HUBBARD ROBERT GLENN
Form 4
June 04, 2012
FORM 4
Check this box
if no longer
subject to
Section 16.

Form 4 or Form 5 obligations may continue. See Instruction

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 1(b).
(Print or Type Responses)


| (City) | (State) | 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. <br> Transact Code (Instr. 8) <br> Code | 4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) <br> (A) or <br> Amount <br> (D) | 5. Amount of Securities <br> Beneficially <br> Owned <br> Following <br> Reported <br> Transaction(s) <br> (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |

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

| Persons who respond to the collection of | SEC 1474 |
| :--- | ---: |
| information contained in this form are not | $(9-02)$ |
| required to respond unless the form |  |
| displays a currently valid OMB control |  |
| number. |  |

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number | 6. Date Exercisable and | 7. Title and Amount of 8 |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- |
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactiorof Derivative | Expiration Date | Underlying Securities | D |


| Security <br> (Instr. 3) | or Exercise <br> Price of Derivative Security |  | any <br> (Month/Day/Year) | Code <br> (Instr. 8) | Sec <br> Acc <br> (A) <br> Dis <br> (D) <br> (Ins <br> and | rities ired osed of . 3,4 , | (Month/Day | Year) | (Instr. 3 and 4) |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Code V | (A) | (D) | Date <br> Exercisable | Expiration <br> Date | Title | Amount <br> or <br> Number <br> of <br> Shares |
| Performance <br> Rights ${ }^{(1)}$ | (2) | 05/31/2012 |  | J (3) |  | 50.32 | (4) | (4) | Common Stock | 50.32 |

## Reporting Owners

Reporting Owner Name / Address
Director 10\% Owner Officer Other

HUBBARD ROBERT GLENN
55 EAST 52ND STREET
X
NEW YORK, NY 10055

## Signatures

/s/ Noah Gellner as
Attorney-in-Fact
06/04/2012
${ }^{* *}$ 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. $78 \mathrm{ff}(\mathrm{a})$.
(1) The Performance Rights were accrued under the BlackRock Deferred Compensation Plan.
(2) One Performance Right is convertible into the cash value of one share of BlackRock Credit Allocation Income Trust II, Inc.
(3) These Performance Rights were disposed of in connection with the liquidation of the issuers of these Performance Rights.
(4) The Performance Rights are to be settled $100 \%$ in cash at the deferral period chosen by the reporting person.

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.

