

BLOCKBUSTER INC
Form SC 13G
October 03, 2005

OMB APPROVAL
OMB Number: 3235-0145
Expires: December 31, 2005
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

Blockbuster Inc.

(Name of Issuer)

Class A Common Stock

(Title of Class of Securities)

093679108

(CUSIP Number)

September 20, 2005

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1 (b)

Rule 13d-1 (c)

Rule 13d-1 (d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the notes).

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 control number.

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

Blockbuster Inc.

(Name of Issuer)

Class B Common Stock

(Title of Class of Securities)

093679207

(CUSIP Number)

September 15, 2005

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1 (b)

Rule 13d-1 (c)

Rule 13d-1 (d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the notes).

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13G

CUSIP No. 093679108

1. Name of Reporting Person and I.R.S. Identification No.:
UBS AG (for the benefit and on behalf of UBS
Investment Bank and Wealth Management
USA, business groups of UBS AG (See Item 7))

2. Check the Appropriate Box if a Member of a Group:
(a)
(b)

3. SEC Use Only:

4. Citizenship or Place of Organization:
Switzerland

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5. Sole Voting Power:
7,934,504 shares of Class A Common Stock

6. Shared Voting Power:
0

7. Sole Dispositive Power:
7,934,504 shares of Class A Common Stock

8. Shared Dispositive Power:
0

9. Aggregate Amount Beneficially Owned by Each Reporting Person:
7,934,504 shares of Class A Common Stock

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

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11. Percent of Class Represented by Amount in Row (9):
6.73% of Class A Common Stock
-

12. Type of Reporting Person:
BK
-
-

13G

CUSIP No. 093679207

-
1. Name of Reporting Person I.R.S. Identification No.:
UBS AG (for the benefit and on behalf of UBS
Investment Bank and Wealth Management
USA, business groups of UBS AG (See Item 7))
-

2. Check the Appropriate Box if a Member of a Group:
- (a)
- (b)
-

3. SEC Use Only:
-

4. Citizenship or Place of Organization:
Switzerland
-

5. Sole Voting Power:
4,436,117 shares of Class B Common Stock
- Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With
-
6. Shared Voting Power:
0
-

7. Sole Dispositive Power:
4,436,117 shares of Class B Common Stock
-

8. Shared Dispositive Power:
0
-

9. Aggregate Amount Beneficially Owned by Each Reporting Person:
4,436,117 shares of Class B Common Stock
-

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:
-

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11. Percent of Class Represented by Amount in Row (9):
6.16% of Class B Common Stock
-

12. Type of Reporting Person:
BK
-
-

Item 1(a) Name of Issuer

Blockbuster Inc

Item 1(b) Address of Issuer's Principal Executive Offices:

1202 Elm Street

Dallas, TX 75720

United States

Item 2(a) Name of Person Filing:

UBS AG

Item 2(b) Address of Principal Business Office:

UBS AG's principal business office is:

Bahnhofstrasse 45

PO Box CH-8021

Zurich, Switzerland

Item 2(c) Citizenship:

Switzerland

Item 2(d) Title of Class of Securities

1. Class A Common Stock

2. Class B Common Stock

Item 2(e) CUSIP Number:

1. 093669108 Class A Common Stock

2. 093679207 Class B Common Stock

Item 3. Type of Person Filing:

UBS AG is classified as a Bank as defined in section 3(a)(6) of the Act pursuant to no-action relief granted by the staff of the Securities and Exchange Commission.

Item 4 (a)-(c)(iv). Ownership:

Items 5-11 of the cover pages are incorporated by reference.

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following / /.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not applicable

Item 7. Identification and Classification of the Subsidiary That Acquired the Security Being Reported on By the Parent Holding Company:

This statement on Schedule 13G is being filed by UBS AG on behalf of itself and the subsidiaries listed below. The securities being reported on by UBS AG were acquired directly by UBS AG directly and certain of such subsidiaries.

UBS AG London Branch

UBS Portfolio LLC

UBS AG Frankfurt

UBS Ltd

UBS Warburg Private Clients Ltd

UBS AG Tokyo branch

UBS AG (Switzerland)

UBS Warburg Securities (Pty) Ltd (South Africa)

UBS International Ltd

UBS Warburg Securities Ltd

Banco UBS Warburg S.A

UBS Warburg Corretora de Cambio e Valores

Mobiliarios S.A.

UBS Warburg Trading S.A.

UBS Bunting Warburg Inc

UBS Capital Americas Investments III, Ltd.

UBS Capital II LLC

UBS Capital LLC

UBS AG Brazil

UBS Limited

UBS Capital Americas Investments II Ltd

SBC Equity Partners AG

UBS Capital Asia Pacific Ltd

UBS Capital Holdings LLC

UBS Capital Jersey Ltd

UBS Capital BV

UBS (USA) Inc

UBS Warburg AG (Frankfurt)

UBS Securities Australia Ltd

UBS Securities (Japan) Ltd

UBS Securities LLC

UBS Securities New Zealand Limited

UBS New Zealand Limited

UBS AG Australia Branch
UBS Capital Markets LP
UBS Capital Latin America LDC
UBS Securities France SA
UBS AG Canada Branch
UBS Cayman Ltd.
PaineWebber Capital Inc
Paine Webber International Inc
UBS Fiduciary Trust Company
UBS Financial Services Incorporated of Puerto Rico
UBS Americas Inc
UBS Financial Services Inc.

Item 8. Identification and Classification of Members of the Group

Not Applicable

Item 9 Notice of Dissolution of Group:

Not Applicable

Item 10. Certification:

By signing below, the undersigned certify that, to the best of their knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and not held in connection with or as a participant in any transaction having that purpose or effect.

By: /s/ Teresa Ressel

Teresa Ressel

Managing Director

By: /s/ Per Dyrvik

Per Dyrvik

Managing Director

Date: September 30, 2005