Edgar Filing: Castellano Michael J - Form 4

Castellano Micha	ael J										
Form 4	•										
January 23, 2012											
FORM 4	UNITED	STATES	SECII	RITIFS /	ND FY	CHANGE	COMMISSIO	ΝT	PPROVAL		
		SIAILS		shington				Number:	3235-0287		
Check this bo if no longer subject to Section 16. Form 4 or		NGES IN SECUI	Estimated a burden hou	Expires:January 31, 2005Estimated average burden hours per response0.5							
Form 5 obligations may continue. See Instruction 1(b). 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 Respo	onses)										
1. Name and Address of Reporting Person <u>*</u> Castellano Michael J			2. Issuer Name and Ticker or Trading Symbol BlackRock Enhanced Equity				5. Relationship of Reporting Person(s) to Issuer				
				nd Trust [-	ulty	(Check all applicable)				
(Last) 55 EAST 52ND	· · · ·	Middle)	3. Date of Earliest Transaction (Month/Day/Year)				X_ Director 10% Owner Officer (give title Other (specify below) below)				
	(Street)		01/18/2012								
	4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person							
NEW YORK, N	IY 10055						Form filed by Person	More than One Ro	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-J	Derivative	Securities A	cquired, Disposed	of, or Beneficial	lly Owned		
(Instr. 3) any		Execution	Date, if TransactionAcquired (A) or Code Disposed of (D) ay/Year) (Instr. 8) (Instr. 3, 4 and 5)		(A) or of (D)	Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amount	or (D) Price	Transaction(s) (Instr. 3 and 4)				
Reminder: Report of	n a separate line	e for each cla	ass of sec	urities bene	-	-					
					inforn requir	nation cont ed to response ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

 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	Transactio	onof Derivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	(A) Disp (D)	or bosed of tr. 3, 4,				
				Code V	/ (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Rights (1)	(2)	01/18/2012		J <u>(3)</u>		37.25	(4)	(4)	Common Stock	37.25

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
Castellano Michael J 55 EAST 52ND STREET NEW YORK, NY 10055	Х			
Signatures				
/s/ Noah Gellner as Attorney-in-Fact		01/23/2012	2	
** 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 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 Enhanced Equity Dividend Trust.
- Without any election by the reporting person, these Performance Rights were cancelled under the BlackRock Deferred Compensation
 (3) Plan upon the disposition of shares of common stock of BlackRock Enhanced Equity Dividend Trust (the "Issuer") by BlackRock Equity Dividend Trust ("BDV") and BlackRock Strategic Equity Dividend Trust ("BDT") in connection with the reorganization of each of BDV and BDT into the Issuer.
- (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.

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