Edgar Filing: BlackRock Inc. - Form 4

BlackRock Ir Form 4 April 21, 201	5								PPROVAL
FORM Check this if no long subject to Section 10 Form 4 or Form 5 obligation may conti	s box er STATEME 5. Filed pursua ¹⁸ Section 17(a) o	Was NT OF CHAN ant to Section 1 of the Public Ut	S SECURITIES AND EXCHANGE (Washington, D.C. 20549 F CHANGES IN BENEFICIAL OW SECURITIES Section 16(a) of the Securities Exchang Public Utility Holding Company Act of of the Investment Company Act of 194				NERSHIP OF te Act of 1934, f 1935 or Sectio	OMB Number: Expires: Estimated a burden hou response	3235-0287 January 31, 2005 average rs per
See Instru 1(b). (Print or Type R				, comban)				
1. Name and Ad McCombe M	Symbol	2. Issuer Name and Ticker or Trading Symbol BlackRock Inc. [BLK]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) BLACKROO 52ND STRE	(Month/D	3. Date of Earliest Transaction (Month/Day/Year) 04/17/2015				Director 10% Owner Officer (give title 0ther (specify below) Senior Managing Director			
		. If Amendment, Date Original iled(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
NEW YORK							Person	viore man one Ke	porting
(City)	(State) (Zip	p) Tabl	e I - Non-	Derivative S	Securit	ties Aco	uired, Disposed o	f, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, if (Instr. 3) any		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or)	SecuritiesHBeneficially(iOwnedHFollowing(iReportedTransaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Shares Of Common Stock (par Value \$0.01 Per Share)	04/17/2015			V Amount V 27 <u>(1)</u>		Price \$ 0	(Instr. 3 and 4) 36,256 (2)	D	

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

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 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying tities (. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address			Relationships			
F8	Director	10% Owner	Officer	Other		
McCombe Mark BLACKROCK, INC. 55 EAST 52ND STREET NEW YORK, NY 10055			Senior Managing Director			
Signatures						
/s/ Daniel R. Waltcher as Attor McCombe	ney-in-Fa	ect for Mark	04/21/2015			

**Signature of Reporting Person

Explanation of Responses:

- * 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).
- (1) Shares gifted to a charitable organization by the Reporting Person.

Includes (i) 1,147 Restricted Stock Units vesting on 1/31/16, (ii) 2,246 Restricted Stock Units vesting in installments on 1/31/16 and 1/31/17 (iii) 3,635 Restricted Stock Units vesting in installments on 1/31/16, 1/31/17 and 1/31/18 (iv) 8,737 Restricted Stock Units awarded on 1/20/12 that will vest in whole or in part only on the satisfaction of one or more previously-disclosed Common Stock price targets, but which may not vest before 1/31/16 and will expire on 1/31/18 to the extent not then vested (v) 9,861 Restricted Stock Units

Date

(2) awarded on 1/18/13 that will vest in whole or in part only on the satisfaction of one or more previously disclosed Common Stock price targets, but which may not vest before 1/31/17 and will expire on 1/31/19 to the extent not then vested and (vi) 6,144 Restricted Stock Units awarded on 1/17/14 that will vest in whole or in part only on the satisfaction of one or more previously disclosed Common Stock price targets, but which may not vest before 1/31/18 and will expire on 1/31/20 to the extent not then vested. Each Restricted Stock Unit is payable solely by delivery of an equal number of shares of Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.