

Santiago, 2 de Noviembre de 2010

Señor
Fernando Coloma Correa
Superintendente de Valores y Seguros
Presente



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Operador: PFRANCO

CENTRO DE DOCUMENTACION Y OF. PARTES



SUPERINTENDENCIA
VALORES Y SEGUROS

Ref.: Hecho Esencial.

Señor Superintendente:

En conformidad a lo establecido en el artículo 9 e inciso segundo del artículo 10, ambos de la Ley N°18.045, informo a usted lo siguiente en carácter de hecho esencial con respecto a mi representada:

Como es de conocimiento de esa Superintendencia, en marzo del presente año MetLife, Inc. ("MetLife") suscribió un contrato (el "Contrato") con ALICO Holdings, LLC (una sociedad constituida en el Estado de Delaware, Estados Unidos de América, por American International Group, Inc. ("AIG") y el Federal Reserve Bank of New York, con el propósito de ser la titular de todas las acciones de ALICO) y AIG para la adquisición del 100% de las acciones de American Life Insurance Company ("ALICO") en aproximadamente 15,5 mil millones de Dólares de los Estados Unidos de América (la "Transacción"). ALICO es una sociedad legalmente constituida en el Estado de Delaware, Estados Unidos de América, que es el accionista principal de la sociedad chilena Inversiones Interamericana S.A., a su vez accionista titular del 40% de las acciones de Administradora de Fondos para la Vivienda Intercajas S.A. (la "Sociedad").

Como se informó por la Sociedad con fecha 8 de marzo de 2010, la Transacción se encontraba sujeta al cumplimiento de ciertas condiciones de cierre y la obtención de ciertas aprobaciones regulatorias internacionales.

Habiéndose cumplido y/o renunciado las referidas condiciones de cierre y obtenido las referidas aprobaciones regulatorias internacionales, de conformidad a los términos del Contrato, la Transacción se cerró el 1 de noviembre de 2010. Adjuntamos a este respecto comunicado de prensa emitido con fecha 1 de noviembre de 2010 por MetLife.

Como consecuencia de lo anterior, con fecha 1 de noviembre de 2010 MetLife ha adquirido en Chile el control de Inversiones Interamericana S.A., la cual es a su vez accionista titular del 40% de las acciones de la Sociedad.

Sin otro particular, saluda atentamente a usted,



Alfonso Bulnes Ibañez
Gerente General
Administradora de Fondos para la Vivienda Intercajas S.A.

For Immediate Release

News

Public Relations

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METLIFE CONCLUYE LA ADQUISICIÓN DE AMERICAN LIFE INSURANCE COMPANY

NUEVA YORK, 1 de noviembre de 2010 – MetLife, Inc. (NYSE: MET) anunció en el día de la fecha que ha completado la adquisición de American Life Insurance Company (Alico), de American International Group, Inc. (AIG), por un valor de \$16.200 millones de dólares.

“Con la adquisición de Alico, MetLife se convierte en la principal compañía de seguros de vida del mundo y en una potencia de beneficios para empleados” afirmó C. Robert Henrikson, presidente, C.E.O. y presidente del directorio de MetLife, Inc. “Durante muchos años, MetLife mantuvo posiciones de liderazgo sólidas en los Estados Unidos, México, Corea y Chile; a partir de ahora, podemos continuar creciendo con nuestro acceso a más de 60 países en todo el mundo. Esta transacción se alinea con nuestras estrategias de crecimiento global, agregando un alcance y una escala significativa a la presencia internacional de MetLife. Asimismo, diversifica y equilibra aún más nuestra oferta de productos y alcance geográfico, a la vez que incrementa de manera sustancial la capacidad de distribución de la empresa”.

“Como resultado de esta adquisición, nos encontramos en una buena posición para generar ganancias y lograr un acrecentamiento del retorno sobre el capital,” agregó Henrikson. “Desde el anuncio de la transacción el 8 de marzo de 2010, los equipos de MetLife y Alico han estado trabajando en conjunto para garantizar que la compañía combinada capitalice las oportunidades de crecimiento que se nos presentan”.

