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Nuance Communications, Inc.
Form 10-Q
February 09, 2007

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

Form 10-Q

- QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**
For the quarterly period ended December 31, 2006
- or**
- TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

Commission file number 0-27038

NUANCE COMMUNICATIONS, INC.
(Exact name of registrant as specified in its charter)

Delaware
*(State or other jurisdiction of
incorporation or organization)*

94-3156479
*(I.R.S. Employer
Identification Number)*

1 Wayside Road
Burlington, MA 01803
(Address of principal executive office)

Registrant's telephone number, including area code:
781-565-5000

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerated filer and large accelerated filer" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer Non-accelerated filer

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act of 1934). Yes No

172,555,084 shares of the registrant's Common Stock, \$0.001 par value, were outstanding as of January 31, 2007.

NUANCE COMMUNICATIONS, INC.

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	December 31, 2006 (Unaudited)	September 30, 2006
	(In thousands, except share and per share amounts)	
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 129,723	\$ 112,334
Accounts receivable, less allowances of \$19,877 and \$20,207, respectively	125,202	110,778
Acquired unbilled accounts receivable	13,603	19,748
Inventories, net	8,060	6,795
Prepaid expenses and other current assets	14,621	13,245
Deferred tax assets	429	421
Total current assets	291,638	263,321
Land, building and equipment, net	30,888	30,700
Goodwill	705,393	699,333
Other intangible assets, net	217,189	220,040
Other long-term assets	23,672	21,680
Total assets	\$ 1,268,780	\$ 1,235,074
LIABILITIES AND STOCKHOLDERS EQUITY		
Current liabilities:		
Current portion of long-term debt and obligations under capital leases	\$ 3,974	\$ 3,953
Accounts payable	34,505	27,768
Accrued expenses	55,907	52,674
Current portion of accrued business combination costs	13,651	14,810
Deferred maintenance revenue	62,781	63,269
Unearned revenue and customer deposits	36,047	30,320
Deferred acquisition payments, net	17,423	19,254
Total current liabilities	224,288	212,048
Long-term debt and obligations under capital leases, net of current portion	349,087	349,990

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Accrued business combination costs, net of current portion	42,905	45,255
Deferred maintenance revenue, net of current portion	10,849	9,800
Deferred tax liability	20,948	19,926
Other liabilities	22,499	21,459
Total liabilities	670,576	658,478
Commitments and contingencies		
Stockholders' equity:		
Series B preferred stock, \$0.001 par value; 40,000,000 shares authorized; 3,562,238 shares issued and outstanding (liquidation preference \$4,631)	4,631	4,631
Common stock, \$0.001 par value; 280,000,000 shares authorized; 175,381,623 and 173,182,430 shares issued and 172,348,961 and 170,152,247 shares outstanding, respectively	176	174
Additional paid-in capital	794,911	773,120
Treasury stock, at cost (3,032,662 and 3,030,183 shares, respectively)	(12,886)	(12,859)
Accumulated other comprehensive income	2,733	1,656
Accumulated deficit	(191,361)	(190,126)
Total stockholders' equity	598,204	576,596
Total liabilities and stockholders' equity	\$ 1,268,780	\$ 1,235,074

The accompanying notes are an integral part of these consolidated financial statements.

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NUANCE COMMUNICATIONS, INC.

CONSOLIDATED STATEMENTS OF OPERATIONS

	Three Months Ended	
	December 31,	December 31,
	2006	2005
	(Unaudited)	
	(In thousands, except per share amounts)	
Revenue:		
Product and licensing	\$ 75,740	\$ 53,183
Professional services, subscription and hosting	27,965	14,566
Maintenance and support	29,716	7,803
Total revenue	133,421	75,552
Costs and Expenses:		
Cost of revenue:		
Cost of product and licensing	10,211	4,982
Cost of professional services, subscription and hosting	20,553	10,792
Cost of maintenance and support	6,979	1,888
Cost of revenue from amortization of intangible assets	2,886	2,475
Total cost of revenue	40,629	20,137
Gross Margin	92,792	55,415
Operating expenses:		
Research and development	16,512	12,157
Sales and marketing	43,861	28,333
General and administrative	15,385	14,647
Amortization of other intangible assets	5,150	2,000
Total operating expenses	80,908	57,137
Income (loss) from operations	11,884	(1,722)
Other income (expense):		
Interest income	1,405	748
Interest expense	(7,688)	(1,016)
Other (expense) income, net	(517)	70
Income (loss) before income taxes	5,084	(1,920)
Provision for income taxes	6,319	2,300
Loss before cumulative effect of accounting change	(1,235)	(4,220)

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Cumulative effect of accounting change			672
Net loss	\$	(1,235)	\$ (4,892)
Basic and diluted earnings per share:			
Loss before cumulative effect of accounting change	\$	(0.01)	\$ (0.03)
Cumulative effect of accounting change			
Net loss per share	\$	(0.01)	\$ (0.03)
Weighted average common shares outstanding:			
Basic and diluted		169,505	156,389

The accompanying notes are an integral part of these consolidated financial statements.

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NUANCE COMMUNICATIONS, INC.

CONSOLIDATED STATEMENTS OF CASH FLOWS

	Three Months Ended	
	December 31,	December 31,
	2006	2005
	(Unaudited)	
	(In thousands,	
	except share amounts)	
Cash flows from operating activities		
Net loss	\$ (1,235)	\$ (4,892)
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:		
Depreciation of property and equipment	2,612	1,698
Amortization of other intangible assets	8,036	4,475
Accounts receivable allowances	230	246
Share-based payments, including cumulative effect of accounting change	8,590	4,413
Non-cash interest expense	1,154	616
Deferred tax provision	4,436	1,464
Excess tax benefits from share-based payments	(658)	
Normalization of rent expense	417	306
Changes in operating assets and liabilities, net of effects from acquisitions:		
Accounts receivable	(8,671)	(8,122)
Inventories	(1,310)	3
Prepaid expenses and other assets	(1,207)	1,294
Accounts payable	6,577	(1,932)
Accrued expenses and other liabilities	(186)	(3,263)
Deferred maintenance revenue, unearned revenue and customer deposits	7,357	2,610
Net cash provided by (used in) operating activities	26,142	(1,084)
Cash flows from investing activities		
Capital expenditures for property and equipment	(2,788)	(2,461)
Payments for acquisitions, net of cash acquired	(3,808)	(14,179)
Proceeds from maturities of marketable securities		20,435
Payments for capitalized patent defense costs	(1,685)	(546)
Increase in restricted cash	(72)	
Net cash provided by (used in) investing activities	(8,353)	3,249
Cash flows from financing activities		
Payments of note payable, capital leases and deferred acquisition payments	(2,066)	(13,520)
Purchase of treasury stock	(26)	(588)
Excess tax benefits from share-based payments	658	

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Payments on other long-term liabilities	(2,755)	(2,689)
Net proceeds from issuance of common stock under employee share-based payment plans	4,231	10,732
Net cash provided by (used in) financing activities	42	(6,065)
Effects of exchange rate changes on cash and cash equivalents	(442)	(284)
Net increase (decrease) in cash and cash equivalents	17,389	(4,184)
Cash and cash equivalents at beginning of period	112,334	71,687
Cash and cash equivalents at end of period	\$ 129,723	\$ 67,503
Supplemental disclosure of cash flow information:		
Cash paid for income taxes	\$ 1,067	\$ 640
Cash paid for interest	\$ 6,769	\$ 200
Non cash investing and financing activities:		
Issuance of 784,266 shares of common stock in connection with the acquisition of Mobile Voice Control, Inc.	\$	\$
Issuance of 75,623 shares of common stock as a result of cashless exercise of warrant	\$	\$

The accompanying notes are an integral part of these consolidated financial statements.

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NUANCE COMMUNICATIONS, INC.

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Unaudited)**

1. Organization and Presentation

Nuance Communications, Inc. (the Company or Nuance) offers businesses and consumers competitive and value-added speech, dictation and imaging solutions that facilitate the way people access, share, manage and use information in business and daily life. The Company was incorporated in 1992 as Visioneer, Inc. In 1999, the Company changed its name to ScanSoft, Inc., and changed its ticker symbol to SSFT. In October 2005, the Company changed its name to Nuance Communications, Inc. and changed its ticker symbol to NUAN in November 2005.

On December 29, 2006, the Company acquired Mobile Voice Control, Inc. (MVC), a provider of speech-enabled mobile search and messaging services headquartered in Mason, Ohio (Note 3).

The accompanying unaudited interim consolidated financial statements of the Company have been prepared in accordance with U.S. generally accepted accounting principles. In the opinion of management, these unaudited interim consolidated financial statements reflect all adjustments, consisting of normal recurring adjustments, necessary for a fair presentation of the financial position of the Company at December 31, 2006, the results of operations for the three month periods ended December 31, 2006 and 2005, and cash flows for the three month periods ended December 31, 2006 and 2005. Although the Company believes that the disclosures in these financial statements are adequate to make the information presented not misleading, certain information normally included in the footnotes prepared in accordance with U.S. generally accepted accounting principles has been omitted as permitted by the rules and regulations of the Securities and Exchange Commission. The accompanying financial statements should be read in conjunction with the audited financial statements and notes thereto included in the Company's Annual Report on Form 10-K/A for the fiscal year ended September 30, 2006 filed with the Securities and Exchange Commission on December 15, 2006. The results for the three month period ended December 31, 2006 are not necessarily indicative of the results that may be expected for the fiscal year ending September 30, 2007, or any future period.

Reclassification

Certain amounts presented in prior periods' consolidated financial statements have been reclassified to conform to the current quarter's presentation.

2. Summary of Significant Accounting Policies

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenue and expenses during the reporting period. On an ongoing basis, the Company evaluates its estimates, assumptions and judgments, including those related to revenue recognition; allowance for doubtful accounts and returns; accounting for patent legal defense costs; the costs to complete the development of custom software applications; the valuation of goodwill, other intangible assets and tangible long-lived assets; accounting for

acquisitions; share-based payments; the obligation relating to pension and post-retirement benefit plans; interest rate swaps which are characterized as derivative instruments; income tax reserves and valuation allowances; and loss contingencies. The Company bases its estimates on historical experience and various other factors that are believed to be reasonable under the circumstances. Actual amounts could differ significantly from these estimates.

Basis of Consolidation

The consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. Intercompany transactions and balances have been eliminated.

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NUANCE COMMUNICATIONS, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Revenue Recognition

The Company recognizes software revenue in accordance with Statement of Position (SOP) 97-2, Software Revenue Recognition, as amended by SOP 98-9 and all related interpretations. Non-software revenue is recognized in accordance with, the Securities and Exchange Commission's Staff Accounting Bulletin (SAB) 104, Revenue Recognition in Financial Statements, and SOP 81-1, Accounting for Performance of Construction Type and Certain Performance Type Contracts. For revenue arrangements with multiple elements outside of the scope of SOP 97-2, the Company accounts for the arrangements in accordance with Emerging Issues Task Force (EITF) Issue 00-21, Revenue Arrangements with Multiple Elements, and allocates an arrangement's fees into separate units accounting based on their relative fair value. In select situations, we sell or license intellectual property in conjunction with, or in place of, embedding our intellectual property in software. In general, the Company recognizes revenue when persuasive evidence of an arrangement exists, delivery has occurred, the fee is fixed or determinable, collectibility is probable, and vendor specific objective evidence (VSOE) of fair value exists for any undelivered elements. When contracts contain substantive customer acceptance provisions, revenue and related costs are deferred until such acceptance is obtained. The Company reduces revenue recognized for estimated future returns, price protection and rebates, and certain marketing allowances at the time the related revenue is recorded.

When products are sold through distributors or resellers, title and risk of loss generally passes upon shipment, at which time the transaction is invoiced and payment is due. Shipments to distributors and resellers without right of return are recognized as revenue upon shipment by the Company. Certain distributors and value-added resellers have been granted rights of return for as long as the distributors or resellers hold the inventory. The Company has not analyzed historical returns from these distributors and resellers to estimate future sales returns. As a result, the Company recognizes revenue from sales to these distributors and resellers when the products are sold through to retailers and end-users. Based on reports from distributors and resellers of their inventory balances at the end of each period, the Company records an allowance against accounts receivable and reduces revenue for all inventories subject to return at the sales price.

The Company also makes an estimate of sales returns based on historical experience. In accordance with Statement of Financial Accounting Standards (SFAS) 48, Revenue Recognition When Right of Return Exists, the provision for these estimated returns is recorded as a reduction of revenue and accounts receivable at the time that the related revenue is recorded. If actual returns differ significantly from the Company's estimates, such differences could have a material impact on the Company's results of operations for the period in which the actual returns become known.

Revenue from royalties on sales of the Company's products by original equipment manufacturers (OEMs), where no services are included, is recognized in the quarter earned so long as the Company has been notified by the OEM that such royalties are due, and provided that all other revenue recognition criteria are met.

Revenue from products offered on a subscription and/or hosting basis is recognized in the period the services are provided, based on a fixed minimum fee and/or variable fees based on the volume of activity. Subscription and hosting revenue is recognized as the Company is notified by the customer or through management reports that such revenue is due, provided that all other revenue recognition criteria are met.

When the Company provides maintenance and support services, it recognizes the revenue ratably over the term of the related contracts, typically one to three years. When maintenance and support contracts renew automatically, the

Company provides a reserve based on historical experience for contracts expected to be cancelled for non-payment. All known and estimated cancellations are recorded as a reduction to revenue and accounts receivable.

Professional services are generally not considered essential to the functionality of the software and are recognized as revenue when the related services are performed. Professional services revenue is generally recognized based on the percentage-of-completion method in accordance with SOP 81-1. The Company generally determines the percentage-of-completion by comparing the labor hours incurred to date to the estimated total labor hours required to complete the project. The Company considers labor hours to be the most reliable, available

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NUANCE COMMUNICATIONS, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

measure of progress on these projects. Adjustments to estimates to complete are made in the periods in which facts resulting in a change become known. When the estimate indicates that a loss will be incurred, such loss is recorded in the period identified. Significant judgments and estimates are involved in determining the percent complete of each contract. Different assumptions could yield materially different results. When the Company provides services on a time and materials basis, it recognizes revenue as it performs the services based on actual time incurred.

The Company may sell, under one contract or related contracts, software licenses, professional services, and/or a maintenance and support arrangement. The total contract value is attributed first to the undelivered elements based on VSOE of their fair value. VSOE is established by the price charged when that element is sold separately. The remainder of the contract value is attributed to the delivered elements, typically software licenses, which are typically recognized as revenue upon delivery, provided all other revenue recognition criteria are met. When the Company provides professional services considered essential to the functionality of the software, such as custom application development for a fixed fee, it recognizes revenue from the services as well as any related software licenses on a percentage-of-completion basis.

The Company follows the guidance of EITF 01-09, *Accounting for Consideration Given by a Vendor (Including a Reseller of the Vendor's Products)*, and records consideration given to a reseller as a reduction of revenue to the extent the Company has recorded cumulative revenue from the customer or reseller. However, when the Company receives an identifiable benefit in exchange for the consideration and can reasonably estimate the fair value of the benefit received, the consideration is recorded as an operating expense.

The Company follows the guidance of EITF 01-14, *Income Statement Characterization of Reimbursements for Out-of-Pocket Expenses Incurred*, and records reimbursements received for out-of-pocket expenses as revenue, with offsetting costs recorded as cost of revenue. Out-of-pocket expenses generally include, but are not limited to, expenses related to transportation, lodging and meals.

The Company follows the guidance of EITF 00-10, *Accounting for Shipping and Handling Fees and Costs*, and records shipping and handling costs billed to customers as revenue with offsetting costs recorded as cost of revenue.

Goodwill and Other Intangible Assets

The Company has significant long-lived tangible and intangible assets, including goodwill and intangible assets with indefinite lives, which are susceptible to valuation adjustments as a result of changes in various factors or conditions. The most significant long-lived tangible and other intangible assets are fixed assets, patents and core technology, completed technology, customer relationships and trademarks. All finite-lived intangible assets are amortized based upon patterns in which the economic benefits of such assets are expected to be utilized. The values of intangible assets, with the exception of goodwill and intangible assets with indefinite lives, were initially determined by a risk-adjusted, discounted cash flow approach. The Company assesses the potential impairment of identifiable intangible assets and fixed assets whenever events or changes in circumstances indicate that the carrying values may not be recoverable. Factors it considers important, which could trigger an impairment of such assets, include the following:

significant underperformance relative to historical or projected future operating results;

significant changes in the manner of or use of the acquired assets or the strategy for the Company's overall business;

significant negative industry or economic trends;

significant decline in the Company's stock price for a sustained period; and

a decline in the Company's market capitalization below net book value.

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NUANCE COMMUNICATIONS, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Future adverse changes in these or other unforeseeable factors could result in an impairment charge that would impact future results of operations and financial position in the reporting period identified.

In accordance with SFAS 142, Goodwill and Other Intangible Assets, goodwill and intangible assets with indefinite lives are tested for impairment on an annual basis as of July 1, and between annual tests if indicators of potential impairment exist. The impairment test compares the fair value of the reporting unit to its carrying amount, including goodwill and intangible assets with indefinite lives, to assess whether impairment is present. The Company has reviewed the provisions of SFAS 142 with respect to the criteria necessary to evaluate the number of reporting units that exist. Based on its review, the Company has determined that it operates in one reporting unit. Based on this assessment, the Company has not had any impairment charges during its history as a result of its impairment evaluation of goodwill and other indefinite-lived intangible assets under SFAS 142.

In accordance with SFAS 144, Accounting for the Impairment or Disposal of Long-Lived Assets, the Company periodically reviews long-lived assets for impairment whenever events or changes in business circumstances indicate that the carrying amount of the assets may not be fully recoverable or that the useful lives of those assets are no longer appropriate. Each impairment test is based on a comparison of the undiscounted cash flows to the recorded value for the asset. If impairment is indicated, the asset is written down to its estimated fair value based on a discounted cash flow analysis. No impairment charges were taken during the three month periods ended December 31, 2006 and 2005. The Company may make business decisions in the future which may result in the impairment of intangible assets.

Significant judgments and estimates are involved in determining the useful lives and amortization patterns of long-lived assets, determining what reporting units exist and assessing when events or circumstances would require an interim impairment analysis of goodwill or other long-lived assets to be performed. Changes in the organization or the Company's management reporting structure, as well as other events and circumstances, including but not limited to technological advances, increased competition and changing economic or market conditions, could result in (a) shorter estimated useful lives, (b) additional reporting units, which may require alternative methods of estimating fair values or greater disaggregation or aggregation in our analysis by reporting unit, and/or (c) other changes in previous assumptions or estimates. In turn, this could have a significant impact on the consolidated financial statements through accelerated amortization and/or impairment charges.

Capitalized Patent Defense Costs

The Company monitors the anticipated outcome of legal actions, and if it determines that the success of the defense of a patent is probable, and so long as the Company believes that the future economic benefit of the patent will be increased, the Company capitalizes external legal costs incurred in the defense of these patents, up to the level of the expected increased future economic benefit. If changes in the anticipated outcome occur, the Company writes off any capitalized costs in the period the change is determined. As of December 31, 2006 and September 30, 2006, capitalized patent defense costs totaled \$8.1 million and \$6.4 million, respectively.

Comprehensive Income (Loss)

Comprehensive income (loss) consists of net income (loss) and other comprehensive income (loss), which includes current period foreign currency translation adjustments, unrealized gains (losses) related to derivatives reported as cash flow hedges, and unrealized gains (losses) on marketable securities. For the purposes of comprehensive income

(loss) disclosures, the Company does not record tax provisions or benefits for the net changes in the foreign currency translation adjustment, as the Company intends to reinvest undistributed earnings in its foreign subsidiaries permanently.

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NUANCE COMMUNICATIONS, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

The components of comprehensive income (loss), are as follows (in thousands):

	Three Months Ended December 31,	
	2006	2005
Net loss	\$ (1,235)	\$ (4,892)
Other comprehensive income (loss):		
Foreign currency translation adjustment	873	226
Net unrealized gains on cash flow hedge derivatives	204	
Net unrealized losses on marketable securities		(24)
Other comprehensive income	1,077	202
Total comprehensive loss	\$ (158)	\$ (4,690)

Net Income (Loss) Per Share

The Company computes net income (loss) per share under the provisions of SFAS 128, Earnings per Share, and EITF 03-06, Participating Securities and Two Class Method under FASB Statement No. 128, Earnings per Share. Accordingly, basic net income (loss) per share is computed by dividing net income (loss) available to common stockholders by the weighted-average number of common shares outstanding during the period.

Diluted net income (loss) per share is computed by dividing net income (loss) available to common stockholders by the weighted-average number of common shares outstanding for the period plus the dilutive effect of common equivalent shares, which include outstanding stock options, warrants, unvested shares of restricted stock using the treasury stock method and the convertible debenture using the as converted method. Common equivalent shares are excluded from the computation of diluted net income (loss) per share if their effect is anti-dilutive. Potentially dilutive common equivalent shares aggregating 23.5 million shares and 24.6 million shares for the three month periods ended December 31, 2006 and 2005, have been excluded from the computation of diluted net income (loss) per share because their inclusion would be anti-dilutive.

Accounting for Share-Based Payments

The Company adopted SFAS No. 123 (revised 2004), Share-Based Payment, (SFAS 123R) effective October 1, 2005. The Company has several equity instruments that are required to be evaluated under SFAS 123R, including: stock option plans, an employee stock purchase plan, awards in the form of restricted shares (Restricted Stock) and awards in the form of units of stock purchase rights (Restricted Units). The Restricted Stock and Restricted Units are collectively referred to as Restricted Awards. SFAS 123R requires the recognition of the fair value of share-based payments as a charge against earnings. The Company recognizes share-based payment expense over the requisite service period of the individual grantees, which generally equals the vesting period. Based on the provisions of

SFAS 123R the Company's share-based payments awards are accounted for as equity instruments. In connection with the adoption of SFAS 123R, the Company is required to amortize stock-based instruments with performance-related vesting terms over the period from the grant date to the sooner of the date upon which the performance vesting condition will be met (when that condition is expected to be met), or the time-based vesting dates. The cumulative effect of the change in accounting as a result of the adoption of SFAS 123R in

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NUANCE COMMUNICATIONS, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

the fiscal 2006 period was \$0.7 million. The amounts included in the consolidated statements of operations relating to share-based payments are as follows (dollars in thousands):

	Three Months Ended December 31,	
	2006	2005
Cost of product and licensing	\$ 5	\$ 21
Cost of professional services, subscription and hosting	544	290
Cost of maintenance and support	188	48
Research and development	1,207	852
Sales and marketing	3,449	1,111
General and administrative	3,197	1,419
Cumulative effect of accounting change		672
	\$ 8,590	\$ 4,413

Stock Options

The Company has several share-based payment plans under which employees, officers, directors and consultants may be granted stock options to purchase the Company's common stock generally at the fair market value on the date of grant. Plans do not allow for options to be granted at below fair market value nor can they be re-priced at anytime. Options granted under original plans of the Company become exercisable over various periods, typically two to four years and have a maximum term of 7 years. The Company also assumed an option plan in connection with its acquisition of Nuance Communications, Inc. (Former Nuance) on September 15, 2005. These stock options are governed by the original agreement (the Former Nuance Stock Option Plan) that they were issued under, but are now exercisable for shares of the Company. No further stock options may be issued under the Former Nuance Stock Option Plan. All stock options have been granted with exercise prices equal to or greater than the fair market value of the Company's common stock on the date of grant. The table below summarizes activity relating to stock options for the three months ended December 31, 2006:

	Number of Shares	Weighted Average Exercise Price	Weighted Average Remaining Contractual Term	Aggregate Intrinsic Value(1)
Outstanding at September 30, 2006	20,654,083	\$ 4.80		
Granted	799,700	\$ 9.91		

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Exercised	(1,110,724)	\$	4.22		
Forfeited	(238,120)	\$	7.00		
Expired	(4,910)	\$	5.10		
Outstanding at December 31, 2006	20,100,029	\$	5.01	5.5 years	\$ 129.7 million
Exercisable at December 31, 2006	12,718,079	\$	4.01	5.1 years	\$ 94.8 million

(1) The aggregate intrinsic value on this table was calculated based on the positive difference between the closing market value of the Company's common stock on December 31, 2006 (\$11.46) and the exercise price of the underlying options. Stock options to purchase 14,802,834 shares of common stock were exercisable as of December 31, 2005.

Table of Contents**NUANCE COMMUNICATIONS, INC.****NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)**

As of December 31, 2006, the total unamortized fair value of stock options was \$24.0 million with a weighted average remaining recognition period of 2.3 years. During the three month periods ended December 31, 2006 and 2005, the following activity occurred under the Company's plans:

	2006	2005
Weighted-average grant-date fair value per share	\$ 4.55	\$ 3.02
Total intrinsic value of stock options exercised	\$ 7.3 million	\$ 9.1 million

The fair value of the stock options granted during the three month periods ended December 31, 2006 and 2005 were estimated on the dates of grant using the Black-Scholes model with the following weighted-average assumptions:

	2006	2005
Dividend yield	0.0%	0.0%
Expected volatility	54.8%	63.0%
Average risk-free interest rate	4.7%	4.5%
Expected term (in years)	3.8	4.6

The dividend yield of zero is based on the fact that the Company has never paid cash dividends and has no present intention to pay cash dividends. Expected volatility is based on the historical volatility of the Company's common stock over the period commensurate with the expected life of the options and the historical implied volatility from traded options with a term of 180 days or greater. The risk-free interest rate is derived from the average U.S. Treasury STRIPS rate during the period, which approximates the rate in effect at the time of grant, commensurate with the expected life of the instrument. Upon the adoption of SFAS 123R, the Company used the simplified method provided for under SEC Staff Accounting Bulletin No. 107, which averages the contractual term of the Company's options (7.0 years) with the vesting term (2.2 years). Beginning in the fourth quarter of fiscal 2006 the Company estimated the expected life based on the historical exercise behavior.

Restricted Awards

The Company is authorized to issue equity incentive awards in the form of Restricted Awards. Unvested Restricted Awards may not be sold, transferred or assigned. The fair value of the Restricted Awards is measured based upon the market price of the underlying common stock as of the date of grant, reduced by the purchase price of \$0.001 per share of the awards. The Restricted Awards generally are subject to vesting over a period of two to four years, and may have opportunities for acceleration for achievement of defined goals. Beginning in fiscal 2006, the Company began to issue certain Restricted Awards with vesting solely dependent on the achievement of specified performance targets. The fair value of the Restricted Awards is amortized to expense over its applicable vesting period using the straight-line method. In the event that the employees' employment with the Company terminates, or in the case of awards with only performance goals those goals are not met, any unvested shares are forfeited and revert to the Company.

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NUANCE COMMUNICATIONS, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Restricted Units are not included in issued and outstanding common stock until the shares are vested, at which point they are included as issued and outstanding. The table below summarizes activity relating to Restricted Units for the three months ended December 31, 2006:

	Number of Shares Underlying Restricted Units	Weighted Average Remaining Contractual Term	Aggregate Intrinsic Value(1)
Outstanding at September 30, 2006	2,750,054		
Granted	1,098,105		
Vested	(259,795)		
Forfeited	(75,296)		
Outstanding at December 31, 2006	3,513,068	1.3 years	\$ 40.3 million
Expected to become exercisable	3,219,812	1.3 years	\$ 36.9 million

(1) The aggregate intrinsic value on this table was calculated based on the positive difference between the closing market value of the Company's common stock on December 31, 2006 (\$11.46) and the exercise price of the underlying Restricted Units.

The purchase price for vested Restricted Units is \$0.001 per share. As of December 31, 2006, unearned share-based payments expense related to unvested Restricted Units is \$20.3 million, which will, based on expectations of future performance vesting criteria, where applicable, be recognized over a weighted-average period of 1.3 years. 48.3% of the Restricted Units outstanding as of December 31, 2006 are subject to performance vesting acceleration conditions. During the three month periods ended December 31, 2006 and 2005 the following activity occurred related to Restricted Units:

	2006	2005
Weighted-average grant-date fair value per share	\$ 10.12	\$ 5.84
Total intrinsic value of shares vested	\$ 2.6 million	\$ 1.1 million

Restricted Stock is included in the issued and outstanding common stock in these financial statements at date of grant. The table below summarizes activity relating to Restricted Stock for the three months ended December 31, 2006:

	Number of Shares Underlying Restricted Stock		Weighted Average Grant Date Fair Value
Nonvested balance at September 30, 2006	1,547,341	\$	5.93
Granted	14,555	\$	8.24
Nonvested balance at December 31, 2006	1,561,896	\$	5.96

The purchase price for vested Restricted Stock is \$0.001 per share. As of December 31, 2006, unearned share-based payments expense related to unvested Restricted Stock is \$5.6 million, which will, based on expectations of future performance vesting criteria, when applicable, be recognized over a weighted-average period of 1.2 years. 84.8% of the Restricted Stock outstanding as of December 31, 2006 are subject to performance vesting acceleration conditions. During the three month periods ended December 31, 2006 and 2005 the following activity occurred related to Restricted Stock:

	2006		2005
Weighted-average grant-date fair value per share	\$ 8.24	\$	N/A
Total fair value of shares vested	\$	\$	1.1 million

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NUANCE COMMUNICATIONS, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

The Company has historically repurchased common stock upon its employees' vesting in Restricted Awards, in order to allow the employees to cover their tax liability as a result of the Restricted Awards having vested. Assuming that the Company repurchased one-third of all vesting Restricted Awards outstanding as of December 31, 2006, such amount approximating a tax rate of its employees, and based on the weighted average recognition period of 1.3 years, the Company would repurchase approximately 2.1 million shares during the twelve month period ending December 31, 2007. During the three months ended December 31, 2006, the Company repurchased 45,770 shares of common stock at a cost of \$0.5 million to cover employees' tax obligations related to vesting of Restricted Awards.

Income Taxes

Deferred tax assets and liabilities are determined based on differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect in the years in which the differences are expected to reverse. The Company does not provide for U.S. income taxes on the undistributed earnings of its foreign subsidiaries, which the Company considers to be indefinitely reinvested outside of the U.S. in accordance with Accounting Principles Board (APB) Opinion No. 23, Accounting for Income Taxes - Special Areas.

The Company makes judgments regarding the realizability of its deferred tax assets. In accordance with SFAS 109, Accounting for Income Taxes, the carrying value of the net deferred tax assets is based on the belief that it is more likely than not that the Company will generate sufficient future taxable income to realize these deferred tax assets after consideration of all available evidence. The Company regularly reviews its deferred tax assets for recoverability considering historical profitability, projected future taxable income, and the expected timing of the reversals of existing temporary differences and tax planning strategies.

Valuation allowances have been established for U.S. deferred tax assets, which the Company believes do not meet the more likely than not criteria established by SFAS 109. If the Company is subsequently able to utilize all or a portion of the deferred tax assets for which a valuation allowance has been established, then the Company may be required to recognize these deferred tax assets through the reduction of the valuation allowance which would result in a material benefit to its results of operations in the period in which the benefit is determined, excluding the recognition of the portion of the valuation allowance which relates to net deferred tax assets acquired in a business combination and created as a result of share-based payments. The recognition of the portion of the valuation allowance which relates to net deferred tax assets resulting from share-based payments will be recorded as additional paid-in-capital; the recognition of the portion of the valuation allowance which relates to net deferred tax assets acquired in a business combination will reduce goodwill, other intangible assets, and to the extent remaining, the provision for income taxes.

Financial Instruments and Hedging Activities

The Company follows the requirements of SFAS 133, Accounting for Derivative Instruments and Hedging Activities, which establishes accounting and reporting standards for derivative instruments. To achieve hedge accounting, the criteria specified in SFAS 133, must be met, including (i) ensuring at the inception of the hedge that formal documentation exists for both the hedging relationship and the entity's risk management objective and strategy for undertaking the hedge and (ii) at the inception of the hedge and on an ongoing basis, the hedging relationship is expected to be highly effective in achieving offsetting changes in fair value attributed to the hedged risk during the period that the hedge is designated. Further, an assessment of effectiveness is required whenever financial statements or earnings are reported. Absent meeting these criteria, changes in fair value are recognized currently in other expense, net of tax, in the income statement. Once the underlying forecasted transaction is realized, the gain or loss from the

derivative designated as a hedge of the transaction is reclassified from accumulated other comprehensive income to the income statement, in the related revenue or expense caption, as appropriate. Any ineffective portion of the derivatives designated as cash flow hedges is recognized in current earnings. As of December 31, 2006, there was a \$100 million interest rate swap (the Swap) outstanding. The Swap

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NUANCE COMMUNICATIONS, INC.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)

was entered into in conjunction with a term loan on March 31, 2006. The Swap was designated as a cash flow hedge, and changes in the fair value of this cash flow hedge derivative are recorded in stockholders' equity as a component of accumulated other comprehensive income (loss). At December 31, 2006 and September 30, 2006, the fair value of the Swap was \$0.4 million and \$0.6 million, respectively, which were included in other liabilities.

Recently Issued Accounting Standards

In December 2006, the FASB issued EITF 00-19-2, *Accounting for Registration Payment Arrangements*. EITF 00-19-2 specifies that the contingent obligation to make future payments or otherwise transfer consideration under a registration payment arrangement, whether issued as a separate agreement or included as a provision of a financial instrument or other agreement, should be separately recognized and measured in accordance with FASB Statement No. 5, *Accounting for Contingencies*. For registration payment arrangements and financial instruments subject to those arrangements that were entered into prior to the issuance of EITF 00-19-2, this guidance shall be effective for financial statements issued for fiscal years beginning after December 15, 2006. The Company is evaluating the impact, if any, that EITF 00-19-2 may have on its consolidated financial statements.

In September 2006, the FASB issued SFAS 158, *Employers' Accounting for Defined Benefit Pension and Other Postretirement Plans*, an amendment of FASB Statements 87, 88, 106 and 132(R). SFAS 158 requires an employer to recognize the over-funded or under-funded status of a defined benefit postretirement plan (other than a multiemployer plan) as an asset or liability in its statement of financial position and to recognize changes in that funded status in the year in which the changes occur through comprehensive income. SFAS 158 also requires the measurement of defined benefit plan assets and obligations as of the date of the employer's fiscal year-end statement of financial position (with limited exceptions). Under SFAS 158, the Company will be required to recognize the funded status of its defined benefit postretirement plan and to provide the required disclosures commencing as of September 30, 2007. The requirement to measure plan assets and benefit obligations as of the date of the employer's fiscal year-end is effective for the Company's fiscal year ended September 30, 2009. The Company is currently evaluating the impact that SFAS 158 will have on its consolidated financial statements.

