

Edgar Filing: Cushing MLP Total Return Fund - Form N-PX

Cushing MLP Total Return Fund  
Form N-PX  
August 25, 2016

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

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED MANAGEMENT INVESTMENT  
COMPANY

INVESTMENT COMPANY ACT FILE NUMBER: 811-22072

NAME OF REGISTRANT: Cushing MLP Total Return  
Fund

ADDRESS OF PRINCIPAL EXECUTIVE OFFICES: 8117 Preston Road  
Suite 440  
Dallas, TX 75225

NAME AND ADDRESS OF AGENT FOR SERVICE: Cushing Asset Management  
LP  
8117 Preston Road  
Suite 440  
Dallas, TX 75225

REGISTRANT'S TELEPHONE NUMBER: 214-692-6334

DATE OF FISCAL YEAR END: 11/30

DATE OF REPORTING PERIOD: 07/01/2015 - 06/30/2016

Cushing MLP Total Return Fund

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BUCKEYE PARTNERS, L.P.

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Agen

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Security: 118230101  
Meeting Type: Annual  
Meeting Date: 07-Jun-2016  
Ticker: BPL  
ISIN: US1182301010  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR OLIVER G. RICHARD, III CLARK C. SMITH FRANK S. SOWINSKI	Mgmt Mgmt Mgmt	For For For
2.	THE RATIFICATION OF THE SELECTION OF DELOITTE & TOUCHE LLP AS BUCKEYE PARTNERS,	Mgmt	For

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L.P.'S INDEPENDENT REGISTERED PUBLIC  
ACCOUNTANTS FOR 2016.

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CAPITAL PRODUCT PARTNERS L.P.

Agen

Security: Y11082107  
Meeting Type: Annual  
Meeting Date: 23-Jul-2015  
Ticker: CPLP  
ISIN: MHY110821078  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR D. CHRISTACOPOULOS ABEL RASTERHOFF	Mgmt Mgmt	For For
2.	PROPOSAL TO RATIFY THE APPOINTMENT OF DELOITTE HADJIPAVLOU, SOFIANOS & CAMBANIS S.A. AS AUDITORS OF CAPITAL PRODUCT PARTNERS L.P.	Mgmt	For

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FIDELITY INSTL CASH PORTFOLIOS

Agen

Security: 316175108  
Meeting Type: Special  
Meeting Date: 12-Feb-2016  
Ticker: FIGXX  
ISIN: US3161751082  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR ELIZABETH S. ACTON JOHN ENGLER ALBERT R. GAMPER, JR. ROBERT F. GARTLAND ABIGAIL P. JOHNSON ARTHUR E. JOHNSON MICHAEL E. KENNEALLY JAMES H. KEYES MARIE L. KNOWLES GEOFFREY A. VON KUHN	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For

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FIDELITY INSTL CASH PORTFOLIOS

Agen

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Security: 316175207  
 Meeting Type: Special  
 Meeting Date: 12-Feb-2016  
 Ticker: FMPXX  
 ISIN: US3161752072

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR		
	ELIZABETH S. ACTON	Mgmt	For
	JOHN ENGLER	Mgmt	For
	ALBERT R. GAMPER, JR.	Mgmt	For
	ROBERT F. GARTLAND	Mgmt	For
	ABIGAIL P. JOHNSON	Mgmt	For
	ARTHUR E. JOHNSON	Mgmt	For
	MICHAEL E. KENNEALLY	Mgmt	For
	JAMES H. KEYES	Mgmt	For
	MARIE L. KNOWLES	Mgmt	For
	GEOFFREY A. VON KUHN	Mgmt	For

GASLOG PARTNERS LP

Agen

Security: Y2687W108  
 Meeting Type: Annual  
 Meeting Date: 05-May-2016  
 Ticker: GLOP  
 ISIN: MHY2687W1084

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO ELECT ROBERT B. ALLARDICE III AS A CLASS I DIRECTOR TO SERVE FOR A THREE-YEAR TERM UNTIL THE 2019 ANNUAL MEETING OR UNTIL HIS SUCCESSOR HAS BEEN ELECTED OR APPOINTED.	Mgmt	For
2.	TO RATIFY THE APPOINTMENT OF DELOITTE LLP AS OUR INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING DECEMBER 31, 2016.	Mgmt	For

GOLAR LNG LIMITED

Agen

Security: G9456A100  
 Meeting Type: Annual  
 Meeting Date: 23-Sep-2015  
 Ticker: GLNG  
 ISIN: BMG9456A1009

