

**WILMINGTON TRUST RETIREMENT AND INSTITUTIONAL SERVICES COMPANY
COLLECTIVE INVESTMENT TRUST
FOR METLIFE GROUP ANNUITY CONTRACT NOS. 25554 AND 28974**

FINANCIAL STATEMENTS

DECEMBER 31, 2009

WITH

INDEPENDENT AUDITORS' REPORT

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INDEPENDENT AUDITORS' REPORT

Wilmington Trust Retirement and
Institutional Services Company, Trustee for
Wilmington Trust Retirement and Institutional Services
Company Collective Investment Trust
for MetLife Group Annuity Contract Nos. 25554 and 28974

We have audited the accompanying statement of assets and liabilities of Wilmington Trust Retirement and Institutional Services Company Collective Investment Trust for MetLife Group Annuity Contract Nos. 25554 and 28974 (the Trust) as of December 31, 2009, and the related statements of operations and changes in net assets and financial highlights for the year then ended. These financial statements and financial highlights are the responsibility of the Trust's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Trust's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of the Trust as of December 31, 2009, and the results of its operations, changes in its net assets and financial highlights for the year then ended in conformity with accounting principles generally accepted in the United States of America.

HoganTaylor LLP

May 13, 2010

**WILMINGTON TRUST RETIREMENT AND INSTITUTIONAL SERVICES COMPANY
COLLECTIVE INVESTMENT TRUST
FOR METLIFE GROUP ANNUITY CONTRACT NOS. 25554 AND 28974**

**Statement of Assets and Liabilities
December 31, 2009**

Assets	
MetLife Group Annuity Contract Nos. 25554 and 28974, at fair value	\$ 812,561,975
Wrapper, at fair value	<u>5,689,267</u>
Net assets reflecting all investments at fair value	818,251,242
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>(4,879,125)</u>
Total assets and net assets (53,449,963 units, \$15.22 unit value)	<u><u>\$ 813,372,117</u></u>

**Statement of Operations
Year ended December 31, 2009**

Investment income - interest	\$ 24,835,315
Expenses (See Note 4)	<u>-</u>
Net increase in net assets resulting from operations	<u><u>\$ 24,835,315</u></u>

**Statement of Changes in Net Assets
Year ended December 31, 2009**

Increase in net assets resulting from operations	
Interest	\$ 24,835,315
Participant unit transactions	
Participating plan contributions	340,184,695
Distributions to participating plans	<u>(303,178,389)</u>
Net increase resulting from participant unit transactions	<u>37,006,306</u>
Increase in net assets	61,841,621
Net assets, beginning of year	<u>751,530,496</u>
Net assets, end of year	<u><u>\$ 813,372,117</u></u>

See notes to financial statements.

**WILMINGTON TRUST RETIREMENT AND INSTITUTIONAL SERVICES COMPANY
COLLECTIVE INVESTMENT TRUST
FOR METLIFE GROUP ANNUITY CONTRACT NOS. 25554 AND 28974**

FINANCIAL HIGHLIGHTS

Year ended December 31, 2009

Financial Highlights

Per Unit Operating Performance

Net asset value, beginning of year	\$ 14.75
Income from investment operations - net investment income	<u>0.47</u>
Net asset value, end of year	<u>\$ 15.22</u>
Total return	3.19%

Supplemental Data

Ratio to average net assets:	
Net investment income	3.12%

Yield Analysis

The average yield earned by MetLife Group Annuity Contract No. 25554 and MetLife Group Annuity Contract No. 28974 (the Contracts) at December 31, 2009, was 12.28% and 12.33%, respectively. This represents the annualized earnings (loss) of the separate account investments owned by MetLife in which each Contract's funds are invested divided by the fair value of each Contract at December 31, 2009.

The average yield earned by each Contract with an adjustment to reflect the actual interest rate credited to participants in each Contract at December 31, 2009, was 3.23% and 3.28%, respectively. This represents the annualized earnings credited to participants in each Contract divided by the fair value of each Contract at December 31, 2009.

