

KAPITO ROBERT
Form 4
April 25, 2008

FORM 4

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

OMB APPROVAL

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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 *
KAPITO ROBERT

(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)
04/24/2008

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)
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 (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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Shares of Common Stock (par value \$0.01 per share)	04/24/2008		M		12,500	A	\$ 14
							1,012,814.6 (1)
Shares of Common Stock (par value \$0.01 per share)	04/24/2008		M		40,000	A	\$ 43.3125
							1,052,814.6 (1)

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Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	2,300	D	\$ 200	<u>1,050,514.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	100	D	\$ 200.075	<u>1,050,414.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	400	D	\$ 200.23	<u>1,050,014.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	300	D	\$ 200.24	<u>1,049,714.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	200	D	\$ 200.25	<u>1,049,514.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	100	D	\$ 200.31	<u>1,049,414.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	300	D	\$ 200.34	<u>1,049,114.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per	04/24/2008	S	1,600	D	\$ 200.35	<u>1,047,514.6</u> (1)	D

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share)							
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	300	D	\$ 200.4	<u>1,047,214.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	100	D	\$ 200.44	<u>1,047,114.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	400	D	\$ 200.46	<u>1,046,714.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	100	D	\$ 200.56	<u>1,046,614.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	300	D	\$ 200.58	<u>1,046,314.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	300	D	\$ 200.6	<u>1,046,014.6</u> (1)	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	200	D	\$ 200.61	<u>1,045,814.6</u> (1)	D
Shares of Common Stock (par value	04/24/2008	S	100	D	\$ 200.66	<u>1,045,714.6</u> (1)	D

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\$0.01 per share)							
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	100	D	\$ 200.67	<u>1,045,614.6</u> ₍₁₎	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	390	D	\$ 200.68	<u>1,045,224.6</u> ₍₁₎	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	100	D	\$ 200.7	<u>1,045,124.6</u> ₍₁₎	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	100	D	\$ 200.71	<u>1,045,024.6</u> ₍₁₎	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	300	D	\$ 200.72	<u>1,044,724.6</u> ₍₁₎	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	721	D	\$ 200.74	<u>1,044,003.6</u> ₍₁₎	D
Shares of Common Stock (par value \$0.01 per share)	04/24/2008	S	200	D	\$ 200.75	<u>1,043,803.6</u> ₍₁₎	D
Shares of Common Stock (par	04/24/2008	S	900	D	\$ 200.77	<u>1,042,903.6</u> ₍₁₎	D

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value
\$0.01 per
share)

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

04/24/2008	S	1,000	D	\$ 200.78	<u>1,041,903.6</u> (1)	D
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Shares of
Common
Stock (par
value
\$0.01 per
share)

04/24/2008	S	200	D	\$ 200.79	<u>1,041,703.6</u> (1)	D
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Shares of
Common
Stock (par
value
\$0.01 per
share)

04/24/2008	S	400	D	\$ 200.8	<u>1,041,303.6</u> (1)	D
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Shares of
Common
Stock (par
value
\$0.01 per
share)

04/24/2008	S	100	D	\$ 200.81	<u>1,041,203.6</u> (1)	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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

