

Cushing MLP Total Return Fund  
Form N-PX  
August 19, 2011

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM N-PX

ANNUAL REPORT OF PROXY VOTING RECORD OF REGISTERED  
MANAGEMENT INVESTMENT COMPANY

Investment Company Act file number 811-22072

The Cushing MLP Total Return Fund  
(Exact name of registrant as specified in charter)

8117 Preston Road, Suite 440  
Dallas, TX 75225  
(Address of principal executive offices) (Zip code)

Jerry V. Swank  
8117 Preston Road, Suite 440  
Dallas, TX 75225  
(Name and address of agent for service)

Registrant's telephone number, including area code: 214-692-6334

Date of fiscal year end: November 30

Date of reporting period: June 30, 2011



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Item 1. Proxy Voting Record.

Company Name	Meeting Date	CUSIP	Ticker
Breitburn Energy Partners, L.P.	7/29/2010	106776107	BBEP
	MRV	Proposal	Proposed by Issuer or Security Holder
Vote		1. Election of Class I Directors	Issuer
For	For	John R. Butler, Jr.	
For	For	Gregory J. Moroney	
		2. Election of Class II Directors	
For	For	Walker C. Friedman	
For	For	Charles S. Weiss	
For	For	3. Ratification of the appointment of PricewaterhouseCoopers LLP as the independent public accounting firm for the fiscal year ending December 31, 2010.	

Company Name	Meeting Date	CUSIP	Ticker
Breitburn Energy Partners, L.P.	6/23/2011	106776107	BBEP
	MRV	Proposal	Proposed by Issuer or Security Holder
Vote		1. Election of Directors	Issuer
For	For	David B. Kilpatrick	
For	For	W. Yandell Rogers	
For	For	2. Advisory vote on Executive Compensation (say-on-pay)	
Three Years	Three Years	3. Advisory vote on the frequency of advisory votes on executive compensation (say-on-pay)	
For	For		

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4. Approval of the First Amendment to the First Amended and Restated Breitburn Energy Partners L.P. 2006 Long-Term Incentive Plan

For For 5. Ratification of the appointment of PricewaterhouseCoopers LLP as independent registered public accounting firm

Company Name	Meeting Date	CUSIP	Ticker
Buckeye Partners, LP	6/7/2011	118230101	BPL

Vote	MRV	Proposal	Proposed by Issuer or Security Holder
		1. Election of Directors	Issuer
For	For	Forrest E. Wylie	
For	For	Joseph A. Lasala, Jr	
For	For	Martin A. White	
For	For	2. Ratification of selection of Deloitte & Touche LLP	
For	For	3. Advisory Resolution on Executive Compensation (say-on-pay)	
Three Years	Three Years	4. Advisory Vote on the Frequency of Future Advisory votes on Executive Compensation (say-on-pay)	

Company Name	Meeting Date	CUSIP	Ticker
El Paso Corporation	5/17/2011	28336L-109	EP

Vote	MRV	Proposal	Proposed by Issuer or Security Holder
		1. Election of Directors	Issuer
For	For	Juan Carlos Braniff	
For	For	David W. Crane	
For	For	Douglas L. Foshee	
For	For	Robert W. Goldman	

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For	For	Anthony W. Hall, Jr
For	For	Thomas R. Hix
For	For	Ferrell P. McClean
For	For	Timothy J. Probert
For	For	Steven J. Shapiro
For	For	J. Michael Talbert
For	For	Robert F. Vagt
For	For	John L. Whitmire
For	For	2. Approval of the advisory vote on Executive Compensation
1 Year	1 Year	3. Approval of the advisory vote on the frequency of the advisory vote on Executive Compensation
For	For	4. Ratification of the Appointment of Ernst & Young, LLP as independent registered public accounting firm for the fiscal year ending December 31, 2011.

Company Name	Meeting Date	CUSIP	Ticker
The Empire District Electric Company	4/28/2011		EDE

Vote	MRV	Proposal	Proposed by Issuer or Security Holder
		1. Election of Directors	Issuer
For	For	Kenneth R. Allen	
For	For	Bradley P. Beecher	
For	For	William L. Gipson	
For	For	Thomas M. Ohlmacher	
For	For	2. To ratify the appointment of PricewaterhouseCoopers, LLP as Empire's Independent registered public accounting firm for the fiscal year ending December 31, 2011.	
		3. To vote upon a non-binding advisory proposal to give the compensation of named executive officers as disclosed in the proxy statement.	
For	For		
3 Years	3 Years		

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4. To vote upon a non-binding advisory proposal on whether the non-binding advisory vote on executive compensation should occur every one, two or three years.

