

## *FLAHERTY & CRUMRINE/CLAYMORE TOTAL RETURN FUND*

To the Shareholders of the Flaherty & Crumrine/Claymore Total Return Fund (“FLC”):

Beginning with issues arising in the subprime mortgage loan market, a well-publicized series of events has roiled financial markets over the past several months. The preferred stock market and closed-end funds have been particularly impacted, and, consequently, for the Fund’s third fiscal quarter ended August 31, 2007, the Fund had a total return of -4.8% on the net asset value (NAV) of its Common Stock.

As we’ve discussed in prior letters, problems in the subprime mortgage loan market first bubbled up in January of this year. Throughout this year, the Fund has had no direct exposure to subprime loans, and we avoided investing in companies that had meaningful risks associated with the product. Our research team closely monitors the loan quality and underwriting standards of each financial company in the portfolio, and we invest only in companies that meet our quality thresholds. We’re not perfect, but we believe that the Fund’s portfolio is comprised of holdings in fundamentally sound companies.

In isolation, the impact of this weakness in the subprime loan market should have been limited to direct participants in this market; unfortunately, given the complexity of the financial system, few things happen in isolation. When the subprime problems became more pronounced several months ago, the fallout from this subprime weakness has been widespread and severe.

Fueled by low interest rates and relatively relaxed financing terms, a great deal more leverage had become built into the system than even just a few years ago. As investments directly associated with subprime mortgages declined significantly in value during the quarter, they became very illiquid. Highly-leveraged investors then were forced to sell other more liquid types of assets like investment-grade preferred and debt securities to meet redemptions or margin calls. Risk and liquidity premiums surged, indiscriminately taking yields on all credit instruments with them. In short, excess leverage created the financial powder keg and subprime loan problems provided the spark.

With yields on preferred securities rising more than yields on more senior debt securities, the prices of the securities in our portfolio fell as the supply of preferred securities exceeded demand. The rearview mirror is still a bit foggy, but it appears that much of the selling pressure came from hedge funds. Hedge funds had become the 800-pound gorilla in the credit markets recently, and although they’ve been forced to slim down, they can still have a big impact.

Hedge funds were not the only investors selling, but since they aren’t required to disclose their preferred securities holdings, no one knows how extensive their selling pressure was. As a result, prospective buyers were extremely cautious because they feared additional selling would further depress prices. Wall Street brokers and dealers normally stand ready to provide liquidity to sellers, but they appeared reluctant to buy. Long-term investors like the Fund, as well as individual investors, insurance companies and pension funds, also stayed on the sidelines for the most part. During the quarter, and since it ended, we have added some positions at attractive levels, but we are continuing to take a go-slow approach.

Subprime fallout also extended to the market for short-term, or money-market, securities such as commercial paper and auction-rate securities. This market was in a state of disarray throughout August and into early September. Investors in money-market securities don’t like risk, and, at the slightest hint of trouble, they pull their money out and invest in short-term government securities. While the perception of risk is real for a small segment of borrowers, the reaction seems to be disproportionate.

These disruptions in the short-term market impacted the Fund in two meaningful ways. First, they contributed to price weakness in many of the Fund’s investments, particularly in financial companies. While banks can fulfill their short-term financing needs with customer deposits and through the Federal

Reserve, finance companies like broker-dealers need to rely on the short-term securities market to run their day-to-day operations. This market is like oxygen to most financial companies, and restricting their borrowing makes it more expensive for them to operate. We continue to believe that none of the financial companies in our portfolio face significant risks of default as a result of this increased cost of borrowing, but it has clearly impacted their earnings outlooks and the prices of their preferred securities.

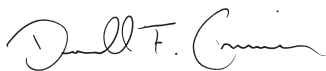
Second, the rates paid by the Fund on its own auction-rate Preferred Stock have risen significantly as a direct result of liquidity problems in the financial markets. The frustrating irony is that the Fund's own Preferred Stock is of very high quality with a rating of AAA and logic would dictate that rates should fall as investors seek out higher quality investments. This high quality is a function of the Investment Company Act (which governs the Fund) and the guidelines imposed by the rating agencies. As Kevin Conery, Merrill Lynch's Preferred Stock Strategist, recently observed about the Investment Company Act, "while some have criticized it for being too conservative for its 200% asset coverage test, at times like these in the market, we respect this discipline." While we are beginning to see some improvement in the auction rates of our Preferred Stock, and the recent interest rate cut by the Federal Reserve should help over the coming months, we haven't yet returned to more normalized auction rates.

