

BLACKROCK MUNIHOLDINGS CALIFORNIA QUALITY FUND, INC.

Form N-Q

June 25, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM N-Q**

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED MANAGEMENT INVESTMENT COMPANY**

Investment Company Act file number 811-08573

Name of Fund: BlackRock MuniHoldings California Quality Fund, Inc. (MUC)

Fund Address: 100 Bellevue Parkway, Wilmington, DE 19809

Name and address of agent for service: John M. Perlowski, Chief Executive Officer, BlackRock MuniHoldings California Quality Fund, Inc., 55 East 52<sup>nd</sup> Street, New York, NY 10055

Registrant's telephone number, including area code: (800) 882-0052, Option 4

Date of fiscal year end: 07/31/2012

Date of reporting period: 04/30/2012

Item 1 – Schedule of Investments

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Schedule of Investments April 30, 2012 (Unaudited)

**BlackRock MuniHoldings California Quality Fund, Inc. (MUC)**  
 (Percentages shown are based on Net Assets)

|   | Par<br>(000) | Value        |
|---|--------------|--------------|
| <b>Municipal Bonds</b>  |              |              |
| <b>California 103.0%</b>  |              |              |
| <b>Corporate 0.4%</b>   |              |              |
| City of Chula Vista California, Refunding<br>RB, San Diego Gas & Electric, Series<br>A, 5.88%, 2/15/34                            | \$ 2,435     | \$ 2,808,285 |
| <b>County/City/Special District/School District 26.5%</b>   |              |              |
| Centinela Valley Union High School<br>District, GO, Election of 2010, Series<br>A, 5.75%, 8/01/41                                 | 9,000        | 10,365,300   |
| Chabot-Las Positas Community College<br>District, GO, CAB, Series C (AMBAC),<br>6.03%, 8/01/37 (a)                                | 11,980       | 2,943,007    |
| City of Garden Grove California, COP,<br>Series A, Financing Project (AMBAC),<br>5.50%, 3/01/26                                   | 4,040        | 4,095,186    |
| Colton Joint Unified School District, GO,<br>Series A (NPFGC), 5.38%, 8/01/26   | 2,500        | 2,577,050    |
| County of Kern California, COP, Capital<br>Improvements Projects, Series A<br>(AGC), 6.00%, 8/01/35                               | 3,500        | 4,033,330    |
| Covina-Valley Unified School District<br>California, GO, Refunding, Series A<br>(AGM), 5.50%, 8/01/12 (b)                         | 2,395        | 2,450,971    |
| Culver City Redevelopment Finance<br>Authority California, Tax Allocation<br>Bonds, Refunding, Series A (AGM),<br>5.60%, 11/01/25 | 3,750        | 3,762,675    |
| Desert Community College District, GO,<br>CAB, Election of 2004, Series C<br>(AGM), 5.90%, 8/01/46 (a)                            | 5,000        | 726,900      |
| Grossmont Healthcare District, GO,<br>Election of 2006, Series B, 6.13%,<br>7/15/40   | 2,000        | 2,375,780    |
| Grossmont Union High School District,<br>GO, CAB, Election of 2004, 5.46%,<br>8/01/32 (a)   | 10,000       | 3,507,900    |
| Grossmont-Cuyamaca Community<br>College District, GO, Refunding, CAB,<br>Election of 2002, Series C (AGC),<br>5.20%, 8/01/30 (a)  | 11,225       | 4,488,878    |
| Los Angeles Community Redevelopment<br>Agency California, RB, Bunker Hill<br>Project, Series A (AGM), 5.00%,<br>12/01/27          | 7,000        | 7,535,570    |
| Merced Union High School District, GO,<br>CAB, Election of 2008, Series C (a):  |              |              |
| 6.61%, 8/01/33  | 2,500        | 790,750      |
| 6.41%, 8/01/36  | 4,100        | 1,079,694    |
| 7.07%, 8/01/41  | 5,000        | 764,450      |
| Norwalk-La Mirada Unified School<br>District California, GO, CAB, Election<br>of 2002, Series E (AGC), 5.54%,<br>8/01/38 (a)      | 7,500        | 1,772,925    |
|   | 2,500        | 2,763,225    |

