

BLACKROCK INC /NY
Form 4
July 26, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FINK LAURENCE

(Last) (First) (Middle)

C/O BLACKROCK FINANCIAL MANAGEMENT, INC., 40 EAST 52ND STREET

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BLACKROCK INC /NY [BLK]

3. Date of Earliest Transaction (Month/Day/Year)
07/22/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Shares of Class A Common Stock (par value \$0.01 per share) | 07/22/2005 | | S | 100 | D | \$ 82.17 | 144,108 ⁽¹⁾ D |
| Shares of Class A Common Stock (par value \$0.01 | 07/22/2005 | | S | 500 | D | \$ 82.18 | 143,608 ⁽¹⁾ D |

per share)

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|-----|---|-------------|--------------------|---|
| 07/22/2005 | S | 200 | D | \$ 82.19 | 143,408 <u>(1)</u> | D |
|------------|---|-----|---|-------------|--------------------|---|

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|-----|---|---------|--------------------|---|
| 07/22/2005 | S | 100 | D | \$ 82.2 | 143,308 <u>(1)</u> | D |
|------------|---|-----|---|---------|--------------------|---|

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|-----|---|-------------|--------------------|---|
| 07/22/2005 | S | 600 | D | \$ 82.29 | 142,708 <u>(1)</u> | D |
|------------|---|-----|---|-------------|--------------------|---|

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|--------|---|---------|--------------------|---|
| 07/22/2005 | S | 16,100 | D | \$ 82.3 | 126,608 <u>(1)</u> | D |
|------------|---|--------|---|---------|--------------------|---|

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|-----|---|-------------|--------------------|---|
| 07/22/2005 | S | 100 | D | \$ 82.33 | 126,508 <u>(1)</u> | D |
|------------|---|-----|---|-------------|--------------------|---|

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|-----|---|-------------|--------------------|---|
| 07/22/2005 | S | 300 | D | \$ 82.34 | 126,208 <u>(1)</u> | D |
|------------|---|-----|---|-------------|--------------------|---|

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|-------|---|-------------|--------------------|---|
| 07/22/2005 | S | 1,200 | D | \$ 82.35 | 125,008 <u>(1)</u> | D |
|------------|---|-------|---|-------------|--------------------|---|

Shares of
Class A
Common
Stock (par

| | | | | | | |
|------------|---|-------|---|-------------|--------------------|---|
| 07/22/2005 | S | 1,100 | D | \$ 82.36 | 123,908 <u>(1)</u> | D |
|------------|---|-------|---|-------------|--------------------|---|

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value \$0.01
per share)

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|-----|---|-------------|--------------------|---|
| 07/22/2005 | S | 900 | D | \$ 82.37 | 123,008 <u>(1)</u> | D |
|------------|---|-----|---|-------------|--------------------|---|

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|--------|---|-------------|--------------------|---|
| 07/22/2005 | S | 15,300 | D | \$ 82.38 | 107,708 <u>(1)</u> | D |
|------------|---|--------|---|-------------|--------------------|---|

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|-------|---|-------------|--------------------|---|
| 07/22/2005 | S | 5,900 | D | \$ 82.39 | 101,808 <u>(1)</u> | D |
|------------|---|-------|---|-------------|--------------------|---|

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|-------|---|---------|-------------------|---|
| 07/22/2005 | S | 2,200 | D | \$ 82.4 | 99,608 <u>(1)</u> | D |
|------------|---|-------|---|---------|-------------------|---|

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|-----|---|-------------|-------------------|---|
| 07/22/2005 | S | 200 | D | \$ 82.41 | 99,408 <u>(1)</u> | D |
|------------|---|-----|---|-------------|-------------------|---|

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|-----|---|-------------|-------------------|---|
| 07/22/2005 | S | 100 | D | \$ 82.43 | 99,308 <u>(1)</u> | D |
|------------|---|-----|---|-------------|-------------------|---|

Shares of
Class A
Common
Stock (par
value \$0.01
per share)

| | | | | | | |
|------------|---|-----|---|-------------|-------------------|---|
| 07/22/2005 | S | 100 | D | \$ 82.44 | 99,208 <u>(1)</u> | D |
|------------|---|-----|---|-------------|-------------------|---|

Shares of
Class A
Common

| | | | | | | |
|------------|---|-----|---|-------------|-------------------|---|
| 07/22/2005 | S | 100 | D | \$ 82.45 | 99,108 <u>(1)</u> | D |
|------------|---|-----|---|-------------|-------------------|---|

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| | | | | | | | | |
|---|------------|---|-----|---|----------|-----------------------|---|--|
| Stock (par value \$0.01 per share) | | | | | | | | |
| Shares of Class A Common Stock (par value \$0.01 per share) | 07/22/2005 | S | 200 | D | \$ 82.47 | 98,908 ⁽¹⁾ | D | |
| Shares of Class A Common Stock (par value \$0.01 per share) | 07/22/2005 | S | 400 | D | \$ 82.5 | 98,508 ⁽¹⁾ | D | |
| Shares of Class A Common Stock (par value \$0.01 per share) | 07/22/2005 | S | 100 | D | \$ 82.56 | 98,408 ⁽¹⁾ | D | |
| Shares of Class A Common Stock (par value \$0.01 per share) | 07/22/2005 | S | 300 | D | \$ 82.57 | 98,108 ⁽¹⁾ | D | |
| Shares of Class A Common Stock (par value \$0.01 per share) | 07/22/2005 | S | 400 | D | \$ 82.6 | 97,708 ⁽¹⁾ | D | |
| Shares of Class A Common Stock (par value \$0.01 per share) | 07/22/2005 | S | 100 | D | \$ 82.64 | 97,608 ⁽¹⁾ | D | |
| Shares of Class A Common Stock (par value \$0.01 per share) | 07/22/2005 | S | 100 | D | \$ 82.65 | 97,508 ⁽¹⁾ | D | |
| Shares of Class A | 07/22/2005 | S | 200 | D | \$ 82.67 | 97,308 ⁽¹⁾ | D | |

Common
Stock (par
value \$0.01
per share)

Shares of
Class A

| | | | | | | | |
|--|------------|---|-----|---|-------------|-----------------------|---|
| Common Stock (par value \$0.01 per share) | 07/22/2005 | S | 300 | D | \$ 82.69 | 97,008 ⁽¹⁾ | D |
|--|------------|---|-----|---|-------------|-----------------------|---|

Shares of
Class A

| | | | | | | | |
|--|------------|---|-----|---|---------|-----------------------|---|
| Common Stock (par value \$0.01 per share) | 07/22/2005 | S | 400 | D | \$ 82.7 | 96,608 ⁽¹⁾ | 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.

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(9-02)

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

| 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 Repor 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 |
| FINK LAURENCE C/O BLACKROCK FINANCIAL MANAGEMENT, INC. 40 EAST 52ND STREET | X | | Chairman and CEO | |

NEW YORK, NY 10022

Signatures

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

07/26/2005

__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).

(1) 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. 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.