

Voya Financial, Inc.
Form 4
August 08, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Voya Financial, Inc.

2. Issuer Name and Ticker or Trading Symbol
KAYNE ANDERSON
MIDSTREAM/ENERGY FUND,
INC. [KMF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
01/05/2016

230 PARK AVENUE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW YORK, NY 10169

(City) (State) (Zip)

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) | (A) or (D) | 5. Amount or Price | 6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 7. Nature of Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|------------|--------------------|---|-----------------------------------|
| Series B Mandatory Redeemable Preferred Shares | 01/05/2016 | | J ⁽¹⁾ | 66,667 | D | \$ 25.61 | 133,333 | I ⁽²⁾ By Subsidiary |
| Series B Mandatory Redeemable Preferred Shares | 03/03/2018 | | J ⁽³⁾ | 133,333 | D | \$ 25 | 0 | I ⁽²⁾ By Subsidiary |
| | 02/29/2016 | | J ⁽⁴⁾ | 50,000 | D | | 350,000 | I ⁽²⁾ |

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| | | | | | | | | | |
|--|------------|------------------|---------|------------------|-------------|---------|------------------|--|------------------|
| Series C Mandatory Redeemable Preferred Shares | | | | | \$ 25.75 | | | | By Subsidiary |
| Series D Mandatory Redeemable Preferred Shares | 08/06/2018 | J ⁽⁵⁾ | 800,000 | A ⁽⁵⁾ | \$ 25 | 800,000 | I ⁽²⁾ | | By Subsidiary |

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

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 control number.

SEC 1474
(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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Voya Financial, Inc. 230 PARK AVENUE NEW YORK, NY 10169 | | X | | |
| Voya Holdings, Inc. ONE ORANGE WAY WINDSOR, CT 06095 | | X | | |
| VOYA RETIREMENT INSURANCE & ANNUITY Co ONE ORANGE WAY | | X | | |

WINDSOR, CT 06095

VOYA INVESTMENT MANAGEMENT LLC

ONE ORANGE WAY

WINDSOR, CT 06095

X

Signatures

| | |
|---|------------|
| /s/ Jean Weng, SVP & Corporate Secretary, Voya Financial, Inc. | 08/08/2018 |
| **Signature of Reporting Person | Date |
| /s/ Jean Weng, SVP & Assistant Secretary, Voya Holdings Inc. | 08/08/2018 |
| **Signature of Reporting Person | Date |
| /s/ Jean Weng, SVP & Assistant Secretary, Voya Retirement Insurance and Annuity Company | 08/08/2018 |
| **Signature of Reporting Person | Date |
| /s/ Joshua Winchester, VP, Voya Investment Management, LLC | 08/08/2018 |
| **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) On January 5, 2016, the Issuer redeemed \$10,000,000 of its Series B Mandatory Redeemable Preferred Shares.

Most of the securities reported herein are directly beneficially owned by Voya Retirement Insurance and Annuity Company, Security Life of Denver Insurance Company, ReliaStar Life Insurance Company and ReliaStar Life Insurance Company of New York, each a direct or indirect subsidiary of Voya Financial, Inc. and/or Voya Holdings Inc. With respect to the remainder of the securities reported herein,

(2) Voya Investment Management, LLC, a subsidiary of Voya Holdings Inc., in its capacity as investment adviser to a third-party owner of such securities, has been delegated certain voting rights pursuant to an investment management contract with such third party, making Voya Investment Management, LLC a beneficial owner of such securities solely for regulatory reporting purposes. Voya Holdings Inc. is a direct subsidiary of Voya Financial, Inc. Voya Financial, Inc. is the indirect beneficial owner of the securities reported herein.

(3) On March 3, 2018, the remaining Series B Mandatory Redeemable Preferred Shares of the Issuer matured.

(4) On February 29, 2016, the Issuer redeemed \$5,000,000 of its Series C Mandatory Redeemable Preferred Shares.

The Securities reported herein were terminated and reissued in connection with the Merger of Kayne Anderson Total Return Fund, Inc.

(5) (KYE) into KMF. on August 6, 2018. A separate Form 4 will be filed reporting the disposition of the securities terminated under that Issuer. These securities were formerly held as KYE Series C Mandatorily Redeemable Preferred Shares.

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

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