Para adquirir Alico, MetLife abonó a AIG \$7.200 millones de dólares en efectivo, luego de ajustes, y \$9.000 millones de dólares en acciones y otros títulos valores de MetLife, sujetos a ajustes finales. La porción del precio de compra abonada en acciones y títulos consistió en 78.2 millones de acciones ordinarias de MetLife, 6.9 millones de títulos contingentes convertibles en

acciones preferidas y 40 millones de unidades de participación. El valor de las acciones ordinarias y preferidas corresponde al precio de cierre de las acciones ordinarias de MetLife del día 29 de octubre, último día de cotización previo al cierre.

MetLife, Inc. es un proveedor global líder de seguros, anualidades y programas de beneficios para empleados, brindando sus servicios a 90 millones de clientes en más de 60 países. A través de sus subsidiarias y afiliadas, MetLife mantiene posiciones de liderazgo en los Estados Unidos, Japón, América Latina, Asia Pacífico, Europa y Oriente Medio. Para mayor información, visite www.metlife.com

Por razones técnicas y legales, la siguiente información se encuentra en idioma inglés:

This press release may contain or incorporate by reference information that includes or is based upon forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements give expectations or forecasts of future events. These statements can be identified by the fact that they do not relate strictly to historical or current facts. They use words such as “anticipate,” “estimate,” “expect,” “project,” “intend,” “plan,” “believe” and other words and terms of similar meaning in connection with a discussion of future operating or financial performance. In particular, these include statements relating to future actions, prospective services or products, future performance or results of current and anticipated services or products, sales efforts, expenses, the outcome of contingencies such as legal proceedings, trends in operations and financial results.

Any or all forward-looking statements may turn out to be wrong. They can be affected by inaccurate assumptions or by known or unknown risks and uncertainties. Many such factors will be important in determining MetLife’s actual future results. These statements are based on current expectations and the current economic environment. They involve a number of risks and uncertainties that are difficult to predict. These statements are not guarantees of future performance. Actual results could differ materially from those expressed or implied in the forward-looking statements. Risks, uncertainties, and other factors that might cause such differences include the risks, uncertainties and other factors identified in MetLife, Inc.’s filings with the U.S. Securities and Exchange Commission (the “SEC”). These factors include: (1) the imposition of onerous conditions following the acquisition of American Life Insurance Company (“ALICO”), a subsidiary of ALICO Holdings LLC (“ALICO Holdings”) and Delaware American Life Insurance Company (“DelAm”) (collectively, the “Acquisition”); (2) difficulties in integrating the business acquired in the Acquisition (the “Alico Business”); (3) uncertainty with respect to the outcome of the closing agreement entered into between ALICO and the United States Internal Revenue Service in connection with the Acquisition; (4) uncertainty with respect to the making of elections under Section 338 of the U.S. Internal Revenue Code of 1986, as amended, and any benefits therefrom; (5) an inability to manage the growth of the Alico Business; (6) a writedown of the goodwill established in connection with the Acquisition; (7) exchange rate fluctuations; (8) an inability to predict the financial impact of the Acquisition on MetLife’s business and financial results; (9) events relating to American International Group, Inc. (“AIG”) that could adversely affect the Alico Business or MetLife; (10) the dilutive impact on MetLife, Inc.’s stockholders resulting from the issuance of equity securities to ALICO Holdings in connection with the Acquisition; (11) a decrease in MetLife, Inc.’s stock price as a result of ALICO Holdings’ ability to sell its equity securities; (12) the conditional payment obligation of approximately \$300 million to ALICO Holdings if the conversion of the Series B Contingent Convertible Junior Participating Non-Cumulative Perpetual Preferred Stock (“Series B Preferred Stock”) issued to ALICO Holdings in connection with the Acquisition into MetLife, Inc.’s common stock is not approved; (13) change of control provisions in the Alico Business’ agreements; (14) effects of guarantees within certain of the Alico Business’ variable life and annuity products; (15) regulatory action in the financial services industry affecting the combined business; (16) financial instability in Europe and possible writedowns of sovereign debt of European nations; (17) difficult conditions in the global capital markets; (18) increased volatility and disruption of the capital and credit markets, which may affect MetLife’s ability to seek financing or access its credit facilities; (19) uncertainty about the effectiveness of the U.S. government’s programs to stabilize the financial system, the imposition of fees relating thereto, or the promulgation of additional regulations; (20) impact of comprehensive financial services regulation reform on MetLife; (21) exposure to financial and capital market risk; (22) changes in general economic conditions, including the performance of financial markets and interest rates, which may affect MetLife’s ability to raise capital, generate fee income and market-related revenue and finance statutory reserve requirements and may require MetLife