Prop.#	Proposal	Proposal Type	Proposal Vote
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1	TO RE-ELECT TOR OLAV TROIM AS A DIRECTOR OF THE COMPANY.	Mgmt	For
2	TO RE-ELECT DANIEL RABUN AS A DIRECTOR OF THE COMPANY.	Mgmt	For
3	TO RE-ELECT FREDRIK HALVORSEN AS A DIRECTOR OF THE COMPANY.	Mgmt	For
4	TO RE-ELECT CARL STEEN AS A DIRECTOR OF THE COMPANY.	Mgmt	For
5	TO RE-ELECT ANDREW J.D. WHALLEY AS A DIRECTOR OF THE COMPANY.	Mgmt	For
6	TO ELECT NIELS G. STOLT-NIELSEN AS A DIRECTOR OF THE COMPANY.	Mgmt	For
7	PROPOSAL TO RE-APPOINT ERNST & YOUNG LLP OF LONDON, ENGLAND AS AUDITORS AND TO AUTHORISE THE DIRECTORS TO DETERMINE THEIR REMUNERATION.	Mgmt	For
8	PROPOSAL TO APPROVE THE REMUNERATION OF THE COMPANY'S BOARD OF DIRECTORS OF A TOTAL AMOUNT OF FEES NOT TO EXCEED US\$1,500,000 FOR THE YEAR ENDED DECEMBER 31, 2015.	Mgmt	For

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GOLAR LNG PARTNERS LP

Agen

Security: Y2745C102  
Meeting Type: Annual  
Meeting Date: 23-Sep-2015  
Ticker: GMLP  
ISIN: MHY2745C1021

Prop.#	Proposal	Proposal Type	Proposal Vote
1	TO ELECT ANDREW J.D. WHALLEY AS A CLASS III DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2018 ANNUAL MEETING OF LIMITED PARTNERS.	Mgmt	For
2	TO ELECT PAUL LEAND AS A CLASS III DIRECTOR OF THE PARTNERSHIP WHOSE TERM WILL EXPIRE AT THE 2018 ANNUAL MEETING OF LIMITED PARTNERS.	Mgmt	For

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KINDER MORGAN, INC.

Agen

Security: 49456B101

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Meeting Type: Annual  
 Meeting Date: 10-May-2016  
 Ticker: KMI  
 ISIN: US49456B1017

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR RICHARD D. KINDER STEVEN J. KEAN TED A. GARDNER ANTHONY W. HALL, JR. GARY L. HULTQUIST RONALD L. KUEHN, JR. DEBORAH A. MACDONALD MICHAEL C. MORGAN ARTHUR C. REICHSTETTER FAYEZ SAROFIM C. PARK SHAPER WILLIAM A. SMITH JOEL V. STAFF ROBERT F. VAGT PERRY M. WAUGHTAL	Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt Mgmt	For For For For For For For For For For For For For For For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016	Mgmt	For
3.	STOCKHOLDER PROPOSAL RELATING TO A REPORT ON OUR COMPANY'S RESPONSE TO CLIMATE CHANGE	Shr	Against
4.	STOCKHOLDER PROPOSAL RELATING TO A REPORT ON METHANE EMISSIONS	Shr	Against
5.	STOCKHOLDER PROPOSAL RELATING TO AN ANNUAL SUSTAINABILITY REPORT	Shr	Against
6.	STOCKHOLDER PROPOSAL RELATING TO A REPORT ON DIVERSITY OF THE BOARD OF DIRECTORS	Shr	Against

MAGELLAN MIDSTREAM PARTNERS, L.P.

Agen

Security: 559080106  
 Meeting Type: Annual  
 Meeting Date: 21-Apr-2016  
 Ticker: MMP  
 ISIN: US5590801065

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR WALTER R. ARNHEIM PATRICK C. EILERS	Mgmt Mgmt	For For

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2.	AMENDMENT OF LONG-TERM INCENTIVE PLAN	Mgmt	For
3.	ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION	Mgmt	For
4.	RATIFICATION OF APPOINTMENT OF INDEPENDENT AUDITOR	Mgmt	For

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MARKWEST ENERGY PARTNERS LP

Agen

Security: 570759100  
 Meeting Type: Special  
 Meeting Date: 01-Dec-2015  
 Ticker: MWE  
 ISIN: US5707591005

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 11, 2015, AS SUCH AGREEMENT MAY BE AMENDED FROM TIME TO TIME, BY AND AMONG MPLX LP, MPLX GP LLC, MARATHON PETROLEUM CORPORATION, SAPPHIRE HOLDCO LLC AND MARKWEST ENERGY PARTNERS, L.P., AND THE TRANSACTIONS CONTEMPLATED THEREBY.	Mgmt	For
2.	PROPOSAL TO APPROVE, ON AN ADVISORY, NON-BINDING BASIS, THE MERGER-RELATED COMPENSATION PAYMENTS THAT MAY BECOME PAYABLE TO MARKWEST ENERGY PARTNERS, L.P.'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER.	Mgmt	For
3.	PROPOSAL TO APPROVE THE ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE PROPOSAL 1 AT THE TIME OF THE SPECIAL MEETING.	Mgmt	For

