BlackRock Inc. Form 3 December 03, 2009

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

(Print or Type Responses)

1. Name and Address of Reporting

Person *

 BARCLAYS BANK PLC

/ENG/

(Last)

(First)

(Middle)

(Zip)

Statement

(Month/Day/Year)

12/01/2009

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

BlackRock Inc. [BLK]

4. Relationship of Reporting

Person(s) to Issuer

1 CHURCHILL PLACE

(Street)

(Check all applicable)

Filed(Month/Day/Year)

5. If Amendment, Date Original

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

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

LONDON ENGLANDÂ E14 5HP

> (City) (State)

1. Title of Security

(Instr. 4)

2. Amount of Securities

Beneficially Owned (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

Ownership Form: Direct (D)

or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

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

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Expiration Title

Date Exercisable Date Amount or Number of Shares

Security: Derivative Security Direct (D)

or Indirect (I)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

BARCLAYS BANK PLC /ENG/
1 CHURCHILL PLACE Â X Â Â

LONDON ENGLANDÂ E14 5HP

Signatures

/s/ Lawrence Dickinson, Authorized Signatory

12/03/2009

**Signature of Reporting Person

Date

Explanation of Responses:

No securities are beneficially owned

- * 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).

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Remarks:

Pursuant to the Stockholder Agreement, dated as of December 1, 2009, as may be amended from 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.

Reporting Owners 2