

ClearBridge Energy MLP Total Return Fund Inc.
Form N-PX
August 17, 2015

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, 2014 - June 30, 2015

Item 1. Proxy Voting Record

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

ICA File Number: 811-22693
Reporting Period: 07/01/2014 - 06/30/2015
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 02, 2015 Meeting Type: Annual
Record Date: APR 06, 2015

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Pieter Bakker | For | For | Management |
| 1.2 | Elect Director Barbara M. Baumann | For | For | Management |
| 1.3 | Elect Director Mark C. McKinley | For | For | Management |
| 1.4 | Elect Director Donald W. Niemiec | For | For | Management |
| 2 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |

ENERGY TRANSFER PARTNERS L.P.

Ticker: ETP Security ID: 29273R109
Meeting Date: NOV 20, 2014 Meeting Type: Special
Record Date: OCT 13, 2014

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------|---------|-----------|------------|
| 1 | Amend Omnibus Stock Plan | For | For | Management |
| 2 | Adjourn Meeting | For | For | Management |

GOLAR LNG PARTNERS LP

Ticker: GMLP Security ID: Y2745C102
Meeting Date: SEP 19, 2014 Meeting Type: Annual
Record Date: JUL 25, 2014

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---------------------------------|---------|-----------|------------|
| 1 | Elect Carl E. Steen as Director | For | For | Management |

KINDER MORGAN MANAGEMENT LLC

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Ticker: KMR Security ID: 49455U100
 Meeting Date: NOV 20, 2014 Meeting Type: Special
 Record Date: OCT 20, 2014

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|------------------------------|---------|-----------|------------|
| 1 | Approve KMR Merger Agreement | For | For | Management |
| 2 | Adjourn KMR Meeting | For | For | Management |
| 3 | Approve KMP Merger Agreement | For | For | Management |
| 4 | Adjourn KMP Meeting | For | For | Management |

KINDER MORGAN, INC.

Ticker: KMI Security ID: 49456B101
 Meeting Date: MAY 07, 2015 Meeting Type: Annual
 Record Date: MAR 10, 2015

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|------|--|---------|-----------|-------------|
| 1.1 | Elect Director Richard D. Kinder | For | For | Management |
| 1.2 | Elect Director Steven J. Kean | For | For | Management |
| 1.3 | Elect Director Ted A. Gardner | For | For | Management |
| 1.4 | Elect Director Anthony W. Hall, Jr. | For | For | Management |
| 1.5 | Elect Director Gary L. Hultquist | For | For | Management |
| 1.6 | Elect Director Ronald L. Kuehn, Jr. | For | For | Management |
| 1.7 | Elect Director Deborah A. MacDonald | For | For | Management |
| 1.8 | Elect Director Michael J. Miller | For | For | Management |
| 1.9 | Elect Director Michael C. Morgan | For | For | Management |
| 1.10 | Elect Director Arthur C. Reichstetter | For | For | Management |
| 1.11 | Elect Director Fayez Sarofim | For | For | Management |
| 1.12 | Elect Director C. Park Shaper | For | For | Management |
| 1.13 | Elect Director William A. Smith | For | For | Management |
| 1.14 | Elect Director Joel V. Staff | For | For | Management |
| 1.15 | Elect Director Robert F. Vagt | For | For | Management |
| 1.16 | Elect Director Perry M. Waughtal | For | For | Management |
| 2 | Approve Omnibus Stock Plan | For | For | Management |
| 3 | Approve Executive Incentive Bonus Plan | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 5 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 6 | Amend Charter to Eliminate Inapplicable Provisions | For | For | Management |
| 7 | Report on Capital Expenditure Strategy with Respect to Climate Change Policy | Against | For | Shareholder |
| 8 | Report on Methane Emissions Management and Reduction Targets | Against | For | Shareholder |
| 9 | Report on Sustainability | Against | For | Shareholder |

KNOT OFFSHORE PARTNERS LP

Ticker: KNOP Security ID: Y48125101
 Meeting Date: AUG 13, 2014 Meeting Type: Annual
 Record Date: JUL 14, 2014

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Edward A. Waryas, Jr. | For | For | Management |

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2 Please vote FOR if Units are Owned by For Against Management
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

MACQUARIE INFRASTRUCTURE COMPANY LLC

Ticker: MIC Security ID: 55608B105
Meeting Date: MAY 15, 2015 Meeting Type: Special
Record Date: MAR 25, 2015