The higher cost of our auction-rate Preferred Stock comes directly out of money available for distribution as the monthly Common Stock dividend. On the plus side, higher yields on preferred stock mean that we have been able to increase the income earned on the portfolio. It will take some time to see how these two offsetting factors affect income; in the meantime we are doing our best to manage both. We are comfortable with the current dividend, but we strive to pay out a rate that is sustainable and will make adjustments as conditions warrant.

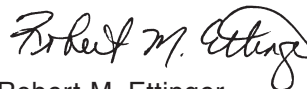
We have been through periods of fear and volatility before, and we remain optimistic about long-term prospects for the Fund. Such periods create opportunities to buy securities of sound companies at discounted prices, as many shorter-term investors exit the market by selling both good and bad investments. We expect both more rational pricing and reduced risk of early redemption of our portfolio securities as markets settle down – both of which should benefit future returns for long-term investors. In addition, our Preferred Stock auction rates are likely to normalize in due course, as the market begins to better recognize the credit quality of our Preferred Stock. While we cannot say with certainty when, or if, these things will happen, as managers we are doing our best to position the Fund to ride out the current storm and prepare for better days ahead.

In volatile market conditions like these, we may provide more frequent updates about the preferred securities market and the Fund's portfolio. We did so this past quarter by adding special Questions and Answers regarding the market price of the Fund's shares to the Fund's website at [www.fcclaymore.com](http://www.fcclaymore.com). We encourage you to stay informed as shareholders by periodically visiting the website for additional information about your Fund.

Sincerely,



Donald F. Crumrine  
Chairman of the Board



Robert M. Ettinger  
President

October 17, 2007

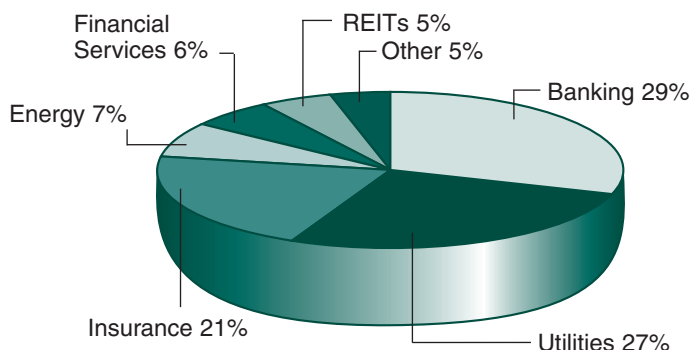
**PORTFOLIO OVERVIEW**

**August 31, 2007 (Unaudited)**

**Fund Statistics on 08/31/07**

Net Asset Value	\$	21.07
Market Price	\$	18.69
Discount		11.30%
Yield on Market Price		8.19%
Common Stock Shares Outstanding		9,776,333

**Industry Categories** **% of Portfolio**



**Moody's Ratings** **% of Portfolio**

AA	5.5%
A	17.9%
BBB	54.9%
BB	13.6%
Not Rated	5.0%
Below Investment Grade*	15.0%

\* Below investment grade by both Moody's and S&P.

**Top 10 Holdings by Issuer** **% of Portfolio**

Midamerican Energy	5.0%
Banco Santander	4.1%
Liberty Mutual Group	3.9%
Entergy Louisiana	3.8%
Wachovia Corp	3.4%
AON Corp	3.0%
Wisconsin Energy	2.8%
Nexen	2.5%
Interstate Power & Light	2.3%
Capital One Financial	2.2%

	<b>% of Portfolio**</b>
Holdings Generating Qualified Dividend Income (QDI) for Individuals	25%
Holdings Generating Income Eligible for the Corporate Dividend Received Deduction (DRD)	16%

\*\* This does not reflect year-end results or actual tax categorization of Fund distributions. These percentages can, and do, change, perhaps significantly, depending on market conditions. Investors should consult their tax advisor regarding their personal situation.

