

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) | |
| THE CUSHING MLP TOTAL RETURN FUND | | 35-2303963 | |
| 3 Name of contact for additional information | 4 Telephone No. of contact | 5 Email address of contact | |
| ANGELA A. TER MAAT | 414-287-3013 | angela.termaat@usbank.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 | |
| 777 EAST WISCONSIN AVENUE 5TH FLOOR | | MILWAUKEE, WISCONSIN 53202 | |
| 8 Date of action | | 9 Classification and description | |
| 09/23/2014 | | NONTAXABLE RETURN OF CAPITAL DISTRIBUTION | |
| 10 CUSIP number | 11 Serial number(s) | 12 Ticker symbol | 13 Account number(s) |
| 231631102 | | SRV | |

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 CUSHING MLP TOTAL RETURN FUND PAID A NONTAXABLE RETURN OF CAPITAL DISTRIBUTION ON 09/23/2014 TO SHAREHOLDERS OF RECORD ON 09/18/2014. THE ESTIMATED PERCENT OF THE NONTAXABLE RETURN OF CAPITAL DISTRIBUTION PAID TO SHAREHOLDERS OF RECORD ON 09/18/2014 IS 0.00 PERCENT OF THE TOTAL DIVIDEND AMOUNT.

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 ▶ THE TOTAL NONTAXABLE RETURN OF CAPITAL PORTION OF THE DIVIDEND PAID TO SHAREHOLDERS OF RECORD ON 09/18/2014 WAS 0.00000 PER SHARE.

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 IS LOWERED BY THE PER SHARE AMOUNT OF 0.00000 FOR THE SHAREHOLDERS OF RECORD ON 09/18/2014. THE RATE WAS DETERMINED IN ACCORDANCE WITH IRC §301 and IRC §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 §301, §316

18 Can any resulting loss be recognized? ▶ NO LOSS CAN BE RECOGNIZED ON THE DISTRIBUTIONS PAID ON 09/23/2014 TO THE SHAREHOLDERS OF RECORD ON 09/18/2014. POTENTIAL GAIN MAY RESULT IF SHAREHOLDER HAS A ZERO BASIS.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ THE INFORMATION PROVIDED ABOVE WILL BE PROVIDED ON THE SHAREHOLDERS' 2014 1099 DIV STATEMENT BOX 3.

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 ▶ _____

| | | | | | |
|-------------------------------|----------------------------|----------------------|---------|-------------------------------------------------|------|
| Paid Preparer Use Only | Print your name ▶ | Preparer's signature | Title ▶ | Check <input type="checkbox"/> if self-employed | PTIN |
| | Print/Type preparer's name | | Date | Firm's EIN ▶ | |
| | Firm's name ▶ | | | Phone no. | |
| | Firm's address ▶ | | | | |