to pledge collateral or make payments related to declines in value of specified assets; (23) potential liquidity and other risks resulting from MetLife's participation in a securities lending program and other transactions; (24) investment losses and defaults, and changes to investment valuations; (25) impairments of goodwill and realized losses or market value impairments to illiquid assets; (26) defaults on MetLife's mortgage loans; (27) the impairment of other financial institutions; (28) MetLife's ability to address unforeseen liabilities, asset impairments, or rating actions arising from any future acquisitions or dispositions, and to successfully integrate acquired businesses with minimal disruption; (29) economic, political, currency and other risks relating to MetLife's international operations; (30) MetLife, Inc.'s primary reliance, as a holding company, on dividends from its subsidiaries to meet debt payment obligations and the applicable regulatory restrictions on the ability of the subsidiaries to pay such dividends; (31) downgrades in MetLife, Inc.'s and its affiliates' claims paying ability, financial strength or credit ratings; (32) ineffectiveness of risk management policies and procedures; (33) availability and effectiveness of reinsurance or indemnification arrangements, as well as default or failure of counterparties to perform; (34) discrepancies between actual claims experience and assumptions used in setting prices for MetLife's products and establishing the liabilities for MetLife's obligations for future policy benefits and claims; (35) catastrophe losses; (36) heightened competition, including with respect to pricing, entry of new competitors, consolidation of distributors, the development of new products by new and existing competitors, distribution of amounts available under U.S. government programs, and for personnel; (37) unanticipated changes in industry trends; (38) changes in accounting standards, practices and/or policies; (39) changes in assumptions related to deferred policy acquisition costs ("DAC"), deferred sales inducements ("DSI"), value of business acquired ("VOBA") or goodwill; (40) increased expenses relating to pension and postretirement benefit plans, as well as health care and other employee benefits; (41) exposure to losses related to variable annuity guarantee benefits, including from significant and sustained downturns or extreme volatility in equity markets, reduced interest rates, unanticipated policyholder behavior, mortality or longevity, and the adjustment for nonperformance risk; (42) deterioration in the experience of the "closed block" established in connection with the reorganization of MLIC; (43) adverse results or other consequences from litigation, arbitration or regulatory investigations; (44) discrepancies between actual experience and assumptions used in establishing liabilities related to other contingencies or obligations; (45) regulatory, legislative or tax changes relating to MetLife's insurance, banking, international, or other operations that may affect the cost of, or demand for, MetLife's products or services, impair its ability to attract and retain talented and experienced management and other employees, or increase the cost or administrative burdens of providing benefits to employees; (46) the effects of business disruption or economic contraction due to terrorism, other hostilities, or natural catastrophes; (47) the effectiveness of MetLife's programs and practices in avoiding giving its associates incentives to take excessive risks; (48) other risks and uncertainties described from time to time in MetLife, Inc.'s filings with the SEC; and (49) any of the foregoing factors as they relate to the Alico Business and its operations.

MetLife, Inc. does not undertake any obligation to publicly correct or update any forward-looking statement if MetLife, Inc. later becomes aware that such statement is not likely to be achieved. Please consult any further disclosures MetLife, Inc. makes on related subjects in reports to the SEC.

