

ClearBridge Energy MLP Fund Inc.
 Form 4
 February 26, 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
**ClearBridge Energy MLP Fund Inc.
 [CEM]**

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)
02/24/2016

____ Director
 ____ Officer (give title below)
 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
 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)
				(A) or (D) Code V Amount (D) Price			
Series C Mandatory Redeemable Preferred Stock	02/24/2016		J	152 ⁽¹⁾ D <u>102,958</u> ⁽²⁾	\$ 58	I	By Prudential Retirement Insurance and Annuity Company, a wholly-owned subsidiary of the Reporting P
Series D Mandatory Redeemable	02/24/2016		J	420 ⁽¹⁾ D <u>103,132</u> ⁽²⁾	\$ 160	I	By The Prudential Insurance

Preferred
Stock

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.

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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 Owned Following Reporting Transaction (Instr. 5)
				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		
Prudential Retirement Insurance & Annuity Co 280 TRUMBULL STREET HARTFORD, CT 06103		X		

Signatures

Prudential Financial, Inc., By: /s/ Hillary Lorenzo, Vice President	02/26/2016
**Signature of Reporting Person	Date
The Prudential Insurance Company of America, By: /s/ Christopher Halloran, Vice President	02/26/2016
**Signature of Reporting Person	Date
Prudential Retirement Insurance and Annuity Company, By: PGIM, Inc., as Investment Manager, By: /s/ Christopher Halloran, Vice President	02/26/2016
**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 2/24/2016.
- (2) Per Share Price includes accrued dividends and 2% premium.

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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