In July 2006, the FASB issued Interpretation 48, *Accounting for Uncertainty in Income Taxes*—an Interpretation of FASB Statement No. 109. FIN 48 clarifies the accounting for uncertainty in income taxes recognized in a company's financial statements in accordance with SFAS 109, *Accounting for Income Taxes*. FIN 48 prescribes the recognition and measurement of a tax position taken or expected to be taken in a tax return. It also provides guidance on derecognition, classification, interest and penalties, accounting in interim periods, disclosure and transition. FIN 48 is effective for its fiscal year beginning October 1, 2007. The Company is currently evaluating the effect that the adoption of FIN 48 will have on its consolidated financial statements.

In March 2006, the FASB issued EITF 06-03, *How Taxes Collected from Customers and Remitted to Governmental Authorities Should Be Presented in the Income Statement (That is, Gross versus Net Presentation)*. EITF 06-03 clarifies how a company discloses its recording of taxes collected that are imposed on revenue-producing activities. EITF 06-03 is effective for the first interim reporting period beginning after December 15, 2006, and thus the Company is required to adopt this standard as of January 1, 2007, in the second quarter of its fiscal year 2007. The Company is evaluating the impact, if any, that EITF 06-03 may have on its consolidated financial statements.

Table of Contents**NUANCE COMMUNICATIONS, INC.****NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)****3. Acquisition of Mobile Voice Control, Inc.**

On December 29, 2006, the Company acquired all of the outstanding capital stock of Mobile Voice Control, Inc. (MVC), a provider of speech-enabled mobile search and messaging services, for \$12.8 million. The purchase price consists of \$4.5 million in cash including transaction costs, and 784,266 shares of the Company's common stock valued at \$8.3 million. The acquisition has been accounted for under the purchase method of accounting. The following table summarizes the preliminary allocation of the purchase price (in thousands):

Total purchase consideration:		
Common stock issued		\$ 8,300
Cash		4,104
Transaction costs		386
Total purchase consideration		\$ 12,790
Allocation of the purchase consideration:		
Current and non current assets		\$ 79
Identifiable intangible assets		5,100
Goodwill		7,776
Total assets acquired		12,955
Total liabilities assumed		(165)
Net assets acquired		\$ 12,790

Under the agreement, the Company agreed to make maximum additional payments of \$18.0 million in contingent purchase price upon achievement of certain established financial targets through December 31, 2008. Additional payments, if any, related to this contingency will be accounted for as additional goodwill.

Customer relationships are amortized based upon patterns in which the economic benefits of customer relationships are expected to be utilized. Other finite-lived identifiable intangible assets are amortized on a straight-line basis. The following are the identifiable intangible assets acquired and their respective weighted average lives (dollars in thousands):

	Amount	Weighted Average Life (In years)
Customer relationships	\$ 3,600	5.9
Patents	1,300	4.0

Non-competes	200	3.0
Total	\$ 5,100	

Table of Contents**NUANCE COMMUNICATIONS, INC.****NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)****4. Accounts Receivable**

Accounts receivable, excluding acquired unbilled accounts receivable, consisted of the following (in thousands):

For Fund compliance purposes, the Funds sector classifications refer to one or more of the sector sub-classifications used by one or more widely recognized market indexes or rating group indexes, and/or as defined by the investment adviser. These definitions may not apply for purposes of this report, which may combine such sector sub-classifications for reporting ease.

CALL/MATURITY SCHEDULE ^(d)

Calendar Year Ended December 31,	
2018	8%
2019	10
2020	7
2021	14
2022	9

^(d) Scheduled maturity dates and/or bonds that are subject to potential calls by issuers over the next five years.

* Excludes short-term securities.

CREDIT QUALITY ALLOCATION ^(a)

<i>Credit Rating</i>	<i>01/31/18</i>	<i>07/31/17</i>
AAA/Aaa	1%	1%
AA/Aa	57	62
A	30	27
BBB/Baa	8	8
BB/Ba ^(b)		
N/R ^(c)	4	2

^(a) For financial reporting purposes, credit quality ratings shown above reflect the highest rating assigned by either S&P or Moody's if ratings differ. These rating agencies are independent, nationally recognized statistical rating organizations and are widely used. Investment grade ratings are credit ratings of BBB/Baa or higher. Below investment grade ratings are credit ratings of BB/Ba or lower. Investments designated N/R are not rated by either rating agency. Unrated investments do not necessarily indicate low credit quality. Credit quality ratings are subject to change.

- (b) Represents less than 1% of the Fund's total investments.
- (c) The investment adviser evaluates the credit quality of unrated investments based upon certain factors including, but not limited to, credit ratings for similar investments and financial analysis of sectors and individual investments. Using this approach, the investment adviser has deemed certain of these unrated securities as investment grade quality. As of January 31, 2018 and July 31, 2017, the market value of unrated securities deemed by the investment adviser to be investment grade each represents less than 1% of the Fund's total investments.

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Schedule of Investments (unaudited)

BlackRock MuniHoldings California Quality Fund, Inc. (MUC)

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Par (000)</i>	<i>Value</i>
Municipal Bonds		
California 105.7%		
Corporate 3.7%		
California Pollution Control Financing Authority, Refunding RB, Waste Management, Inc., AMT:		
Series A-1, 3.38%, 07/01/25	\$ 5,000	\$ 5,322,200
Series B-1, 3.00%, 11/01/25	9,000	9,366,570
City of Chula Vista California, Refunding RB, San Diego Gas & Electric, Series A, 5.88%, 02/15/34	2,435	2,576,425
Municipal Improvement Corp. of Los Angeles, Refunding RB, Real Property, Series B, 5.00%, 11/01/32	5,000	5,856,450
		23,121,645
County/City/Special District/School District 33.3%		
California Municipal Finance Authority, RB, Orange County Civic Center Infrastructure Improvement Program Phase I, Series A, 5.00%, 06/01/42	4,445	5,171,535
Centinela Valley Union High School District, GO, Election of 2010, Series A, 5.75%, 08/01/21 ^(a)	9,120	10,412,304
Chaffey Joint Union High School District, GO, CAB, Election of 2012, Series C ^(b) :		
0.00%, 08/01/32	250	151,783
0.00%, 08/01/33	500	288,925
0.00%, 08/01/34	510	281,066
0.00%, 08/01/35	545	286,365
0.00%, 08/01/36	500	250,470
0.00%, 08/01/37	650	310,186
0.00%, 08/01/38	625	284,225
0.00%, 08/01/39	750	325,230
0.00%, 08/01/40	1,855	767,766
0.00%, 08/01/41	305	120,463
0.00%, 02/01/42	350	134,631
County of Kern California, COP, Capital Improvements Projects, Series A (AGC), 6.00%, 02/01/19 ^(a)	3,500	3,661,035
County of Los Angeles California Public Works Financing Authority, Refunding RB, Series D, 5.00%, 12/01/45	1,430	1,615,442
County of Orange California Sanitation District, COP, Series A, 5.00%, 02/01/19 ^(a)	2,500	2,591,600
County of San Joaquin California Transportation Authority, Refunding RB, Limited Tax, Measure K, Series A, 6.00%, 03/01/21 ^(a)	2,665	3,016,060
County of Ventura California Community College District, GO, Election of 2002, Series C, 5.50%, 08/01/18 ^(a)	4,000	4,083,200
	4,260	1,564,570

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Denair California Unified School District, GO, CAB, Election of 2007 (AGM), 0.00%, 08/01/41 ^(b)		
Foothill-De Anza Community College District, GO, Refunding, 4.00%, 08/01/40	7,900	8,366,969
Fremont Union High School District, GO, Refunding, 4.00%, 08/01/40	2,500	2,616,475
Fresno Unified School District, GO, Series F, 4.00%, 08/01/33	1,760	1,864,034
Garden Grove Unified School District, GO, Election of 2010, Series C, 5.25%, 08/01/40	5,500	6,272,365
Gavilan Joint Community College District, GO, Election of 2004, Series D ^(a) :		
5.50%, 08/01/21	2,170	2,455,138
5.75%, 08/01/21	8,400	9,574,908
Grossmont California Healthcare District, GO, Election of 2006, Series B, 6.13%, 07/15/21 ^(a)	2,000	2,301,340
Imperial Irrigation District, Series A, Electric System Revenue ^(a) :		
5.13%, 11/01/18	6,530	6,711,534
5.13%, 11/01/18	1,470	1,511,425
	<i>Par</i>	
<i>Security</i>	<i>(000)</i>	<i>Value</i>
County/City/Special District/School District (continued)		
Kern Community College District, GO, Safety Repair & Improvements, Series C:		
5.25%, 11/01/32	\$ 5,715	\$ 6,725,298
5.75%, 11/01/34	12,085	14,453,660
Los Alamitos Unified School District, GO, Refunding, School Facilities Improvement:		
5.25%, 08/01/23 ^(a)	2,185	2,567,856
5.25%, 08/01/39	1,515	1,746,234
Los Rios Community College District, GO, Election of 2008, Series A, 5.00%, 08/01/20 ^(a)	11,000	11,931,700
Mount San Jacinto Community College District, GO, Series A, 5.00%, 08/01/35	3,565	4,102,495
Oxnard Union High School District, GO, Refunding, Election of 2004, Series A (AGM), 5.00%, 08/01/20 ^(a)	10,000	10,847,000
Redlands Unified School District California, GO, Election of 2008 (AGM), 5.25%, 07/01/18 ^(a)	5,000	5,080,150
Rio Elementary School District, GO, Series A (AGM), 5.25%, 08/01/40	5,865	6,783,459
Riverside County Public Financing Authority, Tax Allocation Bonds, Series A (BAM), 4.00%, 10/01/40	2,545	2,661,230
San Diego California Unified School District, GO, CAB, Election of 2008, Series K-2 ^(b) :		
0.00%, 07/01/38	2,755	1,270,496
0.00%, 07/01/39	3,340	1,471,337
0.00%, 07/01/40	4,285	1,804,713
San Diego Regional Building Authority, RB, County Operations Center & Annex, Series A,		
5.50%, 02/01/19 ^(a)	905	942,630
San Francisco Bay Area Rapid Transit District, GO, Election of 2016, Green Bonds, Series A, 4.00%, 08/01/42	11,585	12,260,985
San Jose California Financing Authority, LRB, Convention Center Expansion & Renovation Project, Series A:		
5.75%, 05/01/36	2,560	2,568,986
5.75%, 05/01/42	4,500	5,015,790
San Jose California Financing Authority, Refunding LRB, Civic Center Project, Series A, 5.00%, 06/01/39	5,800	6,590,598
San Marcos Redevelopment Agency Successor Agency, Refunding, Tax Allocation Bonds, Series A:		
5.00%, 10/01/32	1,700	1,974,108
5.00%, 10/01/33	1,125	1,297,957
San Marcos Unified School District, GO, Refunding, 4.00%, 08/01/37	4,000	4,253,560

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Snowline Joint Unified School District, COP, Refunding, Refining Project (AGC), 5.75%, 09/01/19 ^(a)	5,635	6,014,968
Solano County Community College District, GO, Election of 2012, Series C, 5.25%, 08/01/42	1,150	1,369,788
Washington Township Health Care District, GO, Election of 2004, Series B, 5.50%, 08/01/38	1,625	1,921,026
West Contra Costa California Unified School District, GO: Election of 2010, Series A (AGM), 5.25%, 08/01/41	5,390	5,980,798
Election of 2010, Series B, 5.50%, 08/01/39	3,195	3,736,297
Election of 2012, Series A, 5.50%, 08/01/39	2,500	2,923,550
Yuba Community College District, GO, BAM, Election of 2006, Series C, 0.00%, 08/01/38 ^(b)	5,150	2,429,100
		207,716,813
Education 3.1%		
California Municipal Finance Authority, RB, Emerson College, 6.00%, 01/01/22 ^(a)	2,750	3,197,013
California Statewide Communities Development Authority, Refunding RB: CHF-Irvine LLC, 5.00%, 05/15/40	750	844,635

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Schedule of Investments (unaudited) (continued)

BlackRock MuniHoldings California Quality Fund, Inc.
(MUC)

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Par (000)</i>	<i>Value</i>
Education (continued)		
Front Porch Communities and Services, 4.00%, 04/01/42	\$ 3,005	\$ 3,076,759
Services, 4.00%, 04/01/47	2,655	2,708,020
Services, 5.00%, 04/01/47	2,995	3,351,944
University of California, Refunding RB, Series AO, 5.00%, 05/15/40	5,430	6,216,047
		19,394,418
Health 13.6%		
ABAG Finance Authority for Nonprofit Corps., Refunding RB, Sharp Healthcare, Series B, 6.25%, 08/01/19 ^(a)	6,305	6,755,555
California Health Facilities Financing Authority, RB:		
Children s Hospital, Series A, 5.25%, 11/01/41	8,000	8,842,240
Lucile Slater Packard Children s Hospital at Stanford, Series A, 5.00%, 11/15/42	500	578,725
Lucile Slater Packard Children s Hospital at Stanford, Series A, 4.00%, 11/15/47	825	852,670
Providence Health Services, Series B, 5.50%, 10/01/39	4,130	4,371,564
Sutter Health, Series B, 6.00%, 08/15/42	9,655	10,607,852
California Health Facilities Financing Authority, Refunding RB, Series A:		
Dignity Health, 6.00%, 07/01/19 ^(a)	3,700	3,934,691
Providence Health and Services, 5.00%, 10/01/38	10,970	12,530,702
Providence St.Joseph Health, 4.00%, 10/01/47	5,000	5,151,300
St. Joseph Health System, 5.00%, 07/01/37	10,000	11,209,900
California Municipal Finance Authority, Refunding RB, Community Medical Centers, Series A:		
5.00%, 02/01/32	1,510	1,714,696
5.00%, 02/01/37	3,110	3,485,253
5.00%, 02/01/42	5,250	5,827,657
California Statewide Communities Development Authority, Refunding RB:		
John Muir Health, Series A, 5.00%, 08/15/51	1,635	1,814,883
Trinity Health Credit Group Composite Issue, 5.00%, 12/01/41	6,235	6,901,833
		84,579,521
State 7.4%		
State of California, GO:		
Various Purposes, 6.00%, 03/01/33	5,000	5,455,900
Various Purposes, 6.00%, 04/01/38	27,765	29,107,993
Refunding Veterans Bond, 4.00%, 12/01/40	4,000	4,219,960
State of California Public Works Board, LRB:		
Department of Education, Riverside Campus Project, Series B, 6.50%, 04/01/19 ^(a)	3,670	3,888,769
Various Capital Projects, Series I, 5.50%, 11/01/33	2,015	2,349,571
	1,205	1,366,120

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State of California Public Works Board, RB, California State Prisons, Series C, 5.75%,
10/01/31

46,388,313

Transportation 25.8%

Alameda Corridor Transportation Authority, Refunding RB, 2nd Subordinate Lien, Series B, 5.00%, 10/01/35	1,500	1,700,400
Bay Area Toll Authority, Refunding RB, San Francisco Bay Area Toll Bridge, Series D, 1.74%, 04/01/45 ^(c)	3,500	3,522,890
City & County of San Francisco California Airports Commission, ARB, Series E, 6.00%, 05/01/39	9,650	10,179,399
City & County of San Francisco California Airports Commission, Refunding ARB, AMT, 2nd Series A, 5.00%, 05/01/29	6,435	7,169,877
City & County of San Francisco California Airports Commission, Refunding RB, AMT (AGM) ^(a) :		
2nd Series 32, 5.75%, 05/01/18	2,290	2,314,251
2nd Series 34, 5.75%, 05/01/18	1,870	1,889,803

Security

Transportation (continued)

	<i>Par</i> (000)	<i>Value</i>
2nd Series 34E, 5.75%, 05/01/18	\$ 840	\$ 848,786
City of Long Beach California Harbor Revenue, Refunding RB, Series C, 5.00%, 05/15/47	5,600	6,491,800
City of Los Angeles California Department of Airports, ARB:		
Los Angeles International Airport, Senior, Series D, 5.25%, 05/15/29	2,590	2,795,853
Senior Series A, AMT, 5.00%, 05/15/40	3,830	4,287,915
Series D, AMT, 5.00%, 05/15/35	2,000	2,254,380
Series D, AMT, 5.00%, 05/15/36	1,500	1,687,650
Sub-Series A, AMT, 5.00%, 05/15/47	2,440	2,775,598
City of Los Angeles California Department of Airports, Refunding ARB, Los Angeles International Airport, Series A:		
Senior, 5.00%, 05/15/40	3,000	3,216,090
5.25%, 05/15/39	5,845	6,116,910
City of San Jose California, Refunding ARB, Norman Y Mineta San Jose International Airport SJC, AMT:		
Series A, 5.00%, 03/01/41	3,075	3,492,554
Series A, 5.00%, 03/01/47	11,770	13,308,928
Series A-1, 5.25%, 03/01/23	3,785	4,161,380
Series A-1, 6.25%, 03/01/34	1,400	1,582,700
County of Sacramento California, Refunding ARB, Senior Series A, 5.00%, 07/01/41	2,500	2,859,300
County of Sacramento California, ARB:		
Senior Series A (AGC), 5.50%, 07/01/18 ^(a)	8,200	8,343,336
Senior Series B, 5.75%, 07/01/39	2,650	2,697,700
Senior Series B, AMT (AGM), 5.75%, 07/01/28	13,275	13,513,950
5.25%, 07/01/33	18,000	18,277,920
5.25%, 07/01/39	4,995	5,067,727
County of Sacramento California Airport System Revenue, Refunding ARB, Airport System Subordinate Revenue, Sub-Series B, 5.00%, 07/01/41	1,250	1,419,725
County of San Bernardino California Transportation Authority, RB, Series A, 5.25%, 03/01/40	4,545	5,265,337
	7,015	7,991,348

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County of San Diego Regional Airport Authority, ARB, Subordinate, Series B, AMT, 5.00%, 07/01/42		
County of San Diego Regional Airport Authority, RB, Subordinate, Series B, AMT, 5.00%, 07/01/47	3,750	4,252,425
Port of Los Angeles California Harbor Department, RB, Series B, 5.25%, 08/01/19 ^(a)	5,530	5,843,496
Port of Los Angeles California Harbor Department, Refunding RB, Series A, AMT, 5.00%, 08/01/44	500	557,075
San Francisco Municipal Transportation Agency, RB, 4.00%, 03/01/46	5,000	5,248,550
		161,135,053
Utilities 18.8%		
Anaheim Public Financing Authority, RB, Electric System Distribution Facilities, Series A, 5.38%, 04/01/21 ^(a)	2,200	2,458,786
City of Los Angeles California Department of Water & Power, RB, Water System, Series A, 5.38%, 07/01/38	9,375	9,706,875
City of Los Angeles California Department of Water & Power, Refunding RB, Water System, Series A: 5.25%, 07/01/39	16,000	17,675,200
5.00%, 07/01/46	5,845	6,702,812
City of Los Angeles California Wastewater System Revenue, Refunding RB, Sub-Series A: 5.00%, 06/01/2 ^(a)	1,325	1,428,257
5.00%, 06/01/28	675	726,151
City of San Francisco California Public Utilities Commission Water Revenue, RB: Series A, 5.00%, 11/01/39	5,245	5,916,203
Series B, 5.00%, 11/01/19 ^(a)	10,000	10,620,800

SCHEDULES OF INVESTMENTS

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Schedule of Investments (unaudited) (continued)

BlackRock MuniHoldings California Quality Fund, Inc.
(MUC)

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Par (000)</i>	<i>Value</i>
Utilities (continued)		
County of Kern California Water Agency Improvement District No. 4, Refunding RB, Series A (AGM):		
4.00%, 05/01/35	\$ 1,460	\$ 1,534,285
4.00%, 05/01/36	1,430	1,495,394
County of Los Angeles Sanitation Districts Financing Authority, RB, Series A, 4.00%, 10/01/42	4,935	5,170,548
County of Sacramento California Sanitation Districts Financing Authority, RB, (NPFGC), 5.00%, 12/01/36	1,010	1,012,889
Dublin-San Ramon Services District Water Revenue, Refunding RB, 6.00%, 02/01/21 ^(a)	4,000	4,514,320
Eastern Municipal Water District, COP, Series H, 5.00%, 07/01/18 ^(a)	2,505	2,544,153
El Dorado Irrigation District/El Dorado County Water Agency, Refunding RB, Series A (AGM), 5.25%, 03/01/39	10,000	11,475,300
Los Angeles Department of Water & Power System Revenue, RB, Power System, Series C, 5.00%, 07/01/47	2,090	2,423,125
San Diego Public Facilities Financing Authority Sewer, Refunding RB, Senior Series A ^(a) : 5.25%, 05/15/19	10,000	10,499,300
5.25%, 05/15/19	1,060	1,112,926
San Diego Public Facilities Financing Authority Water, Refunding RB, Series B, 5.50%, 08/01/19 ^(a)	8,000	8,483,040
San Juan Water District, Refunding RB, San Juan & Citrus Heights, 5.25%, 02/01/33	7,325	8,220,188
Santa Clara Valley Water District, Refunding RB, Series A, 5.00%, 06/01/46	3,000	3,420,330
		117,140,882
Total Municipal Bonds 105.7%		
(Cost \$629,135,019)		659,476,645

Municipal Bonds Transferred to Tender Option Bond Trusts^(d)**California 61.9%****County/City/Special District/School District 28.0%**

County of Riverside California Public Financing Authority, RB, Capital Facilities Project, 5.25%, 11/01/45	10,000	11,611,470
County of San Luis California Obispo Community College District, GO, Refunding Election of 2014, Series A, 4.00%, 08/01/40	6,585	6,895,914
County of San Mateo California Community College District, GO, Election of 2014, Series A, 5.00%, 09/01/45	17,615	20,375,360
Foothill-De Anza Community College District, GO, Series C, 5.00%, 08/01/21 ^(a)	40,000	44,616,700
Los Angeles Community College District California, GO ^(a) :		

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Election of 2001, Series E-1, 5.00%, 08/01/18	11,770	11,970,914
Election of 2003, Series F-1, 5.00%, 08/01/18	10,000	10,169,100
Refunding Election of 2008, Series A, 6.00%, 08/01/19	9,596	10,246,570
Palomar Community College District, GO, Election of 2006, Series C, 5.00%, 08/01/44	15,140	17,211,909
Sacramento Area Flood Control Agency, Refunding, Consolidated Capital Assessment District No. 2, Series A, 5.00%, 10/01/43	9,990	11,517,005
Southwestern Community College District, GO, Election of 2008, Series D, 5.00%, 08/01/44	10,820	12,211,668
West Valley-Mission Community College District, GO, Election of 2012, Series B, 4.00%, 08/01/40	17,000	17,954,975
		174,781,585
Education 5.8%		
California State University, Refunding RB, Series A, 5.00%, 11/01/43	6,001	6,893,427
	<i>Par</i>	
<i>Security</i>	<i>(000)</i>	<i>Value</i>
Education (continued)		
University of California, RB:		
Series AM, 5.25%, 05/15/44	\$ 10,210	\$ 11,850,645
Series O, 5.75%, 05/15/19 ^(a)	11,192	11,810,735
University of California, Refunding RB, Series AF, 5.00%, 05/15/39	5,000	5,648,000
		36,202,807
Health 14.4%		
California Health Facilities Financing Authority, Refunding RB, Kaiser Permanent, Sub-Series A-2, 4.00%, 11/01/44	17,720	18,466,810
California Health Facilities Financing Authority, RB:		
Lucile Salter Packard Children s Hospital at Stanford, 5.00%, 11/15/56	6,000	6,841,440
Sutter Health, Series A, 5.00%, 08/15/52	14,520	16,168,673
California Health Facilities Financing Authority, Refunding RB:		
Lucile Salter Packard Children s Hospital, Series B, 5.00%, 08/15/55	4,500	5,086,451
Sutter Health, Series A, 5.00%, 08/15/43	19,425	22,061,644
California Statewide Communities Development Authority, RB, Kaiser Permanente, Series A, 5.00%, 04/01/42	19,070	21,027,536
		89,652,554
Transportation 5.7%		
Bay Area Toll Authority, Refunding RB, San Francisco Bay Area Toll Bridge, 4.00%, 04/01/49 ^(e)	10,005	10,439,517
City of Los Angeles California Department of Airports, ARB, Series D, AMT, 5.00%, 05/15/41	13,332	14,902,673
City of Los Angeles California Department of Airports, RB, AMT:		
Los Angeles International Airport, Series B, 5.00%, 05/15/41	3,641	4,113,872
Senior Revenue, Series A, 5.00%, 05/15/40	5,500	6,157,250
		35,613,312
Utilities 8.0%		
City of Los Angeles California Wastewater System Revenue, RB, Green Bonds, Series A, 5.00%, 06/01/44	13,790	15,586,561
County of San Diego California Water Authority Financing Corp., COP, Refunding Series A (AGM) ^(a) :		

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5.00%, 05/01/18	2,777	2,802,910
5.00%, 05/01/18	13,963	14,092,270
East Bay California Municipal Utility District Water System Revenue, RB, Series C, 5.00%, 06/01/44	11,000	12,517,505
Rancho Water District Financing Authority, Refunding RB, Series A (AGM) ^(a) :		
5.00%, 08/01/18	2,013	2,050,249
5.00%, 08/01/18	2,995	3,050,507
		50,100,002
Total Municipal Bonds Transferred to Tender Option Bond Trusts 61.9%		
(Cost \$374,297,280)		386,350,260
Total Long-Term Investments 167.6%		
(Cost \$1,003,432,299)		1,045,826,905

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Schedule of Investments (unaudited) (continued)

BlackRock MuniHoldings California Quality Fund, Inc.
(MUC)

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Shares (000)</i>	<i>Value</i>
Short-Term Securities 0.8%		
BlackRock Liquidity Funds, MuniCash, Institutional Class, 0.95% ^{(f)(g)}	5,036,761	\$ 5,037,265
Total Short-Term Securities 0.8%		
(Cost \$5,036,873)		5,037,265
Total Investments 168.4%		
(Cost \$1,008,469,172)		1,050,864,170
Other Assets Less Liabilities 2.0%		12,497,263
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (29.7)%		(185,322,192)
VMTP Shares at Liquidation Value (40.7)%		(254,000,000)
Net Assets Applicable to Common Shares 100.0%		\$ 624,039,241

(a) U.S. Government securities, held in escrow, are used to pay interest on this security, as well as to retire the bond in full at the date indicated, typically at a premium to par.

(b) Zero-coupon bond.

(c) Variable rate security. Rate as of period end and maturity is the date the principal owed can be recovered through demand.

(d) Represent bonds transferred to a TOB Trust in exchange of cash and residual certificates received by the Fund. These bonds serve as collateral in a secured borrowing. See Note 4 of the Notes to Financial Statements for details.

(e) All or a portion of security is subject to a recourse agreement. The aggregate maximum potential amount the Fund could ultimately be required to pay under the agreement, which expires on April 1, 2025, is \$7,535,658. See Note 4 of the Notes to Financial Statements for details.

(f) Annualized 7-day yield as of period end.

(g) During the period ended January 31, 2018, investments in issuers considered to be an affiliate of the Fund for purposes of Section 2^(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

<i>Affiliated</i>	<i>Shares Held at 07/31/17</i>	<i>Net Activity</i>	<i>Shares Held at 01/31/18</i>	<i>Value at 01/31/18</i>	<i>Income</i>	<i>Net Realized Gain (Loss)^(a)</i>	<i>Change in Unrealized</i>
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*Appreciation
(Depreciation)*

BlackRock Liquidity Funds, MuniCash, Institutional Class	593,400	4,443,361	5,036,761	\$ 5,037,265	\$ 10,629	\$ (632)	\$ 392
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(a) Includes net capital gain distributions, if applicable.

For Fund compliance purposes, the Fund's sector classifications refer to one or more of the sector sub-classifications used by one or more widely recognized market indexes or rating group indexes, and/or as defined by the investment adviser. These definitions may not apply for purposes of this report, which may combine such sector sub-classifications for reporting ease.

Derivative Financial Instruments Outstanding as of Period End

Futures Contracts

<i>Description</i>	<i>Number of Contracts</i>	<i>Expiration Date</i>	<i>Notional Amount (000)</i>	<i>Value/ Unrealized Appreciation (Depreciation)</i>
Short Contracts:				
10-Year U.S. Treasury Note	163	03/20/18	\$ 19,817	\$ 474,304
Long U.S. Treasury Bond	238	03/20/18	35,179	1,222,594
5-Year U.S. Treasury Note	155	03/29/18	17,780	271,143
				\$ 1,968,041

Derivative Financial Instruments Categorized by Risk Exposure

As of period end, the fair values of derivative financial instruments located in the Statements of Assets and Liabilities were as follows:

	<i>Commodity Contracts</i>	<i>Credit Contracts</i>	<i>Equity Contracts</i>	<i>Foreign Currency Exchange Contracts</i>	<i>Interest Rate Contracts</i>	<i>Other Contracts</i>	<i>Total</i>
Assets							
Derivative Financial Instruments							
Futures contracts							
Net unrealized appreciation ^(a)	\$	\$	\$	\$	\$ 1,968,041	\$	\$ 1,968,041

(a) Includes cumulative appreciation (depreciation) on futures contracts, if any, as reported in the Schedule of Investments. Only current day's variation margin is reported within the Statements of Assets and Liabilities.

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Schedule of Investments (unaudited) (continued)

BlackRock MuniHoldings California Quality Fund, Inc.
(MUC)

January 31, 2018

For the six months ended January 31, 2018, the effect of derivative financial instruments in the Statements of Operations was as follows:

	<i>Commodity Contracts</i>	<i>Credit Contracts</i>	<i>Equity Contracts</i>	<i>Foreign Currency Exchange Contracts</i>	<i>Interest Rate Contracts</i>	<i>Other Contracts</i>	<i>Total</i>
Net Realized Gain (Loss) from:							
Futures contracts	\$	\$	\$	\$	\$ 334,205	\$	\$ 334,205
Net Change in Unrealized Appreciation (Depreciation) on:							
Futures contracts	\$	\$	\$	\$	\$ 2,025,317	\$	\$ 2,025,317

Average Quarterly Balances of Outstanding Derivative Financial Instruments

Futures contracts:

Average notional value of contracts short \$ 60,377,809

For more information about the Fund's investment risks regarding derivative financial instruments, refer to the Notes to Financial Statements.

Fair Value Hierarchy as of Period End

Various inputs are used in determining the fair value of investments and derivative financial instruments. For information about the Fund's policy regarding valuation of investments and derivative financial instruments, refer to the Notes to Financial Statements.

The following tables summarize the Fund's investments and derivative financial instruments categorized in the disclosure hierarchy:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Assets:				
Investments:				
Long-Term Investments ^(a)	\$	\$ 1,045,826,905	\$	\$ 1,045,826,905
Short-Term Securities	5,037,265			5,037,265

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	\$ 5,037,265	\$ 1,045,826,905	\$	\$ 1,050,864,170
Derivative Financial Instruments ^(b)				
Assets:				
Interest rate contracts	\$ 1,968,041	\$	\$	\$ 1,968,041

(a) See above Schedule of Investments for values in each sector.

(b) Derivative financial instruments are futures contracts which are valued at the unrealized appreciation (depreciation) on the instrument.

The Fund may hold assets and/or liabilities in which the fair value approximates the carrying amount for financial statement purposes. As of period end, such assets and/or liabilities are categorized within the disclosure hierarchy as follows:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Liabilities:				
TOB Trust Certificates	\$	\$ (184,575,266)	\$	\$ (184,575,266)
VMTP Shares at Liquidation Value		(254,000,000)		(254,000,000)
	\$	\$ (438,575,266)	\$	\$ (438,575,266)

During the six months ended January 31, 2018, there were no transfers between levels.

See notes to financial statements.

