

BlackRock Inc.  
Form 4  
October 24, 2007

**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 \*  
ANDERSON KEITH

(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)  
10/22/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
Vice Chairman

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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	10/22/2007		S		1,000	D	\$ 189.8	56,450	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/22/2007		S		1,000	D	\$ 189.9	55,450	I	By family trust <sup>(1)</sup>

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Shares of Common Stock, par value \$0.01 per share	10/22/2007	S	3,900	D	\$ 190.35	51,550	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/22/2007	S	200	D	\$ 190.36	51,350	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/22/2007	S	200	D	\$ 190.37	51,150	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/22/2007	S	300	D	\$ 190.51	50,850	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/22/2007	S	100	D	\$ 190.58	50,750	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/22/2007	S	100	D	\$ 190.72	50,650	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/22/2007	S	100	D	\$ 190.8	50,550	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per	10/22/2007	S	100	D	\$ 190.86	50,450	I	By family trust <sup>(1)</sup>

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share								
Shares of Common Stock, par value \$0.01 per share	10/23/2007	S	5,450	D	\$ 190.25	45,000	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/23/2007	S	5,700	D	\$ 190.5	39,300	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/23/2007	S	300	D	\$ 190.51	39,000	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/23/2007	S	1,500	D	\$ 190.8	37,500	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/23/2007	S	4,900	D	\$ 190.93	32,600	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/23/2007	S	100	D	\$ 190.95	32,500	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/23/2007	S	1,200	D	\$ 191	31,300	I	By family trust <sup>(1)</sup>
Shares of Common Stock, par value	10/23/2007	S	200	D	\$ 191.04	31,100	I	By family trust <sup>(1)</sup>

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\$0.01 per share									
Shares of Common Stock, par value \$0.01 per share	10/23/2007	S	100	D	\$ 191.05	31,000	I		By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share	10/23/2007	S	1,000	D	\$ 191.25	30,000	I		By family trust <sup>(1)</sup>
Shares of Common Stock, par value \$0.01 per share						68,397.91 <sup>(2)</sup>	D		
Shares of Common Stock, par value \$0.01 per share						57,450	I		By family trust <sup>(1)</sup>

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

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**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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number