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Orange County Sanitation District, COP,  
Series A, 5.00%, 2/01/35

| Municipal Bonds  | Par<br>(000) | Value         |
|--|--------------|---------------|
| <b>California (continued)</b>  |              |               |
| <b>County/City/Special District/School District<br/>(continued)</b>  |              |               |
| Oxnard Union High School District, GO,<br>Refunding, Election of 2004, Series A<br>(AGM), 5.00%, 8/01/35                   | \$ 10,000    | \$ 10,901,900 |
| Port of Oakland, Refunding RB, Series M<br>(NPFGC), 5.38%, 11/01/27  | 18,000       | 18,242,460    |
| Redlands Unified School District<br>California, GO, Election of 2008<br>(AGM), 5.25%, 7/01/33                              | 5,000        | 5,501,900     |
| Rio Hondo Community College District,<br>GO, CAB, Election of 2004, Series C,<br>5.33%, 8/01/36 (a)                        | 16,650       | 4,709,785     |
| San Bernardino Community College<br>District, GO:<br>Election of 2002, Series A,<br>6.25%, 8/01/33                         | 310          | 366,259       |
| Election of 2008, Series B,<br>5.51%, 8/01/44 (a)  | 7,665        | 1,361,611     |
| San Diego Regional Building Authority,<br>RB, County Operations Center &<br>Annex, Series A, 5.50%, 2/01/29                | 900          | 1,010,817     |
| San Jose Financing Authority, RB, Civic<br>Center Project, Series B (AMBAC),<br>5.00%, 6/01/32                             | 14,800       | 14,845,436    |
| San Jose Financing Authority, RB,<br>Convention Center Expansion &<br>Renovation Project:<br>5.75%, 5/01/36                | 2,560        | 2,803,891     |
| 5.75%, 5/01/42   | 4,500        | 5,115,960     |
| San Marcos Unified School District, GO,<br>CAB, Election of 2010, Series B,<br>0.00% 8/01/47 (a)(c)                        | 4,800        | 683,520       |
| Snowline Joint Unified School District,<br>COP, Refunding, Refining Project<br>(AGC), 5.75%, 9/01/38                       | 5,635        | 6,367,099     |
| Ventura County Community College<br>District, GO, Election of 2002, Series<br>C, 5.50%, 8/01/33                            | 5,000        | 5,853,150     |
| Vista Unified School District California,<br>GO, Series A (AGM), 5.25%, 8/01/25  | 10,000       | 10,099,400    |
| West Contra Costa County Unified<br>School District California, GO, Election<br>of 2005, Series A (AGM), 5.00%,<br>8/01/35 | 10,000       | 10,834,900    |
| West Contra Costa Unified School<br>District California, GO:<br>Election of 2002, Series B (AGM),<br>5.00%, 8/01/32        | 6,690        | 6,714,619     |
| Election of 2010, Series A,<br>5.25%, 8/01/41  | 5,390        | 5,937,139     |



## Schedule of Investments (continued)

BlackRock MuniHoldings California Quality Fund, Inc. (MUC)  
(Percentages shown are based on Net Assets)

|   | Par<br>(000) | Value        |
|---|--------------|--------------|
| <b>Municipal Bonds</b>  |              |              |
| <b>California (continued)</b>   |              |              |
| <b>County/City/Special District/School District<br/>(concluded)</b>   |              |              |
| Westminster Redevelopment Agency<br>California, Tax Allocation Bonds,<br>Subordinate, Commercial<br>Redevelopment Project No. 1 (AGC),<br>6.25%, 11/01/39 | \$ 4,300     | \$ 5,110,894 |
|   |              | 172,494,331  |
| <b>Education 8.2%</b>   |              |              |
| Anaheim City School District California,<br>GO, Election of 2010 (AGM), 6.25%,<br>8/01/40   | 3,750        | 4,488,337    |
| California Municipal Finance Authority,<br>RB, Emerson College, 6.00%,<br>1/01/42   | 2,500        | 2,856,550    |
| Gavilan Joint Community College<br>District, GO, Election of 2004, Series<br>D:<br>5.50%, 8/01/31   | 2,170        | 2,570,691    |
| 5.75%, 8/01/35  | 8,400        | 9,926,112    |
| Riverside Community College District,<br>GO, Election of 2004, Series C (AGM),<br>5.00%, 8/01/32  | 8,750        | 9,723,262    |
| San Diego Community College District,<br>GO, Election of 2006 (AGM), 5.00%,<br>8/01/30  | 8,000        | 8,841,440    |
| San Jose Evergreen Community College<br>District, GO, Election of 2010, Series<br>A, 5.00%, 8/01/41   | 5,975        | 6,610,919    |
| University of California, RB, Series L,<br>5.00%, 5/15/36   | 3,030        | 3,312,245    |
| University of California, Refunding RB,<br>General, Series A (AMBAC), 5.00%,<br>5/15/27   | 5,000        | 5,204,050    |
|   |              | 53,533,606   |
| <b>Health 13.2%</b>   |              |              |
| ABAG Finance Authority for Nonprofit<br>Corps, Refunding RB, Sharp<br>Healthcare:<br>6.25%, 8/01/39   | 5,000        | 5,793,900    |
| Series A, 6.00%, 8/01/30  | 2,250        | 2,693,160    |
| California Health Facilities Financing<br>Authority, RB:<br>Adventist Health System,<br>Series A, 5.00%, 3/01/33  | 3,190        | 3,208,215    |
| Kaiser Permanente, Series A,<br>5.25%, 4/01/39  | 6,550        | 6,819,926    |
| Providence Health Services,<br>Series B, 5.50%, 10/01/39  | 4,000        | 4,477,080    |
|   | 19,000       | 19,943,350   |

