

MERRILL LYNCH INVESTMENT MANAGERS LP

Form 4

December 30, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
MERRILL LYNCH & CO INC

(Last) (First) (Middle)

4 WORLD FINANCIAL
CENTER, 250 VESEY STREET

(Street)

NEW YORK, NY 10080

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

BlackRock Inc. [BLK]

3. Date of Earliest Transaction
(Month/Day/Year)

12/23/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
____X____ 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	(A) or (D) Price			
Common Stock	12/23/2008		S		1,600	D \$ 133.53	52,394,817 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008		S		161	D \$ 132.88	52,394,656 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008		S		320	D \$ 132.72	52,394,336 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008		S		700	D \$ 132.61	52,393,636 (2) (3)	I	See footnote

Edgar Filing: MERRILL LYNCH INVESTMENT MANAGERS LP - Form 4

								(1)
Common Stock	12/23/2008	S	900	D	\$ 132.6	52,392,736 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	80	D	\$ 132.59	52,392,656 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	98	D	\$ 132.5	52,392,558 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	100	D	\$ 132.49	52,392,458 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	300	D	\$ 132.48	52,392,158 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	100	D	\$ 132.47	52,392,058 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	100	D	\$ 132.46	52,391,958 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	2	D	\$ 132.36	52,391,956 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	100	D	\$ 132.12	52,391,856 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	139	D	\$ 132.1	52,391,717 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	200	D	\$ 131.06	52,391,517 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	60	D	\$ 131.05	52,391,457 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	100	D	\$ 130.94	52,391,357 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	400	D	\$ 130.93	52,390,957 (2) (3)	I	See footnote (1)

Edgar Filing: MERRILL LYNCH INVESTMENT MANAGERS LP - Form 4

Common Stock	12/23/2008	S	400	D	\$ 130.91	52,390,557 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	400	D	\$ 130.89	52,390,157 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	10	D	\$ 130.87	52,390,147 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	430	D	\$ 130.86	52,389,717 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	400	D	\$ 130.82	52,389,317 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	100	D	\$ 130.81	52,389,217 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	100	D	\$ 130.78	52,389,117 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	300	D	\$ 130.77	52,388,817 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	440	D	\$ 130.76	52,388,377 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	540	D	\$ 130.75	52,387,837 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	700	D	\$ 130.74	52,387,137 (2) (3)	I	See footnote (1)
Common Stock	12/23/2008	S	60	D	\$ 130.73	52,387,077 (2) (3)	I	See footnote (1)

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)

Edgar Filing: MERRILL LYNCH INVESTMENT MANAGERS LP - Form 4

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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MERRILL LYNCH & CO INC 4 WORLD FINANCIAL CENTER 250 VESEY STREET NEW YORK, NY 10080	X
MERRILL LYNCH INVESTMENT MANAGERS LP C/O MERRILL LYNCH & CO., INC. 4 WORLD FINANCIAL CENTER, 250 VESEY ST. NEW YORK, NY 10080	X
Merrill Lynch Group, Inc. C/O MERRILL LYNCH & CO., INC. 4 WORLD FINANCIAL CENTER, 250 VESEY ST. NEW YORK, NY 10080	X
Princeton Services, Inc. C/O MERRILL LYNCH & CO., INC. 4 WORLD FINANCIAL CENTER, 250 VESEY ST. NEW YORK, NY 10080	X
MERRILL LYNCH PIERCE FENNER & SMITH INC C/O MERRILL LYNCH & CO., INC. 4 WORLD FINANCIAL CENTER, 250 VESEY ST. NEW YORK, NY 10080	X
MERRILL LYNCH BANK & TRUST CO FSB C/O MERRILL LYNCH & CO., INC. 4 WORLD FINANCIAL CENTER, 250 VESEY ST. NEW YORK, NY 10080	X

