

TORTOISE POWER & ENERGY INFRASTRUCTURE FUND INC  
 Form 5  
 January 11, 2016

**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)  
 Chief Executive Officer

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 11/30/2015

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
|                                 |                                      |  |                                | (A) or (D) Amount Price   |  |  |   |
| Common Shares                   | 12/01/2014                           | ^  | L                              | 4.23 (1) A \$ 26.7  | 2,514.69 (2)   | D  | ^   |
| Common Shares                   | 01/02/2015                           | ^  | L                              | 4.4 (1) A \$ 25.79  | 2,514.69 (2)   | D  | ^   |
| Common Shares                   | 02/02/2015                           | ^  | L                              | 4.43 (1) A \$ 25.74   | 2,514.69 (2)   | D  | ^   |
| Common Shares                   | 03/02/2015                           | ^  | L                              | 4.34 A \$ 26.4  | 2,514.69 (2)   | D  | ^   |

| Shares        |            |   |                   | <sup>(1)</sup>      |   |          |                         |   |   |
|---------------|------------|---|-------------------|---------------------|---|----------|-------------------------|---|---|
| Common Shares | 04/01/2015 | Â | L                 | 4.76 <sup>(1)</sup> | A | \$ 26.61 | 2,514.69 <sup>(2)</sup> | D | Â |
| Common Shares | 04/20/2015 | Â | S4 <sup>(3)</sup> | 2                   | D | \$ 28.34 | 2,514.69 <sup>(2)</sup> | D | Â |
| Common Shares | 05/01/2015 | Â | L                 | 4.5 <sup>(1)</sup>  | A | \$ 28.3  | 2,514.69 <sup>(2)</sup> | D | Â |
| Common Shares | 06/01/2015 | Â | L                 | 4.75 <sup>(1)</sup> | A | \$ 26.97 | 2,514.69 <sup>(2)</sup> | D | Â |
| Common Shares | 07/01/2015 | Â | L                 | 5.48 <sup>(1)</sup> | A | \$ 23.46 | 2,514.69 <sup>(2)</sup> | D | Â |
| Common Shares | 08/03/2015 | Â | L                 | 5.34 <sup>(1)</sup> | A | \$ 24.25 | 2,514.69 <sup>(2)</sup> | D | Â |
| Common Shares | 09/01/2015 | Â | L                 | 6.14 <sup>(1)</sup> | A | \$ 21.2  | 2,514.69 <sup>(2)</sup> | D | Â |
| Common Shares | 10/01/2015 | Â | L                 | 6.91 <sup>(1)</sup> | A | \$ 18.96 | 2,514.69 <sup>(2)</sup> | D | Â |
| Common Shares | 11/02/2015 | Â | L                 | 6.3 <sup>(1)</sup>  | A | \$ 20.94 | 2,514.69 <sup>(2)</sup> | D | Â |

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

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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 Se B O E Is Fi (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

Â Â Â Chief Executive Officer Â

## Signatures

P. Bradley  
Adams 01/11/2016

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 Tortoise Power and Energy Infrastructure Fund, Inc. dividend reinvestment plan price. This transaction is being reported on Form 5 pursuant to Rule 16a-6.
- (2) Includes 166.21 shares acquired under the Tortoise Power and Energy Infrastructure Fund, Inc. dividend reinvestment plan.
- (3) Non-discretionary transaction; transaction by reporting person's investment adviser in account over which reporting person has no discretion.

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