

ClearBridge Energy MLP Total Return Fund Inc.
Form N-PX
August 11, 2017

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 811-22693

ClearBridge Energy MLP Total Return Fund Inc.

(Exact name of registrant as specified in charter)

620 EIGHTH AVENUE, 49TH FLOOR, NEW YORK, NEW YORK 10018

(Address of principal executive offices) (Zip code)

Robert I. Frenkel, Esq.

100 First Stamford Place

Stamford, Connecticut 06902

(Name and address of agent for service)

Registrant's telephone number, including area code: 1-888-777-0102

Date of fiscal year end: November 30

Date of reporting period: July 1, 2016 June 30, 2017

Item 1. Proxy Voting Record

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***** FORM N-Px REPORT *****

ICA File Number: 811-22693
 Reporting Period: 07/01/2016 - 06/30/2017
 Clearbridge Energy MLP Total Return Fund Inc.

===== Clearbridge Energy MLP Total Return Fund =====

BUCKEYE PARTNERS, L.P.

Ticker: BPL Security ID: 118230101
 Meeting Date: JUN 06, 2017 Meeting Type: Annual
 Record Date: APR 10, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-----------|------------|
| 1.1 | Elect Director Barbara J. Duganier | For | For | Management |
| 1.2 | Elect Director Joseph A. LaSala, Jr. | For | For | Management |
| 1.3 | Elect Director Larry C. Payne | For | For | Management |
| 1.4 | Elect Director Martin A. White | For | For | Management |
| 2 | Amend Omnibus Stock Plan | For | For | Management |
| 3 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 5 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

 ENERGY TRANSFER PARTNERS L.P.

Ticker: ETP Security ID: 29273R109
 Meeting Date: APR 26, 2017 Meeting Type: Special
 Record Date: FEB 27, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |
| 3 | Advisory Vote on Golden Parachutes | For | For | Management |

 GOLAR LNG PARTNERS LP

Ticker: GMLP Security ID: Y2745C102
 Meeting Date: SEP 28, 2016 Meeting Type: Annual
 Record Date: AUG 03, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|-----------------------------------|---------|-----------|------------|
| 1 | Elect Director Alf C. Thorkildsen | For | For | Management |

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 KNOT OFFSHORE PARTNERS LP

Ticker: KNOP Security ID: Y48125101
 Meeting Date: AUG 10, 2016 Meeting Type: Annual
 Record Date: JUL 11, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Elect Director Simon Bird | For | For | Management |
| 2 | Please vote FOR if Units are Owned by a Resident of Norway for Purposes of the Tax Act on Income And Wealth, or vote AGAINST if Units are Not Held by a Resident of Norway for Purposes of the Tax Act on Income and Wealth | For | Against | Management |

 MACQUARIE INFRASTRUCTURE CORPORATION

Ticker: MIC Security ID: 55608B105
 Meeting Date: MAY 17, 2017 Meeting Type: Annual
 Record Date: MAR 22, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|----|--|----------|-----------|------------|
| 1a | Elect Director Norman H. Brown, Jr. | For | For | Management |
| 1b | Elect Director George W. Carmany, III | For | For | Management |
| 1c | Elect Director Ronald Kirk | For | For | Management |
| 1d | Elect Director H.E. (Jack) Lentz | For | For | Management |
| 1e | Elect Director Ouma Sananikone | For | For | Management |
| 2 | Ratify KPMG LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |

 MAGELLAN MIDSTREAM PARTNERS, L.P.

Ticker: MMP Security ID: 559080106
 Meeting Date: APR 20, 2017 Meeting Type: Annual
 Record Date: FEB 21, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-----------|------------|
| 1.1 | Elect Director Lori A. Gobillot | For | For | Management |
| 1.2 | Elect Director Edward J. Guay | For | For | Management |
| 1.3 | Elect Director Michael N. Mears | For | For | Management |
| 1.4 | Elect Director James R. Montague | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

 ONEOK PARTNERS, L.P.

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Ticker: OKS Security ID: 68268N103
 Meeting Date: JUN 30, 2017 Meeting Type: Special
 Record Date: MAY 19, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |

PLAINS GP HOLDINGS, LP

Ticker: PAGP Security ID: 72651A108
 Meeting Date: NOV 15, 2016 Meeting Type: Special
 Record Date: SEP 30, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------------------|---------|-----------|------------|
| 1 | Approve the Simplification Agreement | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |

ROSE ROCK MIDSTREAM LP

Ticker: RRMS Security ID: 777149105
 Meeting Date: SEP 29, 2016 Meeting Type: Written Consent
 Record Date: AUG 22, 2016

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | For | For | Management |

SEMGROUP CORPORATION

Ticker: SEMG Security ID: 81663A105
 Meeting Date: MAY 17, 2017 Meeting Type: Annual
 Record Date: MAR 30, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|----------|-----------|------------|
| 1.1 | Elect Director Ronald A. Ballschmiede | For | For | Management |
| 1.2 | Elect Director Sarah M. Barpoulis | For | For | Management |
| 1.3 | Elect Director Carlin G. Conner | For | For | Management |
| 1.4 | Elect Director Karl F. Kurz | For | For | Management |
| 1.5 | Elect Director James H. Lytal | For | For | Management |
| 1.6 | Elect Director William J. McAdam | For | For | Management |
| 1.7 | Elect Director Thomas R. McDaniel | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 4 | Ratify Grant Thornton LLP as Auditors | For | For | Management |
| 5 | Authorize New Class of Preferred Stock | For | For | Management |

TARGA RESOURCES CORP.

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Ticker: TRGP Security ID: 87612G101
Meeting Date: MAY 22, 2017 Meeting Type: Annual
Record Date: APR 03, 2017

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|---|----------|-----------|------------|
| 1.1 | Elect Director Charles R. Crisp | For | For | Management |
| 1.2 | Elect Director Laura C. Fulton | For | For | Management |
| 1.3 | Elect Director Michael A. Heim | For | For | Management |
| 1.4 | Elect Director James W. Whalen | For | For | Management |
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 4 | Advisory Vote on Say on Pay Frequency | One Year | One Year | Management |
| 5 | Amend Omnibus Stock Plan | For | Against | Management |
| 6 | Approve Issuance of Shares of Common Stock Upon Conversion of Series A Preferred Stock and Exercise of Outstanding Warrants | For | For | Management |

===== END NPX REPORT

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.

ClearBridge Energy MLP Total Return Fund Inc.

By: /s/ Jane Trust

Jane Trust

Chairman, President and Chief Executive Officer

Date: August 11, 2017