**PORTFOLIO OF INVESTMENTS****August 31, 2007 (Unaudited)**

<u>Shares/\$ Par</u>		<u>Value</u>
<b>Preferred Securities — 79.3%</b>		
<b>Banking — 29.4%</b>		
\$ 5,750,000	Astoria Capital Trust I, 9.75% 11/01/29, Series B .....	\$ 6,502,053
	Banco Santander:	
381,000	6.50% Pfd., 144A**** .....	8,549,640** <sup>(1)</sup>
214,920	6.80% Pfd., 144A**** .....	5,005,486** <sup>(1)</sup>
50,900	Bank One Capital Trust VI, 7.20% Pfd. ....	1,278,862
\$ 6,865,000	Capital One Capital III, 7.686% 08/15/36 .....	6,373,637
\$ 6,800,000	CBG Florida REIT Corporation, 7.114%, 144A**** .....	6,623,274
40,000	Citizens Funding Trust I, 7.50% Pfd. 09/15/66 .....	986,252
40,000	Cobank, ACB, 7.00% Pfd., 144A**** .....	2,054,400*
20,000	Colonial Capital Trust IV, 7.875% Pfd. ....	498,000
\$ 4,950,000	Comerica Capital Trust II, 6.576% 02/20/37 .....	4,393,590
7,000	FBOP Corporation, Adj. Rate Pfd., 144A**** .....	7,166,250*
\$ 400,000	First Empire Capital Trust I, 8.234% 02/01/27 .....	417,071
\$ 1,900,000	First Hawaiian Capital I, 8.343% 07/01/27, Series B .....	1,982,821 <sup>(1)</sup>
	First Republic Bank:	
160,000	6.25% Pfd. ....	3,970,000*
23,898	7.25% Pfd. ....	588,487
2,000	First Republic Preferred Capital Corporation, 10.50% Pfd., 144A**** .....	2,239,640
20,000	Fleet Capital Trust VIII, 7.20% Pfd. 03/15/32 .....	504,375
2	FT Real Estate Securities Company, 9.50% Pfd., 144A**** .....	2,740,013
\$ 855,000	HSBC USA Capital Trust II, 8.38% 05/15/27, 144A**** .....	890,825 <sup>(1)</sup>
	ING Groep NV:	
36,000	7.05% Pfd. ....	892,530** <sup>(1)</sup>
10,000	7.20% Pfd. ....	250,325** <sup>(1)</sup>
\$ 1,100,000	JPMorgan Chase Capital XXIII, Adj. Rate 05/15/47 .....	965,170
82,000	Keycorp Capital IX, 6.75% Pfd. 12/15/66 .....	1,921,875
\$ 1,000,000	Lloyds TSB Group PLC, 6.267% 144A**** .....	924,213** <sup>(1)</sup>
4,995	National City Capital Trust II, 6.625% Pfd. 11/15/36 .....	109,578
\$ 810,000	North Fork Capital Trust II, 8.00% 12/15/27 .....	846,028
151,059	PFGI Capital Corporation, 7.75% Pfd. ....	3,867,110
\$ 700,000	Regions Financing Trust II, 6.625% 05/15/47 .....	646,582
	Roslyn Real Estate:	
25	8.95% Pfd., Series C, 144A**** .....	2,671,644
10	Adj. Rate Pfd., Series D, 144A**** .....	1,013,438
33,100	Sovereign Bancorp, 7.30% Pfd., Series C .....	884,184*
191,525	Sovereign Capital Trust V, 7.75% Pfd. 05/22/36 .....	4,877,912

