

BlackRock Inc.
Form 3
July 26, 2010

FORM 3

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

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *

Â GOLUB BENNETT

(Last) (First) (Middle)

BLACKROCK, INC.,Â 55
EAST 52ND STREET

(Street)

NEW YORK,Â NYÂ 10055

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

07/15/2010

3. Issuer Name **and** Ticker or Trading Symbol
BlackRock Inc. [BLK]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other
(give title below) (specify below)

Senior Managing Director

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

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

225,216.033 ⁽¹⁾

D Â

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

56,223.1977

I Trust for benefit of family

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

SEC 1473 (7-02)

**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.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (right to buy)	09/29/2011	02/01/2017	Common Stock (par value \$0.01 per share)	28,007	\$ 167.76	D	Â
Employee Stock Option (right to buy)	12/31/2006	10/15/2012	Common Stock (par value \$0.01 per share)	20,000	\$ 37.36	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOLUB BENNETT BLACKROCK, INC. 55 EAST 52ND STREET NEW YORK, NY 10055	Â	Â	Â Senior Managing Director	Â

Signatures

/s/ Harris Oliner as Attorney-in-Fact for Bennett Golub 07/26/2010

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 464,2435 shares of Common Stock acquired by the reporting person under the BlackRock, Inc. Employee Stock Purchase Plan. Also includes 1,307,7895 shares of Common Stock held in the BlackRock, Inc. Retirement Savings Plan. Also includes (i) 17,786 Restricted Stock Units vesting on 9/29/11, (ii) 1,647 Restricted Stock Units vesting on 1/31/11, (iii) 4,652 Restricted Stock Units vesting in equal installments on 1/31/11 and 1/31/12, (iv) 4,247 shares of Restricted Stock vesting in installments on 1/31/11, 1/31/12 and 1/31/13 and (v) 4,286 shares of Restricted Stock vesting in installments on 1/31/11 and 1/31/12. 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.