

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

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(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 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)
Series C Mandatory Redeemable Preferred Stock	12/30/2015		J	185 ⁽¹⁾ D	\$ 102,490 0 ⁽²⁾	I	By The Gibraltar Life Insurance Co., Ltd., a wholly-owned subsidiary of the Reporting Person
Series C Mandatory Redeemable Preferred	12/30/2015		J	55 ⁽¹⁾ D	\$ 102,490 ⁽²⁾ 140 ⁽³⁾	I	By The Prudential Insurance 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.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

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