

ADAMS P. BRADLEY
Form 5
January 12, 2018

FORM 5

**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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
ADAMS P. BRADLEY

2. Issuer Name and Ticker or Trading Symbol
TORTOISE POWER & ENERGY INFRASTRUCTURE FUND INC [TPZ]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
CEO & Princ Financial Officer

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
11/30/2017

11550 ASH STREET, SUITE 300
(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting
(check applicable line)

LEAWOOD, KS 66211

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Shares | 12/01/2016 | Â | L | 6.1 ⁽¹⁾ / ₍₂₎ A \$ 21.52 | 1,119.01 ⁽¹⁾ / ₍₂₎ | I | By adult child living at home at time of transaction |
| Common Shares | 01/03/2017 | Â | L | 5.82 ⁽¹⁾ / ₍₂₎ A \$ 22.69 | 1,119.01 ⁽¹⁾ / ₍₂₎ | I | By adult child living at home at |

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| | | | | | | | | | time of transaction |
|---------------|------------|---|---|---------------------------------------|---|----------|---------------------------------------|---|--|
| Common Shares | 02/01/2017 | Â | L | <u>5.79</u> <small>(1) (2)</small> | A | \$ 22.92 | <u>1,119.01</u> <small>(2)</small> | I | By adult child living at home at time of transaction |
| Common Shares | 03/01/2017 | Â | L | <u>5.88</u> <small>(1) (2)</small> | A | \$ 22.71 | <u>1,119.01</u> <small>(2)</small> | I | By adult child living at home at time of transaction |
| Common Shares | 04/03/2017 | Â | L | <u>6.07</u> <small>(1) (2)</small> | A | \$ 22.11 | <u>1,119.01</u> <small>(2)</small> | I | By adult child living at home at time of transaction |
| Common Shares | 05/01/2017 | Â | L | <u>6.05</u> <small>(1) (2)</small> | A | \$ 22.33 | <u>1,119.01</u> <small>(2)</small> | I | By adult child living at home at time of transaction |
| Common Shares | 07/03/2017 | Â | L | <u>6.46</u> <small>(1) (2)</small> | A | \$ 21.02 | <u>1,119.01</u> <small>(2)</small> | I | By adult child living at home at time of transaction |
| Common Shares | 08/01/2017 | Â | L | <u>6.41</u> <small>(1) (2)</small> | A | \$ 21.31 | <u>1,119.01</u> <small>(2)</small> | I | By adult child living at home at time of transaction |
| Common Shares | 09/01/2017 | Â | L | <u>6.78</u> <small>(1) (2)</small> | A | \$ 20.25 | <u>1,119.01</u> <small>(2)</small> | I | By adult child living at home at time of transaction |
| Common Shares | 10/02/2017 | Â | L | <u>6.49</u> <small>(1) (2)</small> | A | \$ 21.3 | <u>1,119.01</u> <small>(2)</small> | I | By adult child living at home at time of transaction |
| Common Shares | 11/01/2017 | Â | L | <u>6.85</u> <small>(1) (2)</small> | A | \$ 20.28 | <u>1,119.01</u> <small>(2)</small> | I | By adult child living at home at time of |

| | | | | | | | | | | |
|---------------|---|---|---|---|---|---|-----------------|---|---|-------------|
| Common Shares | ^ | ^ | ^ | ^ | ^ | ^ | 1,805.41 (3) | D | ^ | transaction |
|---------------|---|---|---|---|---|---|-----------------|---|---|-------------|

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.

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(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. of D S B O E I S F I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------------------------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|---------------------------------|
| | Director | 10% Owner | Officer | Other |
| ADAMS P. BRADLEY 11550 ASH STREET SUITE 300 LEAWOOD, KS 66211 | ^ | ^ | ^ | CEO & Princ Financial Officer ^ |

Signatures

P. Bradley
Adams
01/12/2018

__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) Automatic reinvestment of distribution by broker not made at the TPZ dividend reinvestment plan price. This transaction is being reported on Form 5 pursuant to Rule 16a-6.
- (2) Transaction reported occurred while reporting person had a reportable beneficial interest, but subsequent to the fiscal year-end for which this filing is made, these shares are held by adult child no longer living at home and the reporting person no longer has a reportable beneficial interest and disclaims beneficial ownership.

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(3) Includes 119.93 shares acquired under the TPZ dividend reinvestment plan.

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