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NUSTAR ENERGY L P

Agen

Security: 67058H102  
 Meeting Type: Special  
 Meeting Date: 28-Jan-2016  
 Ticker: NS  
 ISIN: US67058H1023

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Prop.#	Proposal	Proposal Type	Proposal Vote
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| 1. | TO APPROVE THE NUSTAR GP, LLC FIFTH AMENDED AND RESTATED 2000 LONG-TERM INCENTIVE PLAN (THE "AMENDED PLAN").   | Mgmt | For |
| 2. | TO CONSIDER AND VOTE UPON THE PROPOSAL TO ADJOURN THE SPECIAL MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE AMENDED PLAN AT THE TIME OF THE SPECIAL MEETING. | Mgmt | For |

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NUSTAR GP HOLDINGS, LLC

Agen

Security: 67059L102  
 Meeting Type: Annual  
 Meeting Date: 27-Apr-2016  
 Ticker: NSH  
 ISIN: US67059L1026

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR WILLIAM E. GREEHEY JELYNNE LEBLANC-BURLEY	Mgmt Mgmt	Split 17% For Split 17% For
2.	TO RATIFY THE APPOINTMENT OF KPMG LLP AS NUSTAR GP HOLDINGS, LLC'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR 2016.	Mgmt	Split 17% For

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ONEOK, INC.

Agen

Security: 682680103  
 Meeting Type: Annual  
 Meeting Date: 25-May-2016  
 Ticker: OKE  
 ISIN: US6826801036

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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: BRIAN L. DERKSEN	Mgmt	For
1B.	ELECTION OF DIRECTOR: JULIE H. EDWARDS	Mgmt	For
1C.	ELECTION OF DIRECTOR: JOHN W. GIBSON	Mgmt	For
1D.	ELECTION OF DIRECTOR: RANDALL J. LARSON	Mgmt	For
1E.	ELECTION OF DIRECTOR: STEVEN J. MALCOLM	Mgmt	For
1F.	ELECTION OF DIRECTOR: KEVIN S. MCCARTHY	Mgmt	For

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1G.	ELECTION OF DIRECTOR: JIM W. MOGG	Mgmt	For
1H.	ELECTION OF DIRECTOR: PATTYE L. MOORE	Mgmt	For
1I.	ELECTION OF DIRECTOR: GARY D. PARKER	Mgmt	For
1J.	ELECTION OF DIRECTOR: EDUARDO A. RODRIGUEZ	Mgmt	For
1K.	ELECTION OF DIRECTOR: TERRY K. SPENCER	Mgmt	For
2.	RATIFICATION OF THE SELECTION OF PRICEWATERHOUSECOOPERS LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF ONEOK, INC. FOR THE YEAR ENDING DECEMBER 31, 2016	Mgmt	For
3.	AN ADVISORY VOTE TO APPROVE ONEOK, INC.'S EXECUTIVE COMPENSATION	Mgmt	For

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SPECTRA ENERGY CORP

Agen

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 Security: 847560109  
 Meeting Type: Annual  
 Meeting Date: 26-Apr-2016  
 Ticker: SE  
 ISIN: US8475601097  
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Prop.#	Proposal	Proposal Type	Proposal Vote
1A.	ELECTION OF DIRECTOR: GREGORY L. EBEL	Mgmt	For
1B.	ELECTION OF DIRECTOR: F. ANTHONY COMPER	Mgmt	For
1C.	ELECTION OF DIRECTOR: AUSTIN A. ADAMS	Mgmt	For
1D.	ELECTION OF DIRECTOR: JOSEPH ALVARADO	Mgmt	For
1E.	ELECTION OF DIRECTOR: PAMELA L. CARTER	Mgmt	For
1F.	ELECTION OF DIRECTOR: CLARENCE P. CAZALOT JR	Mgmt	For
1G.	ELECTION OF DIRECTOR: PETER B. HAMILTON	Mgmt	For
1H.	ELECTION OF DIRECTOR: MIRANDA C. HUBBS	Mgmt	For
1I.	ELECTION OF DIRECTOR: MICHAEL MCSHANE	Mgmt	For
1J.	ELECTION OF DIRECTOR: MICHAEL G. MORRIS	Mgmt	For
1K.	ELECTION OF DIRECTOR: MICHAEL E.J. PHELPS	Mgmt	For
2.	RATIFICATION OF THE APPOINTMENT OF DELOITTE & TOUCHE LLP AS SPECTRA ENERGY CORP'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING	Mgmt	For



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FIRM FOR FISCAL YEAR 2016.

