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CORNERSTONE TOTAL RETURN FUND INC

Form 4

November 02, 2016

FORM 4	UNITED STATES SECURITIES AND EXCHANGE
	Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

COMMISSION

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
16. SECURITIES

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

11/01/2016

Stock (1)

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Indirect (Indire	1. Name and Address of Reporting Person ** WILCOX GLENN W SR			2. Issuer Name and Ticker or Trading Symbol CORNERSTONE TOTAL RETURN FUND INC [CRF]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
ASHEVILLE, NC 28803 City State City Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned		, ,		Middle)	(Month/D	ay/Year)	ransaction			Officer (give	titleOthe	
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date (Month/Day/Year) (Instr. 3)	F			, e					Applicable Line) _X_ Form filed by One Reporting Person			
1.Title of Security (Month/Day/Year) 2A. Deemed 3. 4. Securities Acquired (Month/Day/Year) (Instr. 3) 2A. Deemed 3. 4. Securities Acquired (Month/Day/Year) 2A. Deemed 3. 4. Securities Acquired (Month/Day/Year) 2A. Deemed 3. 4. Securities Acquired (Month/Day/Year) 3A. Deemed 3. 4. Securities Acquired (Dolor Disposed of (D) Securities Beneficially (D) or Beneficial (D) ownership (Instr. 4) (Instr. 3 and 4)				(Zip)	Table	e I - Non-I)erivative (Secur	ities Aca	Person		
Security (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 3) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Code (Instr. 3, 4 and 5)) Executities (D) or Beneficially (D) or Beneficially (D) or Beneficially (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 3 and 4)									-	· •		
(Instr. 3) any (Month/Day/Year) (Instr. 8) Code V Amount (D) Price Code V Amount (D) Price Beneficially Owned Indirect (I) Ownership Following (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)									-			
(Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) Reported Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price		*	(Month/Day/Year)		n Date, if			_				
		(Illsu. 3)		•	Day/Year)	(Instr. 8)		(A) or		Owned Following Reported Transaction(s)	Indirect (I)	Ownership
		Common				Code v	Amount	(D)	\$			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

X

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SEC 1474

(9-02)

D

2,006

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

502

A

13.69

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			ate	7. Title Amoun Under	int of lying ities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative Security				Securities Acquired			(Instr.	3 and 4)		Owne Follo
					(A) or Disposed						Repo Trans
					of (D) (Instr. 3, 4, and 5)						(Instr
					4, and 3)				Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
WILCOX GLENN W SR 418 VANDERBILT ROAD ASHEVILLE, NC 28803	X						

Signatures

/s/ Glenn W.
Wilcox

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Non-transferable rights were issued to stockholders of record as of September 23, 2016 in connection with a rights offering by the Issuer (1) at the rate of one right for each share of common stock owned. Each right entitled its holder to purchase one share of common stock, which purchase is reflected in this filing.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2