## Edgar Filing: BlackRock Inc. - Form 4

BlackRock Inc.       Form 4         April 02, 2014       OMB APPROVAL         FORM 4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB APPROVAL         Check this box if no longer subject to section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       OMB APPROVAL         Form 4 or Form 5 obligations may continue. See Instruction 16(a) of the Public Utility Holding Company Act of 1935 or Section 17.       Still autom to Section 16.(a) of the Public Utility Holding Company Act of 1935 or Section 17.       Still autom to Section 16.(a) of the Investment Company Act of 1940.										
(Print or Type	Responses)									
	Address of Reporting Persor Abdlatif Yousef	Symbol	er Name <b>an</b> Rock Inc.		r Tradi	ing	5. Relationship of Issuer			
(Last)	(First) (Middle)		of Earliest T				(Check	c all applicable	)	
(Month/E BLACKROCK, INC., 55 EAST 52ND STREET (Month/E 03/31/2							X_ Director10% Owner Officer (give titleOther (specify below) below)			
NEW YOR	endment, D onth/Day/Yea	-	al		<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> <li>Person</li> </ul>					
(City)	(State) (Zip)	Tal	ole I - Non-J	Derivative	Secu	rities Acq	uired, Disposed of,	, or Beneficial	y Owned	
1.Title of Security (Instr. 3)	any		3. Transacti Code	4. Securi on(A) or D (Instr. 3,	ties A ispose	cquired d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct	7. Nature of Indirect	
Shares Of Common Stock (par Value \$0.01 Per Share)	03/31/2014		Code V	Amount 67 <u>(1)</u>		Price \$ 0 <u>(1)</u>	(Instr. 3 and 4) 4,279	D		
Shares Of Common Stock (par Value \$0.01 Per Share)	03/31/2014		А	476 <u>(2)</u>	A	\$0	4,755 <u>(2)</u>	D		

Shares Of Common Stock (par Value \$0.01 Per Share)	03/31/2014	F	150 <u>(3)</u> D	\$ 314.48	4,605	D			
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.

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	unt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	rities	(Instr. 5)	Bene
	Derivative				Securities			(Instr	. 3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						D (	т · .·		or		
						Date	Expiration	Title	Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh					
reporting o the rante trade of	Director	10% Owner	Officer	Other			
Al-Hamad Abdlatif Yousef BLACKROCK, INC. 55 EAST 52ND STREET NEW YORK, NY 10055	Х						
Signatures							
/s/ Daniel R. Waltcher as Attorney-in-Fact for Abdlatif Yousef Al-Hamad							

\*\*Signature of Reporting Person

04/02/2014

Date

## **Explanation of Responses:**

(2)

Directors.

- \* 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) Common Stock granted to Nonemployee Directors under the Amended and Restated BlackRock, Inc. 1999 Stock Award and Incentive Plan (the "Plan"), based on \$314.48 per share which was the closing price of the stock on March 31, 2014.

Restricted Stock Units granted to Nonemployee Directors under the Plan, based on \$314.48 per share which was the closing price per share of the Common Stock on March 31, 2014. Each Restricted Stock Unit is payable solely by delivery of an equal number of shares of Common Stock, is immediately vested and will not be settled until the earlier of 3 years from grant or departure from the Board of

(3) Represents the withholding by BlackRock of Common Stock to satisfy tax obligation on the vesting of the reporting person's Restricted Stock Units granted under the Plan.

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.