox"/> Tenant-in-Common Securities
<input type="checkbox"/> Option, Warrant or Other Right to Acquire Another Security	<input type="checkbox"/> Mineral Property Securities
<input type="checkbox"/> Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	<input checked="" type="checkbox"/> Other (describe)

[COLI Corporate Variable Life Insurance Policies supported by Brighthouse Separate Account CPPVUL1 \(Book 131 & Book 792\)](#)

## 10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?  Yes  No

Clarification of Response (if Necessary):

## 11. Minimum Investment

Minimum investment accepted from any outside investor [\\$2,000,000](#) USD

## 12. Sales Compensation

Recipient <a href="#">James Van Epps</a>	Recipient CRD Number <input type="checkbox"/> None <a href="#">844958</a>	
(Associated) Broker or Dealer <input type="checkbox"/> None <a href="#">Innovation Partners, LLC</a>	(Associated) Broker or Dealer CRD Number <input type="checkbox"/> None <a href="#">146344</a>	
Street Address 1 <a href="#">5950 Fairview Rd</a>	Street Address 2 <a href="#">Suite 140</a>	
City <a href="#">Charlotte</a>	State/Province/Country <a href="#">NORTH CAROLINA</a>	ZIP/Postal Code <a href="#">28210</a>

State(s) of Solicitation (select all that apply)  All States  
Check "All States" or check individual States

Foreign/non-US

CALIFORNIA

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Recipient  
Kirk L. Penland  
(Associated) Broker or Dealer  None  
KESTRA Investment Services, LLC  
Street Address 1  
5707 Southwest Parkway  
City  
Austin  
State(s) of Solicitation (select all that apply)  All States  
Check "All States" or check individual States

Recipient CRD Number  None  
3203257  
(Associated) Broker or Dealer CRD Number  None  
42046  
Street Address 2  
Bldg 2, Ste 400  
State/Province/Country  
TEXAS  
ZIP/Postal Code  
78735

CALIFORNIA

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Recipient  
Thomas J. Hummer  
(Associated) Broker or Dealer  None  
Merrill Lynch, Pierce, Fenner & Smith Incorporated  
Street Address 1  
4808 Deerlake Drive East  
City  
Jacksonville  
State(s) of Solicitation (select all that apply)  All States  
Check "All States" or check individual States

Recipient CRD Number  None  
253046  
(Associated) Broker or Dealer CRD Number  None  
7691  
Street Address 2  
State/Province/Country  
FLORIDA  
ZIP/Postal Code  
32246

CALIFORNIA

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Recipient  
Stanley F. Eckert  
(Associated) Broker or Dealer  None  
Newport Group Securities, Inc.  
Street Address 1  
300 Primera Blvd.  
City  
Lake Mary  
State(s) of Solicitation (select all that apply)  All States  
Check "All States" or check individual States

Recipient CRD Number  None  
2842396  
(Associated) Broker or Dealer CRD Number  None  
29722  
Street Address 2  
Suite 200  
State/Province/Country  
FLORIDA  
ZIP/Postal Code  
32746

CALIFORNIA

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Recipient  
Samir H. Sheth  
(Associated) Broker or Dealer  None  
FAS Corp.  
Street Address 1  
4747 West 135th Street, Suite 100  
City  
Leawood  
State(s) of Solicitation (select all that apply)  All States  
Check "All States" or check individual States

Recipient CRD Number  None  
2511571  
(Associated) Broker or Dealer CRD Number  None  
43536  
Street Address 2  
State/Province/Country  
KANSAS  
ZIP/Postal Code  
66224

CALIFORNIA

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Recipient  
Steven W. Broadbent  
(Associated) Broker or Dealer  None  
Valmark Securities, Inc.  
Street Address 1

Recipient CRD Number  None  
3135332  
(Associated) Broker or Dealer CRD Number  None  
31243  
Street Address 2

