TOOTSIE ROLL INDUSTRIES INC

Form 8-K

September 12, 2005

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

FORM 8-K

Current Report Pursuant To Section 13 or 15(d) of the Securities Exchange Act of 1934

September 9, 2005
Date of report (Date of earliest event reported)

TOOTSIE ROLL INDUSTRIES, INC. (Exact Name of Registrant as Specified in Its charter)

Virginia (State or Other Jurisdiction of Incorporation)

001-01361 (Commission File Number)

22-1318955

(I.R.S. Employer Identification No.)

7401 South Cicero Avenue, Chicago, Illinois 60629 (Address of Principal Executive Offices) (Zip Code)

773-838-3400

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

[]	Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
[]	Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
[]	Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 7.01. Regulation FD Disclosure.

On September 9, 2005, Tootsie Roll Industries, Inc. issued a press release regarding the sale of a surplus parcel of real estate. A copy of the press release is attached as Exhibit 99 to this report on Form 8-K.

Item 9.01 Financial Statements and Exhibits. (C) Exhibits Exhibit No. Description 99 Press Release of Tootsie Roll Industries, Inc. issued September 9, 2005 SIGNATURE Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized. September 9, 2005 TOOTSIE ROLL INDUSTRIES, INC. By: /s/ G. Howard Ember, Jr. G. Howard Ember, Jr. Vice President/Finance and Chief Financial Officer EXHIBIT INDEX Exhibit No. Description Press Release of Tootsie Roll Industries, Inc. issued 99 September 9, 2005 0; border-right-width: 0; border-bottom-width: 0"> 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to FLYNN JAMES T Issuer Symbol

			Trust [BGR]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	_X_ Director Officer (give title		
55 EAST 52NI	STREET		10/17/2011	below)	below)	

BlackRock Energy & Resources

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person
___ Form filed by More than One Reporting

Person

NEW YORK, NY 10055

(City)	(State)	(Zip) Tal	ble I - Non-	Derivative	Secu	rities A	cquired, Disposed	l of, or Beneficia	lly Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if		4. SecurionAcquired	(A) o		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	Disposed (Instr. 3,	,	/	Beneficially Owned	(D) or Indirect (I)	Ownership
					(A)		Following Reported Transaction(s)	(Instr. 4)	(Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		

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)

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. Transacti Code (Instr. 8)	1 ,	Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		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
Performance Rights (1)	(2)	10/17/2011		A	170.97	(3)	(3)	Common Stock	170.97

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

X

FLYNN JAMES T 55 EAST 52ND STREET NEW YORK, NY 10055

Signatures

/s/ Aaron Wasserman as Attorney-in-Fact

Reporting Owners 3

**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) The Performance Rights were accrued under the BlackRock Deferred Compensation Plan.
- (2) One Performance Right is convertible into the cash value of one share of BlackRock Energy and Resources Trust.
- (3) The Performance Rights are to be settled 100% in cash at the deferral period chosen by the reporting person.

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.

Signatures 4