

CALAMOS STRATEGIC TOTAL RETURN FUND

Form 4

January 25, 2017

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CALAMOS JOHN P SR

2. Issuer Name and Ticker or Trading Symbol
CALAMOS STRATEGIC TOTAL RETURN FUND [CSQ]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
2020 CALAMOS COURT
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/23/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
President and Global CIO

NAPERVILLE, IL 60563

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock ⁽¹⁾ | 01/23/2017 | | S | | 38,862 | D | \$ 10.6668 |
| Common Stock | | | | | 220,449.61 | I | |
| Common Stock | | | | | 45,800 | I | |

By Calamos Advisors LLC
By John Calamos Sr. Trust
By J&L Capital LLC

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

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|--------------------|
| | Director | 10% Owner | Officer | Other |
| CALAMOS JOHN P SR 2020 CALAMOS COURT NAPERVILLE, IL 60563 | X | | President and Global CIO | |
| Calamos Advisors LLC 2020 CALAMOS COURT NAPERVILLE, IL 60563 | | | | Investment Advisor |

Signatures

/s/ William J. Takahashi,
Attorney-in-Fact
Date: 01/25/2017

**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).
- (1) THE SHARE DISPOSITIONS IN THIS FORM 4 ARE NOT DIRECTLY FOR THE INDIVIDUAL, PERSONAL ACCOUNTS OF JOHN P. CALAMOS, SR. THESE TRANSACTIONS REFLECT DISPOSITIONS MADE BY CALAMOS ADVISORS LLC (CAL), CALAMOS STRATEGIC TOTAL RETURN FUND'S INVESTMENT ADVISOR. CAL IS A WHOLLY OWNED SUBSIDIARY OF CALAMOS INVESTMENTS LLC (CILLC). JOHN P. CALAMOS, SR. OWNS A CONTROLLING INTEREST IN CALAMOS FAMILY PARTNERS, INC., WHICH OWNS A CONTROLLING INTEREST IN CALAMOS PARTNERS LLC, WHICH IN TURN OWNS 77.8% OF CILLC, AND IS THE CHAIRMAN AND GLOBAL CIO OF CALAMOS ASSET MANAGEMENT, INC., WHICH

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OWNS 22.2% OF, AND IS THE SOLE MANAGER OF, CILLC. AS A RESULT, JOHN P. CALAMOS, SR. IS REQUIRED TO FILE THIS FORM 4 TO REFLECT INDIRECT BENEFICIAL OWNERSHIP OF SHARES OWNED BY CAL.

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.