Company Name	Meeting Date	CUSIP	Ticker
Legacy Reserves	5/11/2011	524707304	LGCY
Vote	MRV	Proposal	Proposed by Issuer or Security Holder
		1. Election of Directors	Issuer
For	For	Cary D. Brown	
For	For	Kyle A. McGraw	
For	For	Dale A. Brown	
For	For	G. Larry Lawrence	
For	For	William D. Sullivan	
For	For	William R. Granberry	
For	For	Kyle D. Vann	
For	For	2. Advisory resolution approving executive compensation	
3 Yrs	3 Yrs	3. Advisory vote of frequency of advisory votes on executive compensation	
For	For	4. Ratification of the appointment of BDO USA, LLP as independent registered public accounting firm for the fiscal year ending December 31, 2011	

Company Name	Meeting Date	CUSIP	Ticker
Linn Energy, LLC	4/26/2011	536020100	LINE
Vote	MRV	Proposal	Proposed by Issuer or Security Holder
		1. Election of Directors	Issuer
For	For	Michael C. Linn	
For	For	Mark E. Ellis	
For	For	George A. Alcorn	
For	For	Terrence S. Jacobs	
For	For	Jeffrey C. Swoveland	

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For	For	Joseph P. McCoy
For	For	2. Ratification of appointment of KPMG LLP as independent auditors for the fiscal year ending December 31, 2011
For	For	3. To approve, by non-binding vote, executive compensation
3 Years	3 Years	4. To recommend, by non-binding vote, the frequency of executive compensation votes

Company Name	Meeting Date	CUSIP	Ticker
Magellan Midstream Partners, LP	4/27/2011	559080106	MMP

Vote	MRV	Proposal	Proposed by Issuer or Security Holder
	For	1. Election of Directors	Issuer
For		James C. Kempner	
For		Michael N. Mears	
For		James R. Montague	
For	For	2. Proposal to Amend Long-term Incentive Plan	
For	For	3. Advisory Vote on executive compensation	
3 Yrs	3 Yrs	4. Advisory vote on frequency of vote on executive compensation	

Company Name	Meeting Date	CUSIP	Ticker
Markwest Energy Partners, LP	6/1/2011	570759100	MWE

Vote	MRV	Proposal	Proposed by Issuer or Security Holder
	For	1. Election of Directors	Issuer
For	For	Frank M. Semple	
For	For	Donald D. Wolf	

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For	For	Keith E. Bailey
For	For	Michael L. Beatty
For	For	Charles K. Dempster
For	For	Donald C. Heppermann
For	For	William A. Kellstrom
For	For	Anne E. Fox Mounsey
For	For	William P. Niccoletti
		2. To approve, on an advisory basis, the compensation of the Partnership's named executive officers.
For	For	
		3. To recommend, on an advisory basis, the frequency of the advisory vote on the compensation of the Partnership's named executive officers.
3 Years	3 Years	
		4. Ratification of Deloitte & Touche LLP, as the Partnership's independent registered public accountants for the fiscal year ending December 31, 2011.
For	For	

	Meeting		
Company Name	Date	CUSIP	Ticker
Nustar GP Holdings, LLC	4/27/2011	67059L-102	NSH

			Proposed by Issuer or Security Holder
Vote	MRV	Proposal	Issuer
		1. Election of Directors	
For	For	Curtis V. Anastasio	
For	For	William B. Burnett	
		2. Ratify the appointment of KPMG LLP as Nustar Holdings, LLC Independent Registered Accounting firm for 2011	
For	For		
For			
		3. To approve, by non-binding vote, executive compensation.	
For	For		
		4. To recommend, by non-binding vote, the frequency of future advisory votes on executive compensation.	
3 Years	3 Years		



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Company Name	Meeting Date	CUSIP	Ticker
ONEOK, Inc	5/25/2011	682680103	OKE
			Proposed by Issuer or Security Holder
Vote	MRV	Proposal	Issuer
		1. Election of Directors	
For	For	James C. Day	
For	For	Julie H. Edwards	
For	For	William L. Ford	
For	For	John W. Gibson	
For	For	Bert H. Mackie	
For	For	Jim W. Mogg	
For	For	Pattye L. Moore	
For	For	Gary D. Parker	
For	For	Eduardo A. Rodriguez	
For	For	Gerald B. Smith	
For	For	David J. Tippeconnic	
		2. Ratification of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the year ending Dec 31, 2011.	
For	For		
		3. Advisory vote on executive compensation.	
For	For		
		4. Advisory vote on the frequency of holding the advisory vote on executive compensation	
1 Year	1 Year		

Company Name	Meeting Date	CUSIP	Ticker
Penn Virginia GP Holdings, LP	2/16/2011	70788P105	PVG
			Proposed by Issuer or Security Holder
Vote	MRV	Proposal	Issuer
Against	For	1. To consider and vote upon the approval and adoption of (A) the agreement and plan of merger by and among Penn Virginia Resource Partners, LP, Penn Virginia Resource GP, LLC, PVR Radnor, LLC, Penn Virginia GP Holdings, LP and PVG GP, LLC, the general partner of Holdings, (B) the	

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merger, and (C) the transactions contemplated thereby.

