

CLEARBRIDGE AMERICAN ENERGY MLP FUND INC.

Form 4

January 04, 2016

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PRUDENTIAL FINANCIAL INC

2. Issuer Name **and** Ticker or Trading  
Symbol

CLEARBRIDGE AMERICAN  
ENERGY MLP FUND INC. [CBA]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

751 BROAD ST

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/30/2015

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting  
Person

NEWARK, NJ 07102

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3)                     | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect Beneficial<br>Ownership<br>(Instr. 4)  |
|---|---|---|--------------------------------------|---|--|---|---|
| Series C<br>Mandatory<br>Redeemable<br>Preferred<br>Stock | 12/30/2015                              |   | J                                    | 185 <sup>(1)</sup> D  | \$<br>102,490 0  | I   | By The<br>Gibraltar Life<br>Insurance Co.,<br>Ltd., a<br>wholly-owned<br>subsidiary of<br>the Reporting<br>Person |
| Series C<br>Mandatory<br>Redeemable<br>Preferred          | 12/30/2015                              |   | J                                    | 55 <sup>(1)</sup> D   | \$<br>102,490 <sup>(2)</sup> 140 <sup>(3)</sup>  | I   | By The<br>Prudential<br>Insurance<br>Company of   |

Stock

America, a wholly-owned subsidiary of the Reporting Person

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

**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 control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Report<br>Transaction<br>(Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| PRUDENTIAL FINANCIAL INC<br>751 BROAD ST<br>NEWARK, NJ 07102               | X                                |
| PRUDENTIAL INSURANCE CO OF AMERICA<br>751 BROAD STREET<br>NEWARK, NJ 07102 | X                                |

## Signatures

Prudential Financial, Inc., By: /s/ Richard Baker, Second Vice President

01/04/2016

\*\*Signature of Reporting Person

Date

The Prudential Insurance Company of America, By: /s/Christopher L. Halloran, Vice President

01/04/2016

\_\_Signature of Reporting Person

Date

The Gibraltar Life Insurance Co., Ltd., By: Prudential Investment Management Japan Co., Ltd., as Investment Manager; By: PGIM, Inc., as Sub-Advisor; By: /s/Christopher L. Halloran, Vice President

01/04/2016

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) Share transfer to Issuer on 12/30/2015.

(2) Per Share Price includes accrued dividends.

(3) The Prudential Insurance Company of America and Prudential Legacy Insurance Company of New Jersey, each a wholly-owned subsidiary of the Reporting Person, own 80 shares and 290 shares, respectively, of Series D Mandatory Redeemable Preferred Stock.

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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