

ClearBridge Energy MLP Total Return Fund Inc.  
Form N-23C-2  
February 03, 2016

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

**RULE 23C-2 NOTICE OF INTENTION TO REDEEM SECURITIES**

**of**

**ClearBridge Energy MLP Total Return Fund Inc.**

**620 Eighth Avenue**

**New York, New York 10018**

**(888) 777-0102**

**under the**

**Investment Company Act of 1940**

**Investment Company Act File No. 811-22693**

The undersigned registered closed-end investment company hereby notifies the Securities and Exchange Commission (the Commission) that it intends to call or redeem securities of which it is the issuer, as set forth below in accordance with the requirements of Rule 23c-2 under the Investment Company Act of 1940, and states that, pursuant to permission granted by the Commission staff, it is filing this notice with the Commission fewer than 30 days prior to the date set for the redemption.

1. Title of the class of securities of ClearBridge Energy MLP Total Return Fund Inc. (the Fund) to be called or redeemed:  
Series D Senior Secured Notes due August 26, 2022 (CUSIP PPN 18469Q B@6) (the Series D Notes).  
Series E Senior Secured Notes due August 26, 2024 (CUSIP PPN 18469Q B@8) (the Series E Notes).  
Series F Senior Secured Notes due August 26, 2026 (CUSIP PPN 18469Q B@6) (the Series F Notes and together with the Series D Notes and the Series E Notes, the Notes).
2. The date on which the securities are to be called or redeemed:  
The Notes will be prepaid on February 16, 2016.
3. The applicable provisions of the governing instrument pursuant to which the securities are to be called or redeemed:

The Notes are being prepaid pursuant to Section 8.2.2 of the Note Purchase Agreement, dated as of August 26, 2015.

4. The principal amount or number of shares to be called or redeemed and the basis upon which the securities to be called or redeemed are to be selected:

The Fund will prepay \$1,336,633.66 aggregate principal amount of its outstanding Series D Notes.

The Fund will prepay \$1,336,633.66 aggregate principal amount of its outstanding Series E Notes.

The Fund will prepay \$2,004,950.50 aggregate principal amount of its outstanding Series F Notes.

The principal amount of the Notes to be prepaid will be allocated among all the Notes outstanding in proportion, as nearly as practicable, to the respective unpaid principal amounts thereof.

SIGNATURE

Pursuant to the requirement of Rule 23c-2 of the Investment Company Act of 1940, the Fund has duly caused this Notice of Intention to Redeem Securities to be signed on its behalf by the undersigned on this 3rd day of February, 2016.

CLEARBRIDGE ENERGY MLP TOTAL RETURN F

By: /s/ George P. Hoyt  
Name: George P. Hoyt  
Title: Assistant Secretary