

CLEARBRIDGE AMERICAN ENERGY MLP FUND INC.
 Form 4
 February 25, 2016

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CLEARBRIDGE AMERICAN ENERGY MLP FUND INC. [CBA]

(Check all applicable)

(Last) (First) (Middle)

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

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

751 BROAD ST

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

(Street)

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	02/23/2016		J	58 ⁽¹⁾ D	\$ 103,080 ⁽²⁾ 41	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⁾ 85	I	By Prudential Legacy Insurance

Preferred Stock

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

Series D Mandatory Redeemable Preferred Stock

02/23/2016

J

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.

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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 (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		X		
		X		

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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