

CLEARBRIDGE AMERICAN ENERGY MLP FUND INC.

Form 4

February 25, 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
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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)

02/23/2016

____ Director

____ Officer (give title
below)

__X__ 10% Owner

____ Other (specify
below)

NEWARK, NJ 07102

(City)

(State)

(Zip)

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**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	02/23/2016		J	58 ⁽¹⁾	D \$ 103,080 41 ⁽²⁾	I	By The Prudential Insurance Company of America, a wholly-owned subsidiary of the Reporting Person
Series D Mandatory Redeemable	02/23/2016		J	120 ⁽¹⁾	D \$ 103,159 ⁽²⁾	I	By Prudential Legacy Insurance

Preferred
StockCompany of
New Jersey, a
wholly-owned
subsidiary of
the Reporting
PerSeries D
Mandatory

Redeemable 02/23/2016

Preferred
StockJ 32 ⁽¹⁾ D \$ 103,159 24 ⁽³⁾ I
⁽²⁾By The
Prudential
Insurance
Company of
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 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. 6)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address**Relationships**

Director 10% Owner Officer Other

PRUDENTIAL FINANCIAL INC
751 BROAD ST
NEWARK, NJ 07102

X

X

Reporting Owners

PRUDENTIAL INSURANCE CO OF AMERICA
751 BROAD STREET
NEWARK, NJ 07102

Signatures

Prudential Financial, Inc., By: /s/ Hillary Lorenzo, Vice President	02/25/2016
____Signature of Reporting Person	Date
The Prudential Insurance Company of America, By: /s/ Christopher Halloran, Vice President	02/25/2016
____Signature of Reporting Person	Date
Prudential Legacy Insurance Company of New Jersey, By: PGIM, Inc., as Investment Manager, By: /s/ Christopher Halloran, Vice President	02/25/2016
____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 2/23/2016.

(2) Per Share Price includes accrued dividends and 2% premium.

(3) As grantor of the PICA Hartford Life & Annuity Comfort Trust.

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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