

OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>Athene Holding Ltd</u> _____ (Last) (First) (Middle) <u>96 PITTS BAY ROAD</u> _____ (Street) <u>PEMBROKE D0 HM08</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TORTOISE ENERGY INFRASTRUCTURE CORP [TYG]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) _____ Other (specify below) _____
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/23/2014</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Series C Mandatory Redeemable Preferred Stock	06/23/2014		J ⁽¹⁾		250,000	A	\$0.00 ⁽¹⁾	250,000	I	See footnote ⁽¹⁾
Series D Mandatory Redeemable Preferred Stock	10/09/2014		P		480,000	A	\$10	480,000	I	See footnote ⁽¹⁾
Series E Mandatory Redeemable Preferred Stock	10/09/2014		P		280,000	A	\$10	280,000	I	See footnote ⁽¹⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person * <u>Athene Holding Ltd</u> _____ (Last) (First) (Middle) <u>96 PITTS BAY ROAD</u> _____ (Street) <u>PEMBROKE D0 HM08</u> _____ (City) (State) (Zip)
1. Name and Address of Reporting Person * <u>ATHENE ANNUITY & LIFE ASSURANCE Co</u> _____ (Last) (First) (Middle) <u>400 BROOKFIELD PARKWAY</u> _____ (Street) <u>GREENVILLE SC 29607</u> _____ (City) (State) (Zip)

1. Name and Address of Reporting Person *

[Athene Annuity & Life Assurance Co of New York](#)

(Last) (First) (Middle)
69 LYDECKER STREET

(Street)
NYACK NY 10960

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[Athene Annuity & Life Co](#)

(Last) (First) (Middle)
7700 MILLS CIVIC PARKWAY

(Street)
WEST DES MOINES IA 50266

(City) (State) (Zip)

1. Name and Address of Reporting Person *

[Athene USA Corp](#)

(Last) (First) (Middle)
7700 MILLS CIVIC PARWAY

(Street)
WEST DES MOINES IA 50266

(City) (State) (Zip)

Explanation of Responses:

1. See Exhibit 99.1.

[\[see signatures attached as Exhibit 99.2\]](#) 10/10/2014

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

- (1) This Form 4 is being filed to report the acquisition of 250,000 shares of Series C Mandatory Redeemable Preferred Shares (the "Series C Stock") of Tortoise Energy Infrastructure Corporation, a closed-end management investment company registered under the Investment Company Act of 1940 (the "Issuer"), that were received by Athene Annuity & Life Assurance Company ("Athene Annuity") in exchange for 250,000 shares of Series C Mandatory Redeemable Preferred Shares issued by Tortoise Energy Capital Corporation ("Tortoise Capital") upon the closing of the merger of Tortoise Capital with and into the Issuer on June 23, 2014. This Form 4 also reflects the acquisition on October 9, 2014 of 480,000 shares of the Issuer's Series D Mandatory Redeemable Preferred Shares (the "Series D Stock") and 280,000 shares of the Issuer's Series E Mandatory Redeemable Preferred Shares (the "Series E Stock") by Athene Annuity and Life Company ("AAIA"). Following the reported transactions, the amount of preferred stock of the Issuer held of record by the reporting persons includes: (i) 800,000 shares of the Issuer's Series B Mandatory Redeemable Preferred Shares (the "Series B Stock") held of record by Athene Annuity; (ii) 200,800 shares of the Issuer's Series B Stock held of record by Athene Annuity & Life Assurance Company of New York ("Athene New York"); (iii) 250,000 shares of the Issuer's Series C Stock held of record by Athene Annuity; (iv) 480,000 shares of the Issuer's Series D Stock held of record by AAIA; and (v) 280,000 shares of the Issuer's Series E Stock held of record by AAIA.

AAIA is the sole shareholder of Athene New York. Athene Annuity is the sole shareholder of AAIA. Athene USA Corporation ("AUSA") is the sole shareholder of Athene Annuity, and Athene Holding Ltd. ("Athene Holding") is the sole shareholder of AUSA.

Athene Annuity, AAIA and Athene New York each disclaim beneficial ownership of the shares of Series B Stock, Series C Stock, Series D Stock and Series E Stock held of record by any of the reporting persons other than themselves, and AUSA and Athene Holding each disclaims beneficial ownership of the shares of Series B Stock, Series C Stock, Series D Stock and Series E Stock held of record by Athene Annuity, Athene New York or AAIA, in each case except to the extent of any pecuniary interest therein, and this report shall not be deemed an admission that any such person or entity is the beneficial owner of, or has any pecuniary interest in, such securities for purposes of the Securities Exchange Act of 1934, as amended, or for any other purpose.

The address of Athene Annuity is 400 Brookfield Parkway, Greenville, South Carolina 29607. The address of AUSA and AAIA is 7700 Mills Civic Parkway, West Des Moines, Iowa 50266. The address of Athene New York is 69 Lydecker St., Nyack, New York 10960. The address of Athene Holding is 96 Pitts Bay Road, Pembroke, Bermuda HM08.

This Statement on Form 4 is filed by: (i) Athene Annuity & Life Assurance Company, (ii) Athene Annuity & Life Assurance Company of New York, (iii) Athene Annuity and Life Company, (iv) Athene USA Corporation, and (v) Athene Holding Ltd.

Name of Designated Filer: Athene Holding Ltd.

Date of Event Requiring Statement: June 23, 2014

Issuer Name and Ticker or Trading Symbol: Tortoise Energy Infrastructure Corporation [TYG]

ATHENE ANNUITY & LIFE ASSURANCE COMPANY

By: /s/ John Golden
Name: John Golden
Title: Executive Vice President, Corporate

ATHENE ANNUITY & LIFE ASSURANCE COMPANY OF NEW YORK

By: /s/ John Golden
Name: John Golden
Title: Executive Vice President, Corporate

ATHENE ANNUITY AND LIFE COMPANY

By: /s/ John Golden
Name: John Golden
Title: Executive Vice President, Corporate

ATHENE USA CORPORATION

By: /s/ John Golden
Name: John Golden
Title: Executive Vice President, Corporate

ATHENE HOLDING LTD.

By: /s/ Tab Shanafelt
Name: Tab Shanafelt
Title: Chief Legal Officer and Secretary