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Schedule of Investments (unaudited)

BlackRock MuniHoldings New Jersey Quality Fund, Inc. (MUJ)

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Par (000)</i>	<i>Value</i>
Municipal Bonds		
New Jersey 136.5%		
Corporate 3.8%		
New Jersey EDA, RB, Provident Group-Kean Properties, Series A, 5.00%, 07/01/47	\$ 795	\$ 852,240
New Jersey EDA, Refunding RB:		
Duke Farms Foundation Project, 4.00%, 07/01/46	2,770	2,931,796
New Jersey American Water Co., Inc. Project, Series A, AMT, 5.70%, 10/01/39	7,500	7,921,275
New Jersey American Water Co., Inc. Project, Series B, AMT, 5.60%, 11/01/34	3,150	3,356,987
Provident Group-Montclair Properties L.L.C. (AGM), 5.00%, 06/01/42	2,290	2,565,189
		17,627,487
County/City/Special District/School District 16.5%		
Borough of Edgewater New Jersey Board of Education, GO, Refunding, (AGM) ^(a) :		
4.25%, 03/01/20	1,535	1,616,923
4.25%, 03/01/20	1,600	1,685,392
4.30%, 03/01/20	1,670	1,760,831
Casino Reinvestment Development Authority, Refunding RB:		
5.25%, 11/01/39	11,130	11,848,553
5.25%, 11/01/44	3,755	3,979,812
City of Bayonne New Jersey, GO, Refunding, Qualified General Improvement (BAM), 5.00%, 07/01/39	3,340	3,712,610
City of Perth Amboy New Jersey, GO, CAB, Refunding (AGM):		
5.00%, 07/01/32	2,210	2,214,155
5.00%, 07/01/33	670	671,246
5.00%, 07/01/35	595	596,119
5.00%, 07/01/37	705	706,269
County of Essex New Jersey, GO, Vocational School, Series B, 3.00%, 09/01/46	2,700	2,430,162
County of Essex New Jersey Improvement Authority, Refunding RB, Project Consolidation (NPFGC):		
5.50%, 10/01/27	250	310,868
5.50%, 10/01/28	4,840	6,062,778
County of Hudson New Jersey Improvement Authority, RB:		
CAB, Series A-1 (NPFGC), 0.00%, 12/15/32 ^(b)	1,000	584,860
Harrison Parking Facility Project, Series C (AGC), 5.25%, 01/01/39	3,000	3,096,120
Harrison Parking Facility Project, Series C (AGC), 5.38%, 01/01/44	5,000	5,164,450
County of Middlesex New Jersey Improvement Authority, RB, Senior Citizens Housing Project, AMT (AMBAC), 5.50%, 09/01/30	500	501,680
County of Monmouth New Jersey Improvement Authority, Refunding RB, Governmental Loan (AMBAC):		
5.00%, 12/01/18	5	5,016

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5.38%, 12/01/18	5	5,017
5.00%, 12/01/19	5	5,014
County of Union New Jersey, GO, Refunding ^(a) :		
4.00%, 03/01/21	75	80,039
4.00%, 03/01/21	70	74,703
4.00%, 03/01/21	80	85,374
4.00%, 03/01/21	3,575	3,826,287
4.00%, 03/01/21	3,580	3,831,638
4.00%, 03/01/21	4,045	4,329,323
County of Union New Jersey Utilities Authority, Refunding RB, Resources Recovery Facility, Covanta Union, Inc., AMT, Series A, 5.25%, 12/01/31		
	650	722,930
New Jersey EDA, RB, Motor Vehicle Surcharge, Series A ^(c) :		
5.25%, 07/01/26	1,415	1,733,856
(NPFGC), 5.25%, 07/01/25	535	646,868
	<i>Par</i>	
<i>Security</i>	<i>(000)</i>	<i>Value</i>
County/City/Special District/School District (continued)		
New Jersey Sports & Exposition Authority, Refunding RB, (NPFGC) ^(c) :		
5.50%, 03/01/21	\$ 7,430	\$ 8,261,937
5.50%, 03/01/22	4,200	4,797,996
Township of Irvington New Jersey, GO, Refunding Series A (AGM), 5.00%, 07/15/33	1,175	1,317,774
		76,666,600
Education 27.5%		
County of Gloucester New Jersey Improvement Authority, RB, Rowan University General Capital Improvement Projects:		
5.00%, 07/01/44	1,985	2,191,539
Series A, 5.00%, 07/01/31	1,950	2,197,806
Series A, 5.00%, 07/01/32	1,775	1,995,562
Series A, 5.00%, 07/01/33	2,250	2,523,240
Series A, 5.00%, 07/01/34	1,200	1,342,368
New Jersey EDA, LRB, Rutgers The State University of New Jersey, College Avenue Redevelopment Project, 5.00%, 06/15/33		
	3,065	3,450,975
New Jersey EDA, RB, Provident Group Rowan Properties LLC, Series A:		
5.00%, 01/01/35	2,000	2,137,140
5.00%, 01/01/48	2,000	2,122,180
New Jersey Educational Facilities Authority, RB:		
Higher Educational Capital Improvement Fund, Series A, 5.00%, 09/01/33		
	5,370	5,703,370
Rider University Issue, Series F, 4.00%, 07/01/42		
	2,365	2,339,458
Rider University Issue, Series F, 5.00%, 07/01/47		
	2,185	2,378,176
New Jersey Educational Facilities Authority, Refunding RB:		
College of New Jersey, Series D (AGM), 5.00%, 07/01/18 ^(a)		
	10,000	10,148,700
College of New Jersey, Series F, 4.00%, 07/01/35		
	1,280	1,329,101
Montclair State University, Series A, 5.00%, 07/01/39		
	15,555	17,405,578
Montclair State University, Series A, 5.00%, 07/01/44		
	3,540	3,950,215
Montclair State University, Series B, 5.00%, 07/01/34		
	1,075	1,224,371
New Jersey Institute of Technology, Series H, 5.00%, 07/01/31		
	4,000	4,262,800
Princeton University, Series C, 5.00%, 07/01/29		
	3,730	4,532,248
Rowan University, Series B (AGC), 5.00%, 07/01/18 ^(a)		
	2,575	2,613,831
Seton Hall University, Series D, 5.00%, 07/01/38		
	500	555,420
Seton Hall University, Series D, 5.00%, 07/01/43		
	600	663,330

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Stevens Institute of Technology, Series A, 5.00%, 07/01/42	1,150	1,294,176
Stevens Institute of Technology, Series A, 4.00%, 07/01/47	1,145	1,177,575
Stockton University, Series A, 5.00%, 07/01/41	2,370	2,594,534
William Paterson University (AGC), 4.75%, 07/01/18(a)	4,735	4,802,521
William Paterson University (AGC), 5.00%, 07/01/18(a)	230	233,517
William Paterson University (AGC), 5.00%, 07/01/28	20	20,251
William Paterson University (AGC), 4.75%, 07/01/34	380	383,819
New Jersey Higher Education Student Assistance Authority, RB, Senior Student Loan, Series 1A, AMT:		
4.00%, 12/01/28	1,130	1,161,448
4.50%, 12/01/28	2,300	2,401,315
4.00%, 12/01/29	750	765,165
4.00%, 12/01/29	5,475	5,606,400
4.50%, 12/01/29	2,880	3,001,651
4.63%, 12/01/30	2,815	2,946,855
4.00%, 12/01/31	1,220	1,240,325
4.25%, 12/01/32	1,965	2,018,016
4.13%, 12/01/35	750	757,335
4.50%, 12/01/36	1,730	1,779,046

SCHEDULES OF INVESTMENTS

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Schedule of Investments (unaudited) (continued)

BlackRock MuniHoldings New Jersey Quality Fund, Inc.
(MUJ)

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Par (000)</i>	<i>Value</i>
Education (continued)		
New Jersey Higher Education Student Assistance Authority, Refunding RB, Series 1, AMT:		
5.38%, 12/01/24	\$ 905	\$ 981,509
5.50%, 12/01/26	1,085	1,162,512
New Jersey Institute of Technology, RB, Series A:		
5.00%, 07/01/22 ^(a)	2,120	2,410,440
5.00%, 07/01/42	4,825	5,292,156
5.00%, 07/01/45	7,500	8,453,100
Rutgers The State University of New Jersey, Refunding RB, Series L, 5.00%, 05/01/30	1,565	1,769,373
		127,320,447
Health 17.8%		
County of Camden New Jersey Improvement Authority, Refunding RB, Cooper Healthcare System, Series A, 5.00%, 02/15/33	2,000	2,160,800
New Jersey Health Care Facilities Financing Authority, RB:		
Inspira Health Obligated Group, 5.00%, 07/01/42	2,270	2,554,794
Meridian Health System Obligated Group, Series I (AGC), 5.00%, 07/01/18 ^(a)	1,390	1,411,253
Meridian Health System Obligated Group, Series II (AGC), 5.00%, 07/01/18 ^(a)	6,865	6,969,966
Meridian Health System Obligated Group, Series V (AGC), 5.00%, 07/01/18 ^(a)	4,625	4,695,716
Robert Wood Johnson University Hospital, Series A, 5.50%, 07/01/43	7,105	8,076,040
Virtua Health, Series A (AGC), 5.50%, 07/01/38	4,035	4,236,064
New Jersey Health Care Facilities Financing Authority, Refunding RB:		
AHS Hospital Corp., 5.50%, 07/01/21 ^(a)	4,055	4,568,241
AHS Hospital Corp., 6.00%, 07/01/21 ^(a)	4,180	4,778,116
Catholic Health East Issue, 5.00%, 11/15/33	1,925	2,071,069
Hackensack University Medical Center (AGM), 4.63%, 01/01/20 ^(a)	7,795	8,236,119
Meridian Health System Obligated Group, 5.00%, 07/01/25	1,000	1,116,640
Meridian Health System Obligated Group, 5.00%, 07/01/26	3,720	4,129,833
Princeton Healthcare System, 5.00%, 07/01/34	1,330	1,493,856
Princeton Healthcare System, 5.00%, 07/01/39	1,825	2,014,581
RWJ Barnabas Health Obligated Group, Series A, 4.00%, 07/01/43	1,865	1,921,510
RWJ Barnabas Health Obligated Group, Series A, 5.00%, 07/01/43	3,080	3,433,646
St. Barnabas Health Care System, Series A, 5.00%, 07/01/21 ^(a)	3,640	4,027,769
St. Barnabas Health Care System, Series A, 5.63%, 07/01/21 ^(a)	4,860	5,477,949
St. Barnabas Health Care System, Series A, 5.63%, 07/01/21 ^(a)	4,450	5,015,818
Virtua Health, 5.00%, 07/01/28	3,000	3,343,440
Virtua Health, 5.00%, 07/01/29	715	792,949
		82,526,169

Housing 6.4%

County of Atlantic New Jersey Improvement Authority, RB, Stockton University Atlantic City, Series A (AGM), 4.00%, 07/01/46	1,300	1,340,287
New Jersey Housing & Mortgage Finance Agency, RB: Capital Fund Program, Series A (AGM), 5.00%, 05/01/27	4,940	4,951,609
M/F Housing, Series A, 4.55%, 11/01/43	4,710	4,855,303
S/F Housing, Series B, 4.50%, 10/01/30	9,060	9,483,011

Security

Par
(000) *Value*

Housing (continued)

New Jersey Housing & Mortgage Finance Agency, Refunding RB, AMT: M/F Housing, Series 2, 4.60%, 11/01/38	\$ 3,120	\$ 3,245,206
M/F Housing, Series 2, 4.75%, 11/01/46	3,795	3,955,073
S/F Housing, Series T, 4.70%, 10/01/37	570	570,485
Series D, 4.25%, 11/01/37	490	494,733
Series D, 4.35%, 11/01/42	1,000	1,011,700
		29,907,407

State 24.8%

Garden State Preservation Trust, RB, CAB, Series B (AGM) ^(b) : 0.00%, 11/01/23	15,725	13,486,389
0.00%, 11/01/25	10,000	7,970,200
Garden State Preservation Trust, Refunding RB, Series C (AGM): 5.25%, 11/01/20	5,000	5,439,100
5.25%, 11/01/21	7,705	8,574,972
New Jersey EDA, RB: CAB, Motor Vehicle Surcharge, Series A (NPFGC), 0.00%, 07/01/21 ^(b)	2,325	2,130,886
Motor Vehicle Surcharge, Series A (NPFGC), 5.25%, 07/01/25	4,465	5,083,715
Motor Vehicle Surcharge, Series A (NPFGC), 5.25%, 07/01/24	1,785	2,017,710
Motor Vehicle Surcharge, Series A (NPFGC), 5.25%, 07/01/26	6,085	6,974,444
School Facilities Construction (AGC), 6.00%, 12/15/18 ^(a)	3,960	4,118,202
School Facilities Construction (AGC), 6.00%, 12/15/18 ^(a)	40	41,598
School Facilities Construction, Series KK, 5.00%, 03/01/38	325	340,132
School Facilities Construction, Series Y, 5.00%, 09/01/18 ^(a)	1,000	1,020,850
Series WW, 5.25%, 06/15/33	380	413,326
Series WW, 5.00%, 06/15/34	5,500	5,880,380
Series WW, 5.00%, 06/15/36	3,115	3,309,937
Series WW, 5.25%, 06/15/40	8,375	8,987,296
New Jersey EDA, Refunding RB: Cigarette Tax, 5.00%, 06/15/24	5,000	5,492,450
Cigarette Tax, 5.00%, 06/15/26	1,250	1,355,887
Cigarette Tax, 5.00%, 06/15/28	2,430	2,605,932
Cigarette Tax, 5.00%, 06/15/29	3,195	3,419,577
School Facilities Construction, Series N-1 (NPFGC), 5.50%, 09/01/27	1,000	1,175,820
School Facilities Construction, Series NN, 5.00%, 03/01/29	5,000	5,317,450
Sub Series A, 5.00%, 07/01/33	3,875	4,182,675
Sub Series A, 4.00%, 07/01/34	8,800	8,768,232
Sub-Series A, 4.00%, 07/01/32	5,000	5,031,100
State of New Jersey, COP, Equipment Lease Purchase, Series A, 5.25%, 06/15/19 ^(a)	1,580	1,659,095

114,797,355

Transportation 34.4%

Delaware River Port Authority, RB:

5.00%, 01/01/29	2,000	2,274,420
5.00%, 01/01/37	8,830	9,912,470
Series D, 5.05%, 01/01/35	1,430	1,510,924
Series D (AGM), 5.00%, 01/01/40	5,200	5,500,456
New Brunswick Parking Authority, Refunding RB, City Guaranteed, Series B (AGM):		
3.00%, 09/01/39	2,500	2,262,875
4.00%, 09/01/40	2,000	2,073,520

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Schedule of Investments (unaudited) (continued)

**BlackRock MuniHoldings New Jersey Quality Fund, Inc.
(MUJ)**

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Par (000)</i>	<i>Value</i>
Transportation (continued)		
New Jersey EDA, RB, Goethals Bridge Replacement Project, AMT, Private Activity Bond:		
5.38%, 01/01/43	\$ 7,730	\$ 8,572,029
5.13%, 01/01/34	2,290	2,528,343
New Jersey State Turnpike Authority, RB:		
Series A, 5.00%, 01/01/35	1,440	1,656,475
Series E, 5.00%, 01/01/45	8,000	8,939,200
New Jersey State Turnpike Authority, Refunding RB:		
Series A (AGM), 5.25%, 01/01/29	4,000	4,920,240
Series A (AGM), 5.25%, 01/01/30	4,000	4,963,920
Series A (BHAC), 5.25%, 01/01/29	500	615,030
Series E, 5.00%, 01/01/32	1,850	2,165,221
Series G, 4.00%, 01/01/43	3,320	3,429,826
New Jersey Transportation Trust Fund Authority, RB:		
CAB, Transportation System, Series A, 0.00%, 12/15/35 ^(b)	6,000	2,704,200
CAB, Transportation System, Series C (AMBAC), 0.00%, 12/15/36 ^(b)	7,210	3,159,855
CAB, Transportation System, Series C (AGM), 0.00%, 12/15/32 ^(b)	8,800	4,812,720
CAB, Transportation System, Series C (AMBAC), 0.00%, 12/15/35 ^(b)	4,160	1,911,312
Federal Highway Reimbursement Revenue Notes, Series A, 5.00%, 06/15/29	1,300	1,312,935
Federal Highway Reimbursement Revenue Notes, Series A, 5.00%, 06/15/30	2,250	2,475,787
Federal Highway Reimbursement Revenue Notes, Series A, 5.00%, 06/15/31	1,000	1,009,910
Federal Highway Reimbursement Revenue Notes, Series A-2, 5.00%, 06/15/30	10,520	10,624,253
Transportation Program, Series AA, 5.00%, 06/15/33	3,000	3,175,740
Transportation Program, Series AA, 5.25%, 06/15/33	5,690	6,084,203
Transportation Program, Series AA, 5.25%, 06/15/34	1,305	1,420,323
Transportation Program, Series AA, 5.00%, 06/15/38	2,340	2,477,054
Transportation System, Series A, 6.00%, 06/15/35	6,365	7,017,476
Transportation System, Series A (AGC), 5.63%, 12/15/28	2,780	2,871,990
Transportation System, Series A (NPFGC), 5.75%, 06/15/24	1,205	1,404,138
Transportation System, Series B, 5.25%, 06/15/36	2,500	2,640,250
Transportation System, Series D, 5.00%, 06/15/32	3,300	3,520,869
New Jersey Turnpike Authority, Refunding RB, Series B, 5.00%, 01/01/40	11,000	12,599,950
Port Authority of New York & New Jersey, ARB:		
Consolidated, 93rd Series, 6.13%, 06/01/94	1,000	1,216,210
Special Project, JFK International Air Terminal LLC Project, Series 6, AMT (NPFGC), 5.75%, 12/01/25	3,000	3,160,980
Special Project, JFK International Air Terminal LLC Project, Series 8, 6.00%, 12/01/42	4,000	4,418,240
Port Authority of New York & New Jersey, Refunding ARB, AMT:		

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178th Series, 5.00%, 12/01/33	4,005	4,489,525
Consolidated, 152nd Series, 5.75%, 11/01/30	6,000	6,062,760
Consolidated, 206th Series, 5.00%, 11/15/42	3,110	3,535,013
Consolidated, 206th Series, 5.00%, 11/15/47	3,475	3,946,766
		159,377,408
Utilities 5.3%		
County of Essex New Jersey Utilities Authority, Refunding RB, (AGC), 4.13%, 04/01/22	2,000	2,050,000
North Hudson New Jersey Sewerage Authority, Refunding RB, Series A (NPFGC), 5.13%, 08/01/20 ^(c)	6,045	6,552,175
	<i>Par</i>	<i>Value</i>
<i>Security</i>	<i>(000)</i>	
Utilities (continued)		
Rahway Valley Sewerage Authority, RB, CAB, Series A (NPFGC) ^(b) : 0.00%, 09/01/26	\$ 4,100	\$ 3,167,496
0.00%, 09/01/28	6,600	4,721,904
0.00%, 09/01/29	9,650	6,620,672
0.00%, 09/01/33	2,350	1,368,640
		24,480,887
Total Municipal Bonds 136.5% (Cost \$599,156,775)		632,703,760
Municipal Bonds Transferred to Tender Option Bond Trusts^(d)		
New Jersey 26.8%		
County/City/Special District/School District 5.9%		
County of Union New Jersey Utilities Authority, Refunding RB, Series A, AMT: County Deficiency Agreement, 5.00%, 06/15/41	7,573	8,289,551
Resource Recovery Facility, Covanta Union, Inc., 5.25%, 12/01/31	17,300	19,218,916
		27,508,467
Education 3.5%		
Rutgers The State University of New Jersey, Refunding RB: Series F, 5.00%, 05/01/19 ^(a)	4,998	5,214,878
Series L, 5.00%, 05/01/43	10,000	11,137,650
		16,352,528
Health 1.3%		
New Jersey Health Care Facilities Financing Authority, RB, Inspira Health Obligated Group, 4.00%, 07/01/47	6,133	6,175,667
State 4.8%		
Garden State Preservation Trust, RB, Election of 2005, Series A (AGM), 5.75%, 11/01/28	12,460	14,830,640
New Jersey EDA, Refunding RB, School Facilities Construction, Series NN, 5.00%, 03/01/29 ^(e)	6,698	7,123,448
		21,954,088
Transportation 11.3%		
	3,120	3,568,094

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County of Hudson New Jersey Improvement Authority, RB, Hudson County Vocational-Technical Schools Project, 5.25%, 05/01/51		
New Jersey State Turnpike Authority, RB, Series A, 5.00%, 07/01/22 ^{(a)(e)}	9,300	10,509,721
New Jersey Transportation Trust Fund Authority, RB, Transportation System, Series B, 5.25%, 06/15/36 ^(e)	2,661	2,809,880
Port Authority of New York & New Jersey, Refunding ARB, Consolidated, AMT:		
152nd Series, 5.25%, 11/01/35	7,827	7,890,669
163rd Series, 5.00%, 07/15/39	15,545	16,715,208
169th Series, 5.00%, 10/15/41	10,000	10,874,850
		52,368,422
Total Municipal Bonds Transferred to Tender Option Bond Trusts 26.8% (Cost \$116,532,179)		124,359,172
Total Long-Term Investments 163.3% (Cost \$715,688,954)		757,062,932

SCHEDULES OF INVESTMENTS

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Schedule of Investments (unaudited) (continued) **BlackRock MuniHoldings New Jersey Quality Fund, Inc. (MUJ)**

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Shares (000)</i>	<i>Value</i>
Short-Term Securities 1.3%		
BlackRock Liquidity Funds, MuniCash, Institutional Class, 0.95% ^{(f)(g)}	5,841,575	\$ 5,842,159
Total Short-Term Securities 1.3%		
(Cost \$5,841,800)		5,842,159
Total Investments 164.6%		
(Cost \$721,530,754)		762,905,091
Other Assets Less Liabilities 1.2%		5,257,393
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (14.7)%		(68,130,185)
VRDP Shares at Liquidation Value, Net of Deferred Offering Costs (51.1)%		(236,618,420)
Net Assets Applicable to Common Shares 100.0%		\$ 463,413,879

(a) U.S. Government securities, held in escrow, are used to pay interest on this security, as well as to retire the bond in full at the date indicated, typically at a premium to par.

(b) Zero-coupon bond.

(c) Security is collateralized by municipal bonds or U.S. Treasury obligations.

(d) Represent bonds transferred to a TOB Trust in exchange of cash and residual certificates received by the Fund. These bonds serve as collateral in a secured borrowing. See Note 4 of the Notes to Financial Statements for details.

(e) All or a portion of security is subject to a recourse agreement. The aggregate maximum potential amount the Fund could ultimately be required to pay under the agreements, which expire between June 15, 2019 to September 1, 2020, is \$13,907,845. See Note 4 of the Notes to Financial Statements for details.

(f) Annualized 7-day yield as of period end.

(g) During the period ended January 31, 2018, investments in issuers considered to be an affiliate of the Fund for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

<i>Affiliated</i>	<i>Shares Held at 07/31/17</i>	<i>Net Activity</i>	<i>Shares Held at 01/31/18</i>	<i>Value at 01/31/18</i>	<i>Income</i>	<i>Change in NetUnrealized Appreciation (Loss) (Depreciation)</i>
BlackRock Liquidity Funds, MuniCash, Institutional Class	20,456,541	(14,614,966)	5,841,575	\$ 5,842,159	\$ 19,751	\$ 592 \$ (937)

(a) Includes net capital gain distributions, if applicable.

For Fund compliance purposes, the Fund's sector classifications refer to one or more of the sector sub-classifications used by one or more widely recognized market indexes or rating group indexes, and/or as defined by the investment adviser. These definitions may not apply for purposes of this report, which may combine such sector sub-classifications for reporting ease.

Derivative Financial Instruments Outstanding as of Period End

Futures Contracts

<i>Description</i>	<i>Number of Contracts</i>	<i>Expiration Date</i>	<i>Notional Amount (000)</i>	<i>Value/ Unrealized Appreciation (Depreciation)</i>
Short Contracts:				
10-Year U.S. Treasury Note	141	03/20/18	\$ 17,143	\$ 404,668
Long U.S. Treasury Bond	179	03/20/18	26,458	856,252
5-Year U.S. Treasury Note	69	03/29/18	7,915	105,354
				\$ 1,366,274

Derivative Financial Instruments Categorized by Risk Exposure

As of period end, the fair values of derivative financial instruments located in the Statements of Assets and Liabilities were as follows:

Assets	Commodity Contracts	Credit Contracts	Equity Contracts	Foreign Currency Exchange Contracts	Interest Rate Contracts	Other Contracts	Total
Derivative Financial Instruments							
Futures contracts							
Net unrealized appreciation ^(a)	\$	\$	\$	\$	\$ 1,366,274	\$	\$ 1,366,274

(a) Includes cumulative appreciation (depreciation) on futures contracts, if any, as reported in the Schedule of Investments. Only current day's variation margin is reported within the Statements of Assets and Liabilities.

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Schedule of Investments (unaudited) (continued)

**BlackRock MuniHoldings New Jersey Quality Fund, Inc.
(MUJ)**

January 31, 2018

For the six months ended January 31, 2018, the effect of derivative financial instruments in the Statements of Operations was as follows:

	<i>Commodity Contracts</i>	<i>Credit Contracts</i>	<i>Equity Contracts</i>	<i>Foreign Currency Exchange Contracts</i>	<i>Interest Rate Contracts</i>	<i>Other Contracts</i>	<i>Total</i>
Net Realized Gain (Loss) from:							
Futures contracts	\$	\$	\$	\$	\$ 510,205	\$	\$ 510,205
Net Change in Unrealized Appreciation (Depreciation) on:							
Futures contracts	\$	\$	\$	\$	\$ 1,399,184	\$	\$ 1,399,184

Average Quarterly Balances of Outstanding Derivative Financial Instruments

Futures contracts:

Average notional value of contracts short \$47,413,566

For more information about the Fund's investment risks regarding derivative financial instruments, refer to the Notes to Financial Statements.

Fair Value Hierarchy as of Period End

Various inputs are used in determining the fair value of investments and derivative financial instruments. For information about the Fund's policy regarding valuation of investments and derivative financial instruments, refer to the Notes to Financial Statements.

The following tables summarize the Fund's investments and derivative financial instruments categorized in the disclosure hierarchy:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Assets:				
Investments:				
Long-Term Investments ^(a)	\$	\$ 757,062,932	\$	\$ 757,062,932
Short-Term Securities	5,842,159			5,842,159

	\$ 5,842,159	\$ 757,062,932	\$	\$ 762,905,091
Derivative Financial Instruments ^(b)				
Assets:				
Interest rate contracts	\$ 1,366,274	\$	\$	\$ 1,366,274

(a) See above Schedule of Investments for values in each sector.

(b) Derivative financial instruments are futures contracts which are valued at the unrealized appreciation (depreciation) on the instrument.

The Fund may hold assets and/or liabilities in which the fair value approximates the carrying amount for financial statement purposes. As of period end, such assets and/or liabilities are categorized within the disclosure hierarchy as follows:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Liabilities:				
TOB Trust Certificates	\$	\$ (67,964,668)	\$	\$ (67,964,668)
VRDP Shares at Liquidation Value		(237,100,000)		(237,100,000)
	\$	\$ (305,064,668)	\$	\$ (305,064,668)

During the six months ended January 31, 2018, there were no transfers between levels.

See notes to financial statements.

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Schedule of Investments (unaudited)

BlackRock MuniYield Investment Quality Fund (MFT)

January 31, 2018

(Percentages shown are based on Net Assets)

	<i>Par</i>	
	<i>(000)</i>	<i>Value</i>
<i>Security</i>		
Municipal Bonds 126.4%		
Alabama 4.3%		
City of Birmingham Alabama Special Care Facilities Financing Authority, RB, Children's Hospital (AGC) ^(a) :		
6.00%, 06/01/19	\$ 2,985	\$ 3,163,682
6.13%, 06/01/19	1,500	1,592,250
City of Selma Alabama IDB, RB, Gulf Opportunity Zone, International Paper Co. Project, Series A, 5.38%, 12/01/35	350	388,962
		5,144,894
California 19.0%		
California Educational Facilities Authority, RB, University of Southern California, Series A, 5.25%, 10/01/18 ^(a)	1,960	2,011,509
California Health Facilities Financing Authority, RB, Sutter Health, Series B, 6.00%, 08/15/42	1,150	1,263,493
City & County of San Francisco California Airports Commission, Refunding ARB, AMT, Series A:		
2nd, 5.50%, 05/01/28	720	832,090
2nd, 5.25%, 05/01/33	560	633,506
5.00%, 05/01/44	745	827,032
City of San Jose California, Refunding ARB, Norman Y Mineta San Jose International Airport SJC, Series A-1, AMT:		
5.50%, 03/01/30	1,600	1,765,456
6.25%, 03/01/34	1,250	1,413,125
County of Riverside Public Financing Authority, RB, Capital Facilities Project, 5.25%, 11/01/40	2,000	2,331,480
Kern Community College District, GO, Safety, Repair & Improvement, Series C, 5.50%, 11/01/33	970	1,152,263
Redondo Beach Unified School District, GO, Election of 2008, Series E, 5.50%, 08/01/21 ^(a)	1,000	1,133,230
Regents of the University of California Medical Center Pooled Revenue, Refunding RB, Series J:		
5.25%, 05/15/23 ^(a)	1,740	2,041,350
5.25%, 05/15/38	495	565,419
San Diego Public Facilities Financing Authority Water, Refunding RB, Series B (AGC), 5.38%, 08/01/19 ^(a)	1,020	1,078,925
State of California, GO, Various Purposes (AGC), 5.50%, 11/01/39	3,450	3,686,394
State of California Public Works Board, LRB, Various Capital Projects, Series I, 5.50%, 11/01/31	1,000	1,171,320
State of California Public Works Board, RB, Department of Corrections & Rehabilitation, Series F, 5.25%, 09/01/33	490	562,799

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Township of Washington California Health Care District, GO, Election of 2004, Series B, 5.50%, 08/01/40	370	436,186
		22,905,577
Colorado 2.1%		
City & County of Denver Colorado Airport System, ARB, Series A, AMT:		
5.50%, 11/15/28	500	574,800
5.50%, 11/15/30	225	257,103
5.50%, 11/15/31	270	307,751
Colorado Health Facilities Authority, RB, Hospital, NCMC, Inc. Project, Series B (AGM), 6.00%, 05/15/19 ^(a)	1,300	1,373,008
		2,512,662
Florida 13.5%		
City of Jacksonville Florida, Refunding RB, Series A, 5.25%, 10/01/33	270	309,744
County of Broward Florida Airport System Revenue, ARB, Series A, AMT, 5.00%, 10/01/45	575	638,635
County of Hillsborough Florida Aviation Authority, Refunding ARB, Tampa International Airport, Series A, AMT, 5.50%, 10/01/29	1,170	1,338,304
	<i>Par</i>	
<i>Security</i>	<i>(000)</i>	<i>Value</i>
Florida (continued)		
County of Lee Florida, Refunding ARB, Series A, AMT, 5.38%, 10/01/32	\$ 1,000	\$ 1,097,420
County of Lee Florida HFA, RB, S/F Housing, Multi-County Program, Series A-2, AMT (Ginnie Mae, Fannie Mae & Freddie Mac), 6.00%, 09/01/40	65	66,074
County of Manatee Florida HFA, RB, S/F Housing, Series A, AMT (Ginnie Mae, Fannie Mae & Freddie Mac), 5.90%, 09/01/40	55	55,491
County of Miami-Dade Florida, RB, Seaport Department:		
Series A, 6.00%, 10/01/38	1,840	2,151,586
Series A, 5.50%, 10/01/42	2,125	2,399,741
Series B, AMT, 6.00%, 10/01/26	590	689,574
Series B, AMT, 6.00%, 10/01/27	775	904,022
Series B, AMT, 6.25%, 10/01/38	310	366,535
Series B, AMT, 6.00%, 10/01/42	410	478,962
County of Miami-Dade Florida, Refunding RB:		
Seaport Department, Series D, AMT, 6.00%, 10/01/26	735	859,046
Water & Sewer System, Series B, 5.25%, 10/01/29	500	577,035
County of Miami-Dade Florida Aviation, Refunding ARB, Series A, AMT, 5.00%, 10/01/31	2,165	2,378,772
County of Orange Florida Health Facilities Authority, Refunding RB, Presbyterian Retirement Communities Project, 5.00%, 08/01/41	1,000	1,100,270
Reedy Creek Florida Improvement District, GO, Series A, 5.25%, 06/01/32	710	813,341
		16,224,552
Georgia 0.6%		
Burke County Development Authority, Refunding RB, Oglethorpe Power Corporation Vogtle Project, 4.13%, 11/01/45	450	449,608
Dahlonega Downtown Development Authority, Refunding RB, North Georgia MAC, LLC Project:		
3.00%, 07/01/35	120	113,124
3.13%, 07/01/40	145	135,101

		697,833
Hawaii 1.9%		
State of Hawaii, Department of Transportation, COP, AMT:		
5.25%, 08/01/25	250	283,458
5.25%, 08/01/26	810	913,542
State of Hawaii, Department of Transportation, RB, Series A, AMT, 5.00%, 07/01/45	1,000	1,112,360
		2,309,360
Illinois 18.1%		
City of Chicago Illinois Midway International Airport, Refunding GARB, 2nd Lien, Series A, AMT, 5.00%, 01/01/41	1,010	1,108,364
City of Chicago Illinois O Hare International Airport, GARB, 3rd Lien: Series A, 5.75%, 01/01/21 ^(a)	645	720,117
Series A, 5.75%, 01/01/39	125	137,716
Series C, 6.50%, 01/01/21 ^(a)	3,680	4,186,809
City of Chicago Illinois Transit Authority, RB:		
Federal Transit Administration, Section 5309, Series A (AGC), 6.00%, 12/01/18 ^(a)	1,400	1,453,438
Sales Tax Receipts, 5.25%, 12/01/36	1,000	1,089,500
City of Chicago Illinois Transit Authority, Refunding RB, Federal Transit Administration, Section 5309 (AGM), 5.00%, 06/01/28	3,000	3,174,270
City of Chicago Illinois Wastewater Transmission, RB, 2nd Lien, 5.00%, 01/01/42	1,375	1,460,126
County of Cook Illinois Community College District No. 508, GO, City College of Chicago: 5.50%, 12/01/38	1,000	1,066,020
5.25%, 12/01/43	1,190	1,240,825

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Schedule of Investments (unaudited) (continued)

BlackRock MuniYield Investment Quality Fund (MFT)

January 31, 2018

(Percentages shown are based on Net Assets)

	<i>Par</i>	
	<i>(000)</i>	<i>Value</i>
<i>Security</i>		
Illinois (continued)		
Illinois Finance Authority, RB:		
Carle Foundation, Series A, 6.00%, 08/15/41	\$ 1,555	\$ 1,739,874
CHF Chicago, L.L.C. University of Illinois at Chicago Project, 5.00%, 02/15/47	110	119,649
CHF Chicago, L.L.C. University of Illinois at Chicago Project, 5.00%, 02/15/50	55	59,144
Railsplitter Tobacco Settlement Authority, RB ^(a) :		
5.50%, 06/01/21	940	1,054,840
6.00%, 06/01/21	270	307,338
State of Illinois, GO:		
5.25%, 02/01/32	1,000	1,052,990
5.50%, 07/01/33	1,500	1,589,775
5.50%, 07/01/38	280	296,064
		21,856,859
Indiana 4.0%		
Indianapolis Local Public Improvement Bond Bank, Refunding RB, Waterworks Project, Series A (AGC):		
5.50%, 01/01/19 ^(a)	840	871,307
5.50%, 01/01/38	3,470	3,590,964
State of Indiana Finance Authority, RB, Private Activity Bond, Ohio River Bridges, Series A, AMT, 5.00%, 07/01/40		
	375	403,661
		4,865,932
Kentucky 0.8%		
Kentucky State Property & Building Commission, Refunding RB, Project No. 93, (AGC) ^(a) :		
5.25%, 02/01/19	885	917,816
5.25%, 02/01/19	115	119,264
		1,037,080
Louisiana 2.1%		
City of New Orleans Louisiana Aviation Board, Refunding GARB, Restructuring (AGC) ^(a) :		
Series A-1, 6.00%, 01/01/19	375	390,675
Series A-2, 6.00%, 01/01/19	160	166,688
Lake Charles Louisiana Harbor & Terminal District, RB, Series B, AMT (AGM), 5.50%, 01/01/29	1,000	1,139,760
Tobacco Settlement Financing Corp., Refunding RB, Asset-Backed, Series A, 5.50%, 05/15/29	805	841,837
		2,538,960
Massachusetts 2.0%		

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Massachusetts Development Finance Agency, RB, Emerson College Issue, Series A, 5.00%, 01/01/47	645	722,187
Massachusetts Development Finance Agency, Refunding RB, Emerson College, 5.00%, 01/01/41	525	577,710
Massachusetts HFA, Refunding RB, Series C, AMT, 5.35%, 12/01/42	1,055	1,084,298
		2,384,195
Michigan 2.7%		
City of Detroit Michigan Water Supply System Revenue, RB, 2nd Lien, Series B (AGM): 6.25%, 07/01/19 ^(a)	1,795	1,912,501
6.25%, 07/01/36	5	5,302
Royal Oak Hospital Finance Authority Michigan, Refunding RB, William Beaumont Hospital, Series V, 8.25%, 09/01/18 ^(a)	1,265	1,315,056
		3,232,859
Minnesota 2.6%		
City of Minneapolis Minnesota, Refunding RB, Fairview Health Services, Series B (AGC): 6.50%, 11/15/18 ^(a)	460	478,267
6.50%, 11/15/38	2,540	2,635,326
		3,113,593
	<i>Par</i>	
<i>Security</i>	<i>(000)</i>	<i>Value</i>
Mississippi 1.7%		
Mississippi Development Bank, RB, Jackson Water & Sewer System Project (AGM), 6.88%, 12/01/40	\$ 1,190	\$ 1,465,699
Mississippi State University Educational Building Corp., Refunding RB: Mississippi State University Facilities Refinancing, 4.00%, 08/01/43	310	320,909
Mississippi State University Improvement Project, 5.25%, 08/01/23 ^(a)	260	304,816
		2,091,424
Montana 0.4%		
Montana State Board of Regents, RB, Montana State University Facilities Improvement: 3.25%, 11/15/37	155	152,326
3.38%, 11/15/47	315	307,743
		460,069
Nevada 3.4%		
County of Clark Nevada, ARB, Las Vegas-McCarran International Airport, Series A (AGM), 5.25%, 07/01/39	2,375	2,524,269
County of Clark Nevada Water Reclamation District, GO, Series A, 5.25%, 07/01/19 ^(a)	1,500	1,579,470
		4,103,739
New Jersey 5.1%		
New Jersey EDA, RB: Goethals Bridge Replacement Project, AMT, Private Activity Bond, 5.38%, 01/01/43	1,000	1,108,930
Private Activity Bond, Goethals Bridge Replacement Project, AMT (AGM), 5.00%, 01/01/31	530	594,050
School Facilities Construction (AGC), 6.00%, 12/15/18 ^(a)	980	1,019,151
School Facilities Construction (AGC), 6.00%, 12/15/18 ^(a)	20	20,799
	1,400	1,469,762

