

OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>BANK OF AMERICA CORP /DE/</u>  (Last) (First) (Middle) BANK OF AMERICA CORPORATE CENTER 100 N. TRYON STREET  (Street) CHARLOTTE NC 28255  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BLACKROCK MUNIHOLDINGS NEW JERSEY QUALITY FUND, INC. [ MUJ ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 11/07/2024	
		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Variable Rate Demand Preferred Shares <sup>(1)</sup>	11/07/2024		J <sup>(1)(2)</sup>		4,171	D <sup>(1)</sup>	(1)	0	I	SeeFootnote <sup>(2)</sup> <sup>(3)</sup>

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person* <u>BANK OF AMERICA CORP /DE/</u>  (Last) (First) (Middle) BANK OF AMERICA CORPORATE CENTER 100 N. TRYON STREET  (Street) CHARLOTTE NC 28255  (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>Banc of America Preferred Funding Corp</u>  (Last) (First) (Middle) 214 NORTH TRYON STREET  (Street) CHARLOTTE NC 28255  (City) (State) (Zip)

**Explanation of Responses:**

- The 4,171 Variable Rate Demand Preferred Shares ("VRDP Shares") reported as disposed of in Table I represent shares that were beneficially owned by Bank of America Preferred Funding Corporation ("PFC"). The VRDP Shares were disposed of as a result of an automatic tender of the VRDP Shares for a price of \$100,000 per share. PFC is a wholly owned subsidiary of Bank of America Corporation.
- This statement is jointly filed by Bank of America Corporation and PFC. Bank of America Corporation held an indirect interest in the securities listed in Table I by virtue of its indirect ownership of its subsidiary PFC. Each reporting person is currently analyzing additional trading activity and expect to file another Form 4 as promptly as reasonably practicable once that analysis is complete.
- Each reporting person declares that neither the filing of this statement nor anything herein shall be construed as an admission that such person is, for the purposes of Section 13(d) of the US Securities Exchange Act of 1934 or any other purpose, (i) acting (or has agreed or is agreeing to act together with any other person) as a partnership, limited partnership, syndicate or other group for the purpose of acquiring, holding or disposing of securities of the Issuer or otherwise with respect to the Issuer or any securities of the Issuer or (ii) a member of any group with respect to the Issuer or any securities of the Issuer.

**Remarks:**

BANK OF AMERICA CORP /DE/  
By: Its: Authorized Signatory 11/12/2024  
Andres Ortiz

BANC OF AMERICA  
PREFERRED FUNDING 11/12/2024  
CORPORATION. By: Its:  
Authorized Signatory Andres Ortiz

\*\* Signature of Reporting Person                      Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**

**JOINT FILING AGREEMENT**

Pursuant to and in accordance with the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), and the rules and regulations thereunder, each party hereto hereby agrees to the joint filing, on behalf of each of them, of any filing required by such party under Section 13 or Section 16 of the Exchange Act or any rule or regulation thereunder (including any amendment, restatement, supplement, and/or exhibit thereto) with the Securities and Exchange Commission (and, if such security is registered on a national securities exchange, also with the exchange), and further agrees to the filing, furnishing, and/or incorporation by reference of this agreement as an exhibit thereto. This agreement shall remain in full force and effect until revoked by any party hereto in a signed writing provided to each other party hereto, and then only with respect to such revoking party.

IN WITNESS WHEREOF, each party hereto, being duly authorized, has caused this agreement to be executed and effective as of the date set forth below.

Date: November 7, 2024

**BANK OF AMERICA CORPORATION**

By: /s/ Andres Ortiz  
Name: Andres Ortiz  
Title: Authorized Signatory

**BOFA SECURITIES, INC.**

By: /s/ Andres Ortiz  
Name: Andres Ortiz  
Title: Authorized Signatory

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