TORTOISE PIPELINE & ENERGY FUND, INC. Form SC 13G/A February 17, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Tortoise Pipeline & Energy Fund, Inc.

(Name of Issuer)

Common Stock (Title of Class of Securities)

89148H108

(CUSIP Number)

December 31, 2014 (Date of Event Which Requires Filing of this Statement)

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

x Rule 13d-1(b)

o Rule 13d-1(c)

o 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. 89148H108	SCHEDULE 13G/A	Page 2 of 15 Pages
NAME OF REPORT Guggenheim Capital CHECK THE APPR Instructions) (a) o (b) o SEC USE ONLY 3		ROUP (See
CITIZENSHIP OR F 4 Delaware	PLACE OF ORGANIZATION	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON	5 SOLE VOTING POW 5 O 5 SHARED VOTING P 5 851,819 5 SOLE DISPOSITIVE 7 O	OWER
9	0 SHARED DISPOSITI 8 851,819 ENEFICIALLY OWNED BY EACH REP	
851,819 10 CHECK IF THE AGGREGA	TE AMOUNT IN ROW (9) EXCLUDES (CERTAIN SHARES (See Instructions)

0

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

8.50%

12

CUSIP No. 89148H	1108 SCHED	ULE 13G/A	Page 3 of 15 Pages
1 Guggenheim		IF A MEMBER OF A GROUP (See	
CITIZENSH 4 Delaware	IP OR PLACE OF ORG	ANIZATION	
NUMBER OF SHARES BENEFICIALL OWNED BY EACH REPORTING PERSON	Y 6	SOLE VOTING POWER 0 SHARED VOTING POWER 851,819 SOLE DISPOSITIVE POWER	
WITH 9	8	0 SHARED DISPOSITIVE POWE 851,819	
AGGREGATE AMO 851,819	UNT BENEFICIALLY (OWNED BY EACH REPORTING P	ERSON
10 CHECK IF THE AGO	GREGATE AMOUNT IN	N ROW (9) EXCLUDES CERTAIN	SHARES (See Instructions)

o 11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.50%

12

CUSIP No. 89148H108		SCHEDU	SCHEDULE 13G/A	
1	GI Holdco II, LL			
2	CHECK THE AP Instructions) (a) o (b) o	PROPRIATE BOX I	F A MEMBER OF A GROUP (See	
3	SEC USE ONLY			
4	CITIZENSHIP O Delaware	R PLACE OF ORGA	NIZATION	
BI	NUMBER OF SHARES ENEFICIALLY OWNED BY EACH REPORTING PERSON	5 6 7 8	SOLE VOTING POWER 0 SHARED VOTING POWER 851,819 SOLE DISPOSITIVE POWER 0 SHARED DISPOSITIVE POWE 851,819	ER
-	EGATE AMOUNT	' BENEFICIALLY O	WNED BY EACH REPORTING F	PERSON
851,819 10)			

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

0

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

8.50%

12

CUSIP No. 89148H108 SCHEDULE 13G/A		LE 13G/A	Page 5 of 15 Pages	
1	GI Holdco, LLC CHECK THE API	RTING PERSONS PROPRIATE BOX II	F A MEMBER OF A GROUP (See	
	Instructions) (a) o (b) o			
3	SEC USE ONLY			
4	CITIZENSHIP OF Delaware	R PLACE OF ORGA	NIZATION	
N	UMBER OF SHARES	5	SOLE VOTING POWER 0 SHARED VOTING POWER	
C R	NEFICIALLY WNED BY EACH EPORTING PERSON	6 7	851,819 SOLE DISPOSITIVE POWER	
WITH		8	0 SHARED DISPOSITIVE POWE	R
9 AGGREG	GATE AMOUNT		851,819 WNED BY EACH REPORTING F	PERSON
851,819		BENEFICIALE I U		LIGUN
10				

10

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

0

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.50%

12

CUSIP No. 89148H108	SCHEDULE 13	3G/A Page 6	of 15 Pages			
1	ORTING PERSONS	nt Holdingo II C				
SEC USE ONLY	[
CITIZENSHIP (4 Delaware	OR PLACE OF ORGANIZA	TION				
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON	5 0 SHA 6 851	LE VOTING POWER ARED VOTING POWER ,819 LE DISPOSITIVE POWER				
WITH 9	0 SHA 8	ARED DISPOSITIVE POWER ,819 D BY EACH REPORTING PERSON	J			
851,819	I DENERICIALE I OWNER	J BT EACH KEI OKTING TEKSON	۷ ۱			
10 CHECK IF THE AGGRE	GATE AMOUNT IN ROW	(9) EXCLUDES CERTAIN SHARE	S (See Instructions)			

0

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.50%

12

CUSIP No. 89148H108		SCHEDU	LE 13G/A	Page 7 of 15 Pages	
1 2 3	Guggenheim Fund	RTING PERSONS ls Services Holdings, PROPRIATE BOX II	LLC F A MEMBER OF A GROUP (See	;	
4	CITIZENSHIP OF Delaware	R PLACE OF ORGA	NIZATION		
B) WITH 9		5 6 7 8 BENEFICIALLY O	SOLE VOTING POWER 0 SHARED VOTING POWER 851,819 SOLE DISPOSITIVE POWER 0 SHARED DISPOSITIVE POWE 851,819 WNED BY EACH REPORTING F		
851,819 10 CHECH		GATE AMOUNT IN	ROW (9) EXCLUDES CERTAIN	SHARES (See Instructions)	

0

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.50%

12

CUSIP No. 89148H108 SO		SCHEDU	LE 13G/A	Page 8 of 15 Pages
1	NAME OF REPOI Guggenheim Fund CHECK THE APF Instructions) (a) o (b) o SEC USE ONLY	s Services, LLC	F A MEMBER OF A GROUP (See	
4	CITIZENSHIP OR Delaware	PLACE OF ORGA	NIZATION	
BE (UMBER OF SHARES NEFICIALLY OWNED BY EACH EPORTING PERSON	5 6 7 8	SOLE VOTING POWER 0 SHARED VOTING POWER 851,819 SOLE DISPOSITIVE POWER 0 SHARED DISPOSITIVE POWE 851,819	R
9 AGGRE	GATE AMOUNT	BENEFICIALLY O'	851,819 WNED BY EACH REPORTING P	ERSON
851,819				
10 CHECK	IF THE AGGREG	ATE AMOUNT IN	ROW (9) EXCLUDES CERTAIN	SHARES (See Instructions)

0

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.50%

12

CUSIP No. 89148H108		SCHEDU	JLE 13G/A	Page 9 of 15 Pages	
1		PRTING PERSONS ds Distributors, LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) o (b) o				
3	SEC USE ONLY				
4	CITIZENSHIP O Delaware	R PLACE OF ORGA	ANIZATION		
B WITH 9 AGGR	EGATE AMOUNT	5 6 7 8 BENEFICIALLY O	SOLE VOTING POWER 0 SHARED VOTING POWER 851,819 SOLE DISPOSITIVE POWER 0 SHARED DISPOSITIVE POWE 851,819 WNED BY EACH REPORTING F		
851,819 10 CHECI		SATE AMOUNT IN	ROW (9) EXCLUDES CERTAIN	SHARES (See Instructions)	
CHEC			KOW ()) EACLODES CERTAIN	STRACES (See Instructions)	

o 11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

8.50%

12

IA & BD

CUSIP No. 89148H108

SCHEDULE 13G/A