**PORTFOLIO OF INVESTMENTS (Continued)****August 31, 2007 (Unaudited)**

<u>Shares/\$ Par</u>		<u>Value</u>
<b>Preferred Securities — (continued)</b>		
<b>Banking — (continued)</b>		
\$ 500,000	Sovereign Capital Trust VI, 7.908% 06/13/36 .....	\$ 538,550
	U.S Bancorp, Auction Pass-Through Trust, Cl. B:	
15	Series 2006-5, Variable Rate Pfd., 144A**** .....	337,500*
15	Series 2006-6, Variable Rate Pfd., 144A**** .....	337,500*
14,320	USB Capital X, 6.50% Pfd. 04/12/66 .....	341,443
\$ 5,000,000	Wachovia Capital Trust I, 7.64% 01/15/27, 144A**** .....	5,195,800
\$ 670,000	Wachovia Capital Trust V, 7.965% 06/01/27, 144A**** .....	698,866
217,200	Wachovia Preferred Funding, 7.25% Pfd., Series A .....	5,599,959
\$ 2,300,000	Webster Capital Trust IV, 7.65% 06/15/37 .....	2,273,513
15,300	Wells Fargo Capital Trust IV, 7.00% Pfd. 09/01/31 .....	384,413
		<u>98,342,809</u>
<b>Financial Services — 4.3%</b>		
\$ 5,350,000	CIT Group, Inc., 6.10% .....	3,946,433
	Goldman Sachs:	
20,000	Adj. Rate Pfd., Series A .....	480,000*
36,000	Cabco Trust Capital I, Adj. Rate Pfd. 02/15/34 .....	810,450
1,500	STRIPES Custodial Receipts, Pvt. ....	1,216,500*
\$ 3,000,000	Gulf Stream-Compass 2005 Composite Notes, 144A**** .....	2,800,950
	Merrill Lynch:	
80,000	Adj. Rate Pfd., Series 5 .....	1,792,504*
20,000	Fixed Income Pass-through 2007-A, Cl. B, Adj. Rate Pfd, 144A**** .....	206,000*
3,000	Series II STRIPES Custodial Receipts, Pvt. ....	2,298,000*
11,000	SLM Corporation, Adj. Rate Pfd, Series B .....	847,000*
		<u>14,397,837</u>
<b>Insurance — 15.8%</b>		
189,680	ACE Ltd., 7.80% Pfd., Series C .....	4,806,965** <sup>(1)</sup>
\$ 450,000	AMBAC Financial Group, Inc., 6.15% 02/15/37 .....	345,460
\$ 9,511,000	AON Capital Trust A, 8.205% 01/01/27 .....	10,073,300
	Arch Capital Group Ltd.:	
28,650	7.875% Pfd., Series B .....	701,925** <sup>(1)</sup>
47,100	8.00% Pfd. ....	1,173,087** <sup>(1)</sup>
	AXA SA:	
\$ 3,000,000	6.379%, 144A**** .....	2,712,780** <sup>(1)</sup>
\$ 500,000	6.463%, 144A**** .....	453,260** <sup>(1)</sup>
	Axis Capital Holdings:	
58,350	7.25% Pfd., Series A .....	1,392,377** <sup>(1)</sup>
54,300	7.50% Pfd., Series B .....	5,435,430 <sup>(1)</sup>

**PORTFOLIO OF INVESTMENTS (Continued)****August 31, 2007 (Unaudited)**

<u>Shares/\$ Par</u>	<u>Value</u>
<b>Preferred Securities — (continued)</b>	
<b>Insurance — (continued)</b>	
65,200 Berkley W.R. Capital Trust II, 6.75% Pfd. 07/26/45 .....	\$ 1,533,015
145,000 Delphi Financial Group, 7.376% Pfd. 05/15/37 .....	3,484,350
60,700 Everest Re Capital Trust II, 6.20% Pfd., Series B .....	1,360,439 <sup>(2)</sup>
\$ 3,500,000 Everest Re Holdings, 6.60% 05/15/37 .....	3,265,322
\$ 6,500,000 Liberty Mutual Group, 7.80% 03/15/37, 144A**** .....	5,810,883
109,000 Scottish Re Group Ltd., 7.25% Pfd. ....	1,900,688** <sup>(1)</sup>
26,000 Torchmark Capital Trust III, 7.10% Pfd. ....	645,125
\$ 3,615,000 USF&G Capital, 8.312% 07/01/46, 144A**** .....	4,310,526
XL Capital Ltd.:	
\$ 2,150,000 6.50% Series E .....	1,901,161 <sup>(1)</sup>
10,067 7.625% Pfd., Series B .....	252,304** <sup>(1)</sup>
1,500,000 ZFS Finance USA Trust V, 6.50% 05/09/37, 144A**** .....	1,405,917 <sup>(1)</sup>
	<u>52,964,314</u>
<b>Utilities — 21.1%</b>	
45,700 Baltimore Gas & Electric Company, 6.70% Pfd., Series 1993 .....	4,739,949*
347,000 Calenergy Capital Trust III, 6.50% Pfd. 09/01/27 .....	16,607,420
\$ 500,000 COMED Financing II, 8.50% 01/15/27, Series B .....	502,500
\$ 2,375,000 COMED Financing III, 6.35% 03/15/33 .....	2,132,513
\$ 4,500,000 Dominion Resources Capital Trust I, 7.83% 12/01/27 .....	4,693,824
145,000 Entergy Arkansas, Inc., 6.45% Pfd. ....	3,742,450*
50,000 Entergy Louisiana, Inc., 6.95% Pfd. ....	5,236,000*
133,500 FPC Capital I, 7.10% Pfd., Series A .....	3,299,960
FPL Group Capital, Inc.:	
\$ 750,000 6.35% 10/01/66 .....	731,433
\$ 750,000 6.65% 06/15/67 .....	746,286
30,445 Indianapolis Power & Light Company, 5.65% Pfd. ....	2,861,830*
Interstate Power & Light Company:	
90,000 7.10% Pfd., Series C .....	2,273,400*
38,600 8.375% Pfd., Series B .....	1,167,264*
\$ 5,000,000 PECO Energy Capital Trust IV, 5.75% 06/15/33 .....	4,307,000
\$ 1,000,000 Puget Sound Energy, Inc., 6.974% 06/01/67 .....	978,800
22,500 Southern California Edison, 6.00% Pfd. ....	2,223,450*
130,550 Southern Union Company, 7.55% Pfd. ....	3,334,247*
10,000 Southwest Gas Capital II, 7.70% Pfd. ....	256,563 <sup>(2)</sup>
5,000 Union Electric Company, \$7.64 Pfd. ....	513,500*
5,000 Virginia Electric & Power Company, \$6.98 Pfd. ....	509,219*
101,200 Virginia Power Capital Trust, 7.375% Pfd. 07/30/42 .....	2,546,445

