

AUDET PAUL
Form 3
April 09, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| AUDET PAUL | | (Month/Day/Year) | BlackRock Inc. [BLK] | |
| (Last) | (First) | (Middle) | 03/28/2007 | |
| BLACKROCK, INC., 40 | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| EAST 52ND STREET | | | | |
| (Street) | | (Check all applicable) | | |
| NEW YORK, NY 10022 | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Acting Chief Financial Officer | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|---|--|
| Shares of Common Stock (par value \$0.01 per share) | 128,997 ⁽¹⁾ | D | |

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

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|---------------------------|-----------------|---|----------------------------|------------|---------------------------------------|---|
| Employee Stock Option (right to buy) | 12/15/2003 ⁽²⁾ | 12/15/2010 | Common Stock (par value \$0.01 per share) | 30,000 | \$ 43.3125 | D | Â |
| Employee Stock Option (right to buy) | 12/31/2006 | 10/15/2012 | Common Stock (par value \$0.01 per share) | 90,000 | \$ 37.36 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| AUDET PAUL BLACKROCK, INC. 40 EAST 52ND STREET NEW YORK, NY 10022 | Â | Â | Â Acting Chief Financial Officer | Â |

Signatures

/s/ Daniel R. Waltcher as Attorney-in-Fact for Paul Audet 04/09/2007

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Includes 2,294 shares of Common Stock acquired by the reporting person under the BlackRock, Inc. Employee Stock Purchase Plan through March 28, 2007. Also includes 761 unvested restricted shares granted on 12/15/2003 and 891 unvested restricted shares granted on 1/21/2005. Also includes 2,210 unvested Restricted Stock Units granted on 1/23/2006 and 2,018 Restricted Stock Units granted on 1/25/2007.
- (2) The options vested one-half ratably on each of 12/15/2003 and 12/15/2004.

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.