Keenan James Form 4 February 04, 2019

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

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obligations

Check this box

SECURITIES may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Keenan James Issuer Symbol **BLACKROCK FLOATING RATE** (Check all applicable) **INCOME TRUST [BGT]** (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner _X_ Other (specify Officer (give title (Month/Day/Year) below) below) 55 EAST 52ND STREET 01/31/2019 Portfolio Manager (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting NEW YORK, NY 10055 Person

(City)	(State)	(Zip) Tal	ble I - Non-	Derivative Se	curitie	es Acquir	ed, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or		red (A)	Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	01/31/2019		Code V M	Amount 10,401.92	(D) A	Price (1) (2) (3)	(Instr. 3 and 4) 10,401.92	D	
Common Stock	01/31/2019		D	10,401.92	D	\$ 12.18 (1) (2) (3)	0	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Shares	<u>(1)</u> <u>(2)</u>	01/31/2019		M		4,219.73	(1)(2)	(1)(2)	Common Stock	4,219.73
Phantom Shares	<u>(1)</u> <u>(3)</u>	01/31/2019		M		6,182.19	(1)(3)	(1)(3)	Common Stock	6,182.19

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Keenan James

55 EAST 52ND STREET NEW YORK, NY 10055 Portfolio Manager

Signatures

/s/ Kiersten Zaza as Attorney-in-Fact

02/04/2019

**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) A phantom share is the economic equivalent of one share of common stock and, subject to the applicable vesting requirements, becomes payable in cash.
- (2) As previously reported on a Form 4 dated February 2, 2018, the Reporting Person was granted phantom shares on January 31, 2018 payable in cash on vesting, which occurs in equal installments on each of the first three anniversaries of the grant date.
- (3) As previously reported on a Form 4 dated February 16, 2017, the Reporting Person was granted phantom shares on January 31, 2017 payable in cash on vesting, which occurs in equal installments on each of the first three anniversaries of the grant date.

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

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