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New Jersey Health Care Facilities Financing Authority, RB, Virtua Health, Series A (AGC), 5.50%, 07/01/38		
New Jersey Transportation Trust Fund Authority, RB, Transportation System, Series AA, 5.50%, 06/15/39	1,600	1,716,448
South Jersey Port Corp., ARB, Sub Marine Terminal, Series B, AMT, 5.00%, 01/01/37	185	198,914
		6,128,054
New York 7.5%		
City of New York New York Transitional Finance Authority, BARB, Fiscal 2009, Series S-4 (AGC), 5.50%, 01/15/29	2,000	2,077,120
City of New York New York Water & Sewer System, Refunding RB, 2nd General Resolution, Series FF-2, 5.50%, 06/15/40	1,545	1,627,349
Metropolitan Transportation Authority, Refunding RB, Series D, 4.00%, 11/15/42	1,810	1,879,594
New York Transportation Development Corp., ARB, LaGuardia Airport Terminal B Redevelopment Project, Series A, AMT, 5.25%, 01/01/50	600	659,112
Port Authority of New York & New Jersey, Refunding ARB, Consolidated, 166th Series, 5.25%, 07/15/36	2,500	2,750,725
		8,993,900
Ohio 1.4%		
State of Ohio Turnpike Commission, RB, Junior Lien, Infrastructure Projects, Series A-1, 5.25%, 02/15/31	1,500	1,708,515
Oklahoma 1.2%		
Norman Regional Hospital Authority, Refunding RB, 5.00%, 09/01/37	400	447,556
Oklahoma Development Finance Authority, RB, Provident Oklahoma Education Resources, Inc., Cross Village Student Housing Project, Series A, 5.25%, 08/01/57	915	1,003,883
		1,451,439

SCHEDULES OF INVESTMENTS

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Schedule of Investments (unaudited) (continued)

BlackRock MuniYield Investment Quality Fund (MFT)

January 31, 2018

(Percentages shown are based on Net Assets)

	<i>Par</i>	
<i>Security</i>	<i>(000)</i>	<i>Value</i>
Oregon 0.2%		
County of Clackamas Oregon School District No. 12 North Clackamas, GO, CAB, Series A, 0.00%, 06/15/38 ^(c)	\$ 475	\$ 210,173
Pennsylvania 1.3%		
Pennsylvania Housing Finance Agency, RB:		
ACE, Series 125B, AMT, 3.70%, 10/01/47	595	577,222
S/F Housing Mortgage, Series 123-B, 4.00%, 10/01/42	940	949,569
		1,526,791
South Carolina 7.6%		
County of Charleston South Carolina, RB, Special Source, 5.25%, 12/01/38	1,470	1,708,802
County of Charleston South Carolina Airport District, ARB, Series A, AMT: 5.50%, 07/01/26	1,810	2,093,229
6.00%, 07/01/38	1,155	1,330,664
5.50%, 07/01/41	1,000	1,125,640
State of South Carolina Ports Authority, RB, AMT, 5.25%, 07/01/50	750	833,483
State of South Carolina Public Service Authority, RB, Santee Cooper, Series E, 5.50%, 12/01/53	40	44,541
State of South Carolina Public Service Authority, Refunding RB, Series C, 5.00%, 12/01/46	1,795	1,973,261
		9,109,620
Texas 17.6%		
City of Beaumont Texas, GO, Certificates of Obligation, 5.25%, 03/01/37	930	1,053,188
City of Frisco Texas ISD, GO, School Building (AGC), 5.50%, 08/15/41	1,210	1,282,648
City of Houston Texas Combined Utility System Revenue, Refunding RB, Combined 1st Lien, Series A (AGC):		
5.38%, 05/15/19 ^(a)	950	996,445
6.00%, 05/15/19 ^(a)	2,560	2,705,459
6.00%, 05/15/19 ^(a)	1,945	2,055,515
6.00%, 11/15/35	140	148,029
6.00%, 11/15/36	110	116,309
5.38%, 11/15/38	50	52,333
County of Tarrant Texas Cultural Education Facilities Finance Corp., Refunding RB, Christus Health, Series A (AGC):		
6.50%, 01/01/19 ^(a)	265	277,150
6.50%, 07/01/37	835	868,383
Dallas-Fort Worth International Airport, Refunding ARB, Joint Revenue, Series E, AMT, 5.50%, 11/01/27	2,500	2,880,275
	980	1,066,348

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Dallas-Fort Worth Texas International Airport, ARB, Joint Improvement, Series H, AMT, 5.00%, 11/01/37		
Lower Colorado River Authority, Refunding RB, 5.50%, 05/15/33	730	844,442
New Hope Cultural Education Facilities Finance Corp., Refunding RB, Children s Health System, Series A, 4.00%, 08/15/40	160	163,826
North Texas Tollway Authority, RB, Special Projects, Series A, 5.50%, 09/01/21 ^(a)	2,750	3,094,135
North Texas Tollway Authority, Refunding RB, 1st Tier ^(a) : (AGM), 6.00%, 01/01/21	1,000	1,122,030
Series K-1 (AGC), 5.75%, 01/01/19	1,400	1,454,698
Red River Texas Education Financing Corp., RB, Texas Christian University Project, 5.25%, 03/15/38	420	475,814
Texas Private Activity Bond Surface Transportation Corp., RB, Senior Lien, Blueridge Transportation Group, AMT, 5.00%, 12/31/55	525	573,321
		21,230,348
	<i>Par</i>	
<i>Security</i>	<i>(000)</i>	<i>Value</i>
Virginia 2.9%		
City of Lexington Virginia IDA, RB, Washington & Lee University, 5.00%, 01/01/43	\$ 380	\$ 418,483
Hampton Roads Transportation Accountability Commission, RB, Senior Lien, Series A, 5.50%, 07/01/57 ^(b)	1,660	1,961,107
State of Virginia Public School Authority, RB, Fluvanna County School Financing, 6.50%, 12/01/18 ^(a)	1,000	1,041,860
Virginia Small Business Financing Authority, RB, Transform 66 P3 Project, AMT, 5.00%, 12/31/52	110	121,366
		3,542,816
Washington 1.6%		
City of Seattle Washington Municipal Light & Power, Refunding RB, Series A, 5.25%, 02/01/21 ^(a)	1,000	1,103,620
State of Washington, GO, Various Purposes, Series B, 5.25%, 02/01/21 ^(a)	725	801,241
		1,904,861
Wisconsin 0.8%		
State of Wisconsin Health & Educational Facilities Authority, Refunding RB, Froedtert Health, Inc. Obligated Group, 4.00%, 04/01/39	270	274,771
Wisconsin Housing & Economic Development Authority, RB, M/F Housing, WHPC Madison Pool Project, Series A, 4.70%, 07/01/47	660	706,622
		981,393
Total Municipal Bonds 126.4% (Cost \$141,855,774)		152,267,498

Municipal Bonds Transferred to Tender Option Bond Trusts^(d)

Alabama 0.8%		
Auburn University, Refunding RB, Series A, 4.00%, 06/01/41	920	959,040

California 5.7%

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City of Los Angeles California Department of Airports, ARB, Los Angeles International Airport, Series B, AMT, 5.00%, 05/15/46	2,050	2,306,137
Fremont Union High School District, GO, Refunding Series A, 4.00%, 08/01/46	1,520	1,601,069
Sacramento Area Flood Control Agency, Refunding, Consolidated Capital Assessment District No. 2, Series A, 5.00%, 10/01/43	2,565	2,957,069
		6,864,275
Connecticut 1.1%		
Connecticut State Health & Educational Facility Authority, Refunding RB, Trinity Health Credit Group, 5.00%, 12/01/45	1,216	1,367,655
District of Columbia 0.6%		
District of Columbia Water & Sewer Authority, Refunding RB, Series A, 6.00%, 10/01/18 ^{(a)(e)}	759	782,151
Florida 2.1%		
County of Hillsborough Florida Aviation Authority, ARB, Tampa International Airport, Series A, AMT (AGC), 5.50%, 10/01/38	2,499	2,558,753
Georgia 0.9%		
County of Dalton Whitfield Joint Development Authority, RB, Hamilton Health Care System, 4.00%, 08/15/48	1,025	1,047,117
Idaho 1.4%		
Idaho State Building Authority, RB, State Office Campus Project, Series A, 4.00%, 09/01/48	1,570	1,642,511

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Schedule of Investments (unaudited) (continued)

BlackRock MuniYield Investment Quality Fund (MFT)

January 31, 2018

(Percentages shown are based on Net Assets)

	<i>Par</i>	
<i>Security</i>	<i>(000)</i>	<i>Value</i>
Illinois 0.9%		
State of Illinois Toll Highway Authority, RB, Series C, 5.00%, 01/01/38	\$ 1,004	\$ 1,119,103
Nevada 7.3%		
County of Clark Nevada Water Reclamation District, GO ^(a) :		
Limited Tax, 6.00%, 07/01/18	2,010	2,049,004
Series B, 5.50%, 07/01/19	1,994	2,104,747
Las Vegas Valley Water District, GO, Refunding, Series C, 5.00%, 06/01/28	4,200	4,618,068
		8,771,819
New Jersey 2.2%		
New Jersey Housing & Mortgage Finance Agency, RB, S/F Housing, Series CC, 5.25%, 10/01/29	1,530	1,563,394
New Jersey Transportation Trust Fund Authority, RB, Transportation System, Series B, 5.25%, 06/15/36 ^(e)	1,000	1,056,346
		2,619,740
New York 15.0%		
City of New York New York Municipal Water Finance Authority, Refunding RB, Water & Sewer System, 2nd General Resolution:		
Series BB, 5.25%, 06/15/44	2,998	3,363,700
Series FF-2, 5.50%, 06/15/40	1,095	1,152,214
City of New York New York Transitional Finance Authority, BARB, Fiscal 2009, Series S-3, 5.25%, 01/15/39	1,000	1,034,327
Hudson Yards Infrastructure Corp., RB, Fiscal 2012, Series A, 5.75%, 02/15/47 ^(e)	1,000	1,096,142
Metropolitan Transportation Authority, Refunding RB, Series C-1, 5.25%, 11/15/56	2,360	2,708,213
New York Liberty Development Corp., RB, 1 World Trade Center Port Authority Consolidated Bonds, 5.25%, 12/15/43	3,000	3,334,036
New York Liberty Development Corp., Refunding RB, 4 World Trade Center Project, 5.75%, 11/15/51 ^(e)	1,770	1,993,904
New York State Dormitory Authority, ERB, Personal Income Tax, Series B, 5.25%, 03/15/19 ^(a)	3,250	3,386,467
		18,069,003
Pennsylvania 1.6%		
Pennsylvania Turnpike Commission, RB, Sub-Series A, 5.50%, 12/01/42	1,664	1,927,301
Rhode Island 1.6%		
Rhode Island Health & Educational Building Corp., RB, Series A, 4.00%, 09/15/47	1,832	1,887,561

	<i>Shares/Par</i>	<i>Value</i>
<i>Security</i>	<i>(000)</i>	
Texas 2.2%		
City of San Antonio Texas Public Service Board, Refunding RB, Series A, 5.25%, 02/01/19 ^{(a)(e)}	\$ 2,609	\$ 2,705,411
Utah 0.9%		
City of Riverton Utah, RB, IHC Health Services, Inc., 5.00%, 08/15/41	1,005	1,049,316
Total Municipal Bonds Transferred to Tender Option Bond Trusts 44.3% (Cost \$51,640,971)		53,370,756
Total Long-Term Investments (Cost \$193,496,745) 170.7%		205,638,254
Short-Term Securities 0.6%		
BlackRock Liquidity Funds, MuniCash, Institutional Class, 0.95% ^{(f)(g)}	762,976	763,052
Total Short-Term Securities (Cost \$763,052) 0.6%		763,052
Total Investments 171.3% (Cost \$194,259,797)		206,401,306
Other Assets Less Liabilities 0.4%		545,663
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (24.8)%		(29,983,777)
VMTP Shares at Liquidation Value (46.9)%		(56,500,000)
Net Assets Applicable to Common Shares 100.0%		\$ 120,463,192

(a) U.S. Government securities, held in escrow, are used to pay interest on this security, as well as to retire the bond in full at the date indicated, typically at a premium to par.

(b) When-issued security.

(c) Zero-coupon bond.

(d) Represent bonds transferred to a TOB Trust in exchange of cash and residual certificates received by the Fund.

These bonds serve as collateral in a secured borrowing. See Note 4 of the Notes to Financial Statements for details.

(f) Annualized 7-day yield as of period end.

(g) During the period ended January 31, 2018, investments in issuers considered to be an affiliate of the Fund for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

	<i>Shares</i>		<i>Shares</i>	<i>Value at</i>		<i>Change</i>
<i>Affiliated</i>	<i>Held at</i>	<i>Net</i>	<i>Held at</i>	<i>01/31/18</i>	<i>Income</i>	<i>in</i>
	<i>07/31/17</i>	<i>Activity</i>	<i>01/31/18</i>	<i>01/31/18</i>	<i>Gain (Loss)</i>	<i>Net Unrealized</i>
	<i>623,916</i>	<i>139,060</i>	<i>762,976</i>	<i>\$ 763,052</i>	<i>\$ 2,826</i>	<i>Realized</i>
					<i>\$ (25)</i>	<i>Appreciation</i>
						<i>(Depreciation)</i>
						<i>\$ (62)</i>

BlackRock Liquidity Funds,
MuniCash, Institutional Class

(a) Includes net capital gain distributions, if applicable.

SCHEDULES OF INVESTMENTS

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Schedule of Investments (unaudited) (continued)

BlackRock MuniYield Investment Quality Fund (MFT)

January 31, 2018

Derivative Financial Instruments Outstanding as of Period End**Futures Contracts**

<i>Description</i>	<i>Number of Contracts</i>	<i>Expiration Date</i>	<i>Notional Amount (000)</i>	<i>Value/ Unrealized Appreciation (Depreciation)</i>
Short Contracts:				
10-Year U.S. Treasury Note	16	03/20/18	\$ 1,945	\$ 47,088
Long U.S. Treasury Bond	28	03/20/18	4,139	128,518
5-Year U.S. Treasury Note	32	03/29/18	3,671	57,398
				\$ 233,004

Derivative Financial Instruments Categorized by Risk Exposure

As of period end, the fair values of derivative financial instruments located in the Statements of Assets and Liabilities were as follows:

Assets	Derivative Financial Instruments	<i>Commodity Contracts</i>	<i>Credit Contracts</i>	<i>Equity Contracts</i>	<i>Foreign Currency Exchange Contracts</i>	<i>Interest Rate Contracts</i>	<i>Other Contracts</i>	<i>Total</i>
	Futures contracts							
	Net unrealized appreciation ^(a)	\$	\$	\$	\$	\$ 233,004	\$	\$ 233,004

^(a) Includes cumulative appreciation on futures contracts, if any, as reported in the Schedule of Investments. Only current day's variation margin is reported within the Statements of Assets and Liabilities.

For the six months ended January 31, 2018, the effect of derivative financial instruments in the Statements of Operation was as follows:

Total

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	<i>Commodity Contracts</i>	<i>Credit Contracts</i>	<i>Equity Contracts</i>	<i>Foreign Currency Exchange Contracts</i>	<i>Interest Rate Contracts</i>	<i>Other Contracts</i>	
Net Realized Gain (Loss) from:							
Futures contracts	\$	\$	\$	\$	\$ 104,393	\$	\$ 104,393
Net Change in Unrealized Appreciation (Depreciation) on:							
Futures contracts	\$	\$	\$	\$	\$ 243,818	\$	\$ 243,818

Average Quarterly Balances of Outstanding Derivative Financial Instruments

Futures contracts

Average notional value of contracts short \$ 9,768,422

For more information about the Fund's investment risks regarding derivative financial instruments, refer to the Notes to Financial Statements.

Fair Value Hierarchy as of Period End

Various inputs are used in determining the fair value of investments and derivative financial instruments. For information about the Fund's policy regarding valuation of investments and derivative financial instruments, refer to the Notes to Financial Statements.

The following tables summarize the Fund's investments and derivative financial instruments categorized in the disclosure hierarchy:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Assets:				
Investments:				
Long-Term Investments ^(a)	\$	\$ 205,638,254	\$	\$ 205,638,254
Short-Term Securities	763,052			763,052
	\$ 763,052	\$ 205,638,254	\$	\$ 206,401,306
Derivative Financial Instruments^(b)				
Assets:				
Interest rate contracts	\$ 233,004	\$	\$	\$ 233,004

^(a) See above Schedule of Investments for values in each state.

^(b) Derivative financial instruments are futures contracts which are valued at the unrealized appreciation (depreciation) on the instrument.

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Schedule of Investments (unaudited) (continued)

BlackRock MuniYield Investment Quality Fund (MFT)

January 31, 2018

The Fund may hold assets and/or liabilities in which the fair value approximates the carrying amount for financial statement purposes. As of period end, such assets and/or liabilities are categorized within the disclosure hierarchy as follows:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Liabilities:				
TOB Trust Certificates	\$	\$ (29,900,580)	\$	\$ (29,900,580)
VMTP Shares at Liquidation Value		(56,500,000)		(56,500,000)
	\$	\$ (86,400,580)	\$	\$ (86,400,580)

During the six months ended January 31, 2018, there were no transfers between levels.

See notes to financial statements.

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Schedule of Investments (unaudited)

BlackRock MuniYield Michigan Quality Fund, Inc. (MIY)

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Par (000)</i>	<i>Value</i>
Municipal Bonds		
Michigan 138.4%		
Corporate 3.9%		
County of Monroe Michigan EDC, Refunding RB, Detroit Edison Co. Project, Series AA (NPFGC), 6.95%, 09/01/22	\$ 14,500	\$ 17,499,180
County/City/Special District/School District 29.2%		
Anchor Bay School District, GO, Refunding, (Q-SBLF):		
4.38%, 05/01/27	1,600	1,710,000
4.50%, 05/01/29	1,505	1,609,929
Battle Creek School District Michigan, GO, Refunding, (Q-SBLF):		
5.00%, 05/01/35	1,100	1,249,303
5.00%, 05/01/36	1,500	1,698,930
5.00%, 05/01/37	1,170	1,322,451
Berkley School District, GO, School Building & Site (Q-SBLF), 5.00%, 05/01/35	2,965	3,338,264
Byron Center Public Schools, GO, School Building & Site, Series I (Q-SBLF):		
5.00%, 05/01/43	1,580	1,783,077
5.00%, 05/01/47	3,635	4,089,920
Columbia Michigan School District, GO, Unlimited Tax, School Building & Site (Q-SBLF), 5.00%, 05/01/38	5,185	5,803,985
Comstock Park Michigan Public Schools, GO, School Building & Site, Series B (Q-SBLF) ^(a) :		
5.50%, 05/01/21	1,200	1,343,028
5.50%, 05/01/21	2,185	2,445,430
County of Genesee Michigan, GO, Refunding, Series A (NPFGC), 5.00%, 05/01/19	1,000	1,008,250
County of Saginaw Michigan, GO, 4.00%, 11/01/42	2,000	2,095,380
Dearborn Brownfield Redevelopment Authority, GO, Limited Tax, Redevelopment, Series A (AGC), 5.50%, 05/01/39	5,300	5,534,578
Dearborn School District, GO, School Building & Site, Series A (Q-SBLF):		
5.00%, 05/01/32	1,500	1,707,285
5.00%, 05/01/33	1,600	1,813,760
5.00%, 05/01/34	1,200	1,356,204
Dexter Community Schools, GO, Refunding School Building & Site (Q-SBLF), 4.00%, 05/01/31	1,700	1,823,539
Dowagiac Union School District, GO, (Q-SBLF), 5.00%, 05/01/41	1,140	1,282,375
East Lansing School District, GO, School Building & Site, Series I (Q-SBLF):		
5.00%, 05/01/34	600	687,384
5.00%, 05/01/35	700	799,533
5.00%, 05/01/36	550	626,318
5.00%, 05/01/37	550	624,905

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5.00%, 05/01/39	740	837,628
5.00%, 05/01/42	1,000	1,129,380
Farmington Public School District, GO, Refunding, School Building & Site (AGM):		
5.00%, 05/01/33	1,500	1,703,445
5.00%, 05/01/34	1,500	1,699,260
5.00%, 05/01/35	1,000	1,132,140
Flint EDC, RB, Michigan Department of Human Services Office Building Project, 5.25%, 10/01/41	4,950	5,487,718
Fraser Public School District, Refunding, GO, School Building & Site (Q-SBLF):		
5.00%, 05/01/38	750	852,143
5.00%, 05/01/43	2,000	2,257,060
5.00%, 05/01/47	3,225	3,628,609
Goodrich Area School District, GO, School Building & Site (Q-SBLF):		
5.50%, 05/01/21 ^(a)	1,540	1,720,965
	<i>Par</i>	
<i>Security</i>	<i>(000)</i>	<i>Value</i>
County/City/Special District/School District (continued)		
5.50%, 05/01/36	\$ 460	\$ 510,053
Goodrich Area School District Michigan, GO, School Building & Site (Q-SBLF):		
5.50%, 05/01/21 ^(a)	2,575	2,881,914
5.50%, 05/01/32	1,000	1,114,820
Grand Rapids Public Schools, GO, Refunding Unlimited Tax (AGM), 5.00%, 05/01/29	1,000	1,173,650
Grandville Public Schools, GO, School Building & Site, Series II (AGM), 5.00%, 05/01/40	3,250	3,587,967
Hudsonville Michigan Public Schools, GO, School Building & Site (Q-SBLF), 5.25%, 05/01/21 ^(a)	6,750	7,478,865
Hudsonville Public Schools, GO, Refunding Unlimited Tax (Q-SBLF):		
5.00%, 05/01/38	1,835	2,088,047
5.00%, 05/01/40	2,450	2,781,583
Kentwood Public Schools, GO, School Building & Site:		
5.00%, 05/01/41	1,120	1,256,438
5.00%, 05/01/44	1,815	2,031,929
Livonia Public Schools School District Michigan, GO, Series I (AGM), 5.00%, 05/01/43	5,000	5,595,300
Mattawan Consolidated School District, GO, Series I (Q-SBLF), 5.00%, 05/01/39	3,375	3,753,472
Portage Public Schools, GO:		
School Building And Site Bonds (AGM), 5.00%, 05/01/18 ^(a)	6,000	6,055,080
Refunding School Building & Site, 5.00%, 11/01/34	1,000	1,141,980
Refunding School Building & Site, 5.00%, 11/01/36	1,000	1,132,620
Refunding School Building & Site, 5.00%, 11/01/37	1,250	1,412,875
Refunding School Building & Site, 5.00%, 11/01/35	1,340	1,523,969
Romeo Community School District, GO, Refunding School Building & Site, Series 1 (Q-SBLF), 5.00%, 05/01/41	2,250	2,531,003
Troy School District, GO, School Building & Site (Q-SBLF), 5.00%, 05/01/28	2,000	2,300,720
Walled Lake Consolidated School District, GO, School Building & Site (Q-SBLF):		
5.00%, 05/01/37	2,850	3,209,613
5.00%, 05/01/40	2,630	2,957,356
5.00%, 05/01/43	1,530	1,716,109
West Bloomfield School District, GO, School Building & Site (AGM):		
5.00%, 05/01/34	1,285	1,469,924
5.00%, 05/01/35	1,800	2,055,942
Zeeland Public Schools, GO, School Building & Site, Series A (AGM):		

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5.00%, 05/01/33	1,000	1,135,630
5.00%, 05/01/34	1,000	1,132,840
5.00%, 05/01/35	1,000	1,132,140
		131,364,015
Education 23.3%		
City of Grand Rapids Michigan, EDC, RB, Ferris State University Project, Series A, 5.50%, 10/01/35	760	828,028
Eastern Michigan University, Refunding RB, Series A (BAM), 5.00%, 03/01/36	500	567,050
Ferris State University, Refunding RB: 5.00%, 10/01/41	2,250	2,545,155
General (AGM), 4.50%, 10/01/24	1,595	1,625,177
General (AGM), 4.50%, 10/01/25	1,405	1,431,119
Grand Valley State University, RB, (NPFGC), 5.50%, 02/01/18	390	390,000
Michigan Finance Authority, Refunding RB: College for Creative Studies, 4.00%, 12/01/33	1,720	1,694,131
College for Creative Studies, 5.00%, 12/01/36	1,550	1,674,682
College for Creative Studies, 5.00%, 12/01/40	2,900	3,055,353
College for Creative Studies, 5.00%, 12/01/45	4,400	4,611,288

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Schedule of Investments (unaudited) (continued)

BlackRock MuniYield Michigan Quality Fund, Inc. (MIY)

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Par (000)</i>	<i>Value</i>
Education (continued)		
Series 25 A, AMT, Student Loan Revenue, 4.00%, 11/01/28	\$ 8,750	\$ 8,993,512
Series 25 A, AMT, Student Loan Revenue, 4.00%, 11/01/29	5,900	6,048,503
Series 25 A, AMT, Student Loan Revenue, 4.00%, 11/01/30	2,850	2,914,211
Series 25 A, AMT, Student Loan Revenue, 4.00%, 11/01/31	3,150	3,214,039
Michigan State University, Refunding RB, General, Series C: 5.00%, 02/15/40	8,470	8,944,828
5.00%, 02/15/44	1,000	1,057,090
Michigan Technological University, RB, General, Series A, 5.00%, 10/01/45	1,800	2,030,328
Oakland University, RB: 5.00%, 03/01/41	3,635	4,083,777
General, 5.00%, 03/01/32	400	439,536
General, Series A, 5.00%, 03/01/38	5,490	6,082,865
General, Series A, 5.00%, 03/01/43	16,845	18,630,402
University of Michigan, RB, Series A, 5.00%, 04/01/39	3,425	3,921,728
Wayne State University, RB, General, Series A, 5.00%, 11/15/40	3,000	3,389,520
Western Michigan University, Refunding RB, General, University and College Improvements: 5.25%, 11/15/40	3,500	3,939,915
5.25%, 11/15/43	8,475	9,718,028
(AGM), 5.25%, 11/15/33	1,000	1,149,580
(AGM), 5.00%, 11/15/39	1,750	1,978,218
		104,958,063
Health 34.4%		
Grand Traverse County Hospital Finance Authority, RB, Series A: 5.00%, 07/01/44	4,230	4,584,685
5.00%, 07/01/47	2,200	2,381,830
Kalamazoo Hospital Finance Authority, RB, Bronson Methodist Hospital (AGM): 5.25%, 05/15/20 ^(a)	4,140	4,465,156
5.25%, 05/15/36	3,360	3,547,051
Kent Hospital Finance Authority Michigan, Refunding RB, Spectrum Health, Series A, 5.00%, 11/15/29	7,500	8,127,000
Michigan Finance Authority, RB: Beaumont Health Credit Group, 4.00%, 11/01/46	1,025	1,035,855
Sparrow Obligated Group, 5.00%, 11/15/36	2,500	2,745,350
Sparrow Obligated Group, 5.00%, 11/15/45	3,750	4,129,687
Michigan Finance Authority, Refunding RB: Henry Ford Health System, 5.00%, 11/15/37	3,000	3,369,060
Henry Ford Health System, 3.25%, 11/15/42	1,145	1,007,577
Henry Ford Health System, 4.00%, 11/15/46	8,500	8,518,360

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Hospital, McLaren Health Care, 5.00%, 05/15/32	1,000	1,133,480
Hospital, McLaren Health Care, 5.00%, 05/15/33	2,000	2,259,960
Hospital, McLaren Health Care, 5.00%, 05/15/34	5,000	5,635,950
Hospital, McLaren Health Care, 5.00%, 05/15/34	1,500	1,690,785
Hospital, McLaren Health Care, 5.00%, 05/15/35	4,945	5,563,619
Hospital; Trinity Health Credit Group, 5.00%, 12/01/39	4,980	5,424,316
MidMichigan Health, 5.00%, 06/01/39	1,500	1,664,760
Trinity Health Corp., Series 2016, 4.00%, 12/01/40	5,000	5,114,200
Trinity Health Credit Group, 5.00%, 12/01/21 ^(a)	20	22,366
Trinity Health Credit Group, 5.00%, 12/01/31	5,000	5,494,050
Trinity Health Credit Group, 5.00%, 12/01/35	6,500	7,109,765
Michigan State Hospital Finance Authority, RB, Ascension Health Senior Credit Group, 5.00%, 11/15/25	6,000	6,331,500
Michigan State Hospital Finance Authority, Refunding RB: Ascension Senior Credit Group, 5.00%, 11/15/47	2,750	3,115,118
Henry Ford Health System, 5.75%, 11/15/19 ^(a)	3,165	3,395,855
	<i>Par</i>	
<i>Security</i>	<i>(000)</i>	<i>Value</i>
Health (continued)		
Hospital, Oakwood Obligated Group, 5.00%, 11/01/32	\$ 4,000	\$ 4,390,320
McLaren Health Care, Series A, 5.75%, 05/15/18 ^(a)	6,000	6,075,660
McLaren Health Care, Series A, 5.00%, 06/01/35	2,250	2,439,945
Trinity Health, 6.50%, 12/01/18 ^(a)	425	442,608
Trinity Health, 6.50%, 12/01/33	80	83,203
Trinity Health Credit Group, 6.50%, 12/01/18 ^(a)	1,895	1,973,510
Trinity Health Credit Group, Series A, 6.13%, 12/01/18 ^(a)	940	976,049
Trinity Health Credit Group, Series A, 6.25%, 12/01/18 ^(a)	1,500	1,559,070
Trinity Health Credit Group, Series C, 4.00%, 12/01/32	5,300	5,450,520
Royal Oak Hospital Finance Authority Michigan, Refunding RB: Beaumont Health Credit Group, Series D, 5.00%, 09/01/39	27,365	29,882,033
William Beaumont Hospital, Series V, 8.25%, 09/01/18 ^(a)	2,000	2,079,140
William Beaumont Hospital, Series W, 6.00%, 08/01/19 ^(a)	1,500	1,595,880
		154,815,273
Housing 5.2%		
Michigan State HDA, RB: M/F Housing, Rental Housing Revenue, Series A, 4.45%, 10/01/34	1,000	1,047,370
M/F Housing, Rental Housing Revenue, Series A, 4.63%, 10/01/39	3,490	3,632,008
M/F Housing, Rental Housing Revenue, Series A, 4.75%, 10/01/44	5,000	5,196,800
M/F Housing, Series A, 4.30%, 10/01/40	3,320	3,416,778
S/F Housing, Series A, 4.75%, 12/01/25	1,645	1,722,611
Williams Pavilion, AMT (Ginnie Mae), 4.75%, 04/20/37	3,290	3,292,533
Michigan State HDA, Refunding RB, M/F Housing, Series A, 6.05%, 10/01/41	4,875	5,234,580
		23,542,680
State 17.2%		
Michigan Finance Authority, Refunding RB, Detroit Regional Convention Facility Authority Local Project Bonds, 5.00%, 10/01/39	5,400	5,874,120
	4,000	4,605,280

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Michigan State Building Authority, Refunding RB, Facilities Program, Series I, 5.00%, 04/15/35		
Michigan State Finance Authority, RB, Local Government Loan Program, Series F, 5.00%, 04/01/31	1,000	1,092,480
Michigan Strategic Fund, RB, Michigan Senate Offices Project, Series A, 5.25%, 10/15/40	3,000	3,349,470
Michigan Strategic Fund, Refunding RB, Cadillac Place Office Building Project, 5.25%, 10/15/31	7,000	7,855,750
State of Michigan, COP, (AMBAC), 0.00%, 06/01/22 ^{(b)(c)}	3,000	2,757,000
State of Michigan Building Authority, RB, Local Government Loan Program, Series F, 5.25%, 10/01/41	8,595	9,439,459
State of Michigan Building Authority, Refunding RB: Facilities Program, Series I, 6.25%, 10/15/18 ^(a)	3,780	3,905,231
Facilities Program, Series I, 6.25%, 10/15/18 ^(a)	2,260	2,334,874
Facilities Program, Series I, 6.25%, 10/15/38	210	216,896
Facilities Program, Series I (AGC), 5.25%, 10/15/24	6,000	6,361,080
Facilities Program, Series I (AGC), 5.25%, 10/15/25	3,500	3,710,000
Facilities Program, Series I (AGC), 5.25%, 10/15/26	1,000	1,059,480
Facilities Program, Series I-A, 5.50%, 10/15/45	2,000	2,234,140
Facilities Program, Series II (AGM), 5.00%, 10/15/26	7,500	7,908,300
Series I, 5.00%, 04/15/41	4,750	5,371,633
State of Michigan Trunk Line Fund, RB: 5.00%, 11/15/33	3,000	3,309,210
5.00%, 11/15/36	5,345	5,877,469
		77,261,872

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Schedule of Investments (unaudited) (continued)

BlackRock MuniYield Michigan Quality Fund, Inc. (MIY)

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Par (000)</i>	<i>Value</i>
Transportation 9.9%		
Wayne County Airport Authority, RB:		
Detroit Metropolitan Wayne County Airport, AMT (NPFGC), 5.00%, 12/01/39	\$ 1,475	\$ 1,625,258
Series B, AMT, 5.00%, 12/01/42	1,000	1,115,880
Series B, AMT, 5.00%, 12/01/47	1,250	1,389,375
Series D, 5.00%, 12/01/35	3,850	4,343,532
Series D, 5.00%, 12/01/45	5,000	5,578,450
Wayne County Airport Authority, Refunding RB, AMT:		
(AGC), 5.75%, 12/01/25	4,000	4,137,680
(AGC), 5.75%, 12/01/26	4,060	4,199,745
(AGC), 5.38%, 12/01/32	13,000	13,358,150
Series F, 5.00%, 12/01/34	8,000	8,937,280
		44,685,350
Utilities 15.3%		
City of Detroit Michigan Sewage Disposal System, Refunding RB, Senior Lien, Series A, 5.25%, 07/01/39	2,655	2,886,436
City of Detroit Michigan Water Supply System Revenue, RB, Series A:		
Senior Lien, 5.25%, 07/01/41	4,325	4,714,726
(NPFGC), 5.00%, 07/01/34	10	10,028
City of Grand Rapids Michigan Sanitary Sewer System, Refunding RB, Series A (NPFGC), 5.50%, 01/01/22	1,050	1,147,104
City of Holland Michigan Electric Utility System, RB, Series A, 5.00%, 07/01/39	10,000	10,957,300
City of Lansing Michigan, RB, Board of Water & Light Utilities System, Series A:		
5.00%, 07/01/27	3,180	3,500,989
5.00%, 07/01/31	6,830	7,498,042
5.00%, 07/01/37	3,335	3,655,427
5.50%, 07/01/41	5,000	5,572,850
City of Port Huron Michigan, RB, Water Supply System:		
5.25%, 10/01/31	500	551,530
5.63%, 10/01/40	1,500	1,684,920
Great Lakes Water Authority Water Supply System Revenue, RB, Second Lien, Series B, 5.00%, 07/01/46	10,000	11,061,700
Michigan Finance Authority, Refunding RB:		
Government Loan Program, 5.00%, 07/01/34	2,000	2,219,160
Government Loan Program, 5.00%, 07/01/35	750	831,143
Senior Lien, Detroit Water and Sewer, Series C-3 (AGM), 5.00%, 07/01/31	1,000	1,126,440
Senior Lien, Detroit Water and Sewer, Series C-3 (AGM), 5.00%, 07/01/32	5,250	5,897,430
Senior Lien, Detroit Water and Sewer, Series C-3 (AGM), 5.00%, 07/01/33	3,000	3,358,770
Michigan Municipal Bond Authority, RB, State Clean Water Revolving Fund, Pooled Project, 5.00%, 10/01/20 ^(a)	2,000	2,172,240

			68,846,235
Total Municipal Bonds	138.4%		
(Cost \$591,137,424)			622,972,668
Municipal Bonds Transferred to Tender Option Bond Trusts^(d)			
Michigan	23.1%		
Education	14.4%		
Michigan State University, Refunding RB, General, Series A, 5.00%, 08/15/38		10,000	11,319,100
Saginaw Valley State University, Refunding RB, General (AGM), 5.00%, 07/01/18 ^(a)		10,000	10,149,100
University of Michigan, Refunding RB, 5.00%, 04/01/46		10,000	11,445,090
Wayne State University, RB, General, Series A, 5.00%, 11/15/40		10,000	11,289,550
		<i>Shares/Par</i>	
<i>Security</i>		<i>(000)</i>	<i>Value</i>
Education (continued)			
Wayne State University, Refunding RB, General (AGM) ^(a) :			
5.00%, 11/15/18		\$ 8,880	\$ 9,123,911
5.00%, 11/15/18		11,120	11,425,439
			64,752,190
Health	7.4%		
Michigan Finance Authority, RB, Beaumont Health Credit Group, Series A, 5.00%, 11/01/44		10,002	11,061,060
Michigan Finance Authority, Refunding RB:			
Hospital, Trinity Health Credit Group, 5.00%, 12/01/39		190	206,806
Trinity Health Corp., Series 2016, 5.00%, 12/01/45		19,735	22,126,150
			33,394,016
State	1.3%		
Michigan State Building Authority, Refunding RB, Facilities Program, Series I, 5.00%, 10/15/45		5,150	5,824,083
Total Municipal Bonds Transferred to Tender Option Bond Trusts	23.1%		
(Cost \$101,730,096)			103,970,289
Total Long-Term Investments			
(Cost \$692,867,520)	161.5%		726,942,957
Short-Term Securities	0.6%		
BlackRock Liquidity Funds, MuniCash, Institutional Class, 0.95% ^{(e)(f)}		2,598,001	2,598,261
Total Short-Term Securities			
(Cost \$2,598,223)	0.6%		2,598,261
			729,541,218

Total Investments	162.1%	
(Cost	\$695,465,743)	
Other Assets Less Liabilities	1.3%	6,270,701
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable	(12.0)%	(54,317,217)
VRDP Shares at Liquidation Value, Net of Deferred Offering Costs	(51.4)%	(231,470,963)
Net Assets Applicable to Common Shares	100.0%	\$ 450,023,739

- (a) U.S. Government securities, held in escrow, are used to pay interest on this security, as well as to retire the bond in full at the date indicated, typically at a premium to par.
- (b) Zero-coupon bond.
- (c) Security is collateralized by municipal bonds or U.S. Treasury obligations.
- (d) Represent bonds transferred to a TOB Trust in exchange of cash and residual certificates received by the Fund. These bonds serve as collateral in a secured borrowing. See Note 4 of the Notes to Financial Statements for details.
- (e) Annualized 7-day yield as of period end.

