

WESTERN ASSET MANAGED MUNICIPALS FUND INC.

Form SC 13G/A

November 12, 2014

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 13G/A  
Under the Securities Exchange Act of 1934  
Western Asset Managed Municipals Fund  
(Name of Issuer)

Auction Rate Preferred Shares  
(Title of Class of Securities)

95766M204, 95766M303, 95766M402, 95766M501, 95766M600  
(CUSIP Number)

11/10/14  
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

CUSIP No.: 95766M204, 95766M303, 95766M402, 95766M501, 95766M600

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).

Bulldog Investors LLC, Phillip Goldstein, Andrew Dakos and Steven Samuels

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each reporting Person With:

5. Sole Voting Power

400

6. Shared Voting Power

200

7. Sole Dispositive Power

400

8. Shared Dispositive Power

200

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
600 - (footnote 1)

10. Check if the Aggregate Amount in Row ( 9 ) Excludes Certain

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Shares (See Instructions)

N/A

11. Percent of Class Represented by Amount in Row ( 9 )  
6.00%

12. Type of Reporting Person (See Instructions)  
IA

Item 1.

(a) The Name of the Issuer is:

Western Asset Managed Municipals Fund ("MMU")

(b) The Address of the Issuer's Principal Executive Office is:

620 Eight Ave.

49th FL

New York, NY 10018

Item 2.

(a) The names of the Persons Filing are:

Bulldog Investors LLC, Phillip Goldstein, Andrew Dakos and  
Steven Samuels

(b) The address of principal place of business and  
principal office is:

Park 80 West, 250 Pehle Ave. Suite 708

Saddle Brook, NJ 07663

(c) Citizenship or Place of Organization: Delaware

(d) Title of Class of Securities: Auction Rate Preferred Shares

(e) CUSIP Number: 95766M204,95766M303,95766M402,95766M501,95766M600

Item 3.

This statement is filed pursuant to 240.13d-1(b). The person filing is:

(e) An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E).

Item 4.

(a) Amount beneficially owned: 600

(b) Percent of class: 6.00%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote: 400

(ii) Shared power to vote or to direct the vote: 200

(iii) Sole power to dispose or to direct the disposition  
of: 400

(iv) Shared power to dispose or to direct the disposition  
of: 200

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of  
the date hereof the reporting person has ceased to be the  
beneficial owner of more than five percent of the class of  
securities, check the following: \_\_\_\_.

Item 6. Ownership of More than Five Percent on Behalf of Another  
Person.

Clients of Bulldog Investors, LLC are entitled to receive dividends  
and sales proceeds.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security being Reported on by the Parent Holding Company.  
Not applicable.

Item 8. Identification and Classification of Members of the Group.

As per N-CSR filed January 28, 2014, there were 10,000 shares of Auction Rate Preferred outstanding as of May 31, 2014. The percentages set forth herein were derived using such number. Phillip Goldstein, Andrew Dakos and Steven Samuels own Bulldog Investors, LLC, a registered investment adviser. As of November 10, 2014, Bulldog Investors, LLC is deemed to be the beneficial owner of 600 shares of MMU by virtue of Bulldog Investors, LLC's power to direct the vote of, and dispose of, these shares. These 600 shares of MMU include 400 shares (representing 4.00% of MMU's outstanding shares) that are beneficially owned by the following entities over which Messrs. Goldstein, Dakos and Samuels exercise control: Opportunity Partners LP, Calapasas West Partners LP, Opportunity Income Plus LP, Full Value Special Situations Fund LP, Full Value Offshore Fund Ltd., Full Value Partners LP, and MCM Opportunity Partners LP (collectively, Bulldog Investors group of Funds). Bulldog Investors group of Funds may be deemed to constitute a group. All other shares included in the aforementioned 600 shares of MMU 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 200 shares (representing 2.00% of MMU's outstanding shares).

Item 9. Notice of Dissolution of Group.  
Not applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

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.

By: /s/  
Name: Phillip Goldstein  
Title: Principal, Bulldog Investors LLC  
Date: November 12, 2014

By: /s/  
Name: Andrew Dakos  
Title: Principal, Bulldog Investors LLC  
Date: November 12, 2014  
By: /s/

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Name: Steven Samuels  
Title: Principal, Bulldog Investors LLC  
Date: November 12, 2014

Bulldog Investors, LLC  
By: /s/ Andrew Dakos  
Andrew Dakos, Member  
Date: November 12, 2014

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