130 Springside Drive, Suite 300

City

Akron

State/Province/Country

OHIO

ZIP/Postal Code

44333

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States

All States

Foreign/non-US

CALIFORNIA

Recipient

Michael D. Shannon

(Associated) Broker or Dealer  None

Newport Group Securities, Inc

Street Address 1

300 Primera Blvd.

City

Lake Mary

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States

All States

Recipient CRD Number  None

1314743

(Associated) Broker or Dealer CRD Number  None

29722

Street Address 2

Suite 200

State/Province/Country

FLORIDA

ZIP/Postal Code

32746

CALIFORNIA

Recipient

Samir H. Sheth

(Associated) Broker or Dealer  None

Northwestern Mutual Investment Services

Street Address 1

720 E. Wisconsin Avenue

City

Milwaukee

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States

All States

Recipient CRD Number  None

2511571

(Associated) Broker or Dealer CRD Number  None

2881

Street Address 2

State/Province/Country

MICHIGAN

ZIP/Postal Code

53202

CALIFORNIA

Recipient

Kirk Penland

(Associated) Broker or Dealer  None

USF Securities, L.P.

Street Address 1

11 Greenway Plaza

City

Houston

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States

All States

Recipient CRD Number  None

3203257

(Associated) Broker or Dealer CRD Number  None

37942

Street Address 2

Suite 2900

State/Province/Country

TEXAS

ZIP/Postal Code

77046

CALIFORNIA

Recipient

William Zelenik

(Associated) Broker or Dealer  None

Tower Square Securities, Inc.

Street Address 1

One City Place

City

Hartford

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States

All States

Recipient CRD Number  None

1154239

(Associated) Broker or Dealer CRD Number  None

833

Street Address 2

18th Floor

State/Province/Country

CONNECTICUT

ZIP/Postal Code

06103-3415

CALIFORNIA

Recipient

Chris Parker

Recipient CRD Number  None

2739646

(Associated) Broker or Dealer  None

[Clark Securities Inc.](#)

Street Address 1

[2100 Ross Avenue](#)

City

[Dallas](#)

State(s) of Solicitation (select all that apply)

Check "All States" or check individual States

All States

[CALIFORNIA](#)

(Associated) Broker or Dealer CRD Number  None

[43803](#)

Street Address 2

[Suite 2200](#)

State/Province/Country

[TEXAS](#)

ZIP/Postal Code

[75201-7906](#)

Recipient

[Craig Cayford](#)

(Associated) Broker or Dealer  None

[Clark Securities Inc.](#)

Street Address 1

[2100 Ross Avenue](#)

City

[Dallas](#)

State(s) of Solicitation (select all that apply)

Check "All States" or check individual States

All States

[CALIFORNIA](#)

Recipient CRD Number  None

[2073600](#)

(Associated) Broker or Dealer CRD Number  None

[43803](#)

Street Address 2

[Suite 2200](#)

State/Province/Country

[TEXAS](#)

ZIP/Postal Code

[75201-7906](#)

Recipient

[Steve Broadbent](#)

(Associated) Broker or Dealer  None

[Clark Securities Inc.](#)

Street Address 1

[2100 Ross Avenue](#)

City

[Dallas](#)

State(s) of Solicitation (select all that apply)

Check "All States" or check individual States

All States

[CALIFORNIA](#)

Recipient CRD Number  None

[3135332](#)

(Associated) Broker or Dealer CRD Number  None

[43803](#)

Street Address 2

[Suite 2200](#)

State/Province/Country

[TEXAS](#)

ZIP/Postal Code

[75201-7906](#)

Recipient

[Brenda Imes](#)

(Associated) Broker or Dealer  None

[Clark Securities Inc.](#)

Street Address 1

[2100 Ross Avenue](#)

City

[Dallas](#)

State(s) of Solicitation (select all that apply)

Check "All States" or check individual States

All States

[CALIFORNIA](#)

Recipient CRD Number  None

[1255331](#)

