Form **8937**(December 2017)

(December 2017)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-0123

Part I Reporting	Issuer			
1 Issuer's name				2 Issuer's employer identification number (EIN)
BLACKROCK MUNIHOLD	INGS FUND IL INC.			22-3559055
3 Name of contact for ad		4 Telephon	e No. of contact	5 Email address of contact
BlackRock Advisors			(800) 882-0052	mutual funds ff www@blackrock.com
6 Number and street (or I	P.O. box if mail is not	delivered to		7 City, town, or post office, state, and ZIP code of contact
One Financial Center 8 Date of action		O Close	ification and description	Boston, MA 02111
o Date of action		9 Class	sification and description	
March 05, 2021		Commor	n Stock - Regulated Inves	stment Company
10 CUSIP number	11 Serial number((s)	12 Ticker symbol	13 Account number(s)
09253P109 Part II Organizati	n/a	ch additiona	MUH Letatements if needed	See back of form for additional questions.
				date against which shareholders' ownership is measured for
=				s from January 2021 to March 2021.
All or a portion of each dis				THOM Surface y 2021 to Maron 2021.
			•	
				curity 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 tr	ie shares of the Issu	ier. Please s	ee Statement 1 for the no	on-taxable return of capital.
valuation dates ► ISS	uer's current and ac	ccumulated e	arnings and profits were	culation, such as the market values of securities and the compared to distributions paid during the taxable period distributions paid during the taxable period ended
March 05, 2021 in excess			*	
March 05, 2021 III excess	or issuer s current a	and accumula	iteu earnings and pronts	under IRC Section 316.

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Part	Ш	Organizational Action (continued)					
		applicable Internal Revenue Code section(s) and subsection(s) upor	which the tax tr	reatment is based •	·	
Interna	I Reve	nue Code Sections 301, 316, 852					
18 C	Can any	resulting loss be recognized? ► No					
19 P	rovide	any other information necessary to implem	nent the adjustment, such	as the reportab	le tax year ▶		
See Sta	ateme	nt 1 for the per share amounts and dates	of distributions impact	ed by this orgar	nizational action.		
This or	ganiza	ational action is reportable with respect t	to calendar year 2021.				
		r penalties of perjury, I declare that I have exam					
	belief	, it is true, correct, and complete. Declaration of p	preparer (other than officer) is	s based on all infor	mation of which prepa	arer has any know	ledge.
Sign		Royal Fish	20 5			4/9/21	
Here	Signa	iture >	۳)		Date ►	4/3/21	
					-		
	Print	your name► Ronald Fisher			Title ► Assistant	Treasurer	
Paid		Print/Type preparer's name	Preparer's signature	01	Date		PTIN
Prepa	arer	Baruch J. Cohen	Baruch J.	Cohen	4/6/2021	self-employed	P01269048
Use (Firm's name ► Deloitte Tax LLP				Firm's EIN ▶	86-1065772
- 550 (J y	Finale address N. 20 Dealesfaller Diese M	law Varle NV 10112 001		<u> </u>	Discussion .	212 402 4000

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

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BLACKROCK MUNIHOLDINGS FUND II, INC. F.E.I.N. 22-3559055 FOR THE TAXABLE PERIOD ENDED MARCH 05, 2021 $\underline{\text{ATTACHMENT TO FORM 8937}}$

NON-TAXABLE RETURN OF CAPITAL

	Per Share			
	Reduction of			
Payable Date	Basis in Stock			
02/01/2021	\$	0.000388981		
03/01/2021	\$	0.000388981		
04/01/2021	\$	0.000709475		