Table of ContentsSchedule of Investments (unaudited) (continued) **BlackRock MuniYield Michigan Quality Fund, Inc. (MIY)**

January 31, 2018

(f) During the period ended January 31, 2018, investments in issuers considered to be an affiliate of the Fund for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

	<i>Shares Held at 07/31/17</i>	<i>Net Activity</i>	<i>Shares at 01/31/18</i>	<i>Value at 01/31/18</i>	<i>Income</i>	<i>Realized Gain (Loss)</i>	<i>Change in NetUnrealized Appreciation (Depreciation)</i>
<i>Affiliated</i>							
BlackRock Liquidity Funds, MuniCash, Institutional Class	4,666,675	(2,068,674)	2,598,001	\$ 2,598,261	\$ 17,067	\$ 1,491	\$ (937)

(a) Includes net capital gain distributions.

For Fund compliance purposes, the Fund's sector classifications refer to one or more of the sector sub-classifications used by one or more widely recognized market indexes or rating group indexes, and/or as defined by the investment adviser. These definitions may not apply for purposes of this report, which may combine such sector sub-classifications for reporting ease.

Derivative Financial Instruments Outstanding as of Period End**Futures Contracts**

<i>Description</i>	<i>Number of Contracts</i>	<i>Expiration Date</i>	<i>Notional Amount (000)</i>	<i>Value/ Unrealized Appreciation (Depreciation)</i>
Short Contracts:				
10-Year U.S. Treasury Note	82	03/20/18	\$ 9,969	\$ 242,237
Long U.S. Treasury Bond	142	03/20/18	20,989	700,068
5-Year U.S. Treasury Note	83	03/29/18	9,521	147,644
				\$ 1,089,949

Derivative Financial Instruments Categorized by Risk Exposure

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As of period end, the fair values of derivative financial instruments located in the Statements of Assets and Liabilities were as follows:

	<i>Commodity Contracts</i>	<i>Credit Contracts</i>	<i>Equity Contracts</i>	<i>Foreign Currency Exchange Contracts</i>	<i>Interest Rate Contracts</i>	<i>Other Contracts</i>	<i>Total</i>
Assets							
Derivative Financial Instruments							
Futures contracts							
Net unrealized appreciation ^(a)	\$	\$	\$	\$	\$ 1,089,949	\$	\$ 1,089,949

^(a) Includes cumulative appreciation on futures contracts, if any, as reported in the Schedule of Investments. Only current day's variation margin is reported within the Statements of Assets and Liabilities.

For the six months ended January 31, 2018, the effect of derivative financial instruments in the Statements of Operation was as follows:

	<i>Commodity Contracts</i>	<i>Credit Contracts</i>	<i>Equity Contracts</i>	<i>Foreign Currency Exchange Contracts</i>	<i>Interest Rate Contracts</i>	<i>Other Contracts</i>	<i>Total</i>
Net Realized Gain from:							
Futures contracts	\$	\$	\$	\$	\$ 245,259	\$	\$ 245,259
Net Change in Unrealized Appreciation (Depreciation) on:							
Futures contracts	\$	\$	\$	\$	\$ 1,156,181	\$	\$ 1,156,181

Average Quarterly Balances of Outstanding Derivative Financial Instruments

Futures contracts							
Average notional value of contracts	short						\$ 41,466,176

Table of ContentsSchedule of Investments (unaudited) (continued) **BlackRock MuniYield Michigan Quality Fund, Inc. (MIY)**

January 31, 2018

For more information about the Fund's investment risks regarding derivative financial instruments, refer to the Notes to Financial Statements.

Fair Value Hierarchy as of Period End

Various inputs are used in determining the fair value of investments and derivative financial instruments. For information about the Fund's policy regarding valuation of investments and derivative financial instruments, refer to the Notes to Financial Statements.

The following tables summarize the Fund's investments and derivative financial instruments categorized in the disclosure hierarchy:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Assets:				
Investments:				
Long-Term Investments ^(a)	\$	\$ 726,942,957	\$	\$ 726,942,957
Short-Term Securities	2,598,261			2,598,261
	\$ 2,598,261	\$ 726,942,957	\$	\$ 729,541,218
Derivative Financial Instruments ^(b)				
Assets:				
Interest rate contracts	\$ 1,089,949	\$	\$	\$ 1,089,949

^(a) See above Schedule of Investments for values in each sector.

^(b) Derivative financial instruments are futures contracts which are valued at the unrealized appreciation (depreciation) on the instrument.

The Fund may hold assets and/or liabilities in which the fair value approximates the carrying amount for financial statement purposes. As of period end, such assets and/or liabilities are categorized within the disclosure hierarchy as follows:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Liabilities:				
TOB Trust Certificates	\$	\$ (54,167,057)	\$	\$ (54,167,057)
VRDP Shares at Liquidation Value		(231,900,000)		(231,900,000)
	\$	\$ (286,067,057)	\$	\$ (286,067,057)

During the six months ended January 31, 2018, there were no transfers between levels.

See notes to financial statements.

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Schedule of Investments (unaudited)

BlackRock MuniYield Pennsylvania Quality Fund (MPA)

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Par (000)</i>	<i>Value</i>
Municipal Bonds 118.1%		
Pennsylvania 118.1%		
Corporate 3.0%		
County of Beaver Pennsylvania IDA, Refunding RB, First Energy Nuclear Energy Project, Series B, 3.50%, 12/01/35 ^(a)	\$ 3,745	\$ 1,478,488
Pennsylvania Economic Development Financing Authority, RB: American Water Co. Project, 6.20%, 04/01/39	1,510	1,584,881
Aqua Pennsylvania, Inc. Project, Series B, 4.50%, 12/01/42	2,630	2,736,199
Pennsylvania Economic Development Financing Authority, Refunding RB, AMT: Aqua Pennsylvania, Inc. Project, Series A, 5.00%, 12/01/34	180	191,506
National Gypsum Co., 5.50%, 11/01/44	135	142,771
		6,133,845
County/City/Special District/School District 30.1%		
Allentown Neighborhood Improvement Zone Development Authority, Refunding RB, Series A: 5.00%, 05/01/35	190	199,082
5.00%, 05/01/42	450	468,104
Bethlehem Area School District, GO, (BAM), Series A: 5.00%, 08/01/34	1,610	1,835,191
5.00%, 08/01/35	1,210	1,378,372
Borough of West Chester Pennsylvania, GO, Refunding, 3.50%, 11/15/35	1,095	1,100,453
Boyertown Area School District, GO: 5.00%, 10/01/36	610	686,573
5.00%, 10/01/38	920	1,032,157
City of Philadelphia Pennsylvania, GO, Refunding, Series A (AGM), 5.25%, 12/15/18 ^(b)	5,000	5,165,250
City of Philadelphia Pennsylvania, GO, Refunding Series A (AGC): 5.00%, 08/01/19 ^(b)	255	268,125
5.00%, 08/01/24	2,115	2,219,354
City of Pittsburgh Pennsylvania, GO, Series B, 5.00%, 09/01/26	1,095	1,231,437
County of Bucks Pennsylvania Water & Sewer Authority, RB, Series A (AGM): 5.00%, 12/01/37	780	890,666
5.00%, 12/01/40	1,000	1,138,540
County of Dauphin General Authority, Refunding RB, Pinnacle Health System Project, 6.00%, 06/01/29	260	272,805
County of Lycoming Pennsylvania Water & Sewer Authority, RB, (AGM), 5.00%, 11/15/19 ^(b)	500	530,350
County of Northampton Pennsylvania IDA, Route 33 Project, Tax Allocation Bonds, 7.00%, 07/01/32	175	201,609
County of York Pennsylvania, GO, Refunding, 5.00%, 09/01/20 ^(b)	500	542,405
Dallastown Area School District, GO, Refunding, 5.00%, 04/15/34	1,235	1,411,926

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Fox Chapel Area School District, GO:		
5.00%, 02/01/39	1,345	1,550,005
5.00%, 02/01/42	1,250	1,439,462
Lower Merion School District, GO, Refunding, Series A, 3.25%, 11/15/27	2,035	2,089,294
Marple Newtown School District, GO, (AGM), 5.00%, 06/01/19 ^(b)	4,100	4,288,805
Owen J. Roberts School District, GO, 4.75%, 11/15/25	700	706,839
Philadelphia School District, GO, Series E ^(b) :		
2015, 6.00%, 09/01/18	5	5,132
2015-2, 6.00%, 09/01/18	5	5,132
6.00%, 09/01/18	3,340	3,428,877
Shaler Area School District Pennsylvania, GO, CAB (Syncora), 0.00%, 09/01/30 ^(c)	6,145	3,961,620
	<i>Par</i>	
<i>Security</i>	<i>(000)</i>	<i>Value</i>
County/City/Special District/School District (continued)		
State Public School Building Authority, RB (AGM):		
Community College, Allegheny County Project, 5.00%, 07/15/34	\$ 2,190	\$ 2,382,873
Corry Area School District, CAB, 0.00%, 12/15/22 ^(c)	1,640	1,444,758
Corry Area School District, CAB, 0.00%, 12/15/23 ^(c)	1,980	1,687,693
Corry Area School District, CAB, 0.00%, 12/15/24 ^(c)	1,980	1,626,887
Corry Area School District, CAB, 0.00%, 12/15/25 ^(c)	1,770	1,399,167
State Public School Building Authority, Refunding RB, Harrisburg School District Project, Series A (AGC) ^(b) :		
5.00%, 05/15/19	215	224,488
5.00%, 05/15/19	215	224,488
5.00%, 05/15/19	855	892,731
Township of Bristol Pennsylvania School District, GO:		
5.00%, 06/01/40	775	852,802
5.25%, 06/01/43 (BAM), 5.00%, 06/01/42	6,925	7,719,505
	1,685	1,883,223
Township of Falls Pennsylvania, Refunding RB, Water & Sewer Authority, 5.00%, 12/01/37	1,270	1,402,372
Township of Lower Paxton Pennsylvania, GO:		
5.00%, 04/01/42	435	488,818
5.00%, 04/01/46	1,435	1,607,358
Township of Upper Moreland Pennsylvania School District, GO, 5.00%, 10/01/34	130	148,534
		62,033,262
Education 20.5%		
County of Adams Pennsylvania IDA, Refunding RB, Gettysburg College:		
5.00%, 08/15/24	100	107,253
5.00%, 08/15/25	100	107,151
5.00%, 08/15/26	100	107,048
County of Cumberland Pennsylvania Municipal Authority, RB, AICUP Financing Program, Dickinson College Project, 5.00%, 11/01/19 ^(b)	200	211,880
County of Cumberland Pennsylvania Municipal Authority, Refunding RB, Diakon Lutheran: 6.38%, 01/01/19 ^(b)	900	939,825
6.38%, 01/01/39	100	103,219
County of Delaware Pennsylvania Authority, RB, Villanova University:		

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5.00%, 08/01/40	1,205	1,362,277
5.00%, 08/01/45	3,610	4,068,289
County of Delaware Pennsylvania Authority, Refunding RB:		
Cabrini University, 5.00%, 07/01/47	2,480	2,674,878
Haverford College, 5.00%, 05/15/20 ^(b)	340	365,204
Haverford College, 5.00%, 11/15/35	75	79,603
Villanova University, 5.25%, 12/01/19 ^(b)	100	106,650
County of Northampton Pennsylvania General Purpose Authority, Refunding RB:		
Moravian College, 5.00%, 10/01/36	610	675,923
St. Luke's University Health Network Project, 5.00%, 08/15/46	1,000	1,088,420
County of Westmoreland Pennsylvania Municipal Authority, Refunding RB, (BAM), 5.00%, 08/15/36	2,000	2,293,840
Pennsylvania Higher Educational Facilities Authority, RB, Thomas Jefferson University, 5.00%, 03/01/20 ^(b)	1,000	1,067,590
Pennsylvania Higher Educational Facilities Authority, RB, Series AT-1, 4.00%, 06/15/34	2,000	2,073,420
Pennsylvania Higher Educational Facilities Authority, Refunding RB:		
Drexel University, Series A, 5.25%, 05/01/21 ^(b)	3,700	4,105,705
Drexel University, Series A, 5.25%, 05/01/41	230	249,976
La Salle University, 5.00%, 05/01/37	1,325	1,398,113
La Salle University, 5.00%, 05/01/42	1,855	1,938,456

SCHEDULES OF INVESTMENTS

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Schedule of Investments (unaudited) (continued)

BlackRock MuniYield Pennsylvania Quality Fund (MPA)

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Par (000)</i>	<i>Value</i>
Education (continued)		
State System of Higher Education, Series AL, 5.00%, 06/15/35	\$ 280	\$ 298,600
Thomas Jefferson University, 5.00%, 09/01/45	2,000	2,213,060
University Properties, Inc. Student Housing Project, Series A, 5.00%, 07/01/35	300	321,465
Widener University, Series A, 5.25%, 07/15/33	1,580	1,716,970
Widener University, Series A, 5.50%, 07/15/38	385	418,730
Philadelphia Authority for Industrial Development, RB, University of Sciences, 5.00%, 11/01/42	2,710	3,028,642
Philadelphia Authority for Industrial Development, Refunding RB:		
1st Series, 5.00%, 04/01/45	2,170	2,437,409
La Salle University, 4.00%, 05/01/42	2,985	2,890,167
Swarthmore Borough Authority, Refunding RB, Swarthmore College Project, 5.00%, 09/15/38	830	948,424
Township of East Hempfield Pennsylvania IDA, RB, Student Services, Inc., Student Housing Project at Millersville University of Pennsylvania:		
5.00%, 07/01/35	485	515,172
5.00%, 07/01/35	435	465,824
5.00%, 07/01/45	300	316,554
5.00%, 07/01/47	820	869,430
University of Pittsburgh, RB, Commonwealth System of Higher Education Capital Project, Series B, 5.00%, 03/15/19 ^(b)	610	633,949
		42,199,116
Health 18.5%		
City of Pottsville Pennsylvania Hospital Authority, Refunding RB, Lehigh Valley Health, Series B, 5.00%, 07/01/41	3,000	3,327,870
County of Allegheny Pennsylvania Hospital Development Authority, RB, University of Pittsburgh Medical Center Health, Series B (NPFGC), 6.00%, 07/01/26	2,000	2,497,160
County of Berks IDA, Refunding RB, Tower Health Projects, 5.00%, 11/01/47	1,110	1,234,808
County of Berks Pennsylvania Municipal Authority, Refunding RB, Reading Hospital & Medical Center Project:		
Series A, 5.00%, 11/01/40	765	820,042
Series A3, 5.50%, 11/01/19 ^(b)	250	265,878
Series A3, 5.50%, 11/01/31	250	265,700
County of Centre Pennsylvania Hospital Authority, RB, Mount Nittany Medical Center Project, 7.00%, 11/15/21 ^(b)	2,410	2,873,419
County of Chester Health & Education Facilities Authority, Refunding RB, Main Line Health System, Series A, 5.00%, 10/01/52	2,290	2,563,792
County of Cumberland Pennsylvania Municipal Authority, Refunding RB:		
Asbury Pennsylvania Obligated Group, 5.25%, 01/01/41	210	216,497
Diakon Lutheran Social Ministries, 5.00%, 01/01/38	2,600	2,820,948

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County of Dauphin General Authority, Refunding RB, Pinnacle Health System Project, 6.00%, 06/01/19 ^(b)	240	254,201
County of Franklin Pennsylvania IDA, Refunding RB, Chambersburg Hospital Project, 5.38%, 07/01/42	415	443,224
County of Lancaster Pennsylvania Hospital Authority, Refunding RB, Masonic Villages of The Grand Lodge of Pennsylvania Project: 5.00%, 11/01/28	575	652,182
5.00%, 11/01/35	425	471,792
County of Montgomery Pennsylvania Higher Education & Health Authority, Refunding RB, Abington Memorial Hospital Obligated Group, Series A, 5.13%, 06/01/19 ^(b)	490	513,701
County of Montgomery Pennsylvania IDA, RB, Acts Retirement-Life Communities, Series A-1, 6.25%, 11/15/19 ^(b)	235	254,202
County of Montgomery Pennsylvania IDA, Refunding RB: Acts Retirement-Life Communities, 5.00%, 11/15/27	865	944,615
Acts Retirement-Life Communities, 5.00%, 11/15/28	555	603,968
	<i>Par</i>	
<i>Security</i>	<i>(000)</i>	<i>Value</i>
Health (continued)		
Whitemarsh Continuing Care Retirement Community, 5.25%, 01/01/40	\$ 220	\$ 222,787
County of Union Pennsylvania Hospital Authority, Refunding RB, Evangelical Community Hospital Project, 7.00%, 08/01/41	460	509,689
County of Wayne Hospital & Health Facilities Authority, RB, Wayne Memorial Hospital Project, Series A, 4.00%, 07/01/46	2,595	2,643,994
Geisinger Authority Pennsylvania, RB, Health System, Series A, 5.25%, 06/01/19 ^(b)	1,000	1,049,330
Geisinger Authority Pennsylvania, Refunding RB, Health System, Series A-2, 5.00%, 02/15/39	4,050	4,584,114
Lancaster IDA, Refunding RB, Garden Spot Village Project: 5.38%, 05/01/28	520	577,387
5.75%, 05/01/35	865	968,065
Pennsylvania Higher Educational Facilities Authority, Refunding RB, University of Pittsburgh Medical Center, Series E, 5.00%, 05/15/31	1,000	1,060,910
Philadelphia Hospitals & Higher Education Facilities Authority, RB, The Children s Hospital of Philadelphia Project, Series C, 5.00%, 07/01/41	940	1,032,628
Philadelphia Hospitals & Higher Education Facilities Authority, Refunding RB, Presbyterian Medical Center, 6.65%, 12/01/19 ^(d)	900	965,214
South Fork Municipal Authority, Refunding RB, Conemaugh Valley Memorial Hospital, Series B (AGC), 5.38%, 07/01/20 ^(b)	2,055	2,228,771
Southcentral Pennsylvania General Authority, Refunding RB, Wellspan Health Obligation Group, Series A ^(b) : 6.00%, 12/01/18	595	617,205
6.00%, 12/01/18	655	679,445
		38,163,538
Housing 9.6%		
City of Philadelphia Pennsylvania, GO, Refunding, Series A, 5.00%, 08/01/37	1,360	1,544,810
Pennsylvania HFA, RB: Brinton Manor Apartments & Brinton Towers, M/F Housing, Series A, 4.25%, 10/01/35	400	408,116
Brinton Manor Apartments & Brinton Towers, M/F Housing, Series A, 4.50%, 10/01/40	400	412,536
S/F Housing Mortgage, Series 114-C, 3.65%, 10/01/37	1,705	1,709,007
S/F Housing Mortgage, Series 118-B, 4.05%, 10/01/40	1,000	1,023,070
S/F Housing Mortgage, Series 2015-117-B, 4.05%, 10/01/40	1,600	1,634,640

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Pennsylvania HFA, Refunding RB, S/F Housing Mortgage:		
Series 115-A, AMT, 4.20%, 10/01/33	705	734,053
Series 119, 3.50%, 10/01/36	1,515	1,510,834
Pennsylvania Housing Finance Agency, RB, S/F, Series 125B, 3.65%, 10/01/42	3,330	3,266,064
Philadelphia Housing Authority, RB, Capital Fund Program, M/F Housing, Series A (AGM), 5.50%, 12/01/18	3,000	3,010,620
Philadelphia IDA, RB, Series A:		
3.50%, 12/01/36	790	759,332
4.00%, 12/01/46	2,970	2,985,266
4.00%, 12/01/51	790	791,130
		19,789,478
State 9.8%		
Commonwealth of Pennsylvania, GO, 1st Series ^(b) :		
5.00%, 06/01/22	2,460	2,785,384
5.00%, 04/01/23	1,000	1,151,770
Commonwealth of Pennsylvania, GO, Refunding, , 1st Series, 4.00%, 01/01/30	3,000	3,168,090
Pennsylvania Economic Development Financing Authority, RB, AMT, 5.00%, 06/30/42	7,500	8,313,375

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Schedule of Investments (unaudited) (continued)

BlackRock MuniYield Pennsylvania Quality Fund (MPA)

January 31, 2018

(Percentages shown are based on Net Assets)

<i>Security</i>	<i>Par (000)</i>	<i>Value</i>
State (continued)		
Pennsylvania Turnpike Commission, RB, Oil Franchise Tax, Remarketing, Series C (NPFGC), 5.00%, 12/01/18 ^(b)	\$ 4,600	\$ 4,735,792
		20,154,411
Transportation 19.4%		
City of Philadelphia Pennsylvania, ARB, Series A, 5.00%, 06/15/40	3,825	4,066,281
City of Philadelphia Pennsylvania, Refunding RB, AMT, Series B, 5.00%, 07/01/42	3,305	3,716,506
Delaware River Joint Toll Bridge Commission, RB, Bridge System, 5.00%, 07/01/42	1,500	1,715,310
Delaware River Port Authority, RB:		
5.00%, 01/01/29	475	540,175
5.00%, 01/01/37	2,285	2,565,118
Series D, 5.00%, 01/01/40	750	791,160
Series D (AGM), 5.00%, 01/01/40	1,560	1,650,137
Pennsylvania Economic Development Financing Authority, Refunding RB, Amtrak Project, Series A, AMT, 5.00%, 11/01/41	6,025	6,487,841
Pennsylvania Turnpike Commission, RB:		
CAB, Sub-Series A-3, 0.00%, 12/01/42 ^(c)	4,760	1,667,190
CAB, Sub-Series A-3 (AGM), 0.00%, 12/01/40 ^(c)	1,275	519,677
Sub-Series A, 5.13%, 12/01/20 ^(b)	75	81,720
Sub-Series A, 5.13%, 12/01/20 ^(b)	25	27,240
Sub-Series B-1, 5.00%, 06/01/42	2,345	2,605,084
Pennsylvania Turnpike Commission, Refunding RB:		
2nd Series, Turnpike Subordinate, 5.00%, 12/01/36	1,205	1,349,937
Sub-Series A-1, 5.25%, 12/01/45	3,270	3,711,548
Sub-Series B (AGM), 5.25%, 06/01/19 ^(b)	1,695	1,778,614
Sub-Series B (AGM), 5.25%, 06/01/19 ^(b)	1,805	1,894,041
Southeastern Pennsylvania Transportation Authority, RB, Capital Grant Receipts ^(b) :		
5.00%, 06/01/21	1,860	2,054,072
5.00%, 06/01/21	2,465	2,722,198
		39,943,849
Utilities 7.2%		
City of Philadelphia Pennsylvania Gas Works, RB, 9th Series:		
5.25%, 08/01/20 ^(b)	660	717,387
5.25%, 08/01/40	1,040	1,113,518
City of Philadelphia Pennsylvania Gas Works, Refunding RB:		
5.00%, 08/01/30	800	909,008
5.00%, 08/01/31	600	680,466
5.00%, 08/01/32	800	906,136

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5.00%, 08/01/33	400	451,636
5.00%, 08/01/34	700	788,368
City of Philadelphia Pennsylvania Water & Wastewater, RB:		
Series A, 5.25%, 01/01/19 ^(b)	800	827,640
Series A, 5.25%, 10/01/52	810	937,575
Series C (AGM), 5.00%, 08/01/40	3,350	3,567,448
County of Allegheny Pennsylvania Sanitary Authority, RB, Sewer Improvement (BAM), 5.25%, 12/01/41	1,410	1,594,583
County of Bucks Pennsylvania Water & Sewer Authority, RB, Water System (AGM), 5.00%, 12/01/21 ^(b)	30	33,608
County of Delaware Pennsylvania Regional Water Quality Control Authority, RB, Sewer Improvements, 5.00%, 05/01/23 ^(b)	420	484,718
Pennsylvania Economic Development Financing Authority, RB, Philadelphia Biosolids Facility, 6.25%, 01/01/32	1,605	1,703,740
		14,715,831

Total Municipal Bonds 118.1%

(Cost \$233,828,333)

243,133,330

	<i>Par</i> <i>(000)</i>	<i>Value</i>
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Security

Municipal Bonds Transferred to Tender Option Bond Trusts^(e)

Pennsylvania 47.4%

Education 15.6%

County of Northampton General Purpose Authority, Refunding RB, Lafayette College, 5.00%, 11/01/47	\$ 3,900	\$ 4,445,093
Pennsylvania Higher Educational Facilities Authority, RB:		
State System of Higher Education, Series AR, 4.00%, 06/15/38	11,335	11,610,990
University of Pennsylvania Health System, Series A, 5.75%, 08/15/21 ^(b)	5,120	5,816,858
University of Pennsylvania Health System, Series A, 4.00%, 08/15/39	7,815	8,007,172
University of Pittsburgh Pennsylvania, RB, The Commonwealth System of Higher Education, Capital Project, Series B, 5.00%, 03/15/19 ^(b)	2,202	2,286,743
		32,166,856

Health 13.4%

Geisinger Authority Pennsylvania, RB, Health System:

Series A, 5.13%, 06/01/19 ^(b)	3,000	3,140,865
Series A, 5.25%, 06/01/19 ^(b)	3,128	3,279,276
Series A-1, 5.13%, 06/01/41	7,430	7,954,240
Pennsylvania Economic Development Financing Authority, RB, University of Pittsburgh Medical Center, Series B, 4.00%, 03/15/40	8,000	8,181,480
Philadelphia Hospitals & Higher Education Facilities Authority, RB, The Children's Hospital of Philadelphia Project, Series C, 5.00%, 07/01/41	4,680	5,135,738
		27,691,599

Housing 2.7%

Pennsylvania HFA, Refunding RB, S/F Mortgage, AMT:

Series 114A, 3.70%, 10/01/42	2,675	2,726,406
Series 115A, 4.20%, 10/01/33	2,810	2,924,283

		5,650,689
State 11.8%		
Commonwealth of Pennsylvania, GO, 1st Series, 5.00%, 03/15/19 ^(b)	6,028	6,260,261
General Authority of Southcentral Pennsylvania, Refunding RB, Wellspan Health Obligated Group, Series A, 5.00%, 06/01/44	7,000	7,648,585
Pennsylvania Turnpike Commission, RB, Oil Franchise Tax, Remarketing, Series C (NPFGC), 5.00%, 12/01/18 ^(b)	10,000	10,291,900
		24,200,746
Transportation 2.0%		
Pennsylvania Turnpike Commission, RB, Sub-Series A, 5.50%, 12/01/42	1,680	1,945,827
Pennsylvania Turnpike Commission, Refunding RB, Sub Series B-2 (AGM), 5.00%, 06/01/35	1,850	2,106,900
		4,052,727
Utilities 1.9%		
County of Westmoreland Pennsylvania Municipal Authority, Refunding RB, (BAM), 5.00%, 08/15/42	3,493	3,903,526
Total Municipal Bonds Transferred to Tender Option Bond Trusts 47.4% (Cost \$94,138,483)		97,666,143
Total Long-Term Investments 165.5% (Cost \$327,966,816)		340,799,473

Table of ContentsSchedule of Investments (unaudited) (continued) **BlackRock MuniYield Pennsylvania Quality Fund (MPA)**January 31, 2018 **(Percentages shown are based on Net Assets)**

<i>Security</i>	<i>Shares</i>	<i>Value</i>
Short-Term Securities 0.1%		
BlackRock Liquidity Funds, MuniCash, Institutional Class, 0.95% ^{(f)(g)}	183,514 \$	183,533
Total Short-Term Securities 0.1% (Cost \$183,533)		183,533
Total Investments 165.6% (Cost \$328,150,349)		340,983,006
Other Assets Less Liabilities 1.5%		3,065,706
Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (27.1)%		(55,826,451)
VRDP Shares at Liquidation Value, Net of Deferred Offering Costs (40.0)%		(82,336,361)
Net Assets Applicable to Common Shares 100.0%		\$ 205,885,900

(a) Variable rate security. Rate as of period end and maturity is the date the principal owed can be recovered through demand.

(b) U.S. Government securities, held in escrow, are used to pay interest on this security, as well as to retire the bond in full at the date indicated, typically at a premium to par.

(c) Zero-coupon bond.

(d) Security is collateralized by municipal bonds or U.S. Treasury obligations.

(e) Represent bonds transferred to a TOB Trust in exchange of cash and residual certificates received by the Fund.

These bonds serve as collateral in a secured borrowing. See Note 4 of the Notes to Financial Statements for details.

(f) Annualized 7-day yield as of period end.

(g) During the period ended January 31, 2018, investments in issuers considered to an affiliate of the Fund for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

<i>Affiliated</i>	<i>Shares Held at 7/31/2017</i>	<i>Net Activity</i>	<i>Shares Held at 01/31/18</i>	<i>Value at 01/31/18</i>	<i>Income</i>	<i>Change in NetUnrealized Appreciation (Depreciation)</i>
BlackRock Liquidity Funds, MuniCash, Institutional Class	489,482	(305,968)	183,514	\$ 183,533	\$ 1,388	\$ 6 \$

(a) Includes net capital gain distributions, if applicable.

For Fund compliance purposes, the Fund's sector classifications refer to one or more of the sector sub-classifications used by one or more widely recognized market indexes or rating group indexes, and/or as defined by the investment adviser. These definitions may not apply for purposes of this report, which may combine such sector sub-classifications for reporting ease.

Derivative Financial Instruments Outstanding as of Period End

Futures Contracts

<i>Description</i>	<i>Number of Contracts</i>	<i>Expiration Date</i>	<i>Notional Amount (000)</i>	<i>Value/ Unrealized Appreciation (Depreciation)</i>
Short Contracts:				
10-Year U.S. Treasury Note	48	03/20/18	\$ 5,836	\$ 135,336
Long U.S. Treasury Bond	110	03/20/18	16,259	528,321
5-Year U.S. Treasury Note	21	03/29/18	2,409	29,275
				\$ 692,932

Derivative Financial Instruments Categorized by Risk Exposure

As of period end, the fair values of derivative financial instruments located in the Statements of Assets and Liabilities were as follows:

Assets	Commodity Contracts	Credit Contracts	Equity Contracts	Foreign Currency Exchange Contracts	Interest Rate Contracts	Other Contracts	Total
Derivative Financial Instruments							
Futures contracts							
Net unrealized appreciation ^(a)	\$	\$	\$	\$	\$ 692,932	\$	\$ 692,932

(a) Includes cumulative appreciation (depreciation) on futures contracts, if any, as reported in the Schedule of Investments. Only current day's variation margin is reported within the Statements of Assets and Liabilities.