(Associated) Broker or Dealer CRD Number  None

[43803](#)

Street Address 2

[Suite 2200](#)

State/Province/Country

[TEXAS](#)

ZIP/Postal Code

[75201-7906](#)

Recipient

[John Argue](#)

(Associated) Broker or Dealer  None

[Clark Securities Inc.](#)

Street Address 1

[2100 Ross Avenue](#)

City

[Dallas](#)

State(s) of Solicitation (select all that apply)

Check "All States" or check individual States

All States

[CALIFORNIA](#)

Recipient CRD Number  None

[2472387](#)

(Associated) Broker or Dealer CRD Number  None

[43803](#)

Street Address 2

[Suite 2200](#)

State/Province/Country

[TENNESSEE](#)

ZIP/Postal Code

[75201-7906](#)

Recipient  
Various Agents  
(Associated) Broker or Dealer  None  
FPCM Securities  
Street Address 1  
140 Broadway  
City  
New York  
State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States  Foreign/non-US  
 CALIFORNIA

Recipient CRD Number  None  
None  
(Associated) Broker or Dealer CRD Number  None  
38283  
Street Address 2  
18th Floor  
State/Province/Country  
NEW YORK  
ZIP/Postal Code  
10005

---

Recipient  
Carlos Huerta  
(Associated) Broker or Dealer  None  
Clark Securities Inc.  
Street Address 1  
2100 Ross Avenue  
City  
Dallas  
State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States  Foreign/non-US  
 CALIFORNIA

Recipient CRD Number  None  
3042039  
(Associated) Broker or Dealer CRD Number  None  
43803  
Street Address 2  
Suite 2200  
State/Province/Country  
TEXAS  
ZIP/Postal Code  
75201-7906

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Recipient  
Carlos A. Huerta  
(Associated) Broker or Dealer  None  
State Farm VP Management Corp.  
Street Address 1  
One State Farm Plaza  
City  
Bloomington  
State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States  Foreign/non-US  
 CALIFORNIA

Recipient CRD Number  None  
3042039  
(Associated) Broker or Dealer CRD Number  None  
43036  
Street Address 2  
State/Province/Country  
ILLINOIS  
ZIP/Postal Code  
61710

---

Recipient  
Andrew Arigo  
(Associated) Broker or Dealer  None  
Newport Group Securities, Inc.  
Street Address 1  
300 Primera Boulevard  
City  
Lake Mary  
State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States  All States  Foreign/non-US  
 GEORGIA

Recipient CRD Number  None  
2949837  
(Associated) Broker or Dealer CRD Number  None  
29722  
Street Address 2  
Suite 200  
State/Province/Country  
FLORIDA  
ZIP/Postal Code  
32746

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Recipient  
Chris Nyland  
(Associated) Broker or Dealer  None  
Valmark Securities, Inc.  
Street Address 1  
130 Springside Drive  
City  
Akron

Recipient CRD Number  None  
1613008  
(Associated) Broker or Dealer CRD Number  None  
31243  
Street Address 2  
Suite 300  
State/Province/Country  
OHIO  
ZIP/Postal Code  
44333

State(s) of Solicitation (select all that apply)  All States  
Check "All States" or check individual States

Foreign/non-US

**GEORGIA**

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Recipient <a href="#">Andy Hart</a> (Associated) Broker or Dealer <input type="checkbox"/> None <a href="#">Valmark Securities, Inc.</a> Street Address 1 <a href="#">130 Springside Drive</a> City <a href="#">Akron</a> State(s) of Solicitation (select all that apply) Check "All States" or check individual States	<input type="checkbox"/> All States	Recipient CRD Number <input type="checkbox"/> None <a href="#">2605726</a> (Associated) Broker or Dealer CRD Number <input type="checkbox"/> None <a href="#">31243</a> Street Address 2 <a href="#">Suite 300</a> State/Province/Country <a href="#">OHIO</a> ZIP/Postal Code <a href="#">44333</a>	<input type="checkbox"/> Foreign/non-US
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**GEORGIA**

