

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>PRUDENTIAL FINANCIAL INC</u> (Last) (First) (Middle) <u>751 BROAD ST</u> (Street) <u>NEWARK NJ 07102</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CLEARBRIDGE AMERICAN ENERGY MLP FUND INC. [CBA]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>12/30/2015</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director ☒ 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person ☒ Form filed by More than One Reporting Person
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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)
			Code	V	Amount	(A) or (D)	Price			
Series C Mandatory Redeemable Preferred Stock	12/30/2015		J		185 ⁽¹⁾	D	\$102,490 ⁽²⁾	0	I	By The Gibraltar Life Insurance Co., Ltd., a wholly-owned subsidiary of the Reporting Person
Series C Mandatory Redeemable Preferred Stock	12/30/2015		J		55 ⁽¹⁾	D	\$102,490 ⁽²⁾	140 ⁽³⁾	I	By The Prudential Insurance Company of America, a wholly-owned subsidiary of the Reporting Person

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

1. Name and Address of Reporting Person*		
PRUDENTIAL FINANCIAL INC		
(Last)	(First)	(Middle)
751 BROAD ST		
(Street)		
NEWARK	NJ	07102
(City)		
(State)	(Zip)	
1. Name and Address of Reporting Person*		
PRUDENTIAL INSURANCE CO OF AMERICA		
(Last)	(First)	(Middle)
751 BROAD STREET		
(Street)		
NEWARK	NJ	07102
(City)		
(State)	(Zip)	

Explanation of Responses:

- Share transfer to Issuer on 12/30/2015.
- Per Share Price includes accrued dividends.
- The Prudential Insurance Company of America and Prudential Legacy Insurance Company of New Jersey, each a wholly-owned subsidiary of the Reporting Person, own 80 shares and 290 shares, respectively, of Series D Mandatory Redeemable Preferred Stock.

[Prudential Financial, Inc., By: /s/
Richard Baker, Second Vice President](#) [01/04/2016](#)

[The Prudential Insurance Company
of America, By: /s/Christopher L. Halloran, Vice President](#) [01/04/2016](#)

[The Gibraltar Life Insurance Co.,
Ltd., By: Prudential Investment
Management Japan Co., Ltd., as
Investment Manager; By: PGIM, Inc., as Sub-Advisor; By:
/s/Christopher L. Halloran, Vice President](#) [01/04/2016](#)

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.