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

- 7. SOLE VOTING POWER
- 1,860,379
- 8. SHARED VOTING POWER
- 2,320,512
- 9. SOLE DISPOSITIVE POWER
- 1,860,379

- 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

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1. NAME OF REPORTING PERSON Phillip Goldstein	
2. CHECK THE BOX IF MEMBER OF A GROUP	a[X]
	a[A]
3. SEC USE ONLY	D[]
4. SOURCE OF FUNDS	
WC	
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQU PURSUANT TO ITEMS 2(d) AND 2(e)	IRED
6. CITIZENSHIP OR PLACE OF ORGANIZATION USA	
7. SOLE VOTING POWER 1,860,379	
8. SHARED VOTING POWER 2,320,512	
9. SOLE DISPOSITIVE POWER 1,860,379	
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 SHAR	ES
[]	
13. PERCENT OF CLASS REPRESENTED BY ROW 11	
4.70%	
14. TYPE OF REPORTING PERSON	
IN	

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 REQU PURSUANT TO ITEMS 2(d) AND 2(e)	JIRED
6. CITIZENSHIP OR PLACE OF ORGANIZATION DE	
7. SOLE VOTING POWER 1,860,379	
8. SHARED VOTING POWER 0	
9. SOLE DISPOSITIVE POWER 1,860,379	_
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 SHAP	RES
[]	
13. PERCENT OF CLASS REPRESENTED BY ROW 11 2.09%	
14. TYPE OF REPORTING PERSON	
IC	
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	

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIPERSUANT TO ITEMS 2(d) AND 2(e)	IRED
6. CITIZENSHIP OR PLACE OF ORGANIZATION USA	
7. SOLE VOTING POWER 1,860,379	
8. SHARED VOTING POWER 2,320,512	
9. SOLE DISPOSITIVE POWER 1,860,379	
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 SHARE	ES
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13. PERCENT OF CLASS REPRESENTED BY ROW 11	
4.70%	
14. TYPE OF REPORTING PERSON	
IN	
1. NAME OF REPORTING PERSON Steven Samuels	
2. CHECK THE BOX IF MEMBER OF A GROUP	a[x]
1	o[]
3. SEC USE ONLY	
4. SOURCE OF FUNDS WC	
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIPERSUANT TO ITEMS 2(d) AND 2(e)	IRED
6. CITIZENSHIP OR PLACE OF ORGANIZATION USA	

- 7. SOLE VOTING POWER 1,860,379
- 8. SHARED VOTING POWER 2,320,512
- 9. SOLE DISPOSITIVE POWER 1,860,379

- 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

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

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.

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.