

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>AMERICAN INTERNATIONAL GROUP INC</u>  (Last) (First) (Middle) 175 WATER STREET  (Street) NEW YORK NY 10038  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ClearBridge MLP &amp; Midstream Fund Inc.</u> [ CEM ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) 03/25/2020	

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			
3.46% Senior Secured Notes Series I due 6/11/2025	03/25/2020		J <sup>(1)</sup>		257,352.94	D	\$265,072.38	\$952,992.55	I <sup>(2)</sup>	Held through subsidiaries
3.56% Senior Secured Notes Series J due 6/11/2027	03/25/2020		J <sup>(1)</sup>		686,274.51	D	\$707,057.94	\$2,541,313.47	I <sup>(3)</sup>	Held through subsidiaries
3.76% Senior Secured Notes Series K due 6/11/2030	03/25/2020		J <sup>(1)</sup>		943,627.45	D	\$972,749.89	\$3,494,306.02	I <sup>(4)</sup>	Held through subsidiaries

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					

1. Name and Address of Reporting Person\*

AMERICAN INTERNATIONAL GROUP INC

(Last) (First) (Middle)  
175 WATER STREET

(Street)  
NEW YORK NY 10038

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

AMERICAN GENERAL LIFE INSURANCE CO

(Last) (First) (Middle)  
2727-A ALLEN PARKWAY

(Street)  
HOUSTON TX 77019

(City) (State) (Zip)

(City)

(State)

(Zip)

**Explanation of Responses:**

1. The reported disposition was pursuant to a partial prepayment by the issuer at a price equal to the face value of the prepaid securities, plus accrued and unpaid interest, plus a pro rata portion of the make-whole amount with respect to the principal, calculated in accordance with the note purchase agreement, dated as of June 11, 2015.
2. American General Life Insurance Company ("AGLIC") and The Variable Annuity Life Insurance Company ("VALIC"), each an indirect wholly owned subsidiary of American International Group, Inc. ("AIG"), directly hold \$635,328.36 principal amount and \$317,664.19 principal amount, respectively, of the 3.46% Senior Secured Notes, Series I, due June 11, 2025 (the "Series I Notes"). AIG is an indirect beneficial owner of the Series I Notes.
3. AGLIC directly holds \$2,541,313.47 principal amount of the 3.56% Senior Secured Notes, Series J, due June 11, 2027 (the "Series J Notes"). AIG is an indirect beneficial owner of the Series J Notes.
4. AGLIC and The United States Life Insurance Company in The City of New York directly hold \$2,350,714.96 principal amount and \$1,143,591.06 principal amount, respectively, of the 3.76% Senior Secured Notes, Series K, due June 11, 2030 (the "Series K Notes"). AIG is an indirect beneficial owner of the Series K Notes.

**Remarks:**

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

/s/ Geoffrey N. Cornell,  
Authorized Signatory of  
American International Group, 03/26/2020  
Inc.

/s/ Julie A. Cotton Heame,  
Authorized Signatory of  
American General Life 03/26/2020  
Insurance Company.

\*\* 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.**