

BlackRock Inc.
Form 4
November 14, 2006

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHLOSSTEIN RALPH

(Last) (First) (Middle)

**C/O BLACKROCK FINANCIAL
MANAGEMENT, INC., 40 EAST
52ND STREET**

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

BlackRock Inc. [BLK]

3. Date of Earliest Transaction
(Month/Day/Year)

11/13/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) below)

President

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Shares of Common Stock (par value \$0.01 per share)	11/13/2006		S	100 D	\$ 141.5 676,279.83 (1) (2)	D	
Shares of Common Stock (par value \$0.01 per	11/13/2006		S	300 D	\$ 141.51 675,979.83 (1) (2)	D	

Edgar Filing: BlackRock Inc. - Form 4

share)

Shares of
Common
Stock (par
value
\$0.01 per
share)

11/13/2006

S

100

D

\$
141.53

675,879.83
(1) (2)

D

Shares of
Common
Stock (par
value
\$0.01 per
share)

11/13/2006

S

100

D

\$
141.55

675,779.83
(1) (2)

D

Shares of
Common
Stock (par
value
\$0.01 per
share)

11/13/2006

S

300

D

\$
141.57

675,479.83
(1) (2)

D

Shares of
Common
Stock (par
value
\$0.01 per
share)

11/13/2006

S

200

D

\$
141.58

675,279.83
(1) (2)

D

Shares of
Common
Stock (par
value
\$0.01 per
share)

11/13/2006

S

200

D

\$ 141.6

675,079.83
(1) (2)

D

Shares of
Common
Stock (par
value
\$0.01 per
share)

11/13/2006

S

500

D

\$
141.62

674,579.83
(1) (2)

D

Shares of
Common
Stock (par
value
\$0.01 per
share)

11/13/2006

S

100

D

\$
141.65

674,479.83
(1) (2)

D

Shares of
Common
Stock (par
value)

11/13/2006

S

400

D

\$
141.67

674,079.83
(1) (2)

D

\$0.01 per share)								
Shares of Common Stock (par value \$0.01 per share)	11/13/2006	S	200	D	\$ 141.69	673,879.83 <u>(1)</u> <u>(2)</u>	D	
Shares of Common Stock (par value \$0.01 per share)	11/13/2006	S	500	D	\$ 141.7	673,379.83 <u>(1)</u> <u>(2)</u>	D	
Shares of Common Stock (par value \$0.01 per share)	11/13/2006	S	100	D	\$ 141.73	673,279.83 <u>(1)</u> <u>(2)</u>	D	
Shares of Common Stock (par value \$0.01 per share)	11/13/2006	S	100	D	\$ 142	673,179.83 <u>(1)</u> <u>(2)</u>	D	
Shares of Common Stock (par value \$0.01 per share)	11/13/2006	S	500	D	\$ 142.1	672,679.83 <u>(1)</u> <u>(2)</u>	D	
Shares of Common Stock (par value \$0.01 per share)	11/13/2006	S	100	D	\$ 142.19	672,579.83 <u>(1)</u> <u>(2)</u>	D	
Shares of Common Stock (par value \$0.01 per share)	11/13/2006	S	100	D	\$ 142.3	672,479.83 <u>(1)</u> <u>(2)</u>	D	
Shares of Common Stock (par	11/13/2006	S	100	D	\$ 142.39	672,379.83 <u>(1)</u> <u>(2)</u>	D	

Edgar Filing: BlackRock Inc. - Form 4

value
\$0.01 per
share)

Shares of
Common
Stock (par
value
\$0.01 per
share)

11/13/2006

S

300

D

\$ 142.4 672,079.83
(1) (2)

D

Shares of
Common
Stock (par
value
\$0.01 per
share)

11/13/2006

S

100

D

\$ 142.41 671,979.83
(1) (2)

D

Shares of
Common
Stock (par
value
\$0.01 per
share)

11/13/2006

S

100

D

\$ 142.5 671,879.83
(1) (2)

D

Shares of
Common
Stock (par
value
\$0.01 per
share)

11/13/2006

S

100

D

\$ 142.55 671,779.83
(1) (2)

D

Shares of
Common
Stock (par
value
\$0.01 per
share)

11/13/2006

S

400

D

\$ 142.68 671,379.83
(1) (2)

D

Shares of
Common
Stock (par
value
\$0.01 per
share)

260,000

I

By Ralph L.
Schlosstein
1998
Long-Term
Trust U/A/D
2/2/98

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

**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.**

SEC 1474
(9-02)

Edgar Filing: BlackRock Inc. - Form 4

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own 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
	Director 10% Owner Officer Other
SCHLOSSTEIN RALPH C/O BLACKROCK FINANCIAL MANAGEMENT, INC. 40 EAST 52ND STREET NEW YORK, NY 10022	X President

Signatures

/s/ Daniel R. Waltcher as Attorney-in-Fact for Ralph Schlosstein 11/14/2006

__Signature of Reporting Person Date

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) Includes 26,369 shares of restricted Common Stock granted under the BlackRock, Inc. 1999 Stock Award and Incentive Plan, vesting in two equal installments on 12/15/06 and 12/15/07.
- Also includes 15,689 Restricted Stock Units granted under the BlackRock, Inc. 1999 Stock Award and Incentive Plan. Each Restricted
- (2) Stock Unit is payable solely by delivery of an equal number of shares of Common Stock and vests in equal installments on 1/31/07, 1/31/08 and 1/31/09.

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.