Edgar Filing: Harris Jerrold B - Form 4

| Harris Jerrold B Form 4 | | | | | | | | | | |
|---|--|--|--|--|--|--|--|--|---|--|
| August 15, 2012 | | | | | | | | | PPROVAL | |
| | UNITED | STATES | | RITIES A | | | COMMISSIO | N OMB Number: | 3235-0287 | |
| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b). | STATEM Filed pur Section 17(| rsuant to S (a) of the l | Section 1 Public U | SECUI 16(a) of th Itility Hol | RITIES ne Securi lding Cor | ties Excha | WNERSHIP OF nge Act of 1934, of 1935 or Secti 940 | Estimated burden hou response | urs per | |
| (Print or Type Respo | onses) | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> Harris Jerrold B | | | 2. Issuer Name and Ticker or Trading Symbol BLACKROCK LTD DURATION INCOME TRUST [BLW] | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| (Last) 55 EAST 52ND | | Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 04/16/2012 | | | | X_ Director10% Owner Officer (give titleOther (specify below)below) | | | |
| NEW YORK, N | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (State) | (Zip) | Tab | le I - Non-J | Derivative | Securities A | cquired, Disposed | of, or Beneficia | lly Owned | |
| | ransaction Date nth/Day/Year) | 2A. Deeme Execution any (Month/Da | Date, if | Code (Instr. 8) | 4. Securit onAcquired Disposed (Instr. 3, 4) | (A) or of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Reminder: Report of | n a separate line | e for each cl | ass of sec | urities bene | Perso inform requir | ns who res nation cont ed to resp lys a curre | or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co | n are not rm | SEC 1474 (9-02) | |

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | 6. Date Exercisable and | 7. Title and Amount of |
|-------------|-------------|---------------------|--------------------|-----------|--------------|-------------------------|------------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orDerivative | Expiration Date | Underlying Securities |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. 8 | 3) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | | |
|---------------------------|------------------------------------|------------|------------------|-----------|----|--|-----|---------------------|--------------------|-----------------|-------------------------------------|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Performance Rights (1) | <u>(2)</u> | 04/16/2012 | | А | | 250.92 | | (3) | (3) | Common Stock | 250.92 |
| Performance Rights (1) | <u>(2)</u> | 07/13/2012 | | А | | 239.88 | | (3) | (3) | Common Stock | 239.88 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|------------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| Harris Jerrold B 55 EAST 52ND STREET NEW YORK, NY 10055 | Х | | | | | | |
| Signatures | | | | | | | |
| /s/ Noah Gellner as Attorney-in-Fact | | 08/15/2012 | 2 | | | | |
| <u>**</u> Signature of Reporting Person | | Date | | | | | |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The Performance Rights were accrued under the BlackRock Deferred Compensation Plan.
- (2) One Performance Right is convertible into the cash value of one share of BlackRock Limited Duration Income Trust.
- (3) The Performance Rights are to be settled 100% in cash at the deferral period chosen by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.