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|   |       |           |
|---|-------|-----------|
| Sutter Health, Series A, 5.25%,<br>11/15/46   |       |           |
| California Health Facilities Financing<br>Authority, Refunding RB:<br>Catholic Healthcare West,<br>Series A, 6.00%, 7/01/34 | 3,700 | 4,286,894 |

|  | Par<br>(000) | Value         |
|--|--------------|---------------|
| <b>Municipal Bonds</b>   |              |               |
| <b>California (continued)</b>  |              |               |
| <b>Health (concluded)</b>  |              |               |
| California Health Facilities Financing<br>Authority, Refunding RB (concluded):<br>Sutter Health, Series B,<br>6.00%, 8/15/42                   | \$ 9,655     | \$ 11,317,881 |
| California Statewide Communities<br>Development Authority, RB:<br>Health Facility Memorial<br>Health Services, Series A,<br>6.00%, 4/01/13 (b) | 4,915        | 5,172,988     |
| Kaiser Permanente, Series A,<br>5.00%, 4/01/42   | 10,500       | 11,201,715    |
| Kaiser Permanente, Series B,<br>5.25%, 3/01/45   | 6,100        | 6,361,751     |
| City of Newport Beach California, RB,<br>Hoag Memorial Hospital Presbyterian,<br>6.00%, 12/01/40   | 3,820        | 4,578,117     |
|  |              | 85,854,977    |
| <b>State 9.1%</b>  |              |               |
| California State Public Works Board, RB,<br>Department of Education, Riverside<br>Campus Project, Series B, 6.50%,<br>4/01/34                  | 3,670        | 4,277,532     |
| California State Public Works Board, RB,<br>California State Prisons, Series C,<br>5.75%, 10/01/31   | 1,205        | 1,358,011     |
| State of California, GO:<br>6.00%, 3/01/33   | 5,800        | 6,899,738     |
| 6.00%, 4/01/38   | 28,265       | 32,592,089    |
| University of California, RB, Limited<br>Project, Series D (NPFGC), 5.00%,<br>5/15/41  | 13,000       | 13,959,270    |
|  |              | 59,086,640    |
| <b>Transportation 14.6%</b>  |              |               |
| City of Fresno California, RB, Series B,<br>AMT (AGM), 5.50%, 7/01/20  | 4,455        | 4,562,989     |
| City of San Jose California, RB:<br>Series A-1, AMT, 6.25%,<br>3/01/34   | 1,400        | 1,603,266     |
| Series A-1, AMT, 5.25%,<br>3/01/23   | 2,985        | 3,355,289     |
| County of Orange California, RB, Series<br>B, 5.75%, 7/01/34   | 6,345        | 7,084,319     |
| County of Sacramento California Airport<br>System, RB:<br>Senior Series A (AGC), 5.50%,<br>7/01/41   | 7,275        | 7,911,562     |
| Senior Series B, 5.75%,<br>7/01/39   | 2,650        | 2,922,473     |
| Senior Series B, AMT (AGM), 5.75%,<br>7/01/28  | 13,275       | 14,732,197    |

