

TORTOISE POWER & ENERGY INFRASTRUCTURE FUND INC
Form DEFA14A
April 21, 2011

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934 (Amendment No. _____)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement.

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials.

Soliciting Material Pursuant to §240.14a-12

TORTOISE POWER AND ENERGY INFRASTRUCTURE FUND, INC.
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

TORTOISE POWER AND ENERGY INFRASTRUCTURE FUND, INC
11550 ASH STREET, SUITE 300
LEAWOOD, KS 66211

Recently we sent you proxy materials for the Annual Meeting of Tortoise Power and Energy Infrastructure Fund, Inc. (“TPZ”) to be held on Friday, May 20, 2011. TPZ’s records indicate that we have not received your important vote. We urge you to vote as soon as possible in order to allow TPZ to obtain a sufficient number of votes to hold the meeting as scheduled. Another proxy card is enclosed for your convenience.

- Mail your completed proxy card in the enclosed return envelope
- FAX your completed proxy card to (913) 981-1021
- Email your completed proxy card to proxyvote@tortoiseadvisors.com.

Whether or not you expect to attend the Annual Meeting in person, please complete, date, sign and return the enclosed proxy as promptly as possible. Even if you have given your proxy, you may still vote in person if you attend the meeting.

The Board of Directors recommends that you vote “FOR” the election of Conrad S. Ciccotello, “FOR” the proposal to grant the Company the authority to sell common shares below net asset value, subject to certain conditions, and “FOR” the ratification of the selection of Ernst & Young LLP as independent accountants.

If you have any questions about the enclosed proxy card or need any assistance in voting your shares, please call (866) 362-9331.

The definitive proxy statement, including a description of the proposals, is available on the internet at <http://tygd.client.shareholder.com/annual-proxy.cfm> or by clicking SEC Filings on the Tortoise Power and Energy Infrastructure Fund, Inc. page on our adviser’s website at www.tortoiseadvisors.com.

Voting takes only a few minutes.
PLEASE VOTE TODAY.