

ADAMS P. BRADLEY  
Form 5  
January 13, 2012

# FORM 5

OMB APPROVAL

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

OMB Number: 3235-0362

Expires: January 31, 2005

Estimated average burden hours per response... 1.0

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

(Last) (First) (Middle)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
11/30/2011

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

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

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

11550 ASH STREET, SUITE 300

(Street)

LEAWOOD, KS 66211

(City) (State) (Zip)

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

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)
				Amount (A)	Price (D)			
Common Shares	05/02/2011		L	3,585 <u>(1)</u>	\$ 25.59	2,017.265	D	
Common Shares	06/01/2011		L	3,654 <u>(1)</u>	\$ 25.23	2,017.265	D	
Common Shares	07/01/2011		L	3,727 <u>(1)</u>	\$ 24.86	2,017.265	D	
Common Shares	08/01/2011		L	3,881	\$	2,017.265	D	

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Shares				<u>(1)</u>		23.99			
Common Shares	09/01/2011	Â	L	<u>3.851</u> (1)	A	\$ 24.3	2,017.265	D	Â
Common Shares	10/03/2011	Â	L	<u>4.212</u> (1)	A	\$ 22.33	2,017.265	D	Â
Common Shares	11/01/2011	Â	L	<u>3.981</u> (1)	A	\$ 23.76	2,017.265	D	Â

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

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SEC 2270  
(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. Amount or Number of Shares
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## 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 Financial Officer	Â

## Signatures

/s/ P. Bradley  
Adams

01/11/2012

\*\*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 participating in the Tortoise Power and Energy Infrastructure Fund, Inc. dividend reinvestment plan. This transaction is being reported on Form 5 pursuant to Rule 16a-6.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.