

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶
§301(c) and §316(a)

18 Can any resulting loss be recognized? ▶ The return of capital per share should reduce the taxpayer's adjusted basis of each share held on the date of distribution. Upon disposition of all or a portion of the shares, the taxpayer should recognize greater gain/less loss.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶
The reportable tax year of the distributions is 2019. Actual return of capital will be reflected on the taxpayer's 2019 Form 1099.

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 ▶ *[Handwritten Signature]* Date ▶ 12/20/19
Print your name ▶ A signed copy is maintained by the issuer Title ▶ Assistant Vice President

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

Virtus Total Return Fund Inc.
Form 8937 Attachment
11/15/19

EIN: 13-3353326

Ex-date	Record Date	Payable Date	Original Income Declaration	Distribution Per Share		ROC as a percent of Original
				Revised Ordinary Income	Revised Return of Capital ("ROC")	
4/10/2019	4/11/2019	4/18/2019	\$ 0.361000000	\$ -	\$ 0.361000000	100.0000%
7/10/2019	7/11/2019	7/18/2019	\$ 0.361000000	\$ -	\$ 0.361000000	100.0000%
10/10/2019	10/11/2019	10/18/2019	\$ 0.361000000	\$ -	\$ 0.361000000	100.0000%
			\$ 1.0830	0.000000000	1.083000000	