

PRUDENTIAL INSURANCE CO OF AMERICA

Form 4

September 26, 2017

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

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).

**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 INC

2. Issuer Name **and** Ticker or Trading
Symbol

TORTOISE ENERGY
INFRASTRUCTURE CORP [TYG]

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)

09/25/2017

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

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

NEWARK, NJ 07102

(City) (State) (Zip)

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		
3.33% Senior Notes, Series PP, due September 25, 2027	09/25/2017		P		12,000,000	A	\$ 12,000,000	\$ 12,000,000	I <u>(1)</u>
									By The Prudential Insurance Company of America, a wholly-owned subsidiary of the Reporting Person
3.33% Senior Notes,	09/25/2017		P		12,000,000	A	\$ 12,000,000	\$ 12,000,000	I <u>(2)</u>
									By The Gibraltar Life Insurance Co

Series PP,
due
September
25, 2027

3.33%

Senior

Notes,

Series PP, 09/25/2017

due

September

25, 2027

P 1,000,000 A \$ 1,000,000 \$ 1,000,000 I ⁽³⁾

Ltd., a
wholly-owned
subsidiary of
the Reporting
Person

By Prudential
Retirement
Insurance and
Annuity
Company, a
wholly-owned
subsidiary of
the Reporting
P

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

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 control number.

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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				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

X

Reporting Owners

NEWARK, NJ 07102

Signatures

Prudential Financial, Inc. BY: /s/ Richard Baker, Second Vice President

09/26/2017

__Signature of Reporting Person

Date

The Prudential Insurance Company of America By: /s/ Christopher Halloran, Vice President

09/26/2017

__Signature of Reporting Person

Date

The Gibraltar Life Insurance Co., Ltd. By: Prudential Investment Management Japan Co., Ltd., as Investment Manager By: PGIM, Inc., as Sub-Advisor By: /s/ Christopher Halloran, Vice President

09/26/2017

__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) 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.
- (2) These notes are owned directly by The Gibraltar Life Insurance Co., Ltd., a ten percent owner of a class, and indirectly owned by Prudential Financial, Inc., its parent holding company.
- (3) 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.

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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