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For Immediate Release

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**METLIFE COMPLETES ACQUISITION
OF AMERICAN LIFE INSURANCE COMPANY**

NEW YORK, November 1, 2010 – MetLife, Inc. (NYSE: MET) announced today that it has completed its acquisition of American Life Insurance Company (Alico) from American International Group, Inc. (AIG) for \$16.2 billion.

“With our acquisition of Alico complete, MetLife has become the premier global life insurance and employee benefits powerhouse,” said C. Robert Henrikson, chairman, president & chief executive officer of MetLife, Inc. “For many years, MetLife has held strong, leadership positions in the U.S., Mexico, Korea and Chile that we can now build upon with our reach into more than 60 countries around the globe. This transaction delivers on our global growth strategies, adding significant scale and reach to MetLife’s international footprint. It also further diversifies and balances our geographic mix and product offerings and significantly increases the company’s distribution power.

“We are well positioned to deliver earnings and return on equity accretion as a result of this acquisition,” added Henrikson. “Since announcing this transaction on March 8, 2010, teams from MetLife and Alico have been working closely together to help ensure that the combined organization will capture the growth opportunities before us.”

Consideration paid by MetLife to AIG for the acquisition of Alico consisted of \$7.2 billion in cash consideration after adjustments and \$9.0 billion in MetLife equity and other securities, subject to closing adjustments. The securities portion of the purchase price consisted of 78.2 million shares of MetLife common stock, 6.9 million shares of contingent convertible preferred stock and 40 million equity units. The values of the common and preferred stock are based on the closing price of MetLife’s common stock on October 29, the trading date prior to closing.

MetLife, Inc. is a leading global provider of insurance, annuities and employee benefit programs, serving 90 million customers in over 60 countries. Through its subsidiaries and affiliates,

MetLife holds leading market positions in the United States, Japan, Latin America, Asia Pacific, Europe and the Middle East. For more information, visit www.metlife.com.

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Any or all forward-looking statements may turn out to be wrong. They can be affected by inaccurate assumptions or by known or unknown risks and uncertainties. Many such factors will be important in determining MetLife’s actual future results. These statements are based on current expectations and the current economic environment. They involve a number of risks and uncertainties that are difficult to predict. These statements are not guarantees of future performance. Actual results could differ materially from those expressed or implied in the forward-looking statements. Risks, uncertainties, and other factors that might cause such differences include the risks, uncertainties and other factors identified in MetLife, Inc.’s filings with the U.S. Securities and Exchange Commission (the “SEC”). These factors include: (1) the imposition of onerous conditions following the acquisition of American Life Insurance Company (“ALICO”), a subsidiary of ALICO Holdings LLC (“ALICO Holdings”) and Delaware American Life Insurance Company (“DelAm”) (collectively, the “Acquisition”); (2) difficulties in integrating the business acquired in the Acquisition (the “Alico Business”); (3) uncertainty with respect to the outcome of the closing agreement entered into between ALICO and the United States Internal Revenue Service in connection with the Acquisition; (4) uncertainty with respect to the making of elections under Section 338 of the U.S. Internal Revenue Code of 1986, as amended, and any benefits therefrom; (5) an inability to manage the growth of the Alico Business; (6) a writedown of the goodwill established in connection with the Acquisition; (7) exchange rate fluctuations; (8) an inability to predict the financial impact of the Acquisition on MetLife’s business and financial results; (9) events relating to American International Group, Inc. (“AIG”) that could adversely affect the Alico Business or MetLife; (10) the dilutive impact on MetLife, Inc.’s stockholders resulting from the issuance of equity securities to ALICO Holdings in connection with the Acquisition; (11) a decrease in MetLife, Inc.’s stock price as a result of ALICO Holdings’ ability to sell its equity securities; (12) the conditional payment obligation of approximately \$300 million to ALICO Holdings if the conversion of the Series B Contingent Convertible Junior Participating Non-Cumulative Perpetual Preferred Stock (“Series B Preferred Stock”) issued to ALICO Holdings in connection with the Acquisition into MetLife, Inc.’s common stock is not approved; (13) change of control provisions in the Alico Business’ agreements; (14) effects of guarantees within certain of the Alico Business’ variable life and annuity products; (15) regulatory action in the financial services industry affecting the combined business; (16) financial instability in Europe and possible writedowns of sovereign debt of European nations; (17) difficult conditions in the global capital markets; (18) increased volatility and disruption of the capital and credit markets, which may affect MetLife’s ability to seek financing or access its credit facilities; (19) uncertainty about the effectiveness of the U.S. government’s programs to stabilize the financial system, the imposition of fees relating thereto, or the promulgation of additional regulations; (20) impact of comprehensive financial services regulation reform on MetLife; (21) exposure to financial and capital market risk; (22) changes in general economic conditions, including the performance of financial markets and interest rates, which may affect MetLife’s ability to raise capital, generate fee income and market-related revenue and finance statutory reserve requirements and may require MetLife to pledge collateral or make payments related to declines in value of specified assets; (23) potential liquidity and other risks resulting from MetLife’s participation in a securities lending program and other transactions; (24) investment losses and defaults, and changes to investment valuations; (25) impairments of goodwill and realized losses or market value impairments to illiquid assets; (26) defaults on MetLife’s mortgage loans; (27) the impairment of other financial institutions; (28) MetLife’s ability to address unforeseen liabilities, asset impairments, or rating actions arising from any future acquisitions or dispositions, and to successfully integrate acquired businesses with minimal disruption; (29) economic, political, currency and other risks relating to MetLife’s international operations; (30) MetLife, Inc.’s primary reliance, as a holding company, on dividends from its subsidiaries to meet debt payment obligations and the applicable regulatory restrictions on the ability of the subsidiaries to pay such dividends; (31) downgrades in MetLife, Inc.’s and its affiliates’ claims paying ability,

