

**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 M. 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 ▶ The 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 of 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.

Blank lines for listing applicable Internal Revenue Code sections.

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.

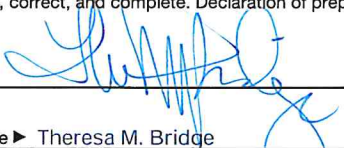
Blank lines for providing details regarding loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The amounts as reported are reportable for the 2020 tax year.

Blank lines for providing other necessary information.

Sign Here

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.

Signature ▶  Date ▶ 2/16/2021

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
	Leonard J. DiPietro, CPA	Signature on File	February 15, 2021		On file
	Firm's name ▶ Tait Weller & Baker LLP			Firm's EIN ▶	On file
	Firm's address ▶ 50 S. 16th Street, Philadelphia, PA 19102			Phone no.	On file

ISSUER'S NAME	RECORD			TOTAL	ORDINARY	LONG TERM	NON-DIVIDEND
	DATE	EX-DATE	PAYABLE DATE	DISTRIBUTION PER SHARE	DISTRIBUTION PER SHARE	CAPITAL GAIN	DISTRIBUTION (RETURN OF CAPITAL)
Cornerstone Total Return Fund, Inc.	1/15/2020	1/14/2020	1/31/2020	\$ 0.179600	\$ 0.010821	\$ 0.040372	\$ 0.128407
BOX 10 CUSIP NUMBER: 21924U300	2/14/2020	2/13/2020	2/28/2020	\$ 0.179600	\$ 0.010821	\$ 0.040372	\$ 0.128407
BOX 12 TICKER SYMBOL: CRF	3/16/2020	3/13/2020	3/31/2020	\$ 0.179600	\$ 0.010821	\$ 0.040372	\$ 0.128407
	4/15/2020	4/14/2020	4/30/2020	\$ 0.179600	\$ 0.010821	\$ 0.040372	\$ 0.128407
	5/15/2020	5/14/2020	5/29/2020	\$ 0.179600	\$ 0.010821	\$ 0.040372	\$ 0.128407
	6/15/2020	6/12/2020	6/30/2020	\$ 0.179600	\$ 0.010821	\$ 0.040372	\$ 0.128407
	7/15/2020	7/14/2020	7/31/2020	\$ 0.179600	\$ 0.010821	\$ 0.040372	\$ 0.128407
	8/14/2020	8/13/2020	8/31/2020	\$ 0.179600	\$ 0.010821	\$ 0.040372	\$ 0.128407
	9/15/2020	9/14/2020	9/30/2020	\$ 0.179600	\$ 0.010821	\$ 0.040372	\$ 0.128407
	10/15/2020	10/14/2020	10/30/2020	\$ 0.179600	\$ 0.010821	\$ 0.040372	\$ 0.128407
	11/16/2020	11/13/2020	11/30/2020	\$ 0.179600	\$ 0.010821	\$ 0.040372	\$ 0.128407
	12/15/2020	12/14/2020	12/31/2020	\$ 0.179600	\$ 0.010821	\$ 0.040372	\$ 0.128407