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Schedule of Investments (unaudited) (continued)

BlackRock MuniYield Pennsylvania Quality Fund (MPA)

January 31, 2018

For the six months ended January 31, 2018, the effect of derivative financial instruments in the Statements of Operations was as follows:

	<i>Commodity Contracts</i>	<i>Credit Contracts</i>	<i>Equity Contracts</i>	<i>Foreign Currency Exchange Contracts</i>	<i>Interest Rate Contracts</i>	<i>Other Contracts</i>	<i>Total</i>
Net Realized Gain (Loss) from:							
Futures contracts	\$	\$	\$	\$	\$ 221,603	\$	\$ 221,603
Net Change in Unrealized Appreciation (Depreciation) on:							
Futures contracts	\$	\$	\$	\$	\$ 716,366	\$	\$ 716,366

Average Quarterly Balances of Outstanding Derivative Financial Instruments

Futures contracts:

Average notional value of contracts short \$ 20,967,121

For more information about the Fund's investment risks regarding derivative financial instruments, refer to the Notes to Financial Statements.

Fair Value Hierarchy as of Period End

Various inputs are used in determining the fair value of investments and derivative financial instruments. For information about the Fund's policy regarding valuation of investments and derivative financial instruments, refer to the Notes to Financial Statements.

The following tables summarize the Fund's investments and derivative financial instruments categorized in the disclosure hierarchy:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Assets:				
Investments:				
Long-Term Investments ^(a)	\$	\$ 340,799,473	\$	\$ 340,799,473
Short-Term Securities	183,533			183,533
	\$ 183,533	\$ 340,799,473	\$	\$ 340,983,006

Derivative Financial Instruments^(b)

Assets:

Interest rate contracts	\$ 692,932	\$	\$	\$ 692,932
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^(a) See above Schedule of Investments for values in each sector.

^(b) Derivative financial instruments are futures contracts which are valued at the unrealized appreciation (depreciation) on the instrument.

The Fund may hold assets and/or liabilities in which the fair value approximates the carrying amount for financial statement purposes. As of period end, such assets and/or liabilities are categorized within the disclosure hierarchy as follows:

	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>	<i>Total</i>
Liabilities:				
TOB Trust Certificates	\$	\$ (55,651,315)	\$	\$ (55,651,315)
VRDP Shares at Liquidation Value		(82,600,000)		(82,600,000)
	\$	\$ (138,251,315)	\$	\$ (138,251,315)

During the six months ended January 31, 2018, there were no transfers between levels.

See notes to financial statements.

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Statements of Assets and Liabilities (unaudited)

January 31, 2018

	MUC	MUJ	MFT	MIY	MPA
ASSETS					
Investments at value unaffiliated ^(a)	\$ 1,045,826,905	\$ 757,062,932	\$ 205,638,254	\$ 726,942,957	\$ 340,799,473
Investments at value affiliated ^(b)	5,037,265	5,842,159	763,052	2,598,261	183,533
Cash pledged for futures contracts	845,502	627,000	104,550	484,950	335,800
Receivables:					
Interest unaffiliated	15,133,501	5,632,450	2,222,896	8,247,833	3,440,098
Investments sold		1,554,938	2,632,067		438,139
Variation margin on futures contracts	29,563	17,437	5,000	15,500	5,625
Dividends affiliated	3,665	3,619	370	655	42
Prepaid expenses	21,810	17,159	7,253	16,750	9,698
Other assets		771	672	1,870	347
Total assets	1,066,898,211	770,758,465	211,374,114	738,308,776	345,212,755
ACCRUED LIABILITIES					
Bank overdraft	273,441	243,091	86,948	294,601	30,793
Payables:					
Investments purchased			3,593,960		
Income dividends Common Shares	2,193,633	1,794,155	567,961	1,685,962	831,852
Investment advisory fees	453,559	328,763	88,084	308,504	144,363
Interest expense and fees	746,926	165,517	83,197	150,160	175,136
Directors and Officers fees	335,246	5,040	1,458	5,246	10,734
Other accrued expenses	176,773	146,620	76,484	140,419	98,176
Variation margin on futures contracts	104,126	78,312	12,250	62,125	48,125
Total accrued liabilities	4,283,704	2,761,498	4,510,342	2,647,017	1,339,179
OTHER LIABILITIES					
TOB Trust Certificates	184,575,266	67,964,668	29,900,580	54,167,057	55,651,315
VRDP Shares, at liquidation value of \$100,000 per share, net		236,618,420		231,470,963	82,336,361

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of deferred offering costs ^{(c)(d)}					
VMTP Shares, at liquidation value of \$100,000 per share ^{(c)(d)}	254,000,000		56,500,000		
Total other liabilities	438,575,266	304,583,088	86,400,580	285,638,020	137,987,676
Total liabilities	442,858,970	307,344,586	90,910,922	288,285,037	139,326,855
NET ASSETS APPLICABLE TO COMMON SHAREHOLDERS					
SHAREHOLDERS	\$ 624,039,241	\$ 463,413,879	\$ 120,463,192	\$ 450,023,739	\$ 205,885,900
NET ASSETS APPLICABLE TO COMMON SHAREHOLDERS CONSIST OF					
Paid-in capital ^{(e)(f)}	\$ 581,297,061	\$ 424,108,509	\$ 118,050,320	\$ 419,045,924	\$ 195,608,177
Undistributed net investment income	1,841,246	2,704,013	1,091,494	845,091	661,106
Accumulated net realized loss	(3,462,105)	(6,139,254)	(11,053,135)	(5,032,700)	(3,908,972)
Net unrealized appreciation (depreciation)	44,363,039	42,740,611	12,374,513	35,165,424	13,525,589
NET ASSETS APPLICABLE TO COMMON SHAREHOLDERS					
SHAREHOLDERS	\$ 624,039,241	\$ 463,413,879	\$ 120,463,192	\$ 450,023,739	\$ 205,885,900
Net asset value per Common Share	\$ 15.22	\$ 15.37	\$ 14.21	\$ 15.21	\$ 15.42
(a) Investments at cost unaffiliated	\$ 1,003,432,299	\$ 715,688,954	\$ 193,496,745	\$ 692,867,520	\$ 327,966,816
(b) Investments at cost affiliated	\$ 5,036,873	\$ 5,841,800	\$ 763,052	\$ 2,598,223	\$ 183,533
(c) Preferred Shares outstanding:					
Par value \$0.05 per share			565		826
Par value \$0.10 per share	2,540	2,371		2,319	
(d) Preferred Shares authorized	18,140	9,847	1,000,000	8,046	1,000,000
(e) Common Shares outstanding, par value \$0.10 per share	41,002,483	30,153,865	8,477,033	29,578,269	13,352,365
(f) Common Shares authorized	199,981,860	199,990,153	unlimited	199,991,954	unlimited

See notes to financial statements.

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Statements of Operations (unaudited)

Six Months Ended January 31, 2018

	MUC	MUJ	MFT	MIY	MPA
INVESTMENT INCOME					
Interest unaffiliated	\$ 20,322,537	\$ 15,925,325	\$ 4,641,300	\$ 14,971,190	\$ 7,146,674
Dividends affiliated	10,629	19,751	2,826	17,067	1,388
Total investment income	20,333,166	15,945,076	4,644,126	14,988,257	7,148,062
EXPENSES					
Investment advisory	2,977,378	1,957,040	523,159	1,833,216	859,896
Accounting services	65,154	50,205	18,032	49,882	26,864
Professional	61,633	52,432	28,704	46,618	37,741
Directors and Officer	41,253	22,288	5,883	21,857	10,306
Custodian	21,125	16,420	5,520	16,360	7,909
Rating agency	20,774	20,761	20,618	20,758	20,640
Transfer agent	19,876	16,945	9,706	17,853	13,638
Miscellaneous	18,495	16,083	12,294	18,114	13,797
Printing	6,966	6,252	4,642	6,101	5,163
Registration	6,770	4,979	4,028	4,883	4,028
Liquidity fees		12,173			
Remarketing fees on Preferred Shares		11,953			
Total expenses excluding interest expense, fees and amortization of offering costs	3,239,424	2,187,531	632,586	2,035,642	999,982
Interest expense, fees and amortization of offering cost ^(a)	3,982,290	2,849,160	806,708	2,650,985	1,248,395
Total expenses	7,221,714	5,036,691	1,439,294	4,686,627	2,248,377
Less fees waived and/or reimbursed by the Manager	(266,563)	(2,457)	(246)	(2,042)	(100)
Total expenses after fees waived and/or reimbursed	6,955,151	5,034,234	1,439,048	4,684,585	2,248,277
Net investment income	13,378,015	10,910,842	3,205,078	10,303,672	4,899,785

REALIZED AND UNREALIZED GAIN (LOSS)

Net realized gain (loss) from:

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Investments unaffiliated	(190,222)	(146,086)	350,841	70,553	301,743
Investments affiliated	(702)	(179)	(697)	(379)	(341)
Futures contracts	334,205	510,205	104,393	245,259	221,603
Capital gain distributions from investment companies affiliated	70	771	672	1,870	347
	143,351	364,711	455,209	317,303	523,352
Net change in unrealized appreciation (depreciation) on:					
Investments unaffiliated	(13,899,251)	(6,926,958)	(3,765,157)	(8,580,176)	(5,418,545)
Investments affiliated	392	(937)	(62)	(937)	
Futures contracts	2,025,317	1,399,184	243,818	1,156,181	716,366
	(11,873,542)	(5,528,711)	(3,521,401)	(7,424,932)	(4,702,179)
Net realized and unrealized loss	(11,730,191)	(5,164,000)	(3,066,192)	(7,107,629)	(4,178,827)
NET INCREASE IN NET ASSETS APPLICABLE TO COMMON SHAREHOLDERS RESULTING FROM OPERATIONS	\$ 1,647,824	\$ 5,746,842	\$ 138,886	\$ 3,196,043	\$ 720,958

(a) Related to TOB Trusts, VMTP Shares and/or VRDP Shares.
See notes to financial statements.

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Statements of Changes in Net Assets

	MUC		MUJ	
	Six Months Ended	Year Ended	Six Months Ended	Year Ended
	01/31/18	07/31/17	01/31/18	07/31/17
	(unaudited)		(unaudited)	
<i>INCREASE (DECREASE) IN NET ASSETS</i>				
<i>APPLICABLE TO COMMON</i>				
<i>SHAREHOLDERS</i>				
OPERATIONS				
Net investment income	\$ 13,378,015	\$ 28,403,294	\$ 10,910,842	\$ 23,273,679
Net realized gain (loss)	143,351	(81,657)	364,711	2,041,890
Net change in unrealized appreciation (depreciation)	(11,873,542)	(38,324,240)	(5,528,711)	(30,478,706)
Net increase (decrease) in net assets applicable to Common Shareholders resulting from operations	1,647,824	(10,002,603)	5,746,842	(5,163,137)
DISTRIBUTIONS TO COMMON				
SHAREHOLDERS^(a)				
From net investment income	(14,473,877)	(30,259,832)	(11,750,298)	(24,477,822)
<i>NET ASSETS APPLICABLE TO COMMON</i>				
<i>SHAREHOLDERS</i>				
Total decrease in net assets applicable to Common Shareholders	(12,826,053)	(40,262,435)	(6,003,456)	(29,640,959)
Beginning of period	636,865,294	677,127,729	469,417,335	499,058,294
End of period	\$ 624,039,241	\$ 636,865,294	\$ 463,413,879	\$ 469,417,335
Undistributed net investment income, end of period	\$ 1,841,246	\$ 2,937,108	\$ 2,704,013	\$ 3,543,469

^(a) Distributions for annual periods determined in accordance with U.S. federal income tax regulations.
See notes to financial statements.

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Statements of Changes in Net Assets (continued)

	MFT		MIY	
	Six Months Ended	Year Ended	Six Months Ended	Year Ended
	01/31/18	07/31/17	01/31/18	07/31/17
	(unaudited)		(unaudited)	
<i>INCREASE (DECREASE) IN NET ASSETS</i>				
<i>APPLICABLE TO COMMON</i>				
<i>SHAREHOLDERS</i>				
OPERATIONS				
Net investment income	\$ 3,205,078	\$ 6,659,734	\$ 10,303,672	\$ 22,046,333
Net realized gain	455,209	282,759	317,303	2,178,831
Net change in unrealized appreciation (depreciation)	(3,521,401)	(7,955,841)	(7,424,932)	(27,549,239)
Net increase (decrease) in net assets applicable to Common Shareholders resulting from operations	138,886	(1,013,348)	3,196,043	(3,324,075)
DISTRIBUTIONS TO COMMON				
SHAREHOLDERS^(a)				
From net investment income	(3,407,719)	(7,050,927)	(11,059,847)	(22,756,840)
CAPITAL SHARE TRANSACTIONS				
Net increase in net assets resulting from capital share transactions	27,009	29,921		
<i>NET ASSETS APPLICABLE TO COMMON</i>				
<i>SHAREHOLDERS</i>				
Total decrease in net assets applicable to Common Shareholders	(3,241,824)	(8,034,354)	(7,863,804)	(26,080,915)
Beginning of period	123,705,016	131,739,370	457,887,543	483,968,458
End of period	\$ 120,463,192	\$ 123,705,016	\$ 450,023,739	\$ 457,887,543
Undistributed net investment income, end of period	\$ 1,091,494	\$ 1,294,135	\$ 845,091	\$ 1,601,266

^(a) Distributions for annual periods determined in accordance with U.S. federal income tax regulations.

See notes to financial statements.

FINANCIAL STATEMENTS

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Statements of Changes in Net Assets (continued)

	MPA	
	Six Months Ended	Year Ended
	01/31/18	07/31/17
	(unaudited)	
<i>INCREASE (DECREASE) IN NET ASSETS APPLICABLE TO COMMON SHAREHOLDERS</i>		
OPERATIONS		
Net investment income	\$ 4,899,785	\$ 10,153,571
Net realized gain	523,352	463,675
Net change in unrealized (depreciation)	(4,702,179)	(14,202,647)
Net increase (decrease) in net assets applicable to Common Shareholders resulting from operations	720,958	(3,585,401)
DISTRIBUTIONS TO COMMON SHAREHOLDERS^(a)		
From net investment income	(5,005,414)	(9,982,228)
<i>NET ASSETS APPLICABLE TO COMMON SHAREHOLDERS</i>		
Total decrease in net assets applicable to Common Shareholders	(4,284,456)	(13,567,629)
Beginning of period	210,170,356	223,737,985
End of period	\$ 205,885,900	\$ 210,170,356
Undistributed net investment income, end of period	\$ 661,106	\$ 766,735

^(a) Distributions for annual periods determined in accordance with U.S. federal income tax regulations.
See notes to financial statements.

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Statements of Cash Flows (unaudited)

Six Months Ended January 31, 2018

	MUC	MUJ	MFT	MIY	MPA
CASH PROVIDED BY (USED FOR) OPERATING ACTIVITIES					
Net increase in net assets resulting from operations	\$ 1,647,824	\$ 5,746,842	\$ 138,886	\$ 3,196,043	\$ 720,958
Adjustments to reconcile net increase in net assets resulting from operations to net cash provided by operating activities:					
Proceeds from sales of long-term investments	64,477,478	43,841,833	29,767,431	25,187,748	35,860,778
Purchases of long-term investments	(66,338,371)	(63,041,178)	(32,818,618)	(30,833,111)	(36,803,008)
Net (purchases) sales of short-term securities	(4,443,922)	14,621,447	(139,646)	2,068,964	305,804
Amortization of premium and accretion of discount on investments and other fees	3,765,928	392,435	420,830	1,751,089	411,621
Net realized (gain) loss on investments	190,924	146,265	(350,144)	(70,174)	(301,402)
Net unrealized loss on investments	13,898,859	6,927,895	3,765,219	8,581,113	5,418,545
(Increase) Decrease in Assets:					
Cash pledged for futures contracts	(402,002)	(251,000)	10,000	69,000	(154,000)
Receivables:					
Interest unaffiliated	(495,555)	(153,166)	1,449	(61,817)	(101,706)
Dividends affiliated	(2,825)	3,032	(24)	1,626	153
Variation margin on futures contracts	(5,438)	4,391	1,211	15,562	4,547
Prepaid expenses	1,912	16,906	8,384	17,060	6,807
Other assets		(771)	(672)	(1,870)	(347)
Increase (Decrease) in Liabilities:					
Payables:					
Investment advisory fees	(445,090)	(307,292)	(84,669)	(297,869)	(139,639)
Interest expense and fees	191,882	62,666	28,904	41,185	50,523
Directors and Officer's fees	(2,221)	(1,463)	(301)	(1,146)	(246)
Variation margin on futures contracts	104,126	78,312	12,250	62,125	48,125
Other accrued expenses	(124,124)	(111,762)	(48,121)	(102,219)	(69,149)

Net cash provided by operating activities	12,019,385	7,975,392	712,369	9,623,309	5,258,364
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CASH PROVIDED BY (USED FOR) FINANCING ACTIVITIES

Proceeds from TOB Trust Certificates	11,330,000	4,087,722	2,948,609	7,930,017	1,023,036
Repayments of TOB Trust Certificates	(8,439,999)		(276,766)	(5,765,142)	(1,198,111)
Proceeds from Loan for TOB Trust Certificates			256,778	765,142	1,023,036
Repayments of Loan for TOB Trust Certificates			(256,778)	(1,265,017)	(1,023,036)
Cash dividends paid to Common Shareholders	(14,801,897)	(11,991,529)	(3,382,587)	(11,266,894)	(5,005,414)
Decrease in bank overdraft	(107,489)	(81,184)	(1,625)	(26,247)	(83,489)
Amortization of deferred offering costs		9,599		4,832	5,614
Net cash used for financing activities	(12,019,385)	(7,975,392)	(712,369)	(9,623,309)	(5,258,364)

CASH

Net increase (decrease) in cash
Cash at beginning of period

Cash at end of period	\$	\$	\$	\$	\$
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SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION

Cash paid during the period for interest expense	\$ 3,790,408	\$ 2,776,895	\$ 777,804	\$ 2,604,968	\$ 1,192,258
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NON-CASH FINANCING ACTIVITIES

Capital shares issued in reinvestment of distributions paid to Common Shareholders	\$	\$	\$ 27,009	\$	\$
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See notes to financial statements.

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Financial Highlights

(For a share outstanding throughout each period)

	Six Months Ended 01/31/18 (unaudited)	MUC Year Ended July 31,				
		2017	2016	2015	2014	2013
Net asset value, beginning of period	\$ 15.53	\$ 16.51	\$ 15.78	\$ 15.82	\$ 14.52	\$ 16.41
Net investment income ^(a)	0.33	0.69	0.77	0.78	0.82	0.86
Net realized and unrealized gain (loss)	(0.29)	(0.93)	0.76	(0.00) ^(b)	1.34	(1.82)
Net increase (decrease) from investment operations	0.04	(0.24)	1.53	0.78	2.16	(0.96)
Distributions to Common Shareholders from net investment income ^(c)	(0.35)	(0.74)	(0.80)	(0.82)	(0.86)	(0.93)
Net asset value, end of period	\$ 15.22	\$ 15.53	\$ 16.51	\$ 15.78	\$ 15.82	\$ 14.52
Market price, end of period	\$ 13.57	\$ 14.75	\$ 16.28	\$ 14.28	\$ 14.04	\$ 13.31
Total Return Applicable to Common Shareholders^(d)						
Based on net asset value	0.41% ^(e)	(1.08)%	10.20%	5.52%	15.94%	(6.16)%
Based on market price	(5.74)% ^(e)	(4.73)%	20.08%	7.60%	12.25%	(13.71)%
Ratios to Average Net Assets Applicable to Common Shareholders						
Total expenses	2.25% ^(f)	2.04%	1.60%	1.47%	1.57%	1.64%

Total expenses after fees waived and/or reimbursed and paid indirectly	2.17% ^(f)	1.96%	1.55%	1.45%	1.51%	1.56%
Total expenses after fees waived and/or reimbursed and paid indirectly and excluding interest expense and fees, and amortization of offering costs ^(g)	0.93% ^(f)	0.93%	0.93%	0.93%	0.93%	0.92%
Net investment income to Common Shareholders	4.17% ^(f)	4.44%	4.79%	4.88%	5.44%	5.27%

Supplemental Data

Net assets applicable to Common Shareholders, end of period (000)	\$ 624,039	\$ 636,865	\$ 677,128	\$ 646,897	\$ 648,837	\$ 595,269
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VMTP Shares outstanding at \$100,000 liquidation value, end of period (000)	\$ 254,000	\$ 254,000	\$ 254,000	\$ 254,000	\$ 254,000	\$ 254,000
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Asset coverage per VMTP Shares at \$100,000 liquidation value, end of period	\$ 345,685	\$ 350,734	\$ 366,586	\$ 354,684	\$ 355,448	\$ 334,358
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Borrowings outstanding, end of period (000)	\$ 184,575	\$ 181,685	\$ 169,699	\$ 161,571	\$ 88,271	\$ 172,316
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Portfolio turnover rate	5%	19%	21%	25%	25%	34%
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(a) Based on average Common Shares outstanding.

(b) Amount is greater than \$(0.005) per share.

(c) Distributions for annual periods determined in accordance with U.S. federal income tax regulations.

(d) Total returns based on market price, which can be significantly greater or less than the net asset value, may result in substantially different returns. Where applicable, excludes the effects of any sales charges and assumes the reinvestment of distributions at actual reinvestment prices.

(e) Aggregate total return.

(f) Annualized.

(g)

Interest expense, fees and amortization of offering costs related to TOB Trusts and/or VMTP Shares. See Note 4 and Note 10 of the Notes to Financial Statements for details.

See notes to financial statements.

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Financial Highlights (continued)

(For a share outstanding throughout each period)

	Six Months Ended 01/31/18 (unaudited)	MUJ Year Ended July 31,				
		2017	2016	2015	2014	2013
Net asset value, beginning of period	\$ 15.57	\$ 16.55	\$ 15.62	\$ 15.74	\$ 14.51	\$ 16.54
Net investment income ^(a)	0.36	0.77	0.84	0.84	0.86	0.86
Net realized and unrealized gain (loss)	(0.17)	(0.94)	0.96	(0.07)	1.27	(2.00)
Net increase (decrease) from investment operations	0.19	(0.17)	1.80	0.77	2.13	(1.14)
Distributions to Common Shareholders:^(b)						
From net investment income	(0.39)	(0.81)	(0.87)	(0.89)	(0.89)	(0.89)
From net realized gain					(0.01)	
Total distributions	(0.39)	(0.81)	(0.87)	(0.89)	(0.90)	(0.89)
Net asset value, end of period	\$ 15.37	\$ 15.57	\$ 16.55	\$ 15.62	\$ 15.74	\$ 14.51
Market price, end of period	\$ 13.62	\$ 14.88	\$ 16.12	\$ 13.55	\$ 14.11	\$ 13.30
Total Return Applicable to Common Shareholders^(c)						
Based on net asset value	1.42% ^(d)	(0.57)%	12.39%	5.59%	15.79%	(7.19)%

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Based on market price	(5.96)% ^(d)	(2.44)%	26.20%	2.18%	13.24%	(12.33)%
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Ratios to Average Net Assets Applicable to Common Shareholders

Total expenses	2.12% ^(e)	1.89%	1.52%	1.62% ^(f)	1.64%	1.61%
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Total expenses after fees waived and/or reimbursed and paid indirectly	2.12% ^(e)	1.89%	1.52%	1.57% ^(f)	1.57%	1.58%
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Total expenses after fees waived and/or reimbursed and paid indirectly and excluding interest expense and fees, and amortization of offering costs ^(g)	0.92% ^(e)	0.91% ^(h)	0.90% ^(h)	1.02% ^{(h),(f)}	1.25% ^(h)	1.33% ^(h)
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Net investment income to Common Shareholders	4.59% ^(e)	4.95%	5.27%	5.27%	5.78%	5.28%
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Supplemental Data

Net assets applicable to Common Shareholders, end of period (000)	\$ 463,414	\$ 469,417	\$ 499,058	\$ 470,946	\$ 335,425	\$ 309,165
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VRDP Shares outstanding at \$100,000 liquidation value, end of period (000)	\$ 237,100	\$ 237,100	\$ 237,100	\$ 237,100	\$ 172,700	\$ 172,700
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Asset coverage per VRDP Shares at \$100,000 liquidation value, end of period	\$ 295,451	\$ 297,983	\$ 310,484	\$ 298,628	\$ 294,224	\$ 279,019
Borrowings outstanding, end of period (000)	\$ 67,965	\$ 63,877	\$ 55,089	\$ 52,744	\$ 34,699	\$ 38,231
Portfolio turnover rate	6%	8%	9%	10%	16%	10%

- (a) Based on average Common Shares outstanding.
- (b) Distributions for annual periods determined in accordance with U.S. federal income tax regulations.
- (c) Total returns based on market price, which can be significantly greater or less than the net asset value, may result in substantially different returns. Where applicable, excludes the effects of any sales charges and assumes the reinvestment of distributions at actual reinvestment prices.
- (d) Aggregate total return.
- (e) Annualized.
- (f) Includes reorganization costs associated with the Fund's reorganization. Without these costs, total expenses, total expenses after fees waived and/or reimbursed and/or paid indirectly and total expenses after fees waived and/or reimbursed and/or paid indirectly and excluding interest expense, fees and amortization of offering costs would have been 1.52%, 1.50% and 0.95%, respectively.
- (g) Interest expense, fees and amortization of offering costs related to TOB Trusts and/or VRDP Shares. See Note 4 and Note 10 of the Notes to Financial Statements for details.
- (h) For the years ended July 31, 2017, July 31, 2016, July 31, 2015, July 31, 2014 and July 31, 2013, the total expense ratio after fees waived and/or reimbursed and/or paid indirectly and excluding interest expense, fees, amortization of offering costs, liquidity and remarketing fees was 0.91%, 0.89%, 1.01%, 0.95% and 0.93%, respectively.
- See notes to financial statements.*

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Financial Highlights (continued)

(For a share outstanding throughout each period)

	Six Months Ended 01/31/18 (unaudited)	2017	MFT Year Ended July 31,			
		2016	2015	2014	2013	
Net asset value, beginning of period	\$ 14.60	\$ 15.55	\$ 14.95	\$ 14.83	\$ 13.61	\$ 15.73
Net investment income ^(a)	0.38	0.79	0.83	0.84	0.85	0.84
Net realized and unrealized gain (loss)	(0.37)	(0.91)	0.62	0.13	1.22	(2.11)
Net increase (decrease) from investment operations	0.01	(0.12)	1.45	0.97	2.07	(1.27)
Distributions to Common Shareholders from net investment income ^(b)	(0.40)	(0.83)	(0.85)	(0.85)	(0.85)	(0.85)
Net asset value, end of period	\$ 14.21	\$ 14.60	\$ 15.55	\$ 14.95	\$ 14.83	\$ 13.61
Market price, end of period	\$ 13.46	\$ 14.67	\$ 16.09	\$ 13.37	\$ 13.26	\$ 12.20
Total Return Applicable to Common Shareholders^(c)						
Based on net asset value	0.13% ^(d)	(0.51)%	10.31%	7.25%	16.40%	(8.41)%
Based on market price	(5.61)% ^(d)	(3.39)%	27.63%	7.27%	16.10%	(16.52)%
Ratios to Average Net Assets Applicable to Common Shareholders						
Total expenses	2.32% ^(e)	2.07%	1.61%	1.56%	1.67%	1.72%
Total expenses after fees waived and/or reimbursed and paid indirectly	2.32% ^(e)	2.07%	1.61%	1.56%	1.67%	1.72%

Total expenses after fees waived and/or reimbursed and paid indirectly and excluding interest expense and fees, and amortization of offering costs ^(f)	1.02% ^(e)	1.00%	0.96%	0.98%	1.00%	1.00%
Net investment income to Common Shareholders	5.17%	5.35%	5.45%	5.52%	6.04%	5.36%
Supplemental Data						
Net assets applicable to Common Shareholders, end of period (000)	\$ 120,463	\$ 123,705	\$ 131,739	\$ 126,696	\$ 125,647	\$ 115,287
VMTP Shares outstanding at \$100,000 liquidation value, end of period (000)	\$ 56,500	\$ 56,500	\$ 56,500	\$ 56,500	\$ 56,500	\$ 56,500
Asset coverage per VMTP Shares at \$100,000 liquidation value, end of period	\$ 313,209	\$ 318,947	\$ 333,167	\$ 324,240	\$ 322,384	\$ 304,049
Borrowings outstanding, end of period (000)	\$ 29,901	\$ 27,229	\$ 21,953	\$ 19,488	\$ 20,284	\$ 28,192
Portfolio turnover rate	15%	34%	21%	13%	32%	51%

(a) Based on average Common Shares outstanding.

(b) Distributions for annual periods determined in accordance with U.S. federal income tax regulations.

(c) Total returns based on market price, which can be significantly greater or less than the net asset value, may result in substantially different returns. Where applicable, excludes the effects of any sales charges and assumes the reinvestment of distributions at actual reinvestment prices.

(d) Aggregate total return.

(e) Annualized.

(f) Interest expense, fees and amortization of offering costs related to TOB Trusts and/or VMTP Shares. See Note 4 and Note 10 of the Notes to Financial Statements for details.

See notes to financial statements.

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Financial Highlights (continued)

(For a share outstanding throughout each period)

	Six Months Ended 01/31/18 (unaudited)	MIY Year Ended July 31,				
		2017	2016	2015	2014	2013
Net asset value, beginning of period	\$ 15.48	\$ 16.36	\$ 15.48	\$ 15.24	\$ 14.16	\$ 16.18
Net investment income ^(a)	0.35	0.75	0.79	0.83	0.86	0.90
Net realized and unrealized gain (loss)	(0.25)	(0.86)	0.92	0.27	1.12	(2.00)
Net increase (decrease) from investment operations	0.10	(0.11)	1.71	1.10	1.98	(1.10)
Distributions to Common Shareholders from net investment income ^(b)	(0.37)	(0.77)	(0.83)	(0.86)	(0.90)	(0.92)
Net asset value, end of period	\$ 15.21	\$ 15.48	\$ 16.36	\$ 15.48	\$ 15.24	\$ 14.16
Market price, end of period	\$ 13.37	\$ 14.19	\$ 15.38	\$ 13.22	\$ 13.47	\$ 12.57
Total Return Applicable to Common Shareholders^(c)						
Based on net asset value	0.92% ^(d)	(0.07)%	11.99%	8.08%	15.24%	(7.09)%
Based on market price	(3.23)% ^(d)	(2.56)%	23.28%	4.43%	14.74%	(16.86)%
Ratios to Average Net Assets Applicable to Common Shareholders						
Total expenses	2.03% ^(e)	1.88%	1.54% ^(f)	1.52% ^(g)	1.54%	1.50%

Total expenses after fees waived and/or reimbursed and paid indirectly	2.03% ^(e)	1.88%	1.54% ^(f)	1.48% ^(g)	1.54%	1.50%
Total expenses after fees waived and/or reimbursed and paid indirectly and excluding interest expense and fees, and amortization of offering costs ^(h)	0.88% ^(e)	0.89%	0.93% ^(f)	0.93% ^(g)	0.93%	0.89%
Net investment income to Common Shareholders	4.47% ^(e)	4.81%	5.02%	5.30%	5.94%	5.62%
Supplemental Data						
Net assets applicable to Common Shareholders, end of period (000)	\$ 450,024	\$ 457,888	\$ 483,968	\$ 282,534	\$ 278,143	\$ 258,341
VRDP Shares outstanding at \$100,000 liquidation value, end of period (000)	\$ 231,900	\$ 231,900	\$ 231,900	\$ 144,600	\$ 144,600	\$ 144,600
Asset coverage per VRDP Shares at \$100,000 liquidation value, end of period	\$ 294,059	\$ 297,450	\$ 308,697	\$ 295,390	\$ 292,354	\$ 278,659
Borrowings outstanding, end of period (000)	\$ 54,167	\$ 52,002	\$ 51,227	\$ 23,487	\$ 23,487	\$ 34,876
Portfolio turnover rate	3%	13%	19%	19%	16%	17%

(a) Based on average Common Shares outstanding.

(b) Distributions for annual periods determined in accordance with U.S. federal income tax regulations.

(c) Total returns based on market price, which can be significantly greater or less than the net asset value, may result in substantially different returns. Where applicable, excludes the effects of any sales charges and assumes the reinvestment of distributions at actual reinvestment prices.

(d) Aggregate total return.

(e) Annualized.

(f) Includes reorganization costs associated with the Fund's reorganization. Without these costs total expenses, total expenses after fees waived and/or reimbursed and/or paid indirectly and total expenses after fees waived and/or reimbursed and/or paid indirectly and excluding interest expense, fees and amortization of offering costs would have been 1.49%, 1.49% and 0.88%, respectively.

(g) Includes reorganization costs associated with the Fund's reorganization. Without these costs total expenses, total expenses after fees waived and/or reimbursed and/or paid indirectly and total expenses after fees waived and/or reimbursed and/or paid indirectly and excluding interest expense, fees and amortization of offering costs would have been 1.48%, 1.48% and 0.92%, respectively

(h) Interest expense, fees and amortization of offering costs related to TOB Trusts and/or VRDP Shares. See Note 4 and Note 10 of the Notes to Financial Statements for details.

See notes to financial statements.