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|   |        |            |
|---|--------|------------|
| Senior Series B, AMT (AGM), 5.25%,<br>7/01/33 | 19,525 | 20,693,181 |
|---|--------|------------|

BLACKROCK MUNIHOLDINGS CALIFORNIA QUALITY FUND, INC.      APRIL 30, 2012

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2

## Schedule of Investments (continued)

BlackRock MuniHoldings California Quality Fund, Inc. (MUC)  
(Percentages shown are based on Net Assets)

|  | Par<br>(000) | Value        |
|--|--------------|--------------|
| <b>Municipal Bonds</b>   |              |              |
| <b>California (continued)</b>  |              |              |
| <b>Transportation (concluded)</b>  |              |              |
| Los Angeles Department of Airports, RB,<br>Los Angeles International Airport,<br>Senior Series D, 5.25%, 5/15/29     | \$ 2,590     | \$ 2,967,752 |
| Los Angeles Department of Airports,<br>Refunding RB, Series A, 5.25%,<br>5/15/39                                     | 2,775        | 3,057,523    |
| Los Angeles Harbor Department, RB,<br>Series B, 5.25%, 8/01/34   | 5,530        | 6,220,199    |
| San Francisco City & County Airports<br>Commission, RB, Series E, 6.00%,<br>5/01/39                                  | 9,650        | 11,149,803   |
| San Francisco City & County Airports<br>Commission, Refunding RB, Second<br>Series 34E, AMT (AGM), 5.75%,<br>5/01/24 | 5,000        | 5,725,700    |
| San Joaquin County Transportation<br>Authority, RB, Limited Tax, Measure K,<br>Series A, 6.00%, 3/01/36              | 2,400        | 2,878,776    |
|  |              | 94,865,029   |
| <b>Utilities 31.0%</b>   |              |              |
| Anaheim Public Financing Authority, RB,<br>Electric System Distribution Facilities,<br>Series A, 5.38%, 10/01/36     | 2,200        | 2,515,436    |
| City of Escondido California, COP,<br>Refunding, Series A (NPFGC), 5.75%,<br>9/01/24                                 | 465          | 465,284      |
| City of Los Angeles California, Refunding<br>RB, Sub-Series A:<br>5.00%, 6/01/28                                     | 2,000        | 2,279,100    |
| 5.00%, 6/01/32   | 3,000        | 3,372,870    |
| Dublin-San Ramon Services District,<br>Refunding RB, 6.00%, 8/01/41  | 4,000        | 4,758,040    |
| East Bay Municipal Utility District,<br>Refunding RB, Sub-Series A:<br>(AGM), 5.00%, 6/01/37                         | 11,190       | 12,348,053   |
| (AMBAC), 5.00%, 6/01/33  | 5,000        | 5,615,800    |
| Eastern Municipal Water District, COP,<br>Series H, 5.00%, 7/01/33   | 2,500        | 2,710,675    |
| Imperial Irrigation District, Refunding<br>RB, System, 5.13%, 11/01/38   | 9,500        | 10,174,025   |
| Los Angeles Department of Water &<br>Power, RB, Series A, 5.38%, 7/01/38   | 10,500       | 11,740,995   |
| Los Angeles Department of Water &<br>Power, Refunding RB, System, Series<br>A, 5.25%, 7/01/39                        | 16,000       | 18,154,240   |
| Metropolitan Water District of Southern<br>California, RB, Series B-1 (NPFGC),<br>5.00%, 10/01/13 (b)                | 8,605        | 9,178,695    |
|  | 25,000       | 26,706,500   |



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|   |       |           |
|---|-------|-----------|
| Orange County Sanitation District,<br>Refunding RB, Series A, 4.00%,<br>2/01/33                         |       |           |
| Oxnard Financing Authority, RB,<br>Redwood Trunk Sewer & Headworks,<br>Series A (NPFGC), 5.25%, 6/01/34 | 3,000 | 3,096,090 |

