Replaces preliminary version originally posted to Fund's website on 1/16/2017

(December 2011) Department of the Treasury

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

Internal Revenue Service			➤ See separate instructions.		
Part I Reporting I	ssuer			- '	
1 Issuer's name				2 Issuer's	employer identification number (E
Cornerstone Total Return	Fund, Inc.				13-2737013
3 Name of contact for additional information 4 Telephone No.			e No. of contact	5 Email ad	dress of contact
Cornerstone Advisers, Inc			(866)-668-6558	Taxinforma	tion@astfundsolutions.com
6 Number and street (or F		delivered to		7 City, town	, or post office, state, and Zip code of co
c/o AST Fund Solutions, L	LC. 48 Wall Street. 2	2nd Floor		New York, N	NY 10005
8 Date of action			sification and description		
January 16, 2017		Commo	n Stock - Regulated Investm	ent Company	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account	number(s)
21924U300	N/A		CRF		N/A
		h additiona	statements if needed. Se	e back of form fo	or additional questions.
	uer paid monthly dis	stributions t	o common shareholders fro	-	areholders' ownership is measured for o December 2016. A portion of
cach distribution constitut	os a non taxable rec	arr or capit			
					<u> </u>
share or as a percenta	age of old basis ► Th	e portion of		utes a non-taxabl	a U.S. taxpayer as an adjustment per e return of capital will decrease a
U.S. taxpayers basis in the	silates of the issue	a, me non-c	axable feturn of capital is as	5 TOHOWS.	
	Per Share Reduc	tion of			Per Share Reduction of
Distribution payable on:	Basis in Commor		Distributi	on payable on:	Basis in Common Stock
January 29, 2016	\$0.1765	rotoot	July 29, 2016	0.1. parjane, 0.1.1	\$0.1765
February 29, 2016	\$0.1765		August 31, 20	16	\$0.1765
March 31, 2016	\$0.1765		September 30,		\$0.1765
April 29, 2016	\$0.1765		October 31, 20	16	\$0.1765
May 31, 2016	\$0.1765		November 30,		\$0.1765
June 30, 2016	\$0.1765		December 30, 2		\$0.1765
16 Describe the calculativaluation dates ► Issu December 31, 2016. The n	on of the change in b uer's current and ac on-taxable return of	cumulated e capital ("RC	earnings were compared to o	distributions paid of distributions p	aid during the taxable year ended
December 31, 2016 in exce	ess of the Issuer's c	urrent and a	ccumulated earnings and pr	rofits under IRC S	ection 316.

Form 893	937 (Rev. 12-2011) Organizational Action (continued)	Page
17 Li	List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ al Revenue Code Sections 301, 316, 852	
1 8 C	Can any resulting loss be recognized?▶ No	
	Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶	
	art II, Item 15 of this form for the per share amounts and dates of distributions impacted by this organizational a izational action is reportable with respect to calendar year 2016.	cuon. Inis
	s a corrected return and has been posted to the Fund's primary public website within 45 days after determining ent quantitative effect on basis from what was previously reported.	facts that resulted in a
. 1	>	
	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has a	ne best of my knowledge an
Sign Here	Signature Date February 10), 2017
	S. Frank I Manager	

Print your name ► Frank J. Maresca
Print/Type preparer's name Preparer's signature Date PTIN Check if 1 if 2/10/2017 self-employed Paid Preparer Leonard J. DiPietro, CPA Signature on File ON FILE Use Only Firm's name ► Tait Weller & Baker LLP ON FILE Firm's EIN ▶ ON FILE Firm's address ► 1818 Market Street, Suite 2400, Philadelphia, PA 19103 Phone no. Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054