

PRUDENTIAL FINANCIAL INC

Form 4

November 20, 2018

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)

NEWARK, NJ 07102

(City) (State) (Zip)

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

11/16/2018

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

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)

See Footnote 1

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 ⁽¹⁾	11/16/2018		J	41 ⁽²⁾ D \$ 0 0		I	By The Prudential Insurance Company of America, a wholly-owned subsidiary of the Reporting Person
Series D Mandatory Redeemable	11/16/2018		J	85 ⁽²⁾ D \$ 0 0		I	By Prudential Legacy Insurance

Preferred
Stock ⁽¹⁾

Company of
New Jersey, a
wholly-owned
subsidiary of
the Reporting
Per

Series D
Mandatory
Redeemable 11/16/2018
Preferred
Stock ⁽¹⁾

J 24 ⁽²⁾ D \$ 0 0 I

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.

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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 the Reporting Transaction (Instr. 6)
				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

See Footnote 1

See Footnote 1

PRUDENTIAL LEGACY INSURANCE CO OF NEW JERSEY
751 BROAD STREET
NEWARK, NJ 07102

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

See Footnote 1

Signatures

Prudential Financial, Inc., by: /s/Hillary Lorenzo, Vice President	11/20/2018
_____ **Signature of Reporting Person	Date
The Prudential Insurance Company of America, by: /s/Christopher Halloran, Vice President	11/20/2018
_____ **Signature of Reporting Person	Date
Prudential Legacy Insurance Company of New Jersey, By:PGIM, Inc., as Investment Manager, by:/s/Christopher Halloran, Vice President	11/20/2018
_____ **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) (1)Previous 10% Owner of Preferred Share Securities of CBA; as of 11/16/2018, 10% Owner of Preferred Share Securities of EMO.
- (2) (2)Share exchange/replacement by Clearbridge Energy MidStream Opportunity Fund Inc. (ticker EMO) due to CBAs merger into EMO on 11/16/2018.

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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