

PRUDENTIAL FINANCIAL INC

Form 4

October 18, 2018

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).**STATEMENT OF CHANGES IN 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 *
PRUDENTIAL FINANCIAL INC2. Issuer Name **and** Ticker or Trading
Symbol
TORTOISE MLP FUND, INC.
[NTG]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

751 BROAD ST

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/16/2018____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

NEWARK, NJ 07102

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)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)
Series G Mandatory Redeemable Preferred Stock	10/16/2018		P	880,000 A \$ 25	880,000	I ⁽¹⁾	By The Prudential Insurance Company of America, a wholly-ow subsidiary the Report Person
3.79% Senior Notes, Series	10/16/2018		P	10,500,000 A \$ 10,500,000	\$ 10,500,000	I	By The Prudential Insurance

P, due
October 16,
2023

3.79%
Senior
Notes, Series
P, due
October 16,
2023

10/16/2018

P

9,500,000

A

\$ 9,500,000

\$ 9,500,000 I

Company of
America, a
wholly-own
subsidiary
the Report
Person

By The
Prudential
Insurance
Company of
a
wholly-own
subsidiary
the Report
Person

3.97%
Senior
Notes, Series
Q, due
October 16,
2025

10/16/2018

P

7,500,000

A

\$ 7,500,000

\$ 7,500,000 I

By Pruden
Arizona
Reinsurance
Term
Company,
wholly-own
subsidiary
the Report
Person

3.97%
Senior
Notes, Series
Q, due
October 16,
2025

10/16/2018

P

7,500,000

A

\$ 7,500,000

\$ 7,500,000 I

By The
Prudential
Insurance
Company of
America, a
wholly-own
subsidiary
the Report
Person

4.02%
Senior
Notes, Series
R, due
October 16,
2026

10/16/2018

P

8,000,000

A

\$ 8,000,000

\$ 8,000,000 I

By Pruden
Annuities I
Assurance
Corporation

4.02%
Senior
Notes, Series
R, due
October 16,
2026

10/16/2018

P

5,000,000

A

\$ 5,000,000

\$ 5,000,000 I

By The
Prudential
Insurance
Company of
America, a
wholly-own
subsidiary
the Report
Person

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
PRUDENTIAL FINANCIAL INC 751 BROAD ST NEWARK, NJ 07102	X
PRUDENTIAL INSURANCE CO OF AMERICA 751 BROAD STREET NEWARK, NJ 07102	X

Signatures

Prudential Financial, Inc. By: /s/Hillary Lorenzo, Vice President	10/18/2018
**Signature of Reporting Person	Date
The Prudential Insurance Company of America By: /s/Christopher Halloran, Vice President	10/18/2018
**Signature of Reporting Person	Date

Explanation of Responses:

- * 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).
- (1) Preferred stock 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.

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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