Against For 2. To consider and vote upon any proposal that may be presented to adjourn the holdings special meeting to a later date, if necessary, to solicit additional proxies in the event that there are insufficient votes in favor of the foregoing proposal.

Company Name	Meeting Date	CUSIP	Ticker
Penn Virginia Resource Partners, LP	6/22/2011	707884102	PVR

Vote	MRV	Proposal	Proposed by Issuer or Security Holder
			Issuer
For	For	1. Election of Directors	
For	For	Edward B. Cloues, II	
For	For	James L. Gardner	
For	For	Robert J. Hall	
For	For	Thomas W. Hofmann	
For	For	James R. Montague	
For	For	Marsha R. Perelman	
For	For	William H. Shea, Jr.	
For	For	John C. Van Roden, Jr.	
For	For	Jonathan B. Weller	

For For 2. To approve, by advisory (non-binding) vote, executive compensation.

1 Year 1 Year 3. To recommend, by advisor (non-binding) vote, the frequency of future advisory votes on executive compensation.

Company Name	Meeting Date	CUSIP	Ticker
Targa Resources Corporation	5/25/2011	87612G101	NGLS

Vote	MRV	Proposal	Proposed by Issuer or Security Holder
			Issuer
		1. Election of Directors	

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For	For	Charles R. Crisp
For	For	James W. Whalen
For	For	2. Ratification of Selection of independent auditors
For	For	3. Advisory vote on executive compensation
3 Years	3 Years	4. Advisory vote on the frequency of the advisory vote on executive compensation.

	Meeting Date	CUSIP	Ticker
Vanguard Natural Resources	6/9/2011	92205F106	VNR

Vote	MRV	Proposal	Proposed by Issuer or Security Holder
			Issuer
For	For	1. Election of Directors	
For	For	W. Richard Anderson	
For	For	Loren Singletary	
For	For	Bruce W. McCullough	
For	For	John R. McGoldrick	
For	For	Scott W. Smith	
For	For	2. To approve a non-binding vote on executive compensation.	
3 Years	3 Years	3. To approve a non-binding vote on the frequency of holding the non-binding advisory vote on executive compensation.	
For	For	4. To ratify the appointment of BDO Seidman, LLP as independent registered public accounting firm for 2011.	

	Meeting Date	CUSIP	Ticker
The Williams Companies, Inc	5/19/2011	969457100	WMB

Vote	MRV	Proposal	Proposed by Issuer or Security Holder
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		1. Election of Directors	Issuer
For	For	Alan S. Armstrong	
For	For	Joseph R. Cleveland	
For	For	Juanita H. Hinshaw	
For	For	Frank T. MacInnis	
For	For	Janice D. Stoney	
For	For	Laura A. Sugg	
For	For	2. Ratification of Ernst & Young, LLP as auditors for 2011	
For	For	3. Advisory vote on executive compensation	
1 Year	1 Year	4. Advisory vote on the frequency of future advisory votes on executive compensation	

	Meeting Date	CUSIP	Ticker
Company Name			
XCEL Energy, Inc	5/18/2011	98389B100	XEL

			Proposed by Issuer or Security Holder
Vote	MRV	Proposal	Issuer
		1. Election of Directors	
For	For	Fredric W. Corrigan	
For	For	Richard K. Davis	
For	For	Benjamin G.S. Fowke III	
For	For	Richard C. Kelly	
For	For	Albert F. Moreno	
For	For	Christopher J. Policinski	
For	For	A. Patricia Sampson	
For	For	James J. Sheppard	
For	For	David A. Westerlund	
For	For	Kim Williams	
For	For	Timothy V. Wolf	
For	For	2. Company proposal to approve and amendment to increase the number of shares under the Xcel Energy Inc. Non-employee Directors' Stock Equivalent Plan, as amended and restated.	
For	For	3. Company proposal to approve and amend to Restated Articles of Incorporation to eliminate cumulative voting in the election of	

directors

- |        |        |  |
|--------|--------|--|
| For    | For    | 4. Company proposal to approve other amendments to, and the restatement of, Restated Articles of Incorporation.                                      |
| 1 Year | 1 Year | 5. Company proposal to hold an advisory vote on the frequency of the advisory vote on executive compensation.  |
| For    | For    | 6. Company proposal to hold an advisory vote on executive compensation.  |
| For    | For    | 7. Company proposal to ratify the appointment of Deloitte & Touche LLP as Xcel Energy Inc.'s independent registered public accounting firm for 2011. |
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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) The Cushing MLP Total Return Fund

By (Signature and Title) /s/ Jerry V. Swank  
Jerry V. Swank  
Chief Executive Officer and President

Date August 19, 2011

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