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CLEARBRIDGE AMERICAN ENERGY MLP FUND INC.

Form 3

October 18, 2013

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB

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Washington, D.C. 20549

Number: 3235-0104

OMB APPROVAL

Expires:

January 31, 2005

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement CLEARBRIDGE AMERICAN ENERGY MLP FUND AMERICAN (Month/Day/Year) INC. [CBA] INTERNATIONAL GROUP 10/15/2013 **INC** (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 180 MAIDEN LANE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting Officer _X__ Other Person NEW YORK. NYÂ 10038 (give title below) (specify below) Form filed by More than One See Remarks Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) 4.51% Series C Senior Secured Notes due \$ 30,000,000 I Held through subsidiaries (1) October 15, 2023 4.66% Series D Senior Secured Notes due Ι \$40,000,000 Held through subsidiaries (2) October 15, 2025 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

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1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4.
Conversion
or Exercise
Price of
Derivative
Security

5. Ownership Form of Derivative Security: 6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Expiration Exercisable Date

Amount or Title Number of Shares

or Indirect
(I)
(Instr. 5)

Direct (D)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

AMERICAN INTERNATIONAL GROUP INC 180 MAIDEN LANE NEW YORK, NYÂ 10038

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See Remarks

Signatures

/s/ Monika Machon, Authorized Person

10/18/2013

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

American General Life Insurance Company, Commerce and Industry Insurance Company and United Guaranty Residential Insurance

(1) Company, each an indirect wholly owned subsidiary of American International Group, Inc. ("AIG"), directly hold \$19,725,000 principal amount, \$9,525,000 principal amount and \$750,000 principal amount, respectively, of the Series C Senior Secured Notes.

AIG is an indirect beneficial owner of the Series C Senior Secured Notes.

The Variable Annuity Life Insurance Company, American Home Assurance Company, American General Life Insurance Company, The United States Life Insurance Company in the City of New York and United Guaranty Residential Insurance Company, each an indirect wholly owned subsidiary of AIG, directly hold \$17,000,000 principal amount, \$12,700,000 principal amount, \$5,300,000 principal amount, \$4,000,000 principal amount and \$1,000,000 principal amount, respectively, of the Series D Senior Secured Notes.

AIG is an indirect beneficial owner of the Series D Senior Secured Notes.



Remarks.

Filed pursuant to Section 30(h) of the Investment Company Act of 1940. Â The referenced securities

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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