
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 10, 2011

EQUUS TOTAL RETURN, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
Of Incorporation)

814-00098
(Commission File
Number)

76-0345915
(IRS Employer
Identification No.)

Eight Greenway Plaza, Suite 930, Houston, Texas

(Address of Principal Executive Offices)

77046
(Zip Code)

Registrant's telephone number, including area code: (713) 529-0900

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-k filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.07 Submission of Matters to a Vote of Security Holders.

At the Annual Meeting of Stockholders held on June 10, 2011 (“Annual Meeting”), the stockholders of Equus Total Return, Inc. (“Equus” or the “Fund”) voted on the following four proposals, which are described in detail in the Fund’s Proxy Statement filed with the Securities and Exchange Commission on May 2, 2011: (i) to elect nine director nominees, each for a term of one year (“Proposal 1”), (ii) to ratify the appointment of UHY LLP as the Fund’s independent auditor for the fiscal year ended December 31, 2011 (“Proposal 2”), (iii) to approve on a non-binding advisory basis, the compensation paid to the Fund’s named executive officers in 2010 (“Proposal 3”), and (iv) to approve, on a non-binding advisory basis, the frequency of shareholder advisory votes concerning the Fund’s executive compensation (“Proposal 4”).

A voting report was produced by a representative of The Altman Group, Inc., serving as Inspector of Elections for the Annual Meeting, certifying the following results:

Proposal 1 (election of directors):

Board of Directors Nominees	For	Withheld
Fraser Atkinson	5,271,962	2,331,248
Alessandro Benedetti	5,214,254	2,338,956
Richard F. Bergner	4,868,315	2,734,895
Kenneth I. Denos	5,254,180	2,349,030
Gregory J. Flanagan	4,810,493	2,792,717
Henry W. Hankinson	4,874,668	2,728,542
John A. Hardy	5,267,621	2,335,589
Robert L. Knauss	4,861,622	2,741,588
Bertrand des Pallieres	5,267,246	2,335,964

There were no votes against or abstained with respect to any director nominee.

Proposal 2 (ratification of auditors):

For	Against	Abstained	Broker Non-Votes
4,744,327	2,277,517	581,363	2,269,869

Proposal 3 (non-binding approval of executive compensation in 2010):

For	Against	Abstained
4,445,256	2,994,245	163,706

Proposal 4 (non-binding approval of frequency of shareholder advisory votes concerning executive compensation):

1 Year	2 Years	3 Years	Abstained
6,028,123	1,029,085	137,114	408,888

Brokers did not have discretionary voting authority on Proposal 2.

After taking into consideration the foregoing voting results and prior recommendation of the Equus Board of Directors in favor of an annual advisory stockholder vote on the compensation of the Fund's named executive officers, Equus intends to hold future advisory votes on the compensation of the Fund's named executive officers every year.

Item 8.01 Other Events.

On June 15, 2011, the Fund issued a press release announcing the results of the Annual Meeting described in Item 5.07 above. The text of the press release is included as Exhibit 99.1 to this Current Report and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.**(d) Exhibits.**

99.1 [Press release issued on June 15, 2011 by Equus Total Return, Inc.](#)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Equus Total Return, Inc.

By: /s/ Kenneth I. Denos

Kenneth I. Denos

Secretary

**Contact:**

Patricia Baronowski
Pristine Advisers, LLC
(631) 756-2486

**EQUUS ANNOUNCES RESULTS OF
ANNUAL SHAREHOLDER MEETING**

HOUSTON, TX – June 15, 2011 – Equus Total Return, Inc. (NYSE: EQS) (“Equus” or the “Fund”) announced the results of the Fund’s Annual Meeting of Stockholders which took place on Friday, June 10, 2011. The purpose of the meeting was to: (i) elect nine director nominees, each for a term of one year, (ii) ratify the appointment of UHY LLP as the Fund’s independent auditor for the fiscal year ended December 31, 2011, (iii) approve on a non-binding advisory basis, the compensation paid to the Fund’s named executive officers in 2010, and (iv) approve, on a non-binding advisory basis, the frequency of shareholder advisory votes concerning the Fund’s executive compensation.

Holders of 93.48% of the Fund’s outstanding shares were present in person or represented by proxy at the Annual Meeting and approved the election of the nine director nominees and the appointment of UHY for fiscal year 2011. The specific voting results of the Annual Meeting are set forth in the Fund’s Current Report on Form 8-K filed today with the Securities and Exchange Commission.

Commenting on the results of the Annual Meeting, Robert Knauss, the Fund’s non-Executive Chairman, stated “We are pleased that so many of our shareholders were able to participate in the Fund’s Annual Meeting by casting their votes on these important issues. We express our thanks to them in supporting further efforts by the Equus Board and its management to continue the progress we initiated a year ago to implement positive changes to move the Fund forward for the benefit of all stockholders.”

About Equus

The Fund is a business development company that trades as a closed-end fund on the New York Stock Exchange, under the symbol "EQS". Additional information on the Fund may be obtained from the Fund’s website at www.equuscap.com. This press release may contain certain forward-looking statements regarding future circumstances. These forward-looking statements are based upon the Fund’s current expectations and assumptions and are subject to various risks and uncertainties that could cause actual results to differ materially from those contemplated in such forward-looking statements including, in particular, the risks and uncertainties described in the Fund’s filings with the SEC. Actual results, events, and performance may differ. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as to the date hereof. The Fund undertakes no obligation to release publicly any revisions to these forward-looking statements that may be made to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events. The inclusion of any statement in this release does not constitute an admission by the Fund or any other person that the events or circumstances described in such statements are material.