

ClearBridge Energy MLP Opportunity Fund Inc.  
Form N-Q  
October 25, 2013

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

**FORM N-Q**

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number 811-22546

ClearBridge Energy MLP Opportunity Fund Inc.  
(Exact name of registrant as specified in charter)

620 Eighth Avenue, 49th Floor, New York, NY  
(Address of principal executive offices)

10018  
(Zip code)

Robert I. Frenkel, Esq.

Legg Mason & Co., LLC

100 First Stamford Place

Stamford, CT 06902  
(Name and address of agent for service)

Registrant's telephone number, including area code: 1-888-777-0102

Date of fiscal year end: November 30

Date of reporting period: August 31, 2013

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ITEM 1. SCHEDULE OF INVESTMENTS

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**CLEARBRIDGE ENERGY MLP OPPORTUNITY FUND INC.**

FORM N-Q

AUGUST 31, 2013

## CLEARBRIDGE ENERGY MLP OPPORTUNITY FUND INC.

Schedule of investments (unaudited)

August 31, 2013

SECURITY	SHARES/UNITS	VALUE
MASTER LIMITED PARTNERSHIPS 145.9%		
Crude/Refined Products Pipelines 4.7%		
Kinder Morgan Energy Partners LP	403,822	\$ 32,935,722
Diversified Energy Infrastructure 50.6%		
Energy Transfer Equity LP	614,600	39,537,218
Energy Transfer Partners LP	827,887	42,445,766
Enterprise Products Partners LP	1,350,880	80,269,290
Genesis Energy LP	765,290	37,246,664
Inergy Midstream LP	360,229	8,371,722
Kinder Morgan Management LLC	804,358	64,219,945
ONEOK Partners LP	173,380	8,597,914
Regency Energy Partners LP	1,067,970	28,867,229
Williams Partners LP	931,520	45,951,882
<i>Total Diversified Energy Infrastructure</i>		<i>355,507,630</i>
Exploration & Production 0.1%		
Eagle Rock Energy Partners LP	69,099	424,959
Gathering/Processing 34.6%		
Access Midstream Partners LP	668,190	30,476,146
Crestwood Midstream Partners LP	387,880	10,061,607
Crosstex Energy LP	495,100	9,268,272
DCP Midstream Partners LP	923,889	44,282,000
EQT Midstream Partners LP	323,140	15,475,175
MarkWest Energy Partners LP	861,720	57,554,279
PVR Partners LP	37,043	859,768
Southcross Energy Partners LP	250,430	4,710,588
Targa Resources Partners LP	1,123,930	54,915,220
Western Gas Partners LP	256,330	15,159,356
<i>Total Gathering/Processing</i>		<i>242,762,411</i>
Liquids Transportation & Storage 38.0%		
Buckeye Partners LP	304,376	21,306,320
Calumet Specialty Products Partners LP	129,730	3,965,846
Delek Logistics Partners LP	327,640	9,698,144
Enbridge Energy Partners LP	590,044	17,595,112
Global Partners LP	171,310	5,788,565
Holly Energy Partners LP	320,220	11,377,417
Magellan Midstream Partners LP	779,650	42,303,809
MPLX LP	299,510	10,692,507
NuStar Energy LP	345,255	14,400,586
NuStar GP Holdings LLC	123,090	2,916,002
Oiltanking Partners LP	325,000	15,762,500
Plains All American Pipeline LP	1,219,820	61,674,099
Sunoco Logistics Partners LP	235,450	15,125,308
Susser Petroleum Partners LP	200,506	6,205,661
Tesoro Logistics LP	176,000	9,433,600
TransMontaigne Partners LP	205,160	8,487,469
World Point Terminals LP	500,010	10,050,201*

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<i>Total Liquids Transportation &amp; Storage</i>		266,783,146
Natural Gas Transportation & Storage 6.1%		
Boardwalk Pipeline Partners LP	1,050,000	31,563,000
TC Pipelines LP	230,000	11,113,600
<i>Total Natural Gas Transportation &amp; Storage</i>		42,676,600
Oil/Refined Products 3.2%		
Rose Rock Midstream LP	682,629	22,301,489(a)
Propane 1.3%		
Inergy LP	392,900	5,398,446

*See Notes to Schedule of Investments.*

**CLEARBRIDGE ENERGY MLP OPPORTUNITY FUND INC.**

Schedule of investments (unaudited) (cont d)

August 31, 2013

SECURITY	SHARES/UNITS	VALUE
Propane continued		
Suburban Propane Partners LP	92,558 \$	4,239,156
<i>Total Propane</i>		<i>9,637,602</i>
Shipping 7.3%		
KNOT Offshore Partners LP	475,560	11,437,218
Teekay LNG Partners LP	113,870	4,791,650
Teekay Offshore Partners LP	1,108,182	35,206,942
<i>Total Shipping</i>		<i>51,435,810</i>
TOTAL INVESTMENTS 145.9% (Cost \$721,172,550#)		1,024,465,369
Liabilities in Excess of Other Assets (45.9)%		(322,298,587)
TOTAL NET ASSETS 100.0%	\$	702,166,782

\* Non-income producing security.