financial strength or credit ratings; (32) ineffectiveness of risk management policies and procedures; (33) availability and effectiveness of reinsurance or indemnification arrangements, as well as default or failure of counterparties to perform; (34) discrepancies between actual claims experience and assumptions used in setting prices for MetLife's products and establishing the liabilities for MetLife's obligations for future policy benefits and claims; (35) catastrophe losses; (36) heightened competition, including with respect to pricing, entry of new competitors, consolidation of distributors, the development of new products by new and existing competitors, distribution of amounts available under U.S. government programs, and for personnel; (37) unanticipated changes in industry trends; (38) changes in accounting standards, practices and/or policies; (39) changes in assumptions related to deferred policy acquisition costs ("DAC"), deferred sales inducements ("DSI"), value of business acquired ("VOBA") or goodwill; (40) increased expenses relating to pension and postretirement benefit plans, as well as health care and other employee benefits; (41) exposure to losses related to variable annuity guarantee benefits, including from significant and sustained downturns or extreme volatility in equity markets, reduced interest rates, unanticipated policyholder behavior, mortality or longevity, and the adjustment for nonperformance risk; (42) deterioration in the experience of the "closed block" established in connection with the reorganization of MLIC; (43) adverse results or other consequences from litigation, arbitration or regulatory investigations; (44) discrepancies between actual experience and assumptions used in establishing liabilities related to other contingencies or obligations; (45) regulatory, legislative or tax changes relating to MetLife's insurance, banking, international, or other operations that may affect the cost of, or demand for, MetLife's products or services, impair its ability to attract and retain talented and experienced management and other employees, or increase the cost or administrative burdens of providing benefits to employees; (46) the effects of business disruption or economic contraction due to terrorism, other hostilities, or natural catastrophes; (47) the effectiveness of MetLife's programs and practices in avoiding giving its associates incentives to take excessive risks; (48) other risks and uncertainties described from time to time in MetLife, Inc.'s filings with the SEC; and (49) any of the foregoing factors as they relate to the Alico Business and its operations.

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Pavez, Claudia (3133)

De: Pavez, Claudia (3133)

Enviado el: Viernes, 29 de Octubre de 2010 17:08

Para: Pavez, Claudia (3133)

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29/10/2010