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|---|---------|-----------|------------|
| 1 | Approve Conversion of the Company from Delaware Limited Liability Corporation to Delaware Corporation | For | For | Management |
| 2 | Authorize New Class of Preferred Stock | For | For | Management |
| 3 | Adjourn Meeting | For | For | Management |

MACQUARIE INFRASTRUCTURE COMPANY LLC

Ticker: MIC Security ID: 55608B105
Meeting Date: MAY 20, 2015 Meeting Type: Annual
Record Date: MAR 25, 2015

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Norman H. Brown, Jr. | For | For | Management |
| 1.2 | Elect Director George W. Carmany, III | For | For | Management |
| 1.3 | Elect Director H.E. (Jack) Lentz | For | For | Management |
| 1.4 | Elect Director Ouma Sananikone | For | For | Management |
| 1.5 | Elect Director William H. Webb | For | For | Management |
| 2 | Ratify KPMG LLP as Auditors | For | For | Management |
| 3 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

MAGELLAN MIDSTREAM PARTNERS, L.P.

Ticker: MMP Security ID: 559080106
Meeting Date: APR 23, 2015 Meeting Type: Annual
Record Date: FEB 23, 2015

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Robert G. Croyle | For | For | Management |
| 1.2 | Elect Director Stacy P. Methvin | For | For | Management |
| 1.3 | Elect Director Barry R. Pearl | For | For | Management |
| 2 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |
| 3 | Ratify Ernst & Young LLP as Auditors | For | For | Management |

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MARKWEST ENERGY PARTNERS, L.P.

Ticker: MWE Security ID: 570759100
 Meeting Date: JUN 03, 2015 Meeting Type: Annual
 Record Date: APR 06, 2015

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|--|---------|-----------|------------|
| 1.1 | Elect Director Frank M. Semple | For | For | Management |
| 1.2 | Elect Director Donald D. Wolf | For | For | Management |
| 1.3 | Elect Director Michael L. Beatty | For | For | Management |
| 1.4 | Elect Director William A. Bruckmann, III | For | For | Management |
| 1.5 | Elect Director Donald C. Heppermann | For | For | Management |
| 1.6 | Elect Director Randall J. Larson | For | For | Management |
| 1.7 | Elect Director Anne E. Fox Mounsey | For | For | Management |
| 1.8 | Elect Director William P. Nicoletti | For | For | Management |
| 2 | Ratify Deloitte & Touche LLP as Auditors | For | For | Management |

OILTANKING PARTNERS, L.P.

Ticker: OILT Security ID: 678049107
 Meeting Date: FEB 13, 2015 Meeting Type: Special
 Record Date: JAN 02, 2015

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

REGENCY ENERGY PARTNERS LP

Ticker: RGP Security ID: 75885Y107
 Meeting Date: APR 28, 2015 Meeting Type: Special
 Record Date: MAR 24, 2015

| # | 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 |

SUBURBAN PROPANE PARTNERS, L.P.

Ticker: SPH Security ID: 864482104
 Meeting Date: MAY 13, 2015 Meeting Type: Annual
 Record Date: MAR 16, 2015

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|-----|-------------------------------------|---------|-----------|------------|
| 1.1 | Elect Director Harold R. Logan, Jr. | For | For | Management |
| 1.2 | Elect Director John Hoyt Stookey | For | For | Management |
| 1.3 | Elect Director John D. Collins | For | For | Management |
| 1.4 | Elect Director Jane Swift | For | For | Management |
| 1.5 | Elect Director Lawrence C. Caldwell | For | For | Management |
| 1.6 | Elect Director Matthew J. Chanin | For | For | Management |
| 1.7 | Elect Director Michael A. Stivala | For | For | Management |

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|---|--|-----|-----|------------|
| 2 | Ratify PricewaterhouseCoopers LLP as Auditors | For | For | Management |
| 3 | Amend Restricted Stock Plan | For | For | Management |
| 4 | Advisory Vote to Ratify Named Executive Officers' Compensation | For | For | Management |

WILLIAMS PARTNERS L. P.

Ticker: WPZ Security ID: 96950F104
Meeting Date: JAN 28, 2015 Meeting Type: Written Consent
Record Date: NOV 28, 2014

| # | Proposal | Mgt Rec | Vote Cast | Sponsor |
|---|--------------------------|---------|-----------|------------|
| 1 | Approve Merger Agreement | 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 E. Trust

Jane E. Trust

Chairman, President and Chief Executive Officer

Date: August 17, 2015