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Recipient <a href="#">Kirk Penland</a> (Associated) Broker or Dealer <input type="checkbox"/> None <a href="#">Multi-Financial Securities, Corp.</a> Street Address 1 <a href="#">5299 DTC Boulevard</a> City <a href="#">Greenwood Village</a> State(s) of Solicitation (select all that apply) Check "All States" or check individual States	<input type="checkbox"/> All States	Recipient CRD Number <input type="checkbox"/> None <a href="#">3203257</a> (Associated) Broker or Dealer CRD Number <input type="checkbox"/> None <a href="#">10299</a> Street Address 2 <a href="#"># 800</a> State/Province/Country <a href="#">COLORADO</a> ZIP/Postal Code <a href="#">80111</a>	<input type="checkbox"/> Foreign/non-US
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**CALIFORNIA**

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Recipient <a href="#">Kevin Ballou</a> (Associated) Broker or Dealer <input type="checkbox"/> None <a href="#">Clark-Bardes Securities, Inc.</a> Street Address 1 <a href="#">20250 Century Boulevard</a> City <a href="#">Germantown</a> State(s) of Solicitation (select all that apply) Check "All States" or check individual States	<input type="checkbox"/> All States	Recipient CRD Number <input type="checkbox"/> None <a href="#">1895717</a> (Associated) Broker or Dealer CRD Number <input type="checkbox"/> None <a href="#">29094</a> Street Address 2 <a href="#">4th Floor</a> State/Province/Country <a href="#">MARYLAND</a> ZIP/Postal Code <a href="#">20874</a>	<input type="checkbox"/> Foreign/non-US
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**GEORGIA**

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Recipient <a href="#">Andrew Arigo</a> (Associated) Broker or Dealer <input type="checkbox"/> None <a href="#">Ascensus Broker Dealer, LLC</a> Street Address 1 <a href="#">95 Wells Avenue</a> City <a href="#">Newton</a> State(s) of Solicitation (select all that apply) Check "All States" or check individual States	<input type="checkbox"/> All States	Recipient CRD Number <input type="checkbox"/> None <a href="#">2949837</a> (Associated) Broker or Dealer CRD Number <input type="checkbox"/> None <a href="#">36478</a> Street Address 2 <a href="#">Suite 160</a> State/Province/Country <a href="#">MASSACHUSETTS</a> ZIP/Postal Code <a href="#">02459</a>	<input type="checkbox"/> Foreign/non-US
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**GEORGIA**

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Recipient <a href="#">Michael Shannon</a> (Associated) Broker or Dealer <input type="checkbox"/> None <a href="#">Ascensus Broker Dealer, LLC</a> Street Address 1		Recipient CRD Number <input type="checkbox"/> None <a href="#">1314743</a> (Associated) Broker or Dealer CRD Number <input type="checkbox"/> None <a href="#">36478</a> Street Address 2	
--	--	--	--

95 Wells Avenue

City

Newton

State(s) of Solicitation (select all that apply)

Check "All States" or check individual States

All States

Suite 160

State/Province/Country

MASSACHUSETTS

ZIP/Postal Code

02549

Foreign/non-US

CALIFORNIA

### 13. Offering and Sales Amounts

Total Offering Amount USD or  Indefinite

Total Amount Sold \$611,218,773 USD

Total Remaining to be Sold USD or  Indefinite

Clarification of Response (if Necessary):

### 14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

7

### 15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$5,740,574 USD  Estimate

Finders' Fees \$0 USD  Estimate

Clarification of Response (if Necessary):

### 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD  Estimate

Clarification of Response (if Necessary):

### Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

#### Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
BRIGHTHOUSE LIFE INSURANCE Co	/s/ Jason Frain	Jason Frain	Vice President	2024-09-27

*Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.*

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

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