BLACKROCK INC /NY

Form 4 July 29, 2005

FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or

OMB APPROVAL

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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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Form 5

obligations

(Print or Type I	Responses)							
1. Name and A FINK LAU	Address of Reporting RENCE	Person *	Symbol		Ticker or Trading NC /NY [BLK]	5. Relationship of Issuer	f Reporting Pers	,
(Last)	(First)	(Middle)	3. Date of	Earliest Tr	ansaction	(Cine	on all applicable	,
	KROCK FINAN MENT, INC., 40 EET		(Month/D 07/28/20	-		_X_ Director _X_ Officer (give below)		Owner or (specify
	(Street)		4. If Ame	ndment, Da	te Original	6. Individual or Jo	oint/Group Filin	g(Check
NEW YORK, NY 10022			Filed(Month/Day/Year)		Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	e I - Non-D	Perivative Securities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	med in Date, if Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

Shares of		Code V	V Amo	or unt (D)	Price	(Instr. 3 and 4)	
Class A							
Common	07/28/2005	S	2.80	0 D	\$ 84 9	93,808 (1)	D
Stock (par	0112012003	5	2,00	υр	Ψ 07.2)3,000 <u>~</u>	D
value \$0.01							
per share)							

Shares of	07/28/2005	S	10	0 D	\$	93,708 (1)	D
Class A					84.99		

Class A Common Stock (par value \$0.01

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per share)							
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	700	D	\$ 85	93,008 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	200	D	\$ 85.01	92,808 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	1,300	D	\$ 85.03	91,508 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	500	D	\$ 85.04	91,008 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	100	D	\$ 85.06	90,908 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	500	D	\$ 85.07	90,408 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	500	D	\$ 85.08	89,908 <u>(1)</u>	D
Shares of Class A Common Stock (par	07/28/2005	S	100	D	\$ 85.09	89,808 (1)	D

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value \$0.01 per share)							
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	500	D	\$ 85.1	89,308 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	800	D	\$ 85.12	88,508 <u>(1)</u>	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	200	D	\$ 85.13	88,308 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	1,400	D	\$ 85.15	86,908 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	1,000	D	\$ 85.19	85,908 <u>(1)</u>	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	1,900	D	\$ 85.2	84,008 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	100	D	\$ 85.21	83,908 (1)	D
Shares of Class A Common	07/28/2005	S	2,600	D	\$ 85.22	81,308 (1)	D

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Stock (par value \$0.01 per share) Shares of							
Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	1,700	D	\$ 85.23	79,608 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	700	D	\$ 85.24	78,908 <u>(1)</u>	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	1,900	D	\$ 85.25	77,008 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	200	D	\$ 85.26	76,808 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	1,500	D	\$ 85.27	75,308 <u>(1)</u>	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	500	D	\$ 85.29	74,808 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	5,000	D	\$ 85.3	69,808 (1)	D
Shares of Class A	07/28/2005	S	200	D	\$ 85.31	69,608 (1)	D

Common Stock (par value \$0.01 per share)							
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	300	D	\$ 85.32	69,308 (1)	D
Shares of Class A Common Stock (par value \$0.01 per share)	07/28/2005	S	100	D	\$ 85.33	69,208 (1)	D

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

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(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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

 Title of 	2.	3. Transaction Date	3A. Deemed	4.	4	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ction	Number	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	(of	(Month/Day/	Year)	Under	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	8) 1	Derivative			Secur	ities	(Instr. 5)
	Derivative		•			Securities			(Instr.	. 3 and 4)	
	Security				1	Acquired				,	
						(A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
						.,					
										Amount	
							Date	Expiration		or	
							Exercisable	Date	Title	Number	
							Exercisable	Date		of	
				Code	V	(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
FINK LAURENCE C/O BLACKROCK FINANCIAL MANAGEMENT, INC. 40 EAST 52ND STREET	X		Chairman and CEO					

Reporting Owners 5 NEW YORK, NY 10022

Signatures

Daniel R. Waltcher as Attorney-in-Fact for Laurence Fink

07/29/2005

**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).
- Includes 2,619 shares of Class A Common Stock acquired under the BlackRock, Inc. Employee Stock Purchase Plan through January 31, 2005. Also includes 1,209 shares of Class A Common Stock acquired by the reporting person through June 30, 2005 under the PNC Financial Services Group, Inc. Incentive Savings Plan (the "ISP"). The information on this report with respect to the ISP is based on a

plan statement dated as of June 30, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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