

ClearBridge Energy MLP Opportunity Fund Inc.
Form SC 13G
April 10, 2015

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

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No.)*

CLEARBRIDGE ENERGY MLP OPPORTUNITY FUND INC.

(Name of Issuer)

Mandatory Redeemable Preferred Stock

(Title of Class of Securities)

18469P 3#5

18469P 2#6

(CUSIP Number)

March 26, 2015

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☒ Rule 13d-1(b)

☐ Rule 13d-1(c)

☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (" Act ") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 18469P 3#5, 18469 2#6

1 NAMES OF REPORTING PERSONS

2 The Guardian Life Insurance Company of America
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

3 (a) " (b) "
SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

New York
NUMBER OF 5 SOLE VOTING POWER
SHARES
BENEFICIALLY 60
6 SHARED VOTING POWER
OWNED BY
EACH 7 SOLE DISPOSITIVE POWER
REPORTING
PERSON 60
8 SHARED DISPOSITIVE POWER

WITH:

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 60
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 ..
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.57%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IC

Item 1(a) Name of issuer: **ClearBridge Energy MLP Opportunity Fund Inc.**

Item 1(b) Address of issuer's principal executive offices:

ClearBridge Energy MLP Opportunity Fund Inc.

c/o Legg Mason Inc.

620 Eighth Avenue

New York, New York 10018

2(a) Name of person filing: **The Guardian Life Insurance Company of America**

2(b) Address or principal business office or, if none, residence:

7 Hanover Square

New York, NY 10004

2(c) Citizenship: **New York**

2(d) Title of class of securities: **Mandatory Redeemable Preferred Stock**

2(e) CUSIP No.: 18469P 3#5 Mandatory Redeemable Preferred Stock, Series B, 18469P 2#6 Mandatory Redeemable Preferred Stock, Series A

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);

(b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);

(c) ☒ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);

(d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);

(e) ☐ An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);

(f) ☐ An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);

(g) ☐ A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);

(h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j) ☐ A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);

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(k) ☐ Group, in accordance with §240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution:_____

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned: **60**

(b) Percent of class: **8.57%**

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote **60**

(ii) Shared power to vote or to direct the vote **0**.

(iii) Sole power to dispose or to direct the disposition of **60**

(iv) Shared power to dispose or to direct the disposition of **0**.

Instruction. For computations regarding securities which represent a right to acquire an underlying security *see* §240.13d-3(d)(1).

Item 5. Ownership of 5 Percent or Less of a Class. If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following [].

Item 6. Ownership of More than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: April 10, 2015

By: /s/ Brian Keating
Name: Brian Keating
Title: Managing Director