**PORTFOLIO OF INVESTMENTS (Continued)****August 31, 2007 (Unaudited)**

<u>Shares/\$ Par</u>		<u>Value</u>
<b>Preferred Securities — (continued)</b>		
<b>Utilities — (continued)</b>		
\$ 5,200,000	Wisconsin Energy Corporation, 6.25% 05/15/67 .....	\$ 5,046,018
85,137	Wisconsin Power & Light Company, 6.50% Pfd. ....	2,109,806*
		<u>70,559,877</u>
<b>Energy — 2.6%</b>		
Enterprise Products Partners:		
\$ 4,000,000	7.034% 01/15/68 .....	3,608,936
\$ 2,000,000	8.375% 08/01/66 .....	2,050,950
2,750	EOG Resources, Inc., 7.195% Pfd., Series B .....	2,927,953*
		<u>8,587,839</u>
<b>Real Estate Investment Trust (REIT) — 4.5%</b>		
85,000	Equity Residential Properties, 8.29% Pfd., Series K .....	4,896,000
PS Business Parks, Inc.:		
15,400	6.70% Pfd., Series P .....	338,320
5,700	6.875% Pfd., Series I .....	127,716
71,920	7.20% Pfd., Series M .....	1,681,130
23,538	7.375% Pfd., Series O .....	557,556
43,200	7.60% Pfd., Series L .....	1,047,600
45,000	7.95% Pfd., Series K .....	1,136,250
Public Storage, Inc.:		
21,650	6.45% Pfd., Series F .....	484,419
76,300	6.625% Pfd., Series M .....	1,731,056
30,000	6.85% Pfd., Series Y .....	714,300
95,300	7.25% Pfd., Series K .....	2,352,719
		<u>15,067,066</u>
<b>Miscellaneous Industries — 1.6%</b>		
1,395	Centaur Funding Corporation, 9.08% Pfd. 04/21/20, 144A**** .....	1,549,758
40,000	Ocean Spray Cranberries, Inc., 6.25% Pfd., 144A**** .....	3,632,000*
		<u>5,181,758</u>
<b>Total Preferred Securities</b>		
(Cost \$271,775,331) .....		<u>265,101,500</u>