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Financial Highlights (continued)

(For a share outstanding throughout each period)

	Six Months Ended 01/31/18 (unaudited)	MPA Year Ended July 31,				
		2017	2016	2015	2014	2013
Net asset value, beginning of period	\$ 15.74	\$ 16.76	\$ 15.77	\$ 15.77	\$ 14.59	\$ 16.57
Net investment income ^(a)	0.37	0.76	0.80	0.81	0.87	0.90
Net realized and unrealized gain (loss)	(0.32)	(1.03)	1.02	0.07	1.20	(1.99)
Net increase (decrease) from investment operations	0.05	(0.27)	1.82	0.88	2.07	(1.09)
Distributions to Common Shareholders from net investment income ^(b)	(0.37)	(0.75)	(0.83)	(0.88)	(0.89)	(0.89)
Net asset value, end of period	\$ 15.42	\$ 15.74	\$ 16.76	\$ 15.77	\$ 15.77	\$ 14.59
Market price, end of period	\$ 13.98	\$ 14.69	\$ 16.07	\$ 13.50	\$ 13.89	\$ 13.07
Total Return Applicable to Common Shareholders^(c)						
Based on net asset value	0.55% ^(d)	(1.20)%	12.38%	6.33%	15.39%	(6.78)%
Based on market price	(2.32)% ^(d)	(3.83)%	25.87%	3.34%	13.45%	(13.42)%
Ratios to Average Net Assets Applicable to Common Shareholders						
Total expenses	2.13% ^(e)	1.91%	1.46%	1.54% ^(f)	1.48%	1.53%
	2.13% ^(e)	1.91%	1.46%	1.45% ^(f)	1.48%	1.53%

Total expenses after fees waived and/or reimbursed and paid indirectly						
Total expenses after fees waived and/or reimbursed and paid indirectly and excluding interest expense and fees, and amortization of offering costs ^(g)	0.95% ^(e)	0.94%	0.89%	0.96% ^(f)	0.95%	0.94%
Net investment income to Common Shareholders	4.63% ^(e)	4.83%	4.98%	5.05%	5.79%	5.46%
Supplemental Data						
Net assets applicable to Common Shareholders, end of period (000)	\$ 205,886	\$ 210,170	\$ 223,738	\$ 210,549	\$ 181,459	\$ 167,857
VRDP Shares outstanding at \$100,000 liquidation value, end of period (000)	\$ 82,600	\$ 82,600	\$ 82,600	\$ 82,600	\$ 66,300	\$ 66,300
Asset coverage per VRDP Shares at \$100,000 liquidation value, end of period	\$ 349,257	\$ 354,444	\$ 370,869	\$ 354,901	\$ 373,693	\$ 353,178
Borrowings outstanding, end of period (000)	\$ 55,651	\$ 55,826	\$ 48,710	\$ 28,468	\$ 37,066	\$ 53,010
Portfolio turnover rate	10%	15%	17%	21%	16%	8%

(a) Based on average Common Shares outstanding.

(b) Distributions for annual periods determined in accordance with U.S. federal income tax regulations.

(c) Total returns based on market price, which can be significantly greater or less than the net asset value, may result in substantially different returns. Where applicable, excludes the effects of any sales charges and assumes the reinvestment of distributions at actual reinvestment prices.

(d) Aggregate total return.

(e) Annualized.

(f) Includes reorganization costs associated with the Fund's reorganization. Without these costs, total expenses, total expenses after fees waived and/or reimbursed and/or paid indirectly and total expenses after fees waived and/or reimbursed and/or paid indirectly and excluding interest expense, fees and amortization of offering costs would

have been 1.40%, 1.40% and 0.91%, respectively.

(g) Interest expense, fees and amortization of offering costs related to TOBs and/or VRDP Shares. See Note 4 and Note 10 of the Notes to Financial Statements for details.

See notes to financial statements.

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Notes to Financial Statements (unaudited)

1. ORGANIZATION

The following are registered under the Investment Company Act of 1940, as amended (the 1940 Act), as closed-end management investment companies and are referred to herein collectively as the Funds , or individually as a Fund :

<i>Fund Name</i>	<i>Herein Referred To As</i>	<i>Organized</i>	<i>Diversification Classification</i>
BlackRock MuniHoldings California Quality Fund, Inc.	MUC	Maryland	Diversified
BlackRock MuniHoldings New Jersey Quality Fund, Inc.	MUJ	Maryland	Non-diversified
BlackRock MuniYield Investment Quality Fund	MFT	Massachusetts	Diversified
BlackRock MuniYield Michigan Quality Fund, Inc.	MIY	Maryland	Non-diversified
BlackRock MuniYield Pennsylvania Quality Fund	MPA	Massachusetts	Non-diversified

The Boards of Directors and Boards of Trustees of the Funds are collectively referred to throughout this report as the Board of Directors or the Board, and the directors/trustees thereof are collectively referred to throughout this report as Directors . The Funds determine and make available for publication the NAVs of their Common Shares on a daily basis.

The Funds, together with certain other registered investment companies advised by BlackRock Advisors, LLC (the Manager) or its affiliates, are included in a complex of closed-end funds referred to as the Closed-End Complex.

2. SIGNIFICANT ACCOUNTING POLICIES

The financial statements are prepared in conformity with accounting principles generally accepted in the United States of America (U.S. GAAP), which may require management to make estimates and assumptions that affect the reported amounts of assets and liabilities in the financial statements, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets from operations during the reporting period. Actual results could differ from those estimates. Each Fund is considered an investment company under U.S. GAAP and follows the accounting and reporting guidance applicable to investment companies. Below is a summary of significant accounting policies:

Investment Transactions and Income Recognition: For financial reporting purposes, investment transactions are recorded on the dates the transactions are entered into (the trade dates). Realized gains and losses on investment transactions are determined on the identified cost basis. Interest income, including amortization and accretion of premiums and discounts on debt securities, is recognized on an accrual basis.

Segregation and Collateralization: In cases where a Fund enters into certain investments (e.g., futures contracts) or certain borrowings (e.g., TOB Trust transactions) that would be treated as senior securities for 1940 Act purposes, a Fund may segregate or designate on its books and records cash or liquid assets having a market value at least equal to the amount of its future obligations under such investments or borrowings. Doing so allows the investment or borrowing to be excluded from treatment as a senior security. Furthermore, if required by an exchange or counterparty

agreement, the Funds may be required to deliver/deposit cash and/or securities to/with an exchange, or broker-dealer or custodian as collateral for certain investments or obligations.

Distributions: Distributions from net investment income are declared and paid monthly. Distributions of capital gains are distributed at least annually and are recorded on the ex-dividend dates. The character and timing of distributions are determined in accordance with U.S. federal income tax regulations, which may differ from U.S. GAAP.

Distributions to Preferred Shareholders are accrued and determined as described in Note 10.

Deferred Compensation Plan: Under the Deferred Compensation Plan (the Plan) approved by each Fund's Board, the independent Directors (Independent Directors) may defer a portion of their annual complex-wide compensation. Deferred amounts earn an approximate return as though equivalent dollar amounts had been invested in common shares of certain other BlackRock Closed-End Funds selected by the Independent Directors. This has the same economic effect for the Independent Directors as if the Independent Directors had invested the deferred amounts directly in certain other BlackRock Closed-End Funds.

The Plan is not funded and obligations thereunder represent general unsecured claims against the general assets of each Fund, if applicable. Deferred compensation liabilities are included in the Directors' and Officer's fees payable in the Statements of Assets and Liabilities and will remain as a liability of the Funds until such amounts are distributed in accordance with the Plan.

Recent Accounting Standards: In November 2016, the Financial Accounting Standards Board issued Accounting Standards Update Restricted Cash which will require entities to include the total of cash, cash equivalents, restricted cash, and restricted cash equivalents in the beginning and ending cash balances in the Statements of Cash Flows. The guidance will be applied retrospectively and is effective for fiscal years beginning after December 15, 2017, and interim periods within those years. Management is evaluating the impact, if any, of this guidance on the Funds presentation in the Statements of Cash Flows.

In March 2017, the Financial Accounting Standards Board issued Accounting Standards Update Premium Amortization of Purchased Callable Debt Securities which amends the amortization period for certain purchased callable debt securities. Under the new guidance, the premium amortization of purchased callable debt securities that have explicit, non-contingent call features and are callable at fixed prices will be amortized to the earliest call date. The guidance will be applied on a modified retrospective basis and is effective for fiscal years, and their interim periods, beginning after December 15, 2017. Management is currently evaluating the impact of this guidance to the Funds.

Indemnifications: In the normal course of business, a Fund enters into contracts that contain a variety of representations that provide general indemnification. A Fund's maximum exposure under these arrangements is unknown because it involves future potential claims against a Fund, which cannot be predicted with any certainty.

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Notes to Financial Statements (unaudited) (continued)

Other: Expenses directly related to a Fund are charged to that Fund. Other operating expenses shared by several funds, including other funds managed by the Manager, are prorated among those funds on the basis of relative net assets or other appropriate methods.

3. INVESTMENT VALUATION AND FAIR VALUE MEASUREMENTS

Investment Valuation Policies: The Funds' investments are valued at fair value (also referred to as market value within the financial statements) as of the close of trading on the New York Stock Exchange (NYSE) (generally 4:00 p.m., Eastern time). U.S. GAAP defines fair value as the price the Funds would receive to sell an asset or pay to transfer a liability in an orderly transaction between market participants at the measurement date. The Funds determine the fair values of their financial instruments using various independent dealers or pricing services under policies approved by the Board. The BlackRock Global Valuation Methodologies Committee (the Global Valuation Committee) is the committee formed by management to develop global pricing policies and procedures and to oversee the pricing function for all financial instruments.

Fair Value Inputs and Methodologies: The following methods and inputs are used to establish the fair value of each Fund's assets and liabilities:

Municipal investments (including commitments to purchase such investments on a when-issued basis) are valued on the basis of prices provided by dealers or pricing services. In determining the value of a particular investment, pricing services may use certain information with respect to transactions in such investments, quotations from dealers, pricing matrixes, market transactions in comparable investments and information with respect to various relationships between investments.

Investments in open-end U.S. mutual funds are valued at NAV each business day.

Futures contracts traded on exchanges are valued at their last sale price.

If events (e.g., a company announcement, market volatility or a natural disaster) occur that are expected to materially affect the value of such investments, or in the event that the application of these methods of valuation results in a price for an investment that is deemed not to be representative of the market value of such investment, or if a price is not available, the investment will be valued by the Global Valuation Committee, or its delegate, in accordance with a policy approved by the Board as reflecting fair value (Fair Valued Investments). The fair valuation approaches that may be used by the Global Valuation Committee include market approach, income approach and cost approach. Valuation techniques such as discounted cash flow, use of market comparables and matrix pricing are types of valuation approaches and are typically used in determining fair value. When determining the price for Fair Valued Investments, the Global Valuation Committee, or its delegate, seeks to determine the price that each Fund might reasonably expect to receive or pay from the current sale or purchase of that asset or liability in an arm's-length transaction. Fair value determinations shall be based upon all available factors that the Global Valuation Committee, or its delegate, deems relevant and consistent with the principles of fair value measurement. The pricing of all Fair

Valued Investments is subsequently reported to the Board or a committee thereof on a quarterly basis.

Fair Value Hierarchy: Various inputs are used in determining the fair value of investments and derivative financial instruments. These inputs to valuation techniques are categorized into a fair value hierarchy consisting of three broad levels for financial statement purposes as follows:

Level 1 Unadjusted price quotations in active markets/exchanges for identical assets or liabilities that each Fund has the ability to access

Level 2 Other observable inputs (including, but not limited to, quoted prices for similar assets or liabilities in markets that are active, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities (such as interest rates, yield curves, volatilities, prepayment speeds, loss severities, credit risks and default rates) or other market corroborated inputs)

Level 3 Unobservable inputs based on the best information available in the circumstances, to the extent observable inputs are not available (including each Fund's own assumptions used in determining the fair value of investments and derivative financial instruments)

The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). Accordingly, the degree of judgment exercised in determining fair value is greatest for instruments categorized in Level 3. The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the fair value hierarchy classification is determined based on the lowest level input that is significant to the fair value measurement in its entirety. Investments classified within Level 3 have significant unobservable inputs used by the Global Valuation Committee in determining the price for Fair Valued Investments. Level 3 investments include equity or debt issued by privately-held companies or funds. There may not be a secondary market, and/or there are a limited number of investors. Level 3 investments may also be adjusted to reflect illiquidity and/or non-transferability, with the amount of such discount estimated by the Global Valuation Committee in the absence of market information.

Changes in valuation techniques may result in transfers into or out of an assigned level within the hierarchy. In accordance with each Fund's policy, transfers between different levels of the fair value hierarchy are deemed to have occurred as of the beginning of the reporting period. The categorization of a value determined for investments and derivative financial instruments is based on the pricing transparency of the investments and derivative financial instruments and is not necessarily an indication of the risks associated with investing in those securities.

4. SECURITIES AND OTHER INVESTMENTS

Zero-Coupon Bonds: Zero-coupon bonds are normally issued at a significant discount from face value and do not provide for periodic interest payments. These bonds may experience greater volatility in market value than other debt obligations of similar maturity which provide for regular interest payments.

Forward Commitments and When-Issued Delayed Delivery Securities: Certain funds may purchase securities on a when-issued basis and may purchase or sell securities on a forward commitment basis. Settlement of such transactions normally occurs within a month or more after the purchase or sale commitment is made. A fund may purchase securities under such conditions with the intention of actually acquiring them, but may enter into a separate agreement to sell the securities before the

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Notes to Financial Statements (unaudited) (continued)

settlement date. Since the value of securities purchased may fluctuate prior to settlement, a fund may be required to pay more at settlement than the security is worth. In addition, a fund is not entitled to any of the interest earned prior to settlement. When purchasing a security on a delayed delivery basis, a fund assumes the rights and risks of ownership of the security, including the risk of price and yield fluctuations. In the event of default by the counterparty, a fund's maximum amount of loss is the unrealized appreciation of unsettled when-issued transactions.

Municipal Bonds Transferred to TOB Trusts: Certain funds leverage their assets through the use of TOB Trust transactions. The funds transfer municipal bonds into a special purpose trust (a TOB Trust). A TOB Trust issues two classes of beneficial interests: short-term floating rate interests (TOB Trust Certificates), which are sold to third party investors, and residual inverse floating rate interests (TOB Residuals), which are issued to the participating funds that contributed the municipal bonds to the TOB Trust. The TOB Trust Certificates have interest rates that reset weekly and their holders have the option to tender such certificates to the TOB Trust for redemption at par and any accrued interest at each reset date. The TOB Residuals held by a fund provide with the right to cause the holders of a proportional share of the TOB Trust Certificates to tender their certificates to the TOB Trust at par plus accrued interest. The funds may withdraw a corresponding share of the municipal bonds from the TOB Trust. Other funds managed by the investment adviser may also contribute municipal bonds to a TOB Trust into which a fund has contributed bonds. If multiple BlackRock-advised funds participate in the same TOB Trust, the economic rights and obligations under the TOB Residuals will be shared among the funds ratably in proportion to their participation in the TOB Trust.

TOB Trusts are supported by a liquidity facility provided by a third party bank or other financial institution (the Liquidity Provider) that allows the holders of the TOB Trust Certificates to tender their certificates in exchange for payment of par plus accrued interest on any business day. The tendered TOB Trust Certificates are remarketed by a Remarketing Agent. In the event of a failed remarketing, the TOB Trust may draw upon a loan from the Liquidity Provider to purchase the tendered TOB Trust Certificates. Any loans made by the Liquidity Provider will be secured by the purchased TOB Trust Certificates held by the TOB Trust and will be subject to an increased interest rate based on number of days the loan is outstanding.

The TOB Trust may be collapsed without the consent of a fund, upon the occurrence of a termination event as defined in the TOB Trust agreement. Upon the occurrence of a termination event, a TOB Trust would be liquidated with the proceeds applied first to any accrued fees owed to the trustee of the TOB Trust, the Remarketing Agent and the Liquidity Provider. Upon certain termination events, TOB Trust Certificates holders will be paid before the TOB Residuals holders (i.e., the Funds) whereas in other termination events, TOB Trust Certificates holders and TOB Residuals holders will be paid pro rata.

While a fund's investment policies and restrictions expressly permit investments in inverse floating rate securities, such as TOB Residuals, they restrict the ability of a fund to borrow money for purposes of making investments. The management of each of MFT, MIY and MPA believes that each fund's restrictions on borrowings do not apply to the fund's TOB Trust transactions. Each fund's transfer of the municipal bonds to a TOB Trust is considered a secured borrowing for financial reporting purposes. The cash received by the TOB Trust from the sale of the TOB Trust Certificates, less certain transaction expenses, is paid to a fund. A fund typically invests the cash received in additional municipal bonds.

Accounting for TOB Trusts: The municipal bonds deposited into a TOB Trust are presented in a fund's Schedule of Investments and the TOB Trust Certificates are shown in Other Liabilities in the Statements of Assets and Liabilities. Any loans drawn by the TOB Trust pursuant to the liquidity facility to purchase tendered TOB Trust Certificates are shown as Loan for TOB Trust Certificates. The carrying amount of a fund's payable to the holder of the TOB Trust Certificates, as reported in the Statements of Assets and Liabilities as TOB Trust Certificates, approximates its fair value.

Interest income, including amortization and accretion of premiums and discounts, from the underlying municipal bonds is recorded by a fund on an accrual basis. Interest expense incurred on the TOB Trust transaction and other expenses related to remarketing, administration, trustee, liquidity and other services to a TOB Trust are shown as interest expense, fees and amortization of offering costs in the Statements of Operations. Fees paid upon creation of the TOB Trust are recorded as debt issuance costs and are amortized to interest expense, fees and amortization of offering costs in the Statements of Operations to the expected maturity of the TOB Trust. In connection with the restructurings of the TOB Trusts to non-bank sponsored TOB Trusts, a fund incurred non-recurring, legal and restructuring fees, which are recorded as interest expense, fees and amortization of deferred offering costs in the Statements of Operations. Amounts recorded within interest expense, fees and amortization of offering costs in the Statements of Operations are:

	<i>Interest Expense</i>	<i>Liquidity Fees</i>	<i>Other Expenses</i>	<i>Total</i>
MUC	\$ 962,909	\$ 431,125	\$ 127,935	\$ 1,521,969
MUJ	364,386	133,750	91,034	589,170
MFT	150,549	60,539	25,558	236,646
MIY	301,042	114,459	34,396	449,897
PA	293,371	138,153	31,289	462,813

For the six months ended January 31, 2018, the following table is a summary of each Fund's TOB Trusts:

	<i>Underlying Municipal Bonds Transferred to TOB Trusts (a)</i>	<i>Liability for TOB Trust Certificates (b)</i>	<i>Range of Interest Rates on TOB Trust Certificates at Period End</i>	<i>Average TOB Trust Certificate Outstanding</i>	<i>Daily Weighted Average Rate of Interest and Other Expenses on TOB Trusts</i>
MUC	\$ 386,350,260	\$ 184,575,266	1.17% - 1.36%	\$ 184,153,187	1.64%
MUJ	124,359,172	67,964,668	1.16 - 1.36	67,675,862	1.73
MFT	53,370,756	29,900,580	1.17 - 1.51	28,162,053	1.66
MIY	103,970,289	54,167,057	1.19 - 1.44	52,464,894	1.66
MPA	97,666,143	55,651,315	1.18 - 1.39	55,644,056	1.65

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Notes to Financial Statements (unaudited) (continued)

- (a) The municipal bonds transferred to a TOB Trust are generally high grade municipal bonds. In certain cases, when municipal bonds transferred are lower grade municipal bonds, the TOB Trust transaction may include a credit enhancement feature that provides for the timely payment of principal and interest on the bonds to the TOB Trust by a credit enhancement provider in the event of default of the municipal bond. The TOB Trust would be responsible for the payment of the credit enhancement fee and the funds, as TOB Residuals holders, would be responsible for reimbursement of any payments of principal and interest made by the credit enhancement provider. The maximum potential amounts owed by the funds, for such reimbursements, as applicable, are included in the maximum potential amounts disclosed for recourse TOB Trusts.
- (b) TOB Trusts may be structured on a non-recourse or recourse basis. When a fund invests in TOB Trusts on a non-recourse basis, the Liquidity Provider may be required to make a payment under the liquidity facility to allow the TOB Trust to repurchase TOB Trust Certificates. The Liquidity Provider will be reimbursed from the liquidation of bonds held in the TOB Trust. If a fund invests in a TOB Trust on a recourse basis, a fund enters into a reimbursement agreement with the Liquidity Provider where a fund is required to reimburse the Liquidity Provider for any shortfall between the amount paid by the Liquidity Provider and proceeds received from liquidation of municipal bonds held in the TOB Trust (the *Liquidation Shortfall*). As a result, if a fund invests in a recourse TOB Trust, a fund will bear the risk of loss with respect to any *Liquidation Shortfall*. If multiple funds participate in any such TOB Trust, these losses will be shared ratably, including the maximum potential amounts owed by a fund at January 31, 2018 in proportion to their participation in the TOB Trust. The recourse TOB Trusts are identified in the Schedules of Investments including the maximum potential amounts owed by a fund at January 31, 2018.

For the six months ended January 31, 2018, the following table is a summary of each Fund's Loan for TOB Trust Certificates:

	<i>Loan Outstanding at Period End</i>	<i>Range of Interest Rates on Loans at Period End</i>	<i>Average Outstanding Loans</i>	<i>Daily Weighted Average Rate of Interest and Other Expenses on Loans</i>
MFT	\$	%	\$ 16,746	0.78%
MIY			823,287	1.45
MPA			44,480	0.78

5. DERIVATIVE FINANCIAL INSTRUMENTS

The Funds engage in various portfolio investment strategies using derivative contracts both to increase the returns of the Funds and/or to manage their exposure to certain risks such as credit risk, equity risk, interest rate risk, foreign

currency exchange rate risk, commodity price risk or other risks (e.g., inflation risk). Derivative financial instruments categorized by risk exposure are included in the Schedules of Investments. These contracts may be transacted on an exchange or over-the-counter (OTC).

Futures Contracts: Futures contracts are purchased or sold to gain exposure to, or manage exposure to, changes in interest rates (interest rate risk), changes in the value of equity securities (equity risk) or foreign currencies (foreign currency exchange rate risk).

Futures contracts are agreements between the Funds and a counterparty to buy or sell a specific quantity of an underlying instrument at a specified price and on a specified date. Depending on the terms of a contract, it is settled either through physical delivery of the underlying instrument on the settlement date or by payment of a cash amount on the settlement date. Upon entering into a futures contract, the Funds are required to deposit initial margin with the broker in the form of cash or securities in an amount that varies depending on a contract's size and risk profile. The initial margin deposit must then be maintained at an established level over the life of the contract.

Securities deposited as initial margin are designated in the Schedules of Investments and cash deposited, if any, is shown as cash pledged for futures contracts in the Statements of Assets and Liabilities. Pursuant to the contract, the Funds agree to receive from or pay to the broker an amount of cash equal to the daily fluctuation in market value of the contract (variation margin). Variation margin is recorded as unrealized appreciation (depreciation) and, if any, shown as variation margin receivable (or payable) on futures contracts in the Statements of Assets and Liabilities. When the contract is closed, a realized gain or loss is recorded in the Statements of Operations equal to the difference between the value of the contract at the time it was opened and the value at the time it was closed. The use of futures contracts involves the risk of an imperfect correlation in the movements in the price of futures contracts and interest, foreign currency exchange rates or underlying assets.

6. INVESTMENT ADVISORY AGREEMENT AND OTHER TRANSACTIONS WITH AFFILIATES

The PNC Financial Services Group, Inc. is the largest stockholder and an affiliate of BlackRock, Inc. (BlackRock) for 1940 Act purposes.

Investment Advisory: Each Fund entered into an Investment Advisory Agreement with the Manager, the Funds investment adviser, an indirect, wholly-owned subsidiary of BlackRock, to provide investment advisory and administrative services. The Manager is responsible for the management of each Fund's portfolio and provides the personnel, facilities, equipment and certain other services necessary to the operations of each Fund.

For such services, each Fund pays the Manager a monthly fee at an annual rate equal to the following percentages of the average daily value of each Fund's net assets.

	<i>MUC</i>	<i>MUJ</i>	<i>MFT</i>	<i>MIY</i>	<i>MPA</i>
Investment advisory fee	0.55%	0.50%	0.50%	0.49%	0.49%

For purposes of calculating these fees, net assets mean the total assets of each Fund minus the sum of its accrued liabilities (which does not include liabilities represented by TOB Trusts and the liquidation preference of any outstanding preferred shares). It is understood that the liquidation preference of any outstanding preferred shares (other than accumulated dividends) and TOB Trusts is not considered a liability in determining a Fund's net asset value.

Expense Waivers: The Manager, for MUC, voluntarily agreed to waive its investment advisory fee on the proceeds of the Preferred Shares and TOB Trusts that exceed 35% of total assets minus the sum of its accrued liabilities (which

does not include liabilities represented by TOB Trusts and the liquidation preference of any outstanding

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Notes to Financial Statements (unaudited) (continued)

preferred shares). The voluntary waiver may be reduced or discontinued at any time without notice. This amount is included in fees waived and/or reimbursed by the Manager in the Statements of Operations. For the six months ended January 31, 2018, the waiver was \$265,407.

With respect to each Fund, the Manager voluntarily agreed to waive its investment advisory fees by the amount of investment advisory fees each Fund pays to the Manager indirectly through its investment in affiliated money market funds (the affiliated money market fund waiver). These amounts are included in fees waived and/or reimbursed by the Manager in the Statements of Operations. For the six months ended January 31, 2018, the amounts waived were as follows:

	<i>MUC</i>	<i>MUJ</i>	<i>MFT</i>	<i>MIY</i>	<i>MPA</i>
Amounts waived	\$ 1,156	\$ 2,457	\$ 246	\$ 2,042	\$ 100

The Manager contractually agreed to waive its investment advisory fee with respect to any portion of each Fund's assets invested in affiliated equity and fixed-income mutual funds and affiliated exchange-traded funds that have a contractual management fee through June 30, 2018. The agreement can be renewed for annual periods thereafter, and may be terminated on 90 days' notice, each subject to approval by a majority of the Funds' Independent Directors. For the six months ended January 31, 2018, there were no fees waived by the Manager.

Directors and Officers: Certain Directors and/or officers of the Funds are directors and/or officers of BlackRock or its affiliates. The Funds reimburse the Manager for a portion of the compensation paid to the Funds' Chief Compliance Officer, which is included in Directors and Officer in the Statements of Operations.

7. PURCHASES AND SALES

For the six months ended January 31, 2018, purchases and sales of investments, excluding short-term securities, were as follows:

	<i>MUC</i>	<i>MUJ</i>	<i>MFT</i>	<i>MIY</i>	<i>MPA</i>
Purchases	\$ 53,935,964	\$ 42,203,843	\$ 32,821,725	\$ 30,833,111	\$ 34,674,705
Sales	61,515,352	45,396,771	30,458,227	25,187,747	36,298,917

8. INCOME TAX INFORMATION

It is each Fund's policy to comply with the requirements of the Internal Revenue Code of 1986, as amended, applicable to regulated investment companies, and to distribute substantially all of their taxable income to their shareholders. Therefore, no U.S. federal income tax provision is required.

Each Fund files U.S. federal and various state and local tax returns. No income tax returns are currently under examination. The statute of limitations on each Fund's U.S. federal tax returns generally remains open for each of the

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four years ended July 31, 2017. The statutes of limitations on each Fund's state and local tax returns may remain open for an additional year depending upon the jurisdiction.

Management has analyzed tax laws and regulations and their application to the Funds as of January 31, 2018, inclusive of the open tax return years, and does not believe that there are any uncertain tax positions that require recognition of a tax liability in the Funds' financial statements.

As of July 31, 2017, the Funds had capital loss carryforwards available to offset future realized capital gains through the indicated expiration dates as follows:

<i>Expires July 31,</i>	<i>MUJ</i>	<i>MFT</i>	<i>MIY</i>	<i>MPA</i>
No expiration date ^(a)	\$ 4,130,585	\$ 6,551,720	\$ 4,458,634	\$ 2,411,529
2018		4,616,682		893,908
2019				50,303
	\$ 4,130,585	\$ 11,168,402	\$ 4,458,634	\$ 3,355,740

^(a) Must be utilized prior to losses subject to expiration.

As of January 31, 2018, gross unrealized appreciation and depreciation based on cost for U.S. federal income tax purposes were as follows:

	<i>MUC</i>	<i>MUJ</i>	<i>MFT</i>	<i>MIY</i>	<i>MPA</i>
Tax cost	\$ 824,886,919	\$ 654,716,305	\$ 164,509,337	\$ 641,405,799	\$ 272,911,052
Gross unrealized appreciation	\$ 45,640,945	\$ 44,737,420	\$ 12,669,850	\$ 36,165,654	\$ 16,471,930
Gross unrealized depreciation	(2,270,919)	(3,147,028)	(445,457)	(1,107,343)	(3,358,359)
Net unrealized appreciation	\$ 43,370,026	\$ 41,590,392	\$ 12,224,393	\$ 35,058,311	\$ 13,113,571

9. **PRINCIPAL RISKS**

Many municipalities insure repayment of their bonds, which may reduce the potential for loss due to credit risk. The market value of these bonds may fluctuate for other reasons, including market perception of the value of such insurance, and there is no guarantee that the insurer will meet its obligation.

Inventories of municipal bonds held by brokers and dealers may decrease, which would lessen their ability to make a market in these securities. Such a reduction in market making capacity could potentially decrease a Fund's ability to buy or sell bonds. As a result, a Fund may sell a security at a lower price, sell other securities to raise cash, or give up an investment opportunity, any of which could have a negative impact on performance. If a Fund needed to sell large blocks of bonds, those sales could further reduce the bonds' prices and impact performance.

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Notes to Financial Statements (unaudited) (continued)

In the normal course of business, certain Funds invest in securities and enter into transactions where risks exist due to fluctuations in the market (market risk) or failure of the issuer to meet all its obligations, including the ability to pay principal and interest when due (issuer credit risk). The value of securities may also be affected by one or all of the following: (i) general economy; (ii) overall market as well as local, regional or global political and/or social instability; (iii) regulation, taxation or international tax treaties between various countries; and (iv) currency, interest rate and price fluctuations.

Each Fund may be exposed to prepayment risk, which is the risk that borrowers may exercise their option to prepay principal earlier than scheduled during periods of declining interest rates, which would force each Fund to reinvest in lower yielding securities. Each Fund may also be exposed to reinvestment risk, which is the risk that income from each Fund's portfolio will decline if each Fund invests the proceeds from matured, traded or called fixed-income securities at market interest rates that are below each Fund portfolio's current earnings rate.

The Funds may hold a significant amount of bonds subject to calls by the issuers at defined dates and prices. When bonds are called by issuers and the Funds reinvest the proceeds received, such investments may be in securities with lower yields than the bonds originally held, and correspondingly, could adversely impact the yield and total return performance of a Fund.

A Fund structures and sponsors the TOB Trusts in which it holds TOB Residuals and has certain duties and responsibilities, which may give rise to certain additional risks including, but not limited to, compliance, securities law and operational risks.

Should short-term interest rates rise, the Funds' investments in TOB Trust transactions may adversely affect the Funds' net investment income and dividends to Common Shareholders. Also, fluctuations in the market value of municipal bonds deposited into the TOB Trust may adversely affect the Funds' NAVs per share.

The SEC and various federal banking and housing agencies have adopted credit risk retention rules for securitizations (the Risk Retention Rules). The Risk Retention Rules would require the sponsor of a TOB Trust to retain at least 5% of the credit risk of the underlying assets supporting the TOB Trust's municipal bonds. The Risk Retention Rules may adversely affect the Funds' ability to engage in TOB Trust transactions or increase the costs of such transactions in certain circumstances.

TOB Trusts constitute an important component of the municipal bond market. Any modifications or changes to rules governing TOB Trusts may adversely impact the municipal market and the Funds, including through reduced demand for and liquidity of municipal bonds and increased financing costs for municipal issuers. The ultimate impact of any potential modifications on the TOB Trust market and the overall municipal market is not yet certain.

Counterparty Credit Risk: The Funds may be exposed to counterparty credit risk, or the risk that an entity may fail to or be unable to perform on its commitments related to unsettled or open transactions. The Funds manage counterparty credit risk by entering into transactions only with counterparties that the Manager believes have the financial resources to honor their obligations and by monitoring the financial stability of those counterparties. Financial assets, which potentially expose the Funds to market, issuer and counterparty credit risks, consist principally of financial instruments and receivables due from counterparties. The extent of the Funds' exposure to market, issuer and counterparty credit risks with respect to these financial assets is approximately their value recorded in the

Statements of Assets and Liabilities, less any collateral held by the Funds.

A derivative contract may suffer a mark-to-market loss if the value of the contract decreases due to an unfavorable change in the market rates or values of the underlying instrument. Losses can also occur if the counterparty does not perform under the contract.

With exchange-traded futures, there is less counterparty credit risk to the Funds since the exchange or clearinghouse, as counterparty to such instruments, guarantees against a possible default. The clearinghouse stands between the buyer and the seller of the contract; therefore, credit risk is limited to failure of the clearinghouse. While offset rights may exist under applicable law, a Fund does not have a contractual right of offset against a clearing broker or clearinghouse in the event of a default (including the bankruptcy or insolvency). Additionally, credit risk exists in exchange-traded futures with respect to initial and variation margin that is held in a clearing broker's customer accounts. While clearing brokers are required to segregate customer margin from their own assets, in the event that a clearing broker becomes insolvent or goes into bankruptcy and at that time there is a shortfall in the aggregate amount of margin held by the clearing broker for all its clients, typically the shortfall would be allocated on a pro rata basis across all the clearing broker's customers, potentially resulting in losses to the Funds.

Concentration Risk: MUC, MUJ, MIY and MPA invest a substantial amount of its assets in issuers located in a single state or limited number of states. This may subject each Fund to the risk that economic, political or social issues impacting a particular state or group of states could have an adverse and disproportionate impact on the income from, or the value or liquidity of, the Funds' respective portfolios. Investment percentages in specific states or U.S. territories are presented in the Schedules of Investments.

As of period end, MUC invested a significant portion of its assets in securities in the county, city, special district and school district sector, MUJ and MFT invested a significant portion of their assets in securities in the transportation sector and MIY invested a significant portion of its assets in securities in the health sector. Changes in economic conditions affecting such sectors would have a greater impact on the Funds and could affect the value, income and/or liquidity of positions in such securities.

Certain Funds invest a significant portion of their assets in fixed-income securities and/or use derivatives tied to the fixed-income markets. Changes in market interest rates or economic conditions may affect the value and/or liquidity of such investments. Interest rate risk is the risk that prices of bonds and other fixed-income securities will increase as interest rates fall and decrease as interest rates rise. The Funds may be subject to a greater risk of rising interest rates due to the current period of historically low rates.

10. CAPITAL SHARE TRANSACTIONS

Common Shares

MFT and MPA each is authorized to issue an unlimited number of Common Shares and 1 million Preferred Shares, all of which were initially classified as Common Shares. MUC, MUJ and MIY each is authorized to issue 200 million shares, all of which were initially classified as Common Shares. The par value for each Fund's

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Notes to Financial Statements (unaudited) (continued)

Common Shares is \$0.10. The par value for each Fund's Preferred Shares outstanding is \$0.10, except for MFT and MPA, which is \$0.05. The Board is authorized, however, to reclassify any unissued Common Shares to Preferred Shares without the approval of Common Shareholders.

For the six months ended January 31, 2018, and the year ended July 31, 2017, Common Shares issued and outstanding increased by 1,844 and 2,005, respectively, for MFT as a result of dividend reinvestment.

For the six months ended January 31, 2018 and the year ended July 31, 2017, shares issued and outstanding remained constant for MUC, MUJ, MIY and MPA.

