

HALLAC CHARLES  
Form 4  
November 01, 2007

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HALLAC CHARLES**

(Last) (First) (Middle)  
**BLACKROCK, 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)  
**10/30/2007**

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)  
Vice Chairman

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 (A) 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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
|   |                                      |  | Code                           | V   | Amount  | (D)  | Price                                      |
| Shares of Common Stock (par value \$0.01 per share) | 10/30/2007                           |  | M                              |   | 6,400   | A  | \$ 43.3125                                 |
|   |                                      |  |                                |   |   |  | 478,042.3828<br><u>(1)</u>                 |
| Shares of Common Stock (par value \$0.01 per share) | 10/30/2007                           |  | S                              |   | 5,200   | D  | \$ 198                                     |
|   |                                      |  |                                |   |   |  | 472,842.3828<br><u>(1)</u>                 |

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|  |            |   |        |   |               |                            |   |
|--|------------|---|--------|---|---------------|----------------------------|---|
| Shares of<br>Common<br>Stock<br>(par value<br>\$0.01 per<br>share) | 10/30/2007 | S | 300    | D | \$ 198.05     | <u>472,542.3828</u><br>(1) | D |
| Shares of<br>Common<br>Stock<br>(par value<br>\$0.01 per<br>share) | 10/30/2007 | S | 100    | D | \$ 198.06     | <u>472,442.3828</u><br>(1) | D |
| Shares of<br>Common<br>Stock<br>(par value<br>\$0.01 per<br>share) | 10/30/2007 | S | 700    | D | \$ 198.08     | <u>471,742.3828</u><br>(1) | D |
| Shares of<br>Common<br>Stock<br>(par value<br>\$0.01 per<br>share) | 10/30/2007 | S | 100    | D | \$ 198.32     | <u>471,642.3828</u><br>(1) | D |
| Shares of<br>Common<br>Stock<br>(par value<br>\$0.01 per<br>share) | 10/31/2007 | M | 12,500 | A | \$<br>43.3125 | <u>484,142.3828</u><br>(1) | D |
| Shares of<br>Common<br>Stock<br>(par value<br>\$0.01 per<br>share) | 10/31/2007 | S | 6,400  | D | \$ 198        | <u>477,742.3828</u><br>(1) | D |
| Shares of<br>Common<br>Stock<br>(par value<br>\$0.01 per<br>share) | 10/31/2007 | S | 800    | D | \$ 198.01     | <u>476,942.3828</u><br>(1) | D |
| Shares of<br>Common<br>Stock<br>(par value<br>\$0.01 per           | 10/31/2007 | S | 100    | D | \$ 198.04     | <u>476,842.3828</u><br>(1) | D |

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share)

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

10/31/2007

S

400

D

\$ 198.1

476,442.3828  
(1)

D

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

10/31/2007

S

1,700

D

\$ 198.14

474,742.3828  
(1)

D

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

10/31/2007

S

500

D

\$ 198.2

474,242.3828  
(1)

D

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

10/31/2007

S

100

D

\$ 198.27

474,142.3828  
(1)

D

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

10/31/2007

S

500

D

\$ 198.35

473,642.3828  
(1)

D

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

10/31/2007

S

2,000

D

\$ 198.43

471,642.3828  
(1)

D

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

36,847.3924

I

By  
family  
trust <sup>(2)</sup>

Shares of  
Common  
Stock  
(par value

682.1424

I

By  
family  
trust <sup>(2)</sup>

\$0.01 per share)

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

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SEC 1474  
(9-02)

**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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Employee Stock Option (right to buy)       | \$ 43.3125   | 10/30/2007                           |  | M                              | 6,400   | <sup>(3)</sup> 12/15/2010                                | Common Stock (par value \$0.01 per share) 6,400               |
| Employee Stock Option (right to buy)       | \$ 43.3125   | 10/31/2007                           |  | M                              | 12,500  | <sup>(3)</sup> 12/15/2010                                | Common Stock (par value \$0.01 per share) 12,500              |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |               |       |
|--|---------------|-----------|---------------|-------|
|  | Director      | 10% Owner | Officer       | Other |
| HALLAC CHARLES<br>BLACKROCK, INC.<br>40 EAST 52ND STREET<br>NEW YORK, NY 10022 |               |           | Vice Chairman |       |

## Signatures

/s/ Daniel R. Waltcher as Attorney-in-Fact for Charles S. Hallac 11/01/2007

\_\_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 5,448 shares of restricted Common Stock granted under the Incentive Plan, vesting on 12/15/07. Also, includes 4,715 Restricted Stock Units granted under the Incentive Plan, vesting in equal installments on 1/31/08 and 1/31/09, and 6,070 Restricted Stock Units granted under the Incentive Plan, vesting in equal installments on 1/31/08, 1/31/09 and 1/31/10. Each Restricted Stock Unit is payable solely by delivery of an equal number of shares of Common Stock.

(2) These shares are held in a trust for the benefit of the reporting person's children. The reporting person is trustee of the trust. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or any other purpose.

(3) These options vested in two equal installments on 12/15/2003 and 12/15/2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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