SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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*
PRUDENTIAL FINANCIAL INC

(Last) (First) (Middle)
751 BROAD ST

(Street)
NEWARK NJ 07102

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Tortoise Midstream Energy Fund, Inc. [NTG]

3. Date of Earliest Transaction (Month/Day/Year)
04/13/2020

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Director
X 10% Owner
Officer (give title below)
Other (specify below)

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)
			Code	V	Amount	(A) or (D)	Price			
3.18% Senior Notes, Series N, due December 13, 2024	04/13/2020		J		29,000,000	D	$29,000,000	$0	I[1]	By Prudential Retirement Insurance and Annuity Company, a wholly-owned subsidiary of the Reporting P
3.18% Senior Notes, Series N, due December 13, 2024	04/13/2020		J		3,000,000	D	$3,000,000	$0	I[2]	By The Prudential Insurance Company of America, a wholly-owned subsidiary of the Reporting Person
3.79% Senior Notes, Series P, due October 16, 2023	04/13/2020		J		2,843,750	D	$2,843,750	$7,656,250	I[2]	By The Prudential Insurance Company of America, a wholly-owned subsidiary of the Reporting Person
3.79% Senior Notes, Series P, due October 16, 2023	04/13/2020		J		2,572,917	D	$2,572,917	$6,927,083	I	By The Prudential Life Insurance Company Ltd., a wholly-owned subsidiary

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			
										of the Reporting Person
3.97% Senior Notes, Series Q, due October 16, 2025	04/13/2020		J		2,031,250	D	$2,031,250	$5,468,750	I	By Prudential Arizona Reinsurance Term Company, a wholly-owned subsidiary of the Reporting Person
3.97% Senior Notes, Series Q, due October 16, 2025	04/13/2020		J		2,031,250	D	$2,031,250	$5,468,750	I[(2)]	By The Prudential Insurance Company of America, a wholly-owned subsidiary of the Reporting Person
4.02% Senior Notes, Series R, due October 16, 2026	04/13/2020		J		2,166,666	D	$2,166,666	5,833,334	I	By Prudential Annuities Life Assurance Corporation
4.02% Senior Notes, Series R, due October 16, 2026	04/13/2020		J		1,354,167	D	$1,354,167	$3,645,833	I[(2)]	By The Prudential Insurance Company of America, a wholly-owned subsidiary of the Reporting Person
3.79% Senior Notes, Series P, due October 16, 2023	04/14/2020		J		6,092,246	D	$6,092,246	$1,564,004	I[(2)]	By The Prudential Insurance Company of America, a wholly-owned subsidiary of the Reporting Person
3.79% Senior Notes, Series P, due October 16, 2023	04/14/2020		J		5,512,032	D	$5,512,032	$1,415,051	I	By The Prudential Life Insurance Company Ltd., a wholly-owned subsidiary

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			
										of the Reporting Person
3.97% Senior Notes, Series Q, due October 16, 2025	04/14/2020		J		4,351,605	D	$4,351,605	$1,117,145	I	By Prudential Arizona Reinsurance Term Company, a wholly-owned subsidiary of the Reporting Person
3.97% Senior Notes, Series Q, due October 16, 2025	04/14/2020		J		4,351,604	D	$4,351,604	$1,117,146	I[(2)]	By The Prudential Insurance Company of America, a wholly-owned subsidiary of the Reporting
4.02% Senior Notes, Series R, due October 16, 2026	04/14/2020		J		4,641,711	D	$4,641,711	1,191,623	I	By Prudential Annuities Life Assurance Corporation
4.02% Senior Notes, Series R, due October 16, 2026	04/14/2020		J		2,901,070	D	$2,901,070	$744,763	I[(2)]	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:

1. These notes are owned directly by Prudential Retirement Insurance and Annuity Company, a less than ten percent owner of a class, and indirectly owned by Prudential Financial, Inc., its parent holding company.
2. These notes are owned directly by The Prudential Insurance Company of America, a ten percent owner of a class, and indirectly owned by Prudential Financial, Inc., its parent holding company.

Prudential Financial, Inc. By:/s/ Richard Baker, Second Vice President	04/15/2020
The Prudential Insurance Company of America By:/s/Brian Lemons, Vice President	04/15/2020
Prudential Retirement Insurance and Annuity Company, By PGIM, Inc., as investment manager By:/s/Brian Lemons, Vice President	04/15/2020
** 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.