

ABERDEEN EMERGING MARKETS EQUITY INCOME FUND, INC.

Form SC 13D/A

May 17, 2018

SCHEDULE 13D/A

DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT  
4/27/18

1. NAME OF REPORTING PERSON  
Bulldog Investors, LLC

2. CHECK THE BOX IF MEMBER OF A GROUP a[ ]  
b[ ]

3. SEC USE ONLY

4. SOURCE OF FUNDS  
WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) AND 2(e) [ ]

6. CITIZENSHIP OR PLACE OF ORGANIZATION  
DE

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7. SOLE VOTING POWER  
1,860,379

8. SHARED VOTING POWER  
2,320,512

9. SOLE DISPOSITIVE POWER  
1,860,379

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10. SHARED DISPOSITIVE POWER  
2,320,512

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON  
4,180,891 (Footnote 1)

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES  
[ ]

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13. PERCENT OF CLASS REPRESENTED BY ROW 11  
4.70%

14. TYPE OF REPORTING PERSON  
IA

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1. NAME OF REPORTING PERSON

Phillip Goldstein

2. CHECK THE BOX IF MEMBER OF A GROUP

a[X]

b[]

3. SEC USE ONLY

4. SOURCE OF FUNDS

WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) AND 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION

USA

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7. SOLE VOTING POWER

1,860,379

8. SHARED VOTING POWER

2,320,512

9. SOLE DISPOSITIVE POWER

1,860,379

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10. SHARED DISPOSITIVE POWER

2,320,512

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON

4,180,891 (Footnote 1)

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES

[]

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13. PERCENT OF CLASS REPRESENTED BY ROW 11

4.70%

14. TYPE OF REPORTING PERSON

IN

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1. NAME OF REPORTING PERSON

Bulldog Investors Group of Funds

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2. CHECK THE BOX IF MEMBER OF A GROUP a[x]  
b[]

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4. SOURCE OF FUNDS  
WC

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PURSUANT TO ITEMS 2(d) AND 2(e) []

6. CITIZENSHIP OR PLACE OF ORGANIZATION  
DE

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7. SOLE VOTING POWER  
1,860,379

8. SHARED VOTING POWER  
0

9. SOLE DISPOSITIVE POWER  
1,860,379

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10. SHARED DISPOSITIVE POWER  
0

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON  
1,860,379 (Footnote 1)

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES  
[]

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13. PERCENT OF CLASS REPRESENTED BY ROW 11  
2.09%

14. TYPE OF REPORTING PERSON  
IC

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1. NAME OF REPORTING PERSON  
Andrew Dakos

2. CHECK THE BOX IF MEMBER OF A GROUP a[ ]  
b[]

3. SEC USE ONLY

4. SOURCE OF FUNDS  
WC

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5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) AND 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION  
USA

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7. SOLE VOTING POWER  
1,860,379

8. SHARED VOTING POWER  
2,320,512

9. SOLE DISPOSITIVE POWER  
1,860,379

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10. SHARED DISPOSITIVE POWER  
2,320,512

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON  
4,180,891 (Footnote 1)

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES

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13. PERCENT OF CLASS REPRESENTED BY ROW 11  
4.70%

14. TYPE OF REPORTING PERSON  
IN

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1. NAME OF REPORTING PERSON  
Steven Samuels

2. CHECK THE BOX IF MEMBER OF A GROUP  a[x]  
 b[]

3. SEC USE ONLY

4. SOURCE OF FUNDS  
WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
PURSUANT TO ITEMS 2(d) AND 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION  
USA

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7. SOLE VOTING POWER  
1,860,379

8. SHARED VOTING POWER  
2,320,512

9. SOLE DISPOSITIVE POWER  
1,860,379

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10. SHARED DISPOSITIVE POWER  
2,320,512

11. AGGREGATE AMOUNT OWNED BY EACH REPORTING PERSON  
4,180,891 (Footnote 1)

12. CHECK IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES  
[ ]

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13. PERCENT OF CLASS REPRESENTED BY ROW 11  
4.70%

14. TYPE OF REPORTING PERSON  
IN

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Item 1. SECURITY AND ISSUER

This statement constitutes Amendment #1 to the schedule 13d filed August 14, 2017. Except as specifically set forth herein, the Schedule 13d remains unmodified.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

(a) As reported by the fund there were 88,969,000 shares of common stock outstanding as of May 1, 2018. The percentages set forth herein were derived using such number. Phillip Goldstein, Andrew Dakos and Steven Samuels own Bulldog Investors, LLC, a registered investment advisor. As of May 16, 2018, Bulldog Investors, LLC is deemed to be the beneficial owner of 4,180,891 shares of AEF (representing 4.70% of AEF's outstanding shares) solely by virtue of Bulldog Investors LLC's power to direct the vote of, and dispose of, these shares. These 4,180,891 shares of AEF include 1,860,379 shares (representing 2.09% of AEF's outstanding shares) that are beneficially owned by Mr. Goldstein, Mr. Samuels, and the following entities over which Messrs. Goldstein, Dakos and Samuels exercise control: Opportunity Partners LP, Calapasas West Partners LP, Full Value Special Situations Fund, LP, Full Value Partners, LP, Opportunity Income Plus, LP, and MCM Opportunity Partners, LP (collectively, "Bulldog Investors Group of Funds"). All other shares included in the aforementioned 4,180,891 shares of AEF beneficially owned by Bulldog Investors, LLC (solely by virtue of its power to sell or direct the vote of these shares) are also beneficially owned by clients of Bulldog Investors, LLC who are not members of any group. The total number

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of these "non-group" shares is 2,320,512 shares (representing 2.61% of AEF's outstanding shares).

(b) Bulldog Investors, LLC has sole power to dispose of and vote 1,860,379 shares. Bulldog Investors, LLC has shared power to dispose of and vote 2,320,512 shares. Certain of Bulldog Investors, LLC's clients (none of whom beneficially own more than 5% of AEF's shares) share this power with Bulldog Investors, LLC. Messrs. Goldstein, Dakos and Samuels are control persons of Bulldog Investors, LLC.

c) During the past 60 days no shares of AEF were traded.

d) Clients of Bulldog Investors, LLC are entitled to receive any dividends or sales proceeds.

e) The Reporting Persons ceased to be the beneficial owner of more than 5% of AEF's shares on April 27, 2018.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.  
None

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

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.

Dated: 5/17/18

By: /S/ Phillip Goldstein  
Name: Phillip Goldstein

By: /S/ Andrew Dakos  
Name: Andrew Dakos

By: /S/ Steven Samuels  
Name: Steven Samuels

Bulldog Investors, LLC  
By: /s/ Andrew Dakos  
Andrew Dakos, Member

Footnote 1: The reporting persons disclaim beneficial ownership except to the extent of any pecuniary interest therein.