|  | Par<br>(000) | Value              |
|--|--------------|--------------------|
| <b>Municipal Bonds</b>   |              |                    |
| <b>California (concluded)</b>  |              |                    |
| <b>Utilities (concluded)</b>   |              |                    |
| Sacramento Municipal Utility District,<br>RB, Series R (NPFGC), 5.00%,<br>8/15/33                                    | \$ 17,500    | \$ 18,183,375      |
| San Diego County Water Authority, COP,<br>Series A (NPFGC), 5.00%, 5/01/12 (b)                                       | 6,505        | 6,570,896          |
| San Diego County Water Authority, COP,<br>Refunding, Series A (NPFGC), 5.00%,<br>5/01/32                             | 3,495        | 3,534,598          |
| San Diego Public Facilities Financing<br>Authority, Refunding RB, Senior Series<br>A:<br>5.25%, 5/15/34              | 1,000        | 1,129,660          |
| 5.25%, 5/15/39   | 12,815       | 14,347,930         |
| San Francisco City & County Public<br>Utilities Commission, RB:<br>Local Water Main Sub-Series<br>C, 5.00%, 11/01/41 | 5,000        | 5,499,950          |
| Series A (NPFGC), 5.00%,<br>11/01/12 (b)   | 15,000       | 15,228,300         |
| Series B, 5.00%, 11/01/30  | 14,000       | 15,848,560         |
| San Juan Water District, Refunding RB,<br>San Juan & Citrus Heights, 5.25%,<br>2/01/33 (c)                           | 7,325        | 8,382,584          |
|  |              | 201,841,656        |
| <b>Total Municipal Bonds in California</b>   |              | <b>670,484,524</b> |

**Puerto Rico 0.3%**

|  |       |                    |
|--|-------|--------------------|
| <b>County/City/Special District/School District 0.3%</b>                   |       |                    |
| Puerto Rico Sales Tax Financing Corp.,<br>RB, Series C, 6.22%, 8/01/39 (a) | 8,750 | 1,937,163          |
| <b>Total Municipal Bonds in Puerto Rico</b>                                |       | <b>1,937,163</b>   |
| <b>Total Municipal Bonds 103.3%</b>  |       | <b>672,421,687</b> |

**Municipal Bonds Transferred to Tender Option Bond (TOB) Trusts (d)**

|  |        |            |
|--|--------|------------|
| <b>California 61.8%</b>  |        |            |
| <b>County/City/Special District/School District 33.1%</b>  |        |            |
| Alameda County Joint Powers Authority,<br>Refunding RB, Lease (AGM), 5.00%,<br>12/01/34                | 13,180 | 14,133,310 |
| Contra Costa Community College District<br>California, GO, Election of 2002<br>(NPFGC), 5.00%, 8/01/28 | 7,800  | 8,277,204  |
| Desert Community College District<br>California, GO, Series C (AGM), 5.00%,<br>8/01/37                 | 16,530 | 17,603,293 |
| Foothill-De Anza Community College<br>District, GO, Series C, 5.00%,<br>8/01/40                        | 10,000 | 11,193,100 |



## Schedule of Investments (continued)

BlackRock MuniHoldings California Quality Fund, Inc. (MUC)  
(Percentages shown are based on Net Assets)

|   | Par<br>(000) | Value        |
|---|--------------|--------------|
| <b>Municipal Bonds Transferred to Tender Option Bond (TOB) Trusts (d)</b>   |              |              |
| <b>California (continued)</b>   |              |              |
| <b>County/City/Special District/School District<br/>(concluded)</b>   |              |              |
| Los Angeles Community College District<br>California, GO:   |              |              |
| Election of 2001, Series A (NPFGC),<br>5.00%, 8/01/32   | \$ 6,647     | \$ 7,464,811 |
| Election of 2001, Series E-1,<br>5.00%, 8/01/33   | 11,770       | 12,961,477   |
| Election of 2003, Series E (AGM),<br>5.00%, 8/01/31   | 11,216       | 12,361,093   |
| Election of 2003, Series F-1,<br>5.00%, 8/01/33   | 10,000       | 11,012,300   |
| Election of 2008, Series A,<br>6.00%, 8/01/33   | 9,596        | 11,349,230   |
| Los Angeles County Metropolitan<br>Transportation Authority, Refunding<br>RB, Proposition A, First Tier, Senior<br>Series A (AMBAC), 5.00%, 7/01/35 | 8,997        | 9,891,711    |
| Los Angeles County Sanitation Districts<br>Financing Authority, Refunding RB,<br>Capital Project 14 (BHAC), 5.00%,<br>10/01/34                      | 7,917        | 8,542,100    |
| Ohlone Community College District, GO,<br>Series B (AGM), 5.00%, 8/01/30  | 16,518       | 17,773,505   |
| Poway Unified School District, GO,<br>Election of 2002, Improvement<br>District 02, Series 1-B (AGM), 5.00%,<br>8/01/30                             | 10,000       | 10,759,400   |
| San Bernardino Community College<br>District California, GO, Election of<br>2002, Series C (AGM), 5.00%,<br>8/01/31                                 | 17,770       | 19,730,031   |
| San Diego Community College District<br>California, GO, Election of 2002<br>(AGM), 5.00%, 5/01/15 (b)   | 12,549       | 14,281,091   |
| San Francisco Bay Area Rapid Transit<br>District, Refunding RB, Series A<br>(NPFGC), 5.00%, 7/01/30   | 23,100       | 25,321,758   |
| San Francisco Bay Area Transit<br>Financing Authority, Refunding RB,<br>Series A (NPFGC), 5.00%, 7/01/34  | 2,499        | 2,739,696    |
|   |              | 215,395,110  |
| <b>Education 11.8%</b>  |              |              |
| Chaffey Community College District, GO,<br>Election of 2002, Series B (NPFGC),<br>5.00%, 6/01/30  | 9,905        | 10,654,177   |
| Los Rios Community College District,<br>GO, Election of 2008, Series A,<br>5.00%, 8/01/35   | 11,000       | 12,198,230   |
|   | 4,000        | 4,303,320    |