**PORTFOLIO OF INVESTMENTS (Continued)**

**August 31, 2007 (Unaudited)**

<u>Shares/\$ Par</u>	<u>Value</u>	
<b>Corporate Debt Securities — 19.5%</b>		
<b>Financial Services — 1.9%</b>		
\$ 4,822,339	Lehman Brothers, Guaranteed Note, Variable Rate, 12/16/16, 144A****	\$ 4,118,760
\$ 2,500,000	Lehman Brothers Holdings, 6.875% 07/17/37, Sub. Note	2,355,785
		<u>6,474,545</u>
<b>Insurance — 5.1%</b>		
15,000	AAG Holding Company, Inc., 7.25% Pfd.	360,000
20,000	American Financial Group, Inc., 7.125% 02/03/34, Senior Note	465,000
\$ 2,000,000	Farmers Exchange Capital, 7.20% 07/15/48, 144A****	1,946,400
\$ 7,577,000	Liberty Mutual Insurance, 7.697% 10/15/97, 144A****	7,259,524
\$ 7,000,000	UnumProvident Corporation, 7.25% 03/15/28, Senior Notes	6,915,979
		<u>16,946,903</u>
<b>Utilities — 6.0%</b>		
27,200	Corp-Backed Trust Certificates, 7.875% 02/15/32, Series Duke Capital	682,244
\$ 1,000,000	Duke Capital Corporation, 8.00% 10/01/19, Senior Notes	1,123,007
	Entergy Louisiana LLC:	
\$ 7,562,000	6.30% 09/01/35, 1st Mortgage	7,196,914
15,000	7.60% 04/01/32, 1st Mortgage	376,875
5,000	Entergy Mississippi, Inc., 7.25%, 1st Mortgage	123,438
\$ 4,000,000	Interstate Power & Light Company, 6.45% 10/15/33, Senior Notes	4,092,400
46,900	PPL Capital Funding, Inc., 6.85% 07/01/47	1,123,255
\$ 1,015,000	Westar Energy, Inc., 5.95% 01/01/35	942,260
\$ 4,000,000	Wisconsin Electric Power Company, 6.875% 12/01/95	4,220,352
		<u>19,880,745</u>
<b>Energy — 4.3%</b>		
\$ 2,500,000	KN Energy, Inc., 7.45% 03/01/98	2,166,785
328,300	Nexen, Inc., 7.35% Subordinated Notes	8,207,500 <sup>(1)</sup>
\$ 4,000,000	Noble Energy, Inc., 7.25% 08/01/97	4,109,952
		<u>14,484,237</u>
<b>Miscellaneous Industries — 2.2%</b>		
10,000	CBS Corporation, 6.75% 03/27/56	240,125
20,000	Corp-Backed Trust Certificates, 7.00% 11/15/28, Series Sprint	483,000
19,625	Ford Motor Company, 7.50% 06/10/43, Senior Notes	344,052
\$ 4,265,000	General Motors Corporation, 8.80% 03/01/21	3,690,931

**PORTFOLIO OF INVESTMENTS (Continued)**

**August 31, 2007 (Unaudited)**

<u>Shares/\$ Par</u>	<u>Value</u>
<b>Corporate Debt Securities — (continued)</b>	
<b>Miscellaneous Industries — (continued)</b>	
Pulte Homes, Inc.:	
25,844 7.375% 06/01/46 .....	\$ 530,900
\$ 2,160,000 7.875% 06/15/32 .....	1,958,057
	<u>7,247,065</u>
<b>Total Corporate Debt Securities</b>	
(Cost \$68,430,316) .....	<u>65,033,495</u>
<b>Option Contracts — 0.0%</b>	
785 December Put Options on December U.S. Treasury Bond Futures, Expiring 11/20/07	49,063†
1,575 October Put Options on December U.S. Treasury Bond Futures, Expiring 09/21/07	31,641†
<b>Total Option Contracts</b>	
(Cost \$293,243) .....	<u>80,704</u>

**PORTFOLIO OF INVESTMENTS (Continued)**

**August 31, 2007 (Unaudited)**

<u>Shares/\$ Par</u>	<u>Value</u>
<b>Money Market Fund — 0.2%</b>	
728,037 BlackRock Provident Institutional, TempFund .....	\$ 728,037
<b>Total Money Market Fund</b> (Cost \$728,037) .....	<u>728,037</u>
<b>Securities Lending Collateral — 0.3%</b>	
1,059,200 Institutional Money Market Trust .....	1,059,200
<b>Total Securities Lending Collateral</b> (Cost \$1,059,200) .....	<u>1,059,200</u>
<b>Total Investments</b> (Cost \$342,286,127 <sup>***</sup> ) .....	99.3% 332,002,936
<b>Other Assets And Liabilities</b> (Net) .....	<u>0.7%</u> <u>2,460,789</u>
<b>Total Net Assets Available to Common Stock and Preferred Stock</b> .....	<u>100.0%<sup>‡</sup></u> <u>\$ 334,463,725</u>
<b>Auction Market Preferred Stock (AMPS) Redemption Value</b> .....	<u>(128,500,000)</u>
<b>Total Net Assets Available To Common Stock</b> .....	<u>\$ 205,963,725</u>

\* Securities eligible for the Dividends Received Deduction and distributing Qualified Dividend Income.

