For Back Office Personnel Only – Not for Distribution to the Public

September 25, 2019

IMPORTANT UPDATE FROM BLACKROCK FUNDS

MRO#: 5882, Alpha Code: PG

Please be advised that the BlackRock LifePath Index 2020 Fund, (a series of BlackRock Funds III), the BlackRock LifePath Smart Beta 2020 Fund (a series of BlackRock Funds II), and the BlackRock LifePath Dynamic 2020 Fund (a series of BlackRock Funds III) (collectively, the "2020 Funds"), will reorganize into the BlackRock LifePath Index Retirement Fund, the BlackRock LifePath Smart Beta Retirement Fund and the BlackRock LifePath Dynamic Retirement Fund (collectively, the "Retirement Funds"), respectively. The fund reorganizations are scheduled to be effective following the close of business on November 15, 2019.

The chart on the following page provides detailed share class mappings of the reorganizations.

In order to facilitate the reorganizations on the weekend of November 15, 2019, all initial purchase and exchange in activity involving the 2020 Funds will be suspended beginning trade date Thursday, November 14, 2019. All subsequent purchase activity (including exchange IN activity) involving the 2020 Funds will be suspended for trade date Friday, November 15, 2019. In addition, all 2020 Funds redemption activity placed via the NSCC on Friday, November 15, 2019 will settle the same day.

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Target Fund/Merge From					Survivor Fund/Merge To				
Fund #	Class	Fund Name	CUSIP	Ticker	Fund #	Class	Fund Name	CUSIP	Ticker
2108	Institutional	BlackRock LifePath Dynamic 2020 Fund	066922873	STLCX	2100	Institutional	BlackRock LifePath Dynamic Retirement Fund	066922600	STLAX
2109	А	BlackRock LifePath Dynamic 2020 Fund	066922865	LPRCX	2101	А	BlackRock LifePath Dynamic Retirement Fund	066922709	LPRAX
2112	С	BlackRock LifePath Dynamic 2020 Fund	066922394	LPCMX	2104	С	BlackRock LifePath Dynamic Retirement Fund	066922410	LPCRX
2111	R	BlackRock LifePath Dynamic 2020 Fund	066922451	LPRMX	2103	R	BlackRock LifePath Dynamic Retirement Fund	066922469	LPRRX
2110	к	BlackRock LifePath Dynamic 2020 Fund	066922584	LPSCX	2102	к	BlackRock LifePath Dynamic Retirement Fund	066922618	LPSAX
2160	Institutional	BlackRock LifePath Index 2020 Fund	066923871	LIQIX	2157	Institutional	BlackRock LifePath Index Retirement Fund	066923707	LIRIX
2159	А	BlackRock LifePath Index 2020 Fund	066923889	LIQAX	2156	А	BlackRock LifePath Index Retirement Fund	066923608	LIRAX
2161	к	BlackRock LifePath Index 2020 Fund	066923863	LIMKX	2158	к	BlackRock LifePath Index Retirement Fund	066923806	LIRKX
2401	Ρ	BlackRock LifePath Index 2020 Fund	066923350	LIQPX	2400	Ρ	BlackRock LifePath Index Retirement Fund	066923368	LIRPX
289	А	BlackRock LifePath Smart Beta 2020 Fund	09256H617	BAPCX	288	А	BlackRock LifePath Smart Beta Retirement Fund	09256H641	ВАРВХ
1853	Institutional	BlackRock LifePath Smart Beta 2020 Fund	09257E407	BLBIX	1852	Institutional	BlackRock LifePath Smart Beta Retirement Fund	09257E308	BLAIX
435	к	BlackRock LifePath Smart Beta 2020 Fund	09256H625	BIPCX	434	к	BlackRock LifePath Smart Beta Retirement Fund	09256H658	BIPBX
487	R	BlackRock LifePath Smart Beta 2020 Fund	09256H591	BRPCX	486	R	BlackRock LifePath Smart Beta Retirement Fund	09256H633	BRPBX

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Following are the activities that will facilitate the reorganizations:

Monday, November 11, 2019 through Friday, November 15, 2019:

• The 2020 Funds will process on a T+1 settlement cycle. Please note that for trade date Friday, November 15, 2019, all 2020 Funds purchase activity (including exchange IN activity) will be rejected.