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|  |              |               |
|--|--------------|---------------|
| Mount Diablo California Unified School District, GO, 5.00%, 6/01/31  |              |               |
| Riverside Community College District, GO, Election of 2004, Series C (NPFGC), 5.00%, 8/01/32                         | 8,910        | 9,901,059     |
|  |              |               |
|  | <b>Par</b>   |               |
|  | <b>(000)</b> | <b>Value</b>  |
| <b>Municipal Bonds Transferred to Tender Option Bond (TOB) Trusts (d)</b>  |              |               |
| <b>California (concluded)</b>  |              |               |
| <b>Education (concluded)</b>   |              |               |
| University of California, RB:  |              |               |
| Limited Project, Series B (AGM), 5.00%, 5/15/33  | \$ 17,397    | \$ 18,117,515 |
| Limited Project, Series D (AGM), 5.00%, 5/15/41  | 8,000        | 8,590,320     |
| Series O, 5.75%, 5/15/34   | 11,190       | 12,983,757    |
|  |              | 76,748,378    |
| <b>Transportation 2.5%</b>   |              |               |
| Los Angeles Department of Airports, Refunding RB, Los Angeles International Airport, Senior Series A, 5.00%, 5/15/40 | 4,999        | 5,429,485     |
| San Mateo County Transportation Authority, Refunding RB, Series A (NPFGC), 5.00%, 6/01/32                            | 10,000       | 10,871,400    |
|  |              | 16,300,885    |
| <b>Utilities 14.4%</b>   |              |               |
| City of Napa California, RB (AMBAC), 5.00%, 5/01/35  | 9,100        | 9,717,162     |
| East Bay Municipal Utility District, RB, Sub-Series A (NPFGC), 5.00%, 6/01/35  | 12,070       | 13,266,258    |
| East Bay Municipal Utility District, Refunding RB, Sub-Series A (AMBAC), 5.00%, 6/01/37                              | 14,510       | 15,870,603    |
| Los Angeles Department of Water & Power, RB, Power System, Sub-Series A-2 (AGM), 5.00%, 7/01/35                      | 7,500        | 8,206,725     |
| Metropolitan Water District of Southern California, RB, Series A (AGM), 5.00%, 7/01/35                               | 12,870       | 14,170,642    |
| Rancho Water District Financing Authority, Refunding RB, Series A (AGM), 5.00%, 8/01/34                              | 5,008        | 5,432,593     |
| Sacramento Regional County Sanitation District, RB, Sacramento Regional County Sanitation (NPFGC), 5.00%, 12/01/36   | 4,500        | 4,910,130     |
| San Diego County Water Authority, COP, Series A (AGM), 5.00%, 5/01/31  | 4,000        | 4,198,720     |
| San Diego County Water Authority, COP, Refunding, Series 2008-A (AGM), 5.00%, 5/01/33                                | 16,740       | 18,259,155    |
|  |              | 94,031,988    |
| <b>Total Municipal Bonds Transferred to Tender Option Bond (TOB) Trusts 61.8%</b>                                    |              | 402,476,361   |
| <b>Total Long-Term Investments (Cost \$1,004,785,992) 165.1%</b>   |              | 1,074,898,048 |