\*\* Securities distributing Qualified Dividend Income only.

\*\*\* Aggregate cost of securities held.

\*\*\*\* Securities exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be resold in transactions exempt from registration to qualified institutional buyers. These securities have been determined to be liquid under the guidelines established by the Board of Directors.

<sup>(1)</sup> Foreign Issuer.

<sup>(2)</sup> Security on loan.

† Non-income producing.

‡ The percentage shown for each investment category is the total value of that category as a percentage of net assets available to Common and Preferred Stock.

**ABBREVIATIONS:**

**Pfd.** — Preferred Securities

**Pvt.** — Private Placement Securities

**STATEMENT OF CHANGES IN NET ASSETS AVAILABLE TO COMMON STOCK<sup>(1)</sup>**  
**For the period from December 1, 2006 through August 31, 2007 (Unaudited)**

	<u>Value</u>
<b>OPERATIONS:</b>	
Net investment income . . . . .	\$ 16,553,009
Net realized gain/(loss) on investments sold during the period . . . . .	(892,693)
Change in net unrealized appreciation/depreciation of investments held during the period . . . . .	(21,086,188)
Distributions to AMPS* Shareholders from net investment income, including changes in accumulated undeclared distributions . . . . .	<u>(5,069,882)</u>
<b>Net decrease in net assets resulting from operations . . . . .</b>	<b>(10,495,754)</b>
<b>DISTRIBUTIONS:</b>	
Dividends paid from net investment income to Common Stock Shareholders <sup>(2)</sup> . . . . .	<u>(11,218,342)</u>
<b>Total Distributions to Common Stock Shareholders . . . . .</b>	<b>(11,218,342)</b>
<b>FUND SHARE TRANSACTIONS:</b>	
Increase from shares issued under the Dividend Reinvestment and Cash Purchase Plan . . . . .	<u>—</u>
<b>Net increase in net assets available to Common Stock resulting from Fund share transactions . . . . .</b>	<b>—</b>
<b>NET DECREASE IN NET ASSETS AVAILABLE TO COMMON STOCK FOR THE PERIOD . . . . .</b>	<b><u><u>\$ (21,714,096)</u></u></b>

**NET ASSETS AVAILABLE TO COMMON STOCK:**

Beginning of period . . . . .	\$ 227,677,821
Net decrease in net assets during the period . . . . .	<u>(21,714,096)</u>
End of period . . . . .	<b><u><u>\$ 205,963,725</u></u></b>

\* Auction Market Preferred Stock.

<sup>(1)</sup> These tables summarize the nine months ended August 31, 2007 and should be read in conjunction with the Fund's audited financial statements, including footnotes, in its Annual Report dated November 30, 2006.

<sup>(2)</sup> May include income earned, but not paid out, in prior fiscal year.

**FINANCIAL HIGHLIGHTS<sup>(1)</sup>**

For the period from December 1, 2006 through August 31, 2007 (Unaudited)

For a Common Stock share outstanding throughout the period.

**PER SHARE OPERATING PERFORMANCE:**

Net asset value, beginning of period . . . . . \$ 23.29

**INVESTMENT OPERATIONS:**

Net investment income . . . . . 1.69  
 Net realized and unrealized gain/(loss) on investments . . . . . (2.24)

**DISTRIBUTIONS TO AMPS\* SHAREHOLDERS:**

From net investment income . . . . . (0.52)  
 From net realized capital gains . . . . . —  
 Total from investment operations . . . . . (1.07)

**DISTRIBUTIONS TO COMMON STOCK SHAREHOLDERS:**

From net investment income . . . . . (1.15)  
 From net realized capital gains . . . . . —  
 Total distributions to Common Stock Shareholders . . . . . (1.15)