Sensitivity Analysis

Actual weighted average interest crediting rate as of December 31, 2009: 3.25%

The table below illustrates the effect on the weighted average interest crediting rate, calculated as of the end of the next four quarterly periods, where there is an immediate hypothetical increase or decrease in market yields, equal to one-quarter and one-half of the current yield, with no change to the duration of the underlying investment portfolio and no contributions or withdrawals.

	1 st Quarter Ended March 31, 2010	2 nd Quarter Ended June 30, 2010	3 rd Quarter Ended September 30, 2010	4 th Quarter Ended December 31, 2010
Increase of 50%	3.33%	3.41%	3.49%	3.56%
Increase of 25%	3.28%	3.32%	3.35%	3.38%
Decrease of 50%	3.14%	3.04%	2.94%	2.85%
Decrease of 25%	3.19%	3.13%	3.08%	3.03%

The table below illustrates the effect on the weighted average interest crediting rate, calculated as of the date of the next four quarterly periods, where there is an immediate hypothetical increase or decrease in market yields, equal to one-quarter and one-half of the current yield, combined with an immediate, one-time, hypothetical 10% decrease in the net assets of the Contracts due to participant transfers, with no change to the duration of the portfolio.

	1 st Quarter Ended March 31, 2010	2 nd Quarter Ended June 30, 2010	3 rd Quarter Ended September 30, 2010	4 th Quarter Ended December 31, 2010
Increase of 50%	3.15%	3.24%	3.32%	3.40%
Increase of 25%	3.20%	3.24%	3.28%	3.32%
Decrease of 50%	3.35%	3.24%	3.13%	3.03%
Decrease of 25%	3.30%	3.24%	3.18%	3.13%

**WILMINGTON TRUST RETIREMENT AND INSTITUTIONAL SERVICES COMPANY
COLLECTIVE INVESTMENT TRUST
FOR METLIFE GROUP ANNUITY CONTRACT NOS. 25554 AND 28974**

NOTES TO FINANCIAL STATEMENTS

December 31, 2009

Note 1 – Organization and Summary of Significant Accounting Policies

Wilmington Trust Retirement and Institutional Services Company Collective Investment Trust for MetLife Group Annuity Contract Nos. 25554 and 28974 (the Trust) was formed for the purpose of allowing participating plan sponsors, who maintain defined contribution plans qualified under Sections 401(a) and 501(a) of the Code, to invest in MetLife Group Annuity Contract Nos. 25554 and 28974 (the Contracts) issued by Metropolitan Life Insurance Company (MetLife) to the Trustee, Wilmington Trust Retirement and Institutional Services Company (WTRISC), to establish a stable value fund. WTRISC is a wholly owned subsidiary of Wilmington Trust FSB.

Basis of presentation

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America.

Contract valuation

The Contracts are guaranteed investment contracts. The statement of assets and liabilities presents the investment contract at fair value. Since these contracts are fully benefit-responsive, a line item is presented in the statement of assets and liabilities, reporting an adjustment from fair value to contract value. The fair value of the Contracts are determined by MetLife based on quoted market prices of the underlying investments owned by MetLife.

Use of estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Note 2 – MetLife Group Annuity Contract

MetLife deposits participating plan contributions in MetLife group annuity contracts (GAC No. 25554 and GAC No. 28974). These accounts are invested in the following MetLife separate accounts (the separate accounts) to provide competitive total returns relative to the respective benchmarks:

Account	Benchmark
Broad Market Fund (35%)	Barclay's Aggregate Bond Index
Medium Grade Fund (25%)	Barclay's Aggregate Bond Index
Intermediate Duration Fund (17.5%)	Barclay's Intermediate/Corporate Index
Neuberger Fixed Income Fund (17.5%)	Barclay's Aggregate Bond Index
Equity Index Fund (5%)	Standard & Poor's 500 Index

These Contracts simulate the performance of a guaranteed investment contract through the guarantee of a specific interest rate and a portfolio of financial instruments that are owned by MetLife. The participating plans' assets are the unit ownership interests in the Contracts. The separate account investments are owned by MetLife. The Contracts provide that the Trust execute transactions at contract value. MetLife guarantees the contract value, which represents contributions, plus interest, less participant-initiated withdrawals or transfers. This is the Contracts' guaranteed value. The Contracts' fair value equals the Contracts' proportionate share of the fair value of the separate accounts. A participating plan's fair value in the Contracts equals the Contracts' fair value times the ratio of the plan's guaranteed value to the Contracts' guaranteed value. If a participating plan terminates participation in the Trust, the lesser of the guaranteed value or the fair value will be received.