Schedule of Investments (continued)

**BlackRock MuniHoldings California Quality Fund, Inc. (MUC)**  
(Percentages shown are based on Net Assets)

|  | <b>Par<br/>(000)</b> | <b>Value</b>   |
|--|----------------------|----------------|
| <b>Short-Term Securities</b>   |                      |                |
| California Health Facilities Financing Authority, RB, VRDN, Hospital Adventist Health System, Series B (Wells Fargo Bank NA LOC), 0.22%, 4/30/12 (e) | \$ 1,700             | \$ 1,700,000   |
|  | <b>Shares</b>        |                |
| BIF California Municipal Money Fund, 0.00% (f)(g)  | 10,185,618           | 10,185,618     |
| <b>Total Short-Term Securities (Cost \$11,885,618) 1.9%</b>  |                      | 11,885,618     |
| <b>Total Investments (Cost - \$1,016,671,610*) 167.0%</b>  |                      | 1,086,783,666  |
| <b>Other Assets Less Liabilities 1.9%</b>  |                      | 12,336,127     |
| <b>Liability for TOB Trust Certificates, Including Interest Expense and Fees Payable (29.9)%</b>   |                      | (194,249,852)  |
| <b>VMTP Shares, at Liquidation Value (39.0)%</b>   |                      | (254,000,000)  |
| <b>Net Assets Applicable to Common Shares 100.0%</b>   |                      | \$ 650,869,941 |

\* As of April 30, 2012, gross unrealized appreciation and gross unrealized depreciation based on cost for federal income tax purposes were as follows:

|                               |                |
|-------------------------------|----------------|
| Tax cost                      | \$ 821,975,188 |
| Gross unrealized appreciation | \$ 70,679,494  |
| Gross unrealized depreciation | (14,971)       |
| Net unrealized appreciation   | \$ 70,664,523  |

- (a) Represents a zero-coupon bond. Rate shown reflects the current yield as of report date.
- (b) US 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) When-issued security. Unsettled when-issued transactions were as follows:

| <b>Counterparty</b>   | <b>Value</b> | <b>Unrealized<br/>Appreciation</b> |
|-----------------------|--------------|------------------------------------|
| Citigroup NA          | \$ 8,382,584 | \$ 107,165                         |
| Stifel Nicolaus & Co. | \$ 683,520   | \$ 16,272                          |

- (d) Securities represent bonds transferred to a TOB in exchange for which the Fund acquired residual interest certificates. These securities serve as collateral in a financing transaction.
- (e) Variable rate security. Rate shown is as of report date.

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(f) Investments in companies considered to be an affiliate of the Fund during the period, for purposes of Section 2(a)(3) of the Investment Company Act of 1940, as amended, were as follows:

| Affiliate                           | Shares Held at July 31, 2011 | Net Activity | Shares Held at April 30, 2012 | Income |
|-------------------------------------|------------------------------|--------------|-------------------------------|--------|
| BIF California Municipal Money Fund | 7,347,551                    | 2,838,067    | 10,185,618                    |        |

(g) Represents the current yield as of report date.

For Fund compliance purposes, the Fund's sector classifications refer to any 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 Fund management. These definitions may not apply for purposes of this report, which may combine such sector sub-classifications for reporting ease.

**Portfolio Abbreviations**

To simplify the listings of portfolio holdings in the Schedule of Investments, the names and descriptions of many of the securities have been abbreviated according to the following list:

|       |   |
|-------|---|
| AGC   | Assured Guaranty Corp.                  |
| AGM   | Assured Guaranty Municipal Corp.        |
| AMBAC | American Municipal Bond Assurance Corp. |
| AMT   | Alternative Minimum Tax (subject to)    |
| BHAC  | Berkshire Hathaway Assurance Corp.      |
| CAB   | Capital Appreciation Bonds              |
| COP   | Certificates of Participation           |
| GO    | General Obligation Bonds                |
| LOC   | Letter of Credit                        |
| NPFGC | National Public Finance Guarantee Corp. |
| RB    | Revenue Bonds                           |
| VRDN  | Variable Rate Demand Notes              |

Financial futures contracts sold as of April 30, 2012 were as follows:

| Contracts | Issue                    | Exchange               | Expiration | Notional Value | Unrealized Depreciation |
|-----------|--------------------------|------------------------|------------|----------------|-------------------------|
| 400       | 10-Year US Treasury Note | Chicago Board of Trade | June 2012  | \$ 52,912,500  | \$ (796,073)            |

Schedule of Investments (concluded)

**BlackRock MuniHoldings California Quality Fund, Inc. (MUC)**  
 (Percentages shown are based on Net Assets)

Fair Value Measurements - Various inputs are used in determining the fair value of investments and derivative financial instruments. These inputs are categorized into a disclosure hierarchy consisting of three broad levels for financial reporting purposes as follows:

Level 1 unadjusted price quotations in active markets/exchanges for identical assets and liabilities

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 the Fund's own assumptions used in determining the fair value of investments and derivative financial instruments)

Changes in valuation techniques may result in transfers into or out of an assigned level within the disclosure hierarchy. In accordance with the Fund's policy, transfers between different levels of the fair value disclosure 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 investment and derivative financial instruments and is not necessarily an indication of the risks associated with investing in those securities. For information about the Fund's policy regarding valuation of investments and derivative financial instruments and other significant accounting policies, please refer to the Fund's most recent financial statements as contained in its semi-annual report.

The following tables summarize the inputs used as of April 30, 2012 in determining the fair valuation of the Fund's investments and derivative financial instruments:

| Valuation Inputs                   | Level 1       | Level 2          | Level 3 | Total            |
|------------------------------------|---------------|------------------|---------|------------------|
| <b>Assets:</b>                     |               |                  |         |                  |
| Investments:                       |               |                  |         |                  |
| Long-Term Investments <sup>1</sup> |               | \$ 1,074,898,048 |         | \$ 1,074,898,048 |
| Short-Term Securities              | \$ 10,185,618 | 1,700,000        |         | 11,885,618       |
| <b>Total</b>                       | \$ 10,185,618 | \$ 1,076,598,048 |         | \$ 1,086,783,666 |

<sup>1</sup> See above Schedule of Investments for values in each sector.

| Valuation Inputs                              | Level 1      | Level 2 | Level 3 | Total        |
|---|--------------|---------|---------|--------------|
| Derivative Financial Instruments <sup>2</sup> |              |         |         |              |
| Interest rate contracts                       | \$ (796,073) |         |         | \$ (796,073) |

<sup>2</sup> Derivative financial instruments are financial futures contracts, which are valued at the unrealized appreciation/depreciation on the instrument.

Certain of the Fund's assets and liabilities are held at carrying amount which approximates fair value. Such assets and liabilities are categorized within the disclosure hierarchy as follows:



| Valuation Inputs   | Level 1    | Level 2          | Level 3 | Total            |
|--|------------|------------------|---------|------------------|
| <b>Assets:</b>   |            |                  |         |                  |
| Cash pledged as collateral for financial futures contracts | \$ 528,000 |                  |         | \$ 528,000       |
| <b>Liabilities:</b>  |            |                  |         |                  |
| TOB trust certificates                                     |            | \$ (194,143,955) |         | (194,143,955)    |
| VMTP Shares  |            | (254,000,000)    |         | (254,000,000)    |
| <b>Total</b>   | \$ 528,000 | \$ (448,143,955) |         | \$ (447,615,955) |

There were no transfers between levels during the period ended April 30, 2012.

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Item 2 – Controls and Procedures

2(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.

2(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 registrant’s last fiscal quarter that have materially affected, or are reasonably likely to materially affect, the registrant’s internal control over financial reporting.

Item 3 – Exhibits

Certifications – Attached hereto

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 MuniHoldings California Quality Fund, Inc.

By: /s/ John M. Perlowski  
John M. Perlowski  
Chief Executive Officer (principal executive officer) of  
BlackRock MuniHoldings California Quality Fund, Inc.

Date: June 22, 2012

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 MuniHoldings California Quality Fund, Inc.

Date: June 22, 2012

By: /s/ Neal J. Andrews  
Neal J. Andrews  
Chief Financial Officer (principal financial officer) of  
BlackRock MuniHoldings California Quality Fund, Inc.

Date: June 22, 2012

