

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
Cornerstone Total Return Fund, Inc.		13-2737013	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Theresa Bridge	(866) 668-6558	tbridge@ultimusfundsolutions.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
c/o Ultimus Fund Solutions, LLC, 225 Pictoria Drive, Suite 450		Cincinnati, OH 45246	
8 Date of action		9 Classification and description	
See attached		Regulated Investment Company (RIC) Shares	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
21924U300	N/A	CRF	N/A

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ Cornerstone Total Return Fund, Inc. (The "Fund") is a regulated investment company that distributes net investment income monthly. Please see the attachment to IRS Form 8937 detailing the tax characteristics of each distribution.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ A portion of each distribution paid should be considered a non-taxable return of capital. Please see the attachment to IRS Form 8937 for more detail.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ The basis of each shareholder of record on the distribution dates referenced in the attachment to IRS Form 8937 shall be reduced by the amount determined to be a non-taxable return if capital in accordance with IRC Sections 301 and 316.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ IRC Sections 301 and 316.

18 Can any resulting loss be recognized? ▶ A loss would not be recognized as part of the distributions. The basis of each shareholder of record would need to be adjusted by the amount of the distribution that would affect realized gain or loss recognized on the disposition of fund shares.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The amounts as reported are reportable for the 2019 tax year.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶  Date ▶ 2/11/20

Print your name ▶ Theresa M. Bridge Title ▶ Treasurer

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	<u>Leonard J. DiPietro, CPA</u>	<u>Signature on File</u>	<u>02/05/2020</u>		<u>On file</u>
	Firm's name ▶ <u>Tait Weller & Baker LLP</u>	Firm's EIN ▶	<u>On file</u>		
	Firm's address ▶ <u>50 S 16th Street, Philadelphia, PA 19102</u>	Phone no.	<u>On file</u>		

ISSUER'S NAME	PAYABLE DATE	TOTAL DISTRIBUTION PER SHARE	ORDINARY DISTRIBUTION PER SHARE	LONG-TERM CAPITAL GAIN	NON-DIVIDEND DISTRIBUTION (RETURN OF CAPITAL)
Cornerstone Total Return Fund, Inc.	1/31/2019	\$0.198500	\$0.008385	\$0.035707	\$0.154408
BOX 10 CUSIP Number: 21924U300	2/28/2019	\$0.198500	\$0.008385	\$0.035707	\$0.154408
BOX 12 Ticker Symbol: CRF	3/29/2019	\$0.198500	\$0.008385	\$0.035707	\$0.154408
	4/30/2019	\$0.198500	\$0.008385	\$0.035707	\$0.154408
	5/31/2019	\$0.198500	\$0.008385	\$0.035707	\$0.154408
	6/28/2019	\$0.198500	\$0.008385	\$0.035707	\$0.154408
	7/31/2019	\$0.198500	\$0.008385	\$0.035707	\$0.154408
	8/30/2019	\$0.198500	\$0.008385	\$0.035707	\$0.154408
	9/30/2019	\$0.198500	\$0.008385	\$0.035707	\$0.154408
	10/31/2019	\$0.198500	\$0.008385	\$0.035707	\$0.154408
	11/29/2019	\$0.198500	\$0.008385	\$0.035707	\$0.154408
	12/31/2019	\$0.198500	\$0.008385	\$0.035707	\$0.154408