Preferred Shares

Each Fund's Preferred Shares rank prior to the Fund's Common Shares as to the payment of dividends by the Fund and distribution of assets upon dissolution or liquidation of a Fund. The 1940 Act prohibits the declaration of any dividend on a Fund's Common Shares or the repurchase of a Fund's Common Shares if a Fund fails to maintain asset coverage of at least 200% of the liquidation preference of the Fund's outstanding Preferred Shares. In addition, pursuant to the Preferred Shares governing instruments, a Fund is restricted from declaring and paying dividends on classes of shares ranking junior to or on parity with the Fund's Preferred Shares or repurchasing such shares if a Fund fails to declare and pay dividends on the Preferred Shares, redeem any Preferred Shares required to be redeemed under the Preferred Shares governing instruments or comply with the basic maintenance amount requirement of the ratings agencies rating the Preferred Shares.

The holders of Preferred Shares have voting rights equal to the voting rights of the holders of Common Shares (one vote per share) and will vote together with holders of Common Shares (one vote per share) as a single class on certain matters. However, the holders of Preferred Shares, voting as a separate class, are also entitled to elect two Directors to the Board of each Fund. The holders of Preferred Shares are also entitled to elect the full Board of Directors if dividends on the Preferred Shares are not paid for a period of two years. The holders of Preferred Shares are also generally entitled to a separate class vote to amend the Preferred Share governing documents. In addition, the 1940 Act requires the approval of the holders of a majority of any outstanding Preferred Shares, voting as a separate class, to (a) adopt any plan of reorganization that would adversely affect the Preferred Shares, (b) change a Fund's sub-classification as a closed-end investment company or change its fundamental investment restrictions or (c) change its business so as to cease to be an investment company.

VRDP Shares

MUJ, MIY and MPA (collectively, the VRDP Funds) have issued Series W-7 VRDP Shares, \$100,000 liquidation preference per share, in privately negotiated offerings. The VRDP Shares were offered to qualified institutional buyers as defined pursuant to Rule 144A under the Securities Act of 1933, as amended (the Securities Act). The VRDP Shares include a liquidity feature and are currently in a special rate period, each as described below.

As of period end, the VRDP Shares outstanding of each Fund were as follows:

	<i>Issue Date</i>	<i>Shares Issued</i>	<i>Aggregate Principal</i>	<i>Maturity Date</i>
MUJ	06/30/11	1,727	\$ 172,700,000	07/01/41
	04/13/15	644	64,400,000	07/01/41
MIY	04/21/11	1,446	144,600,000	05/01/41
	09/14/15	873	87,300,000	05/01/41
MPA	05/19/11	663	66,300,000	06/01/41
	04/13/15	163	16,300,000	06/01/41

Redemption Terms: Each VRDP Fund is required to redeem its VRDP Shares on the maturity date, unless earlier redeemed or repurchased. Six months prior to the maturity date, each VRDP Fund is required to begin to segregate liquid assets with the Fund's custodian to fund the redemption. In addition, each VRDP Fund is required to redeem certain of its outstanding VRDP Shares if it fails to comply with certain asset coverage, basic maintenance amount or leverage requirements.

Subject to certain conditions, the VRDP Shares may also be redeemed, in whole or in part, at any time at the option of each VRDP Fund. The redemption price per VRDP Share is equal to the liquidation preference per share plus any outstanding unpaid dividends.

Liquidity Feature: Each VRDP Fund entered into a fee agreement with its liquidity provider that requires an initial commitment and a per annum liquidity fee payable to the liquidity provider. These fees, if applicable, are shown as liquidity fees in the Statements of Operations.

The initial fee agreement between each VRDP Fund and its respective liquidity provider was for a 364 day term and was scheduled to expire on June 29, 2012 for MUJ, on April 20, 2012 for MIY, and on May 18, 2012 for MPA. Each fee agreement was subsequently renewed for additional terms. The most recent extension is scheduled to expire on April 15, 2020 for MUJ, and on July 5, 2018 for each of MIY and MPA, unless renewed or terminated in advance.

In the event the fee agreements are not renewed or terminated in advance, and the VRDP Funds do not enter into fee agreements with an alternate liquidity provider, the VRDP Shares will be subject to mandatory purchase by the liquidity provider prior to the termination of the fee agreement. In the event of such mandatory purchase, the VRDP Funds are required to redeem the VRDP Shares six months after the purchase date. Immediately after such mandatory purchase, each VRDP Fund is required to begin to segregate liquid assets with their custodian to fund the redemption. There is no assurance the VRDP Fund will replace such redeemed VRDP Shares with any other preferred shares or other form of leverage.

Remarketing: The VRDP Funds may incur remarketing fees of 0.10% on the aggregate principal amount of all the Funds' VRDP Shares, which, if any, are included in remarketing fees on Preferred Shares in the Statements of Operations. During any special rate period (as described below), VRDP Funds may incur no remarketing fees.

Dividends: Dividends on the VRDP Shares are payable monthly at a variable rate set weekly by the remarketing agent. Such dividend rates are generally based upon a spread over a base rate and cannot exceed a maximum rate. In the event of a failed remarketing, the dividend rate of the VRDP Shares will be reset to a maximum rate.

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Notes to Financial Statements (unaudited) (continued)

The maximum rate is determined based on, among other things, the long-term preferred share rating assigned to the VRDP Shares and the length of time that the VRDP Shares fail to be remarketed. At the date of issuance, the VRDP Shares were assigned long-term ratings of Aaa from Moody's and AAA from Fitch. Subsequent to the issuance of the VRDP Shares, Moody's completed a review of its methodology for rating securities issued by registered closed-end funds. As of period end, the VRDP Shares were assigned a long-term rating of Aa2 from Moody's under its new ratings methodology. The VRDP Shares continue to be assigned a long-term rating of AAA from Fitch.

For the six months ended January 31, 2018, the annualized dividend rates for the VRDP Shares were as follows:

	<i>MUJ</i>	<i>MIY</i>	<i>MPA</i>
Rate	1.89%	1.88%	1.88%

Ratings: The short-term ratings on the VRDP Shares are directly related to the short-term ratings of the liquidity provider for such VRDP Shares. Changes in the credit quality of the liquidity provider could cause a change in the short-term credit ratings of the VRDP Shares as rated by Moody's, Fitch and/or S&P. A change in the short-term credit rating of the liquidity provider or the VRDP Shares may adversely affect the dividend rate paid on such shares, although the dividend rate paid on the VRDP Shares is not directly based upon either short-term rating. The liquidity provider may be terminated prior to the scheduled termination date if the liquidity provider fails to maintain short-term debt ratings in one of the two highest rating categories.

Special Rate Period: On June 21, 2012, MIY and MPA commenced a three-year special rate period ending June 24, 2015 with respect to their VRDP Shares, during which the VRDP Shares were not subject to any remarketing and the dividend rate was based on a predetermined methodology. The special rate period has been extended each year for an additional one year term and is currently set to expire on June 20, 2018. Prior to June 20, 2018, the holder of the VRDP Shares and MIY and MPA may mutually agree to extend the special rate period. If the special rate period is not extended, the VRDP Shares will revert to remarketable securities upon the termination of the special rate period and will be remarketed and available for purchase by qualified institutional investors.

On April 17, 2014, MUJ commenced a three-year special rate period ending April 19, 2017 with respect to its VRDP Shares, during which the VRDP Shares were not subject to any remarketing and the dividend rate was based on a predetermined methodology. In April 2017, the special rate period was extended to April 15, 2020. Prior to April 15, 2020, the holder of the VRDP Shares and MUJ may mutually agree to extend the special rate period. If the special rate period is not extended, the VRDP Shares will revert to remarketable securities upon the termination of the special rate period and will be remarketed and available for purchase by qualified institutional investors.

During the special rate period, the liquidity and fee agreements remain in effect and the VRDP Shares remain subject to mandatory redemption on the maturity date. The VRDP Shares will not be remarketed or subject to optional or mandatory tender events during the special rate period. During the special rate period, MUJ is required to comply with the same asset coverage, basic maintenance amount and leverage requirements for the VRDP Shares as is required when the VRDP Shares are not in a special rate period. MUJ will pay a nominal fee at the annual rate of 0.01% to the liquidity provider and remarketing agent during the special rate period. MUJ will also pay dividends monthly based on the sum of the Securities Industry and Financial Markets Association (SIFMA) Municipal Swap Index rate and a percentage per annum based on the long-term ratings assigned to the VRDP Shares.

If the VRDP Funds redeem the VRDP Shares prior to end of the special rate period and the VRDP Shares have long-term ratings above A1/A+ and its equivalent by all ratings agencies then rating the VRDP Shares, then such redemption may be subject to a redemption premium payable to the holder of the VRDP Shares based on the time remaining in the special rate period, subject to certain exceptions for redemptions that are required to comply with minimum asset coverage requirements.

For the six months ended January 31, 2018, VRDP Shares issued and outstanding of the VRDP Funds remained constant.

VMTP Shares

MUC and MFT (collectively, the VMTP Funds) have issued Series W-7 VMTP Shares, \$100,000 liquidation preference per share, in privately negotiated offerings and sales of VMTP Shares exempt from registration under the Securities Act. The VMTP Shares are subject to certain restrictions on transfer, and VMTP Funds may also be required to register the VMTP Shares for sale under the Securities Act under certain circumstances. In addition, amendments to the VMTP governing documents generally require the consent of the holders of VMTP Shares.

As of period end, the VMTP Shares outstanding of each Fund were as follows:

	<i>Issue Date</i>	<i>Shares Issued</i>	<i>Aggregate Principal</i>	<i>Term Redemption Date</i>
MUC	03/22/12	2,540	\$ 254,000,000	03/30/19
MFT	12/16/11	565	56,500,000	01/02/19

Redemption Terms: Each VMTP Fund is required to redeem its VMTP Shares on the term redemption date, unless earlier redeemed or repurchased or unless extended. In September 2015, the term redemption date for MUC was extended until March 30, 2019. There is no assurance that the term of a Fund's VMTP Shares will be extended further or that a Fund's VMTP Shares will be replaced with any other preferred shares or other form of leverage upon the redemption or repurchase of the VMTP Shares. Six months prior to the term redemption date, each VMTP Fund is required to begin to segregate liquid assets with the Funds' custodian to fund the redemption. In addition, each VMTP Fund is required to redeem certain of its outstanding VMTP Shares if it fails to comply with certain asset coverage, basic maintenance amount or leverage requirements.

Subject to certain conditions, a Fund's VMTP Shares may be redeemed, in whole or in part, at any time at the option of each VMTP Fund. The redemption price per VMTP Share is equal to the liquidation preference per share plus any outstanding unpaid dividends and applicable redemption premium. If the VMTP Fund redeems the VMTP Shares prior to the term redemption date and the VMTP Shares have long-term ratings above A1/A+ or its equivalent by the ratings agencies then rating the VMTP

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Shares, then such redemption may be subject to a prescribed redemption premium (up to 3% of the liquidation preference) payable to the holder of the VMTP Shares based on the time remaining until the term redemption date, subject to certain exceptions for redemptions that are required to comply with minimum asset coverage requirements.

Dividends: Dividends on the VMTP Shares are declared daily and payable monthly at a variable rate set weekly at a fixed rate spread to the Securities Industry and Financial Markets Association (SIFMA) Municipal Swap Index. The fixed spread is determined based on the long-term preferred share rating assigned to the VMTP Shares by the ratings agencies then rating the VMTP Shares. At the date of issuance, the VMTP Shares were assigned long-term ratings of Aaa from Moody's and AAA from Fitch. Subsequent to the issuance of the VMTP Shares, Moody's completed a review of its methodology for rating securities issued by registered closed-end funds. As of period end, the VMTP Shares were assigned a long-term rating of Aa1 for MFT and Aa2 for MUC from Moody's under its new rating methodology. The VMTP Shares continue to be assigned a long-term rating of AAA from Fitch. The dividend rate on the VMTP Shares is subject to a step-up spread if the Funds fail to comply with certain provisions, including, among other things, the timely payment of dividends, redemptions or gross-up payments, and complying with certain asset coverage and leverage requirements.

For the six months ended January 31, 2018, the annualized dividend rates for the VMTP Shares were as follows:

Rate	<i>MUC</i>	<i>MFT</i>
	1.93%	2.01%

For the six months ended January 31, 2018, VMTP Shares issued and outstanding of each VMTP Fund remained constant.

Offering Costs: The Funds incurred costs in connection with the issuance of VRDP and/or VMTP Shares, which were recorded as a direct deduction from the carrying value of the related debt liability and will be amortized over the life of the VRDP Shares with the exception of upfront fees paid to the liquidity provider which were amortized over the life of the liquidity agreement. Amortization of these costs is included in interest expense, fees and amortization of offering costs in the Statements of Operations.

Financial Reporting: The VRDP and VMTP Shares are considered debt of the issuer; therefore, the liquidation preference, which approximates fair value of the VRDP and VMTP Shares, is recorded as a liability in the Statements of Assets and Liabilities net of deferred offering costs. Unpaid dividends are included in interest expense and fees payable in the Statements of Assets and Liabilities, and the dividends accrued and paid on the VRDP and VMTP Shares are included as a component of interest expense, fees and amortization of offering costs in the Statements of Operations. The VRDP and VMTP Shares are treated as equity for tax purposes. Dividends paid to holders of the VRDP and VMTP Shares are generally classified as tax-exempt income for tax-reporting purposes. Dividends and amortization of deferred offering costs on VRDP and VMTP Shares are included in interest expense, fees and amortization of offering costs in the Statements of Operations:

<i>Dividends</i>	<i>Deferred</i>
------------------	-----------------

	<i>Accrued</i>	<i>Offering Costs</i>
		<i>Amortization</i>
MUC	\$ 2,460,321	\$
MUJ	2,250,391	9,599
MFT	570,062	
MIY	2,196,256	4,832
MPA	779,968	5,614

11. SUBSEQUENT EVENTS

Management's evaluation of the impact of all subsequent events on the Funds' financial statements was completed through the date the financial statements were issued and the following items were noted:

	Common Dividend		Preferred Shares ^(c)		
	Per Share		<i>Shares</i>	<i>Series</i>	<i>Declared</i>
	<i>Paid</i> ^(a)	<i>Declared</i> ^(b)			
MUC	\$ 0.0535	\$ 0.0535	VMTP	W-7	\$ 381,418
MUJ	0.0595	0.0595	VRDP	W-7	348,764
MFT	0.0670	0.0670	VMTP	W-7	88,310
MIY	0.0570	0.0570	VRDP	W-7	340,226
MPA	0.0623	0.0555	VRDP	W-7	121,184

(a) Net investment income dividend paid on March 1, 2018 to Common Shareholders of record on February 15, 2018.

(b) Net investment income dividend declared on March 1, 2018, payable to Common Shareholders of record on March 15, 2018.

(c) Dividends declared for period February 1, 2018 to February 28, 2018.

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Director and Officer Information

Richard E. Cavanagh, Chair of the Board and Director

Karen P. Robards, Vice Chair of the Board and Director

Michael J. Castellano, Director

Cynthia L. Egan, Director

Frank J. Fabozzi, Director

R. Glenn Hubbard, Director

W. Carl Kester, Director

Catherine A. Lynch, Director

Barbara G. Novick, Director

John M. Perlowski, Director, President and Chief Executive Officer

Jonathan Diorio, Vice President

Neal J. Andrews, Chief Financial Officer

Jay M. Fife, Treasurer

Charles Park, Chief Compliance Officer

Janey Ahn, Secretary

Effective December 31, 2017, Jerrold B. Harris retired as a Director of the Funds.

As of the date of this report, the portfolio managers of MUC are Walter O Connor, Phillip Soccio and Michael Perilli; the portfolio managers of MIY are Walter O Connor, Michael Kalinoski and Michael Perilli; and the portfolio managers of MPA are Ted Jaeckel, Phillip Soccio and Michael Perilli. Mr. Perilli joined each Fund's portfolio management team effective February 1, 2018. Mr. Perilli has been a Vice President of BlackRock, Inc. since 2014, and an Associate thereof from 2008 to 2014.

As of the date of this report, the portfolio managers of MFT are Ted Jaeckel, Michael Perilli and Phillip Soccio. Mr. Soccio joined MFT's portfolio management team effective February 1, 2018. Mr. Soccio has been a Director of BlackRock, Inc. since 2009, and a Vice President thereof from 2005 to 2009.

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Effective February 16, 2018, Barbara G. Novick resigned, and Robert Fairbairn was appointed, as an interested Director of the Funds.

Investment Adviser

BlackRock Advisors, LLC

Wilmington, DE 19809

Accounting Agent and Custodian

State Street Bank and Trust Company

Boston, MA 02111

Transfer Agent

Computershare Trust Company, N.A.

Canton, MA 02021

VRDP Tender and Paying

Agent and VMTP Redemption and Paying Agent

The Bank of New York Mellon

New York, NY 10286

VRDP Liquidity Providers

Citibank, N.A.^(a)

New York, NY 10179

Bank of America, N.A.^(b)

New York, NY 10036

VRDP Remarketing Agents

Citigroup Global Markets Inc.^(a)

New York, NY 10179

Merrill Lynch, Pierce, Fenner & Smith Incorporated^(b)

New York, NY 10036

Independent Registered Public Accounting Firm

Deloitte & Touche LLP

Boston, MA 02116

Legal Counsel

Skadden, Arps, Slate, Meagher & Flom LLP

Boston, MA 02116

Address of the Funds

100 Bellevue Parkway

Wilmington, DE 19809

^(a) For MIY and MPA.

^(b) For MUJ.

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Additional Information

Fund Certification

Certain Funds are listed for trading on the NYSE and have filed with the NYSE their annual chief executive officer certification regarding compliance with the NYSE's listing standards. The Funds filed with the SEC the certification of its chief executive officer and chief financial officer required by section 302 of the Sarbanes-Oxley Act.

Dividend Policy

Each Fund's dividend policy is to distribute all or a portion of its net investment income to its shareholders on a monthly basis. In order to provide shareholders with a more stable level of distributions, the Funds may at times pay out less than the entire amount of net investment income earned in any particular month and may at times in any particular month pay out such accumulated but undistributed income in addition to net investment income earned in that month. As a result, the distributions paid by the Funds for any particular month may be more or less than the amount of net investment income earned by the Funds during such month. The Funds' current accumulated but undistributed net investment income, if any, is disclosed in the Statements of Assets and Liabilities, which comprises part of the financial information included in this report.

General Information

The Funds do not make available copies of their Statements of Additional Information because the Funds' shares are not continuously offered, which means that the Statement of Additional Information of each Fund has not been updated after completion of the respective Fund's offerings and the information contained in each Fund's Statement of Additional Information may have become outdated.

During the period, there were no material changes in the Funds' investment objectives or policies or to the Funds' charters or by-laws that would delay or prevent a change of control of the Funds that were not approved by the shareholders or in the principal risk factors associated with investment in the Funds. There have been no changes in the persons who are primarily responsible for the day-to-day management of the Funds' portfolios.

Quarterly performance, semi-annual and annual reports, current net asset value and other information regarding the Funds, may be found on BlackRock's website, which can be accessed at <http://www.blackrock.com>. Any reference to BlackRock's website in this report is intended to allow investors public access to information regarding the Funds and does not, and is not intended to, incorporate BlackRock's website in this report.

Electronic Delivery

Shareholders can sign up for e-mail notifications of quarterly statements, annual and semi-annual shareholder reports by enrolling in the electronic delivery program. Electronic copies of shareholder reports are available on BlackRock's website.

To enroll in electronic delivery:

Shareholders Who Hold Accounts with Investment Advisers, Banks or Brokerages:

Please contact your financial advisor. Please note that not all investment advisers, banks or brokerages may offer this service.

Householding

The Funds will mail only one copy of shareholder documents, including annual and semi-annual reports and proxy statements, to shareholders with multiple accounts at the same address. This practice is commonly called householding and is intended to reduce expenses and eliminate duplicate mailings of shareholder documents. Mailings of your shareholder documents may be househanded indefinitely unless you instruct us otherwise. If you do not want the mailing of these documents to be combined with those for other members of your household, please call the Funds at (800) 882-0052.

Availability of Quarterly Schedule of Investments

The Funds file their complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-Q. The Funds' Forms N-Q are available on the SEC's website at <http://www.sec.gov> and may also be reviewed and copied at the SEC's Public Reference Room in Washington, D.C. Information on the operation of the Public Reference Room or how to access documents on the SEC's website without charge may be obtained by calling (800) SEC-0330. The Funds' Forms N-Q may also be obtained upon request and without charge by calling (800) 882-0052.

Availability of Proxy Voting Policies and Procedures

A description of the policies and procedures that the Funds use to determine how to vote proxies relating to portfolio securities is available upon request and without charge (1) by calling (800) 882-0052; (2) at <http://www.blackrock.com>; and (3) on the SEC's website at <http://www.sec.gov>.

Availability of Proxy Voting Record

Information about how the Funds voted proxies relating to securities held in the Funds' portfolios during the most recent 12-month period ended June 30 is available upon request and without charge (1) at <http://www.blackrock.com>; or by calling (800) 882-0052; and (2) on the SEC's website at <http://www.sec.gov>.

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Additional Information (continued)

Availability of Fund Updates

BlackRock will update performance and certain other data for the Funds on a monthly basis on its website in the Closed-end Funds section of <http://www.blackrock.com> as well as certain other material information as necessary from time to time. Investors and others are advised to check the website for updated performance information and the release of other material information about the Funds. This reference to BlackRock's website is intended to allow investors public access to information regarding the Funds and does not, and is not intended to, incorporate BlackRock's website in this report.

BlackRock Privacy Principles

BlackRock is committed to maintaining the privacy of its current and former fund investors and individual clients (collectively, Clients) and to safeguarding their non-public personal information. The following information is provided to help you understand what personal information BlackRock collects, how we protect that information and why in certain cases we share such information with select parties.

If you are located in a jurisdiction where specific laws, rules or regulations require BlackRock to provide you with additional or different privacy-related rights beyond what is set forth below, then BlackRock will comply with those specific laws, rules or regulations.

BlackRock obtains or verifies personal non-public information from and about you from different sources, including the following: (i) information we receive from you or, if applicable, your financial intermediary, on applications, forms or other documents; (ii) information about your transactions with us, our affiliates, or others; (iii) information we receive from a consumer reporting agency; and (iv) from visits to our websites.

BlackRock does not sell or disclose to non-affiliated third parties any non-public personal information about its Clients, except as permitted by law or as is necessary to respond to regulatory requests or to service Client accounts. These non-affiliated third parties are required to protect the confidentiality and security of this information and to use it only for its intended purpose.

We may share information with our affiliates to service your account or to provide you with information about other BlackRock products or services that may be of interest to you. In addition, BlackRock restricts access to non-public personal information about its Clients to those BlackRock employees with a legitimate business need for the information. BlackRock maintains physical, electronic and procedural safeguards that are designed to protect the non-public personal information of its Clients, including procedures relating to the proper storage and disposal of such information.

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Glossary of Terms Used in this Report

AGC	Assured Guarantee Corp.
AGM	Assured Guaranty Municipal Corp.
AMBAC	American Municipal Bond Assurance Corp.
AMT	Alternative Minimum Tax (subject to)
ARB	Airport Revenue Bonds
BAM	Build America Mutual Assurance Co.
BARB	Building Aid Revenue Bonds
CAB	Capital Appreciation Bonds
COP	Certificates of Participation
EDA	Economic Development Authority
EDC	Economic Development Corp.
ERB	Education Revenue Bonds
GARB	General Airport Revenue Bonds
GO	General Obligation Bonds
HDA	Housing Development Authority
HFA	Housing Finance Agency
IDA	Industrial Development Authority
IDB	Industrial Development Board
ISD	Independent School District
LRB	Lease Revenue Bonds
M/F	Multi-Family
NPFGC	National Public Finance Guarantee Corp.
RB	Revenue Bonds
S/F	Single-Family
Syncora	Syncora Guarantee

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This report is intended for current holders. It is not a prospectus. Past performance results shown in this report should not be considered a representation of future performance. The Funds have leveraged their Common Shares, which creates risks for Common Shareholders, including the likelihood of greater volatility of net asset value and market price of the Common Shares, and the risk that fluctuations in short-term interest rates may reduce the Common Shares yield. Statements and other information herein are as dated and are subject to change.

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Item 2 Code of Ethics Not Applicable to this semi-annual report

Item 3 Audit Committee Financial Expert Not Applicable to this semi-annual report

Item 4 Principal Accountant Fees and Services Not Applicable to this semi-annual report

Item 5 Audit Committee of Listed Registrants Not Applicable to this semi-annual report

Item 6 Investments

(a) The registrant's Schedule of Investments is included as part of the Report to Stockholders filed under Item 1 of this Form.

(b) Not Applicable due to no such divestments during the semi-annual period covered since the previous Form N-CSR filing.

Item 7 Disclosure of Proxy Voting Policies and Procedures for Closed-End Management Investment Companies Not Applicable to this semi-annual report

Item 8 Portfolio Managers of Closed-End Management Investment Companies

(a)(1) As of the date of filing this Report:

The registrant is managed by a team of investment professionals comprised of Michael Kalinoski, CFA, Director at BlackRock, Walter O Connor, CFA, Managing Director at BlackRock and Michael Perilli, Vice President at BlackRock. Each is a member of BlackRock's municipal tax-exempt management group. Each is jointly responsible for the day-to-day management of the registrant's portfolio, which includes setting the registrant's overall investment strategy, overseeing the management of the registrant and/or selection of its investments. Messrs. Kalinoski, O Connor and Perilli have been members of the registrant's portfolio management team since 2011, 2006 and 2018, respectively.

Information below is with respect to Mr. Perilli, who became a portfolio manager to the Fund on February 1, 2018.

Portfolio Manager

Michael Perilli

Biography

Vice President of BlackRock since 2014; Associate of BlackRock from 2008 to 2014.

(a)(2) As of January 31, 2018:

	(ii) Number of Other Accounts Managed and Assets by Account Type			(iii) Number of Other Accounts and Assets for Which Advisory Fee is		
--	---	--	--	--	--	--

				Performance-Based		
(i) Name of	Other	Other Pooled	Other	Other	Other Pooled	Other

Portfolio Manager	Registered	Investment	Accounts	Registered	Investment	Accounts
	Investment	Vehicles		Investment	Vehicles	
	Companies			Companies		
Michael Perilli	10 \$2.06 Billion	0 \$0	0 \$0	0 \$0	0 \$0	0 \$0

Table of Contents**(iv) Portfolio Manager Potential Material Conflicts of Interest**

BlackRock has built a professional working environment, firm-wide compliance culture and compliance procedures and systems designed to protect against potential incentives that may favor one account over another. BlackRock has adopted policies and procedures that address the allocation of investment opportunities, execution of portfolio transactions, personal trading by employees and other potential conflicts of interest that are designed to ensure that all client accounts are treated equitably over time. Nevertheless, BlackRock furnishes investment management and advisory services to numerous clients in addition to the Fund, and BlackRock may, consistent with applicable law, make investment recommendations to other clients or accounts (including accounts which are hedge funds or have performance or higher fees paid to BlackRock, or in which portfolio managers have a personal interest in the receipt of such fees), which may be the same as or different from those made to the Fund. In addition, BlackRock, Inc., its affiliates and significant shareholders and any officer, director, shareholder or employee may or may not have an interest in the securities whose purchase and sale BlackRock recommends to the Fund. BlackRock, Inc., or any of its affiliates or significant shareholders, or any officer, director, shareholder, employee or any member of their families may take different actions than those recommended to the Fund by BlackRock with respect to the same securities. Moreover, BlackRock may refrain from rendering any advice or services concerning securities of companies of which any of BlackRock, Inc.'s (or its affiliates' or significant shareholders') officers, directors or employees are directors or officers, or companies as to which BlackRock, Inc. or any of its affiliates or significant shareholders or the officers, directors and employees of any of them has any substantial economic interest or possesses material non-public information. Certain portfolio managers also may manage accounts whose investment strategies may at times be opposed to the strategy utilized for a fund. It should also be noted that a portfolio manager may be managing hedge fund and/or long only accounts, or may be part of a team managing hedge fund and/or long only accounts, subject to incentive fees. Such portfolio managers may therefore be entitled to receive a portion of any incentive fees earned on such accounts. Currently, the portfolio manager of this Fund is not entitled to receive a portion of incentive fees of other accounts.

As a fiduciary, BlackRock owes a duty of loyalty to its clients and must treat each client fairly. When BlackRock purchases or sells securities for more than one account, the trades must be allocated in a manner consistent with its fiduciary duties. BlackRock attempts to allocate investments in a fair and equitable manner among client accounts, with no account receiving preferential treatment. To this end, BlackRock, Inc. has adopted policies that are intended to ensure reasonable efficiency in client transactions and provide BlackRock with sufficient flexibility to allocate investments in a manner that is consistent with the particular investment discipline and client base, as appropriate.

(a)(3) As of January 31, 2018:

Portfolio Manager Compensation Overview

The discussion below describes the portfolio manager's compensation as of January 31, 2018.

BlackRock's financial arrangements with its portfolio managers, its competitive compensation and its career path emphasis at all levels reflect the value senior management places on key resources. Compensation may include a variety of components and may vary from year to year based on a number of factors. The principal components of compensation include a base salary, a performance-based discretionary bonus, participation in various benefits programs and one or more of the incentive compensation programs established by BlackRock.

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Base compensation. Generally, portfolio managers receive base compensation based on their position with the firm.

Discretionary Incentive Compensation. Discretionary incentive compensation is a function of several components: the performance of BlackRock, Inc., the performance of the portfolio manager's group within BlackRock, the investment performance, including risk-adjusted returns, of the firm's assets under management or supervision by that portfolio manager relative to predetermined benchmarks, and the individual's performance and contribution to the overall performance of these portfolios and BlackRock. In most cases, these benchmarks are the same as the benchmark or benchmarks against which the performance of the Funds or other accounts managed by the portfolio managers are measured. Among other things, BlackRock's Chief Investment Officers make a subjective determination with respect to each portfolio manager's compensation based on the performance of the Funds and other accounts managed by each portfolio manager relative to the various benchmarks. Performance of fixed income funds is measured on a pre-tax and/or after-tax basis over various time periods including 1-, 3- and 5- year periods, as applicable. With respect to the portfolio manager, such benchmarks for the Fund and other accounts are: a combination of market-based indices (e.g., Standard & Poor's Municipal Bond Index), certain customized indices and certain fund industry peer groups.

Distribution of Discretionary Incentive Compensation. Discretionary incentive compensation is distributed to portfolio managers in a combination of cash, deferred BlackRock, Inc. stock awards, and/or deferred cash awards that notionally track the return of certain BlackRock investment products.

Portfolio managers receive their annual discretionary incentive compensation in the form of cash. Portfolio managers whose total compensation is above a specified threshold also receive deferred BlackRock, Inc. stock awards annually as part of their discretionary incentive compensation. Paying a portion of discretionary incentive compensation in the form of deferred BlackRock, Inc. stock puts compensation earned by a portfolio manager for a given year at risk based on BlackRock's ability to sustain and improve its performance over future periods. In some cases, additional deferred BlackRock, Inc. stock may be granted to certain key employees as part of a long-term incentive award to aid in retention, align interests with long-term shareholders and motivate performance. Deferred BlackRock, Inc. stock awards are generally granted in the form of BlackRock, Inc. restricted stock units that vest pursuant to the terms of the applicable plan and, once vested, settle in BlackRock, Inc. common stock. The portfolio manager of this Fund has deferred BlackRock, Inc. stock awards.

For certain portfolio managers, a portion of the discretionary incentive compensation is also distributed in the form of deferred cash awards that notionally track the returns of select BlackRock investment products they manage, which provides direct alignment of portfolio manager discretionary incentive compensation with investment product results. Deferred cash awards vest ratably over a number of years and, once vested, settle in the form of cash. Only portfolio managers who manage specified products and whose total compensation is above a specified threshold are eligible to participate in the deferred cash award program.

Other Compensation Benefits. In addition to base salary and discretionary incentive compensation, portfolio managers may be eligible to receive or participate in one or more of the following:

Incentive Savings Plans BlackRock, Inc. has created a variety of incentive savings plans in which BlackRock, Inc. employees are eligible to participate, including a 401(k) plan, the BlackRock

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Retirement Savings Plan (RSP), and the BlackRock Employee Stock Purchase Plan (ESPP). The employer contribution components of the RSP include a company match equal to 50% of the first 8% of eligible pay contributed to the plan capped at \$5,000 per year, and a company retirement contribution equal to 3-5% of eligible compensation up to the Internal Revenue Service limit (\$275,000 for 2018). The RSP offers a range of investment options, including registered investment companies and collective investment funds managed by the firm. BlackRock, Inc. contributions follow the investment direction set by participants for their own contributions or, absent participant investment direction, are invested into a target date fund that corresponds to, or is closest to, the year in which the participant attains age 65. The ESPP allows for investment in BlackRock, Inc. common stock at a 5% discount on the fair market value of the stock on the purchase date. Annual participation in the ESPP is limited to the purchase of 1,000 shares of common stock or a dollar value of \$25,000 based on its fair market value on the purchase date. All of the eligible portfolio managers are eligible to participate in these plans.

(a)(4) *Beneficial Ownership of Securities* As of January 31, 2018.

Portfolio Manager	Dollar Range of Equity Securities of the Fund Beneficially Owned
Michael Perilli	None

(b) Effective February 1, 2018, Michael Perilli was added as a portfolio manager.

Item 9 Purchases of Equity Securities by Closed-End Management Investment Company and Affiliated Purchasers
Not Applicable

Item 10 Submission of Matters to a Vote of Security Holders There have been no material changes to these procedures.

Item 11 Controls and Procedures

(a) The registrant's principal executive and principal financial officers, or persons performing similar functions, have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act")) are effective as of a date within 90 days of the filing of this report based on the evaluation of these controls and procedures required by Rule 30a-3(b) under the 1940 Act and Rule 13a-15(b) under the Securities Exchange Act of 1934, as amended.

(b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act) that occurred during the second fiscal quarter of the period covered by this report that have materially affected, or are reasonably likely to materially affect, the registrant's internal control over financial reporting.

Item 12 Disclosure of Securities Lending Activities for Closed-End Management Investment Companies Not Applicable

Item 13 Exhibits attached hereto

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- (a)(1) Code of Ethics Not Applicable to this semi-annual report
- (a)(2) Certifications Attached hereto
- (a)(3) Not Applicable
- (a)(4) Not Applicable
- (b) Certifications Attached hereto

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Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BlackRock MuniYield Michigan Quality Fund, Inc.

By: /s/ John M. Perlowski
John M. Perlowski

Chief Executive Officer (principal executive officer) of

BlackRock MuniYield Michigan Quality Fund, Inc.

Date: April 4, 2018

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ John M. Perlowski
John M. Perlowski

Chief Executive Officer (principal executive officer) of

BlackRock MuniYield Michigan Quality Fund, Inc.

Date: April 4, 2018

By: /s/ Neal J. Andrews
Neal J. Andrews

Chief Financial Officer (principal financial officer) of

BlackRock MuniYield Michigan Quality Fund, Inc.

Date: April 4, 2018