Net asset value, end of period . . . . . \$ 21.07

Market value, end of period . . . . . \$ 18.69

Common Stock shares outstanding, end of period . . . . . 9,776,333

**RATIOS TO AVERAGE NET ASSETS AVAILABLE TO COMMON STOCK SHAREHOLDERS:**

Net investment income† . . . . . 6.94%\*\*  
 Operating expenses . . . . . 1.51%\*\*

**SUPPLEMENTAL DATA:††**

Portfolio turnover rate . . . . . 48%\*\*\*  
 Total net assets available to Common and Preferred Stock, end of period (in 000's) . . . \$ 334,464  
 Ratio of operating expenses to total average net assets available to  
 Common and Preferred Stock . . . . . 0.96%\*\*

<sup>(1)</sup> These tables summarize the nine months ended August 31, 2007 and should be read in conjunction with the Fund's audited financial statements, including footnotes, in its Annual Report dated November 30, 2006.

\* Auction Market Preferred Stock.

\*\* Annualized.

\*\*\* Not annualized.

† The net investment income ratios reflect income net of operating expenses and payments to AMPS\* Shareholders.

†† Information presented under heading Supplemental Data includes AMPS\*.

**FINANCIAL HIGHLIGHTS (Continued)****Per Share of Common Stock (Unaudited)**

	<u>Total Dividends Paid</u>	<u>Net Asset Value</u>	<u>NYSE Closing Price</u>	<u>Dividend Reinvestment Price<sup>(1)</sup></u>
December 31, 2006 .....	\$0.1275	\$22.99	\$21.48	\$21.68
January 31, 2007 .....	0.1275	23.01	21.70	21.78
February 28, 2007 .....	0.1275	23.37	21.62	21.84
March 31, 2007 .....	0.1275	22.87	22.35	22.24
April 30, 2007 .....	0.1275	22.98	21.63	21.66
May 31, 2007 .....	0.1275	22.53	20.81	20.96
June 30, 2007 .....	0.1275	22.24	20.39	20.46
July 31, 2007 .....	0.1275	21.44	19.36	19.14
August 31, 2007 .....	0.1275	21.07	18.69	18.84

<sup>(1)</sup> Whenever the net asset value per share of the Fund's Common Stock is less than or equal to the market price per share on the reinvestment date, new shares issued will be valued at the higher of net asset value or 95% of the then current market price. Otherwise, the reinvestment shares of common stock will be purchased in the open market.

## **NOTES TO FINANCIAL STATEMENTS (Unaudited)**

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### **1. Aggregate Information for Federal Income Tax Purposes**

At August 31, 2007 the aggregate cost of securities for federal income tax purposes was \$344,264,967, the aggregate gross unrealized appreciation for all securities in which there is an excess of value over tax cost was \$2,132,608, and the aggregate gross unrealized depreciation for all securities in which there is an excess of tax cost over value was \$14,394,639.

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## Directors

Donald F. Crumrine, CFA  
Chairman of the Board  
David Gale  
Morgan Gust  
Karen H. Hogan  
Robert F. Wulf, CFA

## Officers

Donald F. Crumrine, CFA  
Chief Executive Officer  
Robert M. Ettinger, CFA  
President  
R. Eric Chadwick, CFA  
Chief Financial Officer,  
Vice President and Treasurer  
Chad C. Conwell  
Chief Compliance Officer,  
Vice President and Secretary  
Bradford S. Stone  
Vice President and  
Assistant Treasurer  
Nicholas Dalmaso  
Vice President and Assistant Secretary  
Laurie C. Lodolo  
Assistant Compliance Officer,  
Assistant Treasurer and  
Assistant Secretary

## Investment Adviser

Flaherty & Crumrine Incorporated  
e-mail: [flaherty@pfdincome.com](mailto:flaherty@pfdincome.com)

## Servicing Agent

Claymore Securities, Inc.  
1-866-233-4001

## Questions concerning your shares of Flaherty & Crumrine/Claymore Total Return Fund?

- If your shares are held in a Brokerage Account, contact your Broker.
- If you have physical possession of your shares in certificate form, contact the Fund's Transfer Agent —

PFPC Inc. 1-800-331-1710

**This report is sent to shareholders of Flaherty & Crumrine/Claymore Total Return Fund Incorporated for their information. It is not a Prospectus, circular or representation intended for use in the purchase or sale of shares of the Fund or of any securities mentioned in this report.**



Flaherty & Crumrine/Claymore

TOTAL RETURN FUND

## Quarterly Report

August 31, 2007

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