Thursday, November 14, 2019:

- <u>All initial purchase and exchange IN activity involving the 2020 Funds will be suspended beginning trade date Thursday, November 14, 2019.</u>
- DCC&S/late transmission trades All DCC&S/late transmission activity for trade date Wednesday, November 13, 2019 will confirm and settle same day as usual.
- Fund/SERV subsequent purchases All subsequent purchase activity can be placed and will settle next day, Friday, November 15, 2019.
- Trade Rejects Firms will be notified on Friday, November 15, 2019, of their trade rejects to determine whether trades will be placed via the NSCC or placed outside the NSCC.

Friday, November 15, 2019:

- Fund/SERV purchases All 2020 Funds purchase activity (including exchange IN activity) will be rejected for trade date, Friday, November 15, 2019. Any purchase activity that rejects during the Friday, November 15, 2019 nightly cycle will be reviewed for estimating and price protection into the Retirement Funds.
- Fund/SERV exchanges All exchange activity INTO the 2020 Funds will be rejected for trade date, Friday, November 15, 2019. Any
 exchange activity INTO the 2020 Funds that rejects during the Friday, November 15, 2019 nightly cycle will be reviewed for estimating and
 price protection into the Retirement Funds.
- All exchange activity OUT of the 2020 Funds can be placed and will settle same day on Friday, November 15, 2019.
- Fund/SERV Redemptions All 2020 Funds redemption activity can be placed via the NSCC and will settle same day (T+O), Friday, November 15, 2019.
- All DCC&S/late transmission activity received on Friday, November 15, 2019 (for trade date November 14, 2019) will confirm and settle same day as usual.
- Trade Rejects Any redemption and exchange OUT activity that rejects during the Friday, November 15, 2019 nightly cycle will be reviewed for estimating and price protection out of the Retirement Fund. All purchase and exchange activity INTO the 2020 Funds will be reviewed for estimating and price protection into the Retirement Funds. Firms will be notified on Monday, November 18, 2019 of their specific trade rejects to determine if trades will be placed via the NSCC or placed outside the NSCC in the Retirement Funds.

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Monday, November 18, 2019:

- Transactions will no longer be accepted for the 2020 Funds and trade rejects will be generated. There will be no price protection on the 2020 Funds trading activity for this trade date.
- DCC&S/late transmission activity The 2020 Funds DCC&S/late transmission activity for trade date Friday, November 15, 2019 will be rejected. There will be no price protection on 2020 Funds trading activity for this trade date.

Manual 401(k) trades:

- Friday, November 15, 2019 All manual 401(k) processing for trade date Thursday, November 14, 2019 will be accepted and processed.
- Monday, November 18, 2019 The 2020 Funds manual 401(k) trade activity for trade date Friday, November 15, 2019 will be rejected. There will be no price protection on the 2020 Funds manual 401(k) trade activity for trade date Friday, November 15, 2019.
- Tuesday, November 19, 2019 All manual 401(k) processing for trade date Monday, November 18, 2019 will be accepted and processed into the respective Retirement Fund.

Networking:

- The reorganization transactions will be non-taxable (WO) and activity record (F55) will be transmitted on Saturday, November 16, 2019.
- BNY Mellon Investment Servicing (US) Inc. ("BNY Mellon"), performs NSCC back-office support on behalf of the BlackRock Funds. You may contact BNY Mellon at 877-332-2371. Please call to schedule any special position files you wish to receive.

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Additional Information:

On November 15, 2019 BlackRock Funds will calculate the following:

- All transactions processed on Friday, November 15, 2019 in both the 2020 Funds and the Retirement Funds will be processed at a four-decimal NAV.
- BNY Mellon will release the four-decimal NAV via the NSCC Mutual Fund Profile.
- The Fund Accounting Agents (State Street & BNY Mellon) will provide a four-decimal NAV via the daily e-mail pricing blast.
- BlackRock Funds will also calculate conversion ratios utilizing the four-decimal NAVs. The conversion ratios will be extended eightdigits to the right of the decimal.
- BlackRock Dealer Services will provide both the extended NAVs and the conversion ratios via a separate e-mail.
- Dividend Processing: The 2020 Funds, if applicable, may distribute all income, short-term and/or long-term capital gains as necessary (record date November 12, 2019; ex-date November 13, 2019; payable date November 14, 2019).
- The last day of accrual of the 12b-1 for the 2020 Funds will be Thursday, November 14, 2019. The payment will be made at monthend as usual.

Questions regarding this update can be directed to BlackRock Dealer Services at 1-800-882-3302.