

CLEARBRIDGE AMERICAN ENERGY MLP FUND INC.

Form 3

August 03, 2015

FORM 3

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

OMB APPROVAL

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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 Person * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â AMERICAN INTERNATIONAL GROUP INC | | | (Month/Day/Year) | CLEARBRIDGE AMERICAN ENERGY MLP FUND INC. [CBA] | |
| (Last) | (First) | (Middle) | 07/23/2015 | | |
| 175 WATER STREET | | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| NEW YORK,Â NYÂ 10038 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) See Remarks section | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|---|--|
| Series A Mandatory Redeemable Preferred Stock | 100 | I | Held through subsidiaries <u>(1)</u> |
| Series B Mandatory Redeemable Preferred Stock | 400 | I | Held through subsidiaries <u>(2)</u> |

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

SEC 1473 (7-02)

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

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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: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|---------------------|
| | Director | 10% Owner | Officer | Other |
| AMERICAN INTERNATIONAL GROUP INC 175 WATER STREET NEW YORK, NY 10038 | Â | Â | Â | See Remarks section |

Signatures

/s/ Geoffrey Cornell, Authorized Person 08/03/2015

__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).
- (1) Lexington Insurance Company ("Lexington"), United Guaranty Mortgage Indemnity Company ("UGMIC") and The United States Life Insurance Company in the City of New York, each an indirectly wholly owned subsidiary of American International Group, Inc. ("AIG"), directly hold 32 shares, 1 share and 67 shares, respectively, of the Series A Mandatory Redeemable Preferred Stock.
- (2) American General Life Insurance Company, also an indirectly wholly owned subsidiary of AIG, and Lexington and UGMIC directly hold 266 shares, 130 shares and 4 shares, respectively, of the Series B Mandatory Redeemable Preferred Stock.

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Remarks:

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

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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