The Contracts provide a fixed interest rate for a fixed period that will apply to the entire guaranteed value. The interest rate is reset every quarter as determined by MetLife with consideration of the market value of the underlying investments, the anticipated market yields-to-maturity of benchmark indices of underlying investments, expected payments into and out of the Contracts, amortization of the difference, if any, between the market value of underlying investments and the guaranteed value of the Contracts, and the fees allowed under the Contracts. MetLife guarantees that the rate will never be less than zero. MetLife's estimated value of the guarantee is presented in the statement of assets and liabilities as a wrapper.

The adjustment to contract value is calculated as follows:

	Major Credit Ratings	Investments at Fair Value	Wrapper at Fair Value	Adjustment to Contract Value
GAC No. 25554 Wrapper	Aa2/AA	\$ 715,604,246 -	\$ - 5,003,740	\$ (5,242,920) -
GAC No. 28974 Wrapper	Aa2/AA	96,957,729 -	- 685,527	363,795 -
Total		<u>\$ 812,561,975</u>	<u>\$ 5,689,267</u>	(4,879,125)
Adjustment to contract value, beginning of year				<u>59,272,395</u>
Change in adjustment				<u>\$ (64,151,520)</u>

If a withdrawal is made from the Contracts as a result of an employer or plan sponsor-initiated event or if a withdrawal is requested due to a complete or partial termination of a participating plan in the Trust before the Contracts end, and the Contracts' fair value equals or exceeds the guaranteed value, payment is made in an amount equal to the amount of the guaranteed value which is attributable to the participating plan. If the Contracts' fair value is less than its guaranteed value, the amount paid is equal to the guaranteed value reduced by the amount of fair value deficit allocable to the participating plan.

Note 3 – Fair Value Measurements

Various inputs are used in determining the fair value of the Trust's investments. The Trust has performed an analysis of the significance and character of these inputs to the fair value determination. These inputs are summarized in the three broad levels listed below:

- Level 1 – quoted prices in active markets for identical securities.

- Level 2 – other significant observable inputs (including quoted prices for similar securities).
- Level 3 – significant unobservable inputs (including the Contracts' own assumptions in determining the value of investments).

The fair values of the Contracts and the Wrapper are determined using level 2 inputs. The inputs used for valuing the Trust's assets are not necessarily an indication of the risk associated with these investments.

Note 4 – Expenses

Fees are charged in accordance with the terms of the Trust agreement and the Contracts. The fees are paid from the MetLife separate accounts and are considered when establishing the quarterly guaranteed interest rate. Annual administrative and master trust fees are 75 basis points applied to the Contracts' guaranteed value. In addition, MetLife's annual contract charge is determined on a sliding scale ranging from 79 basis points for the first \$5 million of the guaranteed value to 41 basis points of the guaranteed value over \$75 million.

Administrative and master trust fees paid for the year ended December 31, 2009, are \$3,199,738 and contract charges for the same period are \$3,359,197. Wrapper, audit and other service fees are paid by the Trustee or MetLife from the fees paid to them.

Note 5 – Income Tax Status

The Trust has received a determination from the Internal Revenue Service that the Trust is exempt from federal income taxation under Section 501(a) of the Internal Revenue Code. As long as the Trust maintains its tax exemption, the Trust is not liable for federal or state income taxes.

The Trust adopted the Financial Accounting Standards Board's new guidance on accounting for uncertainty in income taxes in 2009. The Trustee evaluated the Trust's tax position and concluded that the Trust has taken no uncertain tax positions that require adjustments to or disclosures in these financial statements.

Note 6 – Subsequent Events

The Trustee has evaluated the effect of subsequent events on the Trust's financial statements through May 13, 2010, and has determined that there are no material subsequent events that would require disclosure in the Trust's financial statements through this date.