► See separate instructions.

Paparting leeuor

Parting is 1 Issuer's name		2 Issuer's employer identification number (EIN)		
BLACKROCK MUNIHOLDIN	NGS FUND, INC.			22-3508039
3 Name of contact for additional information 4 Telephone No. of contact				5 Email address of contact
BlackRock Advisors			(800) 882-0052	mutual_funds_ff_www@blackrock.com
6 Number and street (or P.	.O. box if mail is not	7 City, town, or post office, state, and ZIP code of contact		
, ,,,,,,,,				
One Financial Center 8 Date of action	9 Class	ification and description	Boston, MA 02111	
C Date of determ		0 01000		
07/31/2024		Commor	Stock - Regulated Inves	tment Company
10 CUSIP number	11 Serial number(s	5)	12 Ticker symbol	13 Account number(s)
09253N104	n/a		MHD	n/a
Part II Organizatio	onal Action Attac	h additional	statements if needed.	See back of form for additional questions.
-				late against which shareholders' ownership is measured for
the action ► The Issu	uer paid a monthly	distribution t	o common shareholders	from January 2024 to July 2024.
All or a portion of each dist	tribution constitute	s a non-taxa	ble return of capital.	
15 Describe the quantitati	ive effect of the orga	nizational act	ion on the basis of the sec	urity in the hands of a U.S. taxpayer as an adjustment per
	-			stitutes a non-taxable return of capital will decrease a
U.S. taxpayer's basis in the				
	-			ulation, such as the market values of securities and the
valuation dates ISSU	er's current and ac	cumulated e	arnings and profits were	compared to distributions paid during the taxable period
ended July 31, 2024. The n	non-taxable return c	of capital rep	resents the amount of dis	stributions paid during the taxable period ended
July 31, 2024 in excess of I	ssuer's current and	accumulate	ed earnings and profits ur	nder IRC Section 316.

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Part		Organizational Action (continued)	
17 Li	ist the	applicable Internal Revenue Code section(s) and subsection(s) upon which	ch the tax treatment is based ►
Internal	I Reve	enue Code Sections 301, 316, 852	
18 Ca	an any	y resulting loss be recognized? ► No	
19 Pi	rovide	any other information necessary to implement the adjustment, such as t	ne reportable tax year ►
See Sta	atemer	nt 1 for the per share amounts and dates of distributions impacted by	this organizational action.
This or	ganiza	ational action is reportable with respect to calendar year 2024.	
	Unde	er penalties of perjury, I declare that I have examined this return, including accomp	anying schedules and statements, and to the best of my knowledge and
	belief	f, it is true, correct, and complete. Declaration of preparer (other than officer) is base	d on all information of which preparer has any knowledge.
Sign		Edr Brok	
Here	Signa	ature	Date ► 10/01/2024
	Print	your name ► Ed Brodzinski	Title► Assistant Treasurer
Paid		Print/Type preparer's name Preparer's signature	Date Check I if
Preparer			Check 1/2 it self-employed P01269048
Use C	Dnly		Firm's EIN ► 86-1065772
		Firm's address ► 30 Rockefeller Plaza, New York, NY 10112-0015	Phone no. 212-492-4000

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054 NM1024U-3930072-2/3

STATEMENT 1

BLACKROCK MUNIHOLDINGS FUND, INC. F.E.I.N. 22-3508039 FOR THE TAXABLE PERIOD ENDED JULY 31, 2024 <u>ATTACHMENT TO FORM 8937</u>

NON-TAXABLE RETURN OF CAPITAL

Payable Date	<u>Per Share</u> <u>Reduction of</u> <u>Basis in Stock</u>
02/01/2024	0.004947794
03/01/2024	0.004947794
04/01/2024	0.004947794
05/01/2024	0.004947794
06/03/2024	0.004947794
07/01/2024	0.004947794