FINK LAURENCE Form 4/A May 02, 2013

\$0.01 Per Share)

FORM	Ι <b>Δ</b>							OMB AF	PPROVAL		
Washington, D.C. 20549							OMB Number:	3235-0287			
Check thi	· ar							Expires:	January 31,		
if no long subject to Section 1 Form 4 or	6. STATEMENT	OF CHAN	GES IN I SECUR		CIA	L <b>OW</b>	NERSHIP OF	Estimated a burden hou response	•		
Form 5 obligation may cont <i>See</i> Instru 1(b).	inue. Section 17(a) of t		tility Hold	ling Com	pany	Act o	f 1935 or Section	·			
(Print or Type R	Responses)										
FINK LAURENCE Symbol							5. Relationship of Reporting Person(s) to Issuer				
		Blackk	ock Inc. [I	3LK]			(Check all applicable)				
( <b>N</b>			3. Date of Earliest Transaction (Month/Day/Year) 11/30/2012				_X_ Director 10% Owner X Officer (give title Other (specify below)				
52ND STRE	EET						· · · · · · · · · · · · · · · · · · ·	rman and CEO			
NEW YORI	(Street) X, NY 10055		endment, Dat nth/Day/Year) 012	~			6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M Person	one Reporting Pe	rson		
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if		3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)  (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount		Price	(Instr. 3 and 4)				
Shares Of Common Stock (par Value \$0.01 Per Share)	11/30/2012		G(1) V	36,171 (2)	D	\$ 0	1,292,561.28 ( <u>3)</u>	D			
Shares Of Common Stock (par Value	11/30/2012		G(1) V	12,057 (2)	A	\$0	12,057	I	By family trust		

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Shares Of Common Stock (par Value \$0.01 Per Share)	11/30/2012	$G_{\underline{(1)}} V_{\underline{(2)}}^{12,057} A \$ 0 12,057$ I	By family trust
Shares Of Common Stock (par Value \$0.01 Per Share)	11/30/2012	$G^{(1)} V^{12,057}_{(2)} A $0 12,057$ I	By family trust

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctionNumber	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	3) Derivati	ve		Secur	ities	(Instr. 5)
	Derivative				Securitie	es		(Instr.	3 and 4)	
	Security				Acquire	d				
					(A) or					
					Dispose	d				
					of (D)					
					(Instr. 3,					
					4, and 5)	)				
									A 4	
									Amount	
						Date	Expiration	Title	or Number	
						Exercisable	Date	11116	of	
				Codo	V (A) (D	`				
				Code	V (A) (D)	)			Shares	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Troporting O Water Tumb / Trum Coo	Director	10% Owner	Officer	Other			
FINK LAURENCE							
BLACKROCK, INC.	X		Chairman and CEO				
55 EAST 52ND STREET	Λ		Chamman and CEO				
NEW YORK, NY 10055							

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## **Signatures**

/s/ Daniel R. Waltcher as Attorney-in-Fact for Laurence Fink 05/02/2013

\*\*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) Transaction conducted for estate planning purposes.
- (2) Amends the amount of contributed shares reported in the original filing.
- (3) Includes previously disclosed shares of Restricted Stock and Restricted Stock Units which were