3.	APPROVAL OF SPECTRA ENERGY CORP 2007 LONG-TERM INCENTIVE PLAN, AS AMENDED AND RESTATED.	Mgmt	For
4.	APPROVAL OF SPECTRA ENERGY CORP EXECUTIVE SHORT-TERM INCENTIVE PLAN, AS AMENDED AND RESTATED.	Mgmt	For
5.	AN ADVISORY RESOLUTION TO APPROVE EXECUTIVE COMPENSATION.	Mgmt	For
6.	SHAREHOLDER PROPOSAL CONCERNING DISCLOSURE OF POLITICAL CONTRIBUTIONS.	Shr	Against
7.	SHAREHOLDER PROPOSAL CONCERNING DISCLOSURE OF LOBBYING ACTIVITIES.	Shr	Against

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SUNOCO LOGISTICS PARTNERS L.P.

Agen

Security: 86764L108  
Meeting Type: Special  
Meeting Date: 01-Dec-2015  
Ticker: SXL  
ISIN: US86764L1089

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	APPROVAL OF THE SUNOCO PARTNERS LLC LONG-TERM INCENTIVE PLAN, AS PROPOSED TO BE AMENDED AND RESTATED, WHICH, AMONG OTHER THINGS, PROVIDES FOR AN INCREASE IN THE MAXIMUM NUMBER OF COMMON UNITS RESERVED AND AVAILABLE FOR DELIVERY WITH RESPECT TO AWARDS UNDER THE SUNOCO PARTNERS LLC LONG-TERM INCENTIVE PLAN, AS AMENDED AND .. (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL).	Mgmt	For
2.	APPROVAL OF THE ADJOURNMENT OF THE SPECIAL MEETING TO A LATER DATE OR DATES, IF NECESSARY OR APPROPRIATE, TO SOLICIT ADDITIONAL PROXIES IN THE EVENT THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE LTIP PROPOSAL.	Mgmt	For

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TARGA RESOURCES CORP.

Agen

Security: 87612G101  
Meeting Type: Special

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Meeting Date: 12-Feb-2016  
 Ticker: TRGP  
 ISIN: US87612G1013

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE THE ISSUANCE OF SHARES OF COMMON STOCK OF TARGA RESOURCES CORP. (THE "COMPANY") IN CONNECTION WITH THE MERGER CONTEMPLATED BY THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 2, 2015, BY AND AMONG THE COMPANY, SPARTAN MERGER SUB LLC, TARGA RESOURCES PARTNERS ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Mgmt	For
2.	TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE ONE OR MORE ADJOURNMENTS OF THE SPECIAL MEETING IF NECESSARY OR APPROPRIATE TO SOLICIT ADDITIONAL PROXIES IF THERE ARE NOT SUFFICIENT VOTES TO APPROVE THE TRC STOCK ISSUANCE PROPOSAL.	Mgmt	For

TARGA RESOURCES CORP.

Agen

Security: 87612G101  
 Meeting Type: Annual  
 Meeting Date: 17-May-2016  
 Ticker: TRGP  
 ISIN: US87612G1013

Prop.#	Proposal	Proposal Type	Proposal Vote
1.	DIRECTOR RENE R. JOYCE WATERS S. DAVIS, IV CHRIS TONG	Mgmt Mgmt Mgmt	For For For
2.	RATIFICATION OF SELECTION OF INDEPENDENT AUDITORS.	Mgmt	For

TARGA RESOURCES PARTNERS LP

Agen

Security: 87611X105  
 Meeting Type: Special  
 Meeting Date: 12-Feb-2016  
 Ticker: NGLS  
 ISIN: US87611X1054

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Prop.#	Proposal	Proposal Type	Proposal Vote
1.	TO CONSIDER AND VOTE UPON A PROPOSAL TO APPROVE THE AGREEMENT AND PLAN OF MERGER, DATED AS OF NOVEMBER 2, 2015, BY AND AMONG TARGA RESOURCES CORP. ("TRC"), SPARTAN MERGER SUB LLC, TARGA RESOURCES PARTNERS LP (THE "PARTNERSHIP") AND TARGA RESOURCES GP LLC, PURSUANT TO WHICH TRC WILL ACQUIRE INDIRECTLY ALL OF ... (DUE TO SPACE LIMITS, SEE PROXY STATEMENT FOR FULL PROPOSAL)	Mgmt	For
2.	TO CONSIDER AND VOTE UPON, ON AN ADVISORY, NON-BINDING BASIS, THE COMPENSATION PAYMENTS THAT MAY BE PAID OR BECOME PAYABLE TO THE PARTNERSHIP'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER, WHICH IS REFERRED TO AS THE "TRP COMPENSATION PROPOSAL."	Mgmt	For

\* Management position unknown

### SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant)	Cushing MLP Total Return Fund
By (Signature)	/s/ Jerry V Swank
Name	Jerry V Swank
Title	President
Date	08/25/2016