

An event changing the breakdown of voting rights

Other (please specify):

3. Full name of person(s) subject to the notification:

BlackRock, Inc.

obligation: iii

4. Full name of shareholder(s)

(if different from 3.):iv N/A

5. Date of the transaction and date on

1st December

which the threshold is crossed or reached: v

2009

6. Date on which issuer notified:

4th December

2009

7. Threshold(s) that is/are crossed or reached: vi, vii

Holding has gone above 5%

8. Notified details:

A: Voting rights attached to shares viii, ix

| Class/type of shares | Situation previous to the triggering transaction | Resulting situation after the triggering transaction | | | |
|---------------------------------|--|--|-------------------------|-----------------------------------|-----------------------------|
| | | Number of Voting Rights | Number of shares Direct | Number of voting rights Direct xi | % of voting rights x Direct |
| if possible using the ISIN CODE | Number of Shares | Number of Voting Rights | Number of shares Direct | Number of voting rights Direct xi | % of voting rights x Direct |
| GB0007980591 | N/A | N/A | N/A | N/A | 1,142,207,815 8.09% |

B: Qualifying Financial Instruments

Resulting situation after the triggering transaction

| Type of financial instrument | Expiration date xiii | Exercise/ Conversion Period xiv | Number of voting rights that may be acquired if the instrument is exercised/ | % of voting rights |
|------------------------------|----------------------|---------------------------------|--|--------------------|
| | | | | |

converted.

C: Financial Instruments with similar economic effect to Qualifying**Financial Instruments** ^{xv, xvi}**Resulting situation after the triggering transaction**

| Type of financial instrument | Exercise price | Expiration date ^{xvii} | Exercise/ Conversion period ^{xviii} | Number of voting rights instrument refers to | % of voting rights ^{xix, xx} |
|------------------------------|----------------|---------------------------------|--|--|---------------------------------------|
| CFD | N/A | N/A | N/A | 11,435,745 | Net 0.06% |
| Put Option | GBP 4.40 | 18th December 2009 | Until expiry | 146,000 | 0.0008% |

Total (A+B+C)

Number of voting rights

Percentage of voting rights

1,153,789,560

6.15%

9. Chain of controlled undertakings through which the voting rights and/or the financial instruments are effectively held, if applicable:

xxi

On 1 December 2009, the Barclays Global Investors (BGI) business was acquired by BlackRock, Inc.

The combined holdings of BlackRock, Inc following this acquisition triggered this disclosure requirement.

BlackRock Investment Management (UK) Limited 132,891,526 (6.15%)

Proxy Voting:

10. Name of the proxy holder:

**11. Number of voting rights proxy holder
will cease
to hold:**

**12. Date on which proxy holder will cease to
hold
voting rights:**

13. Additional information:

BlackRock Compliance
Disclosures Team

14. Contact name:

Stuart Watchorn

15. Contact telephone number:

020 7743 5741;
stuart.watchorn@blackrock.com

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BP p.l.c.
(Registrant)

Dated: 07 December 2009

/s/ D. J. PEARL
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D. J. PEARL
Deputy Company Secretary