(a) In this instance, as defined in the Investment Company Act of 1940, an Affiliated Company represents Fund ownership of at least 5% of the outstanding voting securities of an issuer. At August 31, 2013, the total market value of Affiliated Companies was \$22,301,489, and the cost was \$14,634,343 (See Note 4).

# Aggregate cost for federal income tax purposes is substantially the same.

*See Notes to Schedule of Investments.*

**Notes to schedule of investments (unaudited)**

**1. Organization and significant accounting policies**

ClearBridge Energy MLP Opportunity Fund Inc. (the Fund) was incorporated in Maryland on April 5, 2011 and is registered as a non-diversified, closed-end management investment company under the Investment Company Act of 1940, as amended (the 1940 Act). The Board of Directors authorized 100 million shares of \$0.001 par value common stock. The Fund's investment objective is to provide long-term investors a high level of total return with an emphasis on cash distributions. The Fund seeks to achieve its objective by investing primarily in master limited partnerships (MLPs) in the energy sector. There can be no assurance that the Fund will achieve its investment objective.

Under normal market conditions, the Fund will invest at least 80% of its managed assets in MLPs in the energy sector (the 80% policy). For purposes of the 80% policy, the Fund considers investments in MLPs to include investments that offer economic exposure to public and private MLPs in the form of equity securities of MLPs, securities of entities holding primarily general partner or managing member interests in MLPs, securities that are derivatives of interests in MLPs, including I-Shares, and debt securities of MLPs. Entities in the energy sector are engaged in the business of exploring, developing, producing, gathering, transporting, processing, storing, refining, distributing, mining or marketing of natural gas, natural gas liquids (including propane), crude oil, refined petroleum products or coal.

The following are significant accounting policies consistently followed by the Fund and are in conformity with U.S. generally accepted accounting principles (GAAP).

**(a) Investment valuation.** Equity securities for which market quotations are available are valued at the last reported sales price or official closing price on the primary market or exchange on which they trade. The valuations for fixed income securities (which may include, but are not limited to, corporate, government, municipal, mortgage-backed, collateralized mortgage obligations and asset-backed securities) and certain derivative instruments are typically the prices supplied by independent third party pricing services, which may use market prices or broker/dealer quotations or a variety of valuation techniques and methodologies. The independent third party pricing services use inputs that are observable such as issuer details, interest rates, yield curves, prepayment speeds, credit risks/spreads, default rates and quoted prices for similar securities. Short-term fixed income securities that will mature in 60 days or less are valued at amortized cost, unless it is determined that using this method would not reflect an investment's fair value. If independent third party pricing services are unable to supply prices for a portfolio investment, or if the prices supplied are deemed by the manager to be unreliable, the market price may be determined by the manager using quotations from one or more broker/dealers or at the transaction price if the security has recently been purchased and no value has yet been obtained from a pricing service or pricing broker. When reliable prices are not readily available, such as when the value of a security has been significantly affected by events after the close of the exchange or market on which the security is principally traded, but before the Fund calculates its net asset value, the Fund values these securities as determined in accordance with procedures approved by the Fund's Board of Directors.

The Board of Directors is responsible for the valuation process and has delegated the supervision of the daily valuation process to the Legg Mason North American Fund Valuation Committee (the Valuation Committee). The Valuation Committee, pursuant to the policies adopted by the Board of Directors, is responsible for making fair value determinations, evaluating the effectiveness of the Fund's pricing policies, and reporting to the Board of Directors. When determining the reliability of third party pricing information for investments owned by the Fund, the Valuation Committee, among other things, conducts due diligence reviews of pricing vendors, monitors the daily change in prices and reviews transactions among market participants.

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The Valuation Committee will consider pricing methodologies it deems relevant and appropriate when making fair value determinations. Examples of possible methodologies include, but are not limited to, multiple of earnings; discount from market of a similar freely traded security; discounted cash-flow analysis; book value or a multiple thereof; risk premium/yield analysis; yield to maturity; and/or fundamental investment analysis. The Valuation Committee will also consider factors it deems relevant and appropriate in light of the facts and circumstances. Examples of possible factors include, but are not limited to, the type of security; the issuer's financial statements; the purchase price of the security; the discount from market value of unrestricted securities of the same class at the time of purchase; analysts' research and observations from financial institutions; information regarding any transactions or offers with respect to the security; the existence of merger proposals or tender offers affecting the security; the price and extent of public trading in similar securities of the issuer or comparable companies; and the existence of a shelf registration for restricted securities.



**Notes to schedule of investments (unaudited) (continued)**

For each portfolio security that has been fair valued pursuant to the policies adopted by the Board of Directors, the fair value price is compared against the last available and next available market quotations. The Valuation Committee reviews the results of such back testing monthly and fair valuation occurrences are reported to the Board of Directors quarterly.

The Fund uses valuation techniques to measure fair value that are consistent with the market approach and/or income approach, depending on the type of security and the particular circumstance. The market approach uses prices and other relevant information generated by market transactions involving identical or comparable securities. The income approach uses valuation techniques to discount estimated future cash flows to present value.

GAAP establishes a disclosure hierarchy that categorizes the inputs to valuation techniques used to value assets and liabilities at measurement date. These inputs are summarized in the three broad levels listed below:

- Level 1 quoted prices in active markets for identical investments
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