

BLACKROCK INC /NY

Form 3

October 03, 2005

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

WAGNER SUSAN

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

09/28/2005

3. Issuer Name **and** Ticker or Trading Symbol
BLACKROCK INC /NY [BLK]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other
(give title below) (specify below)

Chief Operating Officer

6. Individual or Joint/Group
Filing(Check Applicable Line)☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting PersonC/O BLACKROCK, INC., 40
EAST 52ND STREET

(Street)

NEW YORK, NY 10022

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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 Class A Common Stock (par value
\$0.01 per share) 12,577 ⁽¹⁾

D 40

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
Derivative5. 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)	
Class B Common Stock (par value \$0.01 per share)	12/31/2002	Â ⁽²⁾	Class A Common Stock	447,832.8	\$ ⁽³⁾	D	Â
Employee Stock Option (right to buy)	Â ⁽⁴⁾	10/01/2009	Class A Common Stock	12,500	\$ 14	D	Â
Employee Stock Option (right to buy)	Â ⁽⁵⁾	12/15/2010	Class A Common Stock	25,000	\$ 43.3125	D	Â
Employee Stock Option (right to buy)	12/31/2006	10/15/2012	Class A Common Stock	90,000	\$ 37.36	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WAGNER SUSAN C/O BLACKROCK, INC. 40 EAST 52ND STREET NEW YORK, NY 10022	Â	Â	Â Chief Operating Officer	Â

Signatures

Harris Oliner as Attorney-in-Fact for Susan Wagner 10/03/2005

__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).

- Includes 2,403 shares of Class A Common Stock acquired under the BlackRock, Inc. Employee Stock Purchase Plan through July 31, 2005. Also includes 1,198 shares of Class A Common Stock acquired by the reporting person through September 26, 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
- (1) a plan statement dated as of September 26, 2005. Also includes 3,749 shares of restricted Class A Common Stock granted on 12/15/03 under the BlackRock, Inc. 1999 Stock Award and Incentive Plan, as amended, vesting in three equal installments on 12/15/05, 12/15/06 and 12/15/07. Also includes 4,411 shares of restricted Class A Common Stock granted on 1/21/05 under the BlackRock, Inc. 1999 Stock Award and Incentive Plan, as amended, vesting in three equal installments on 12/15/05, 12/15/06 and 12/15/07.
 - (2) The shares of Class B Common Stock may be converted at any time into shares of Class A Common Stock.
 - (3) One share of Class B Common Stock is convertible into one share of Class A Common Stock.
 - (4) Option became exercisable in three annual installments on 10/1/00, 10/1/01 and 10/1/02.
 - (5) Option became exercisable in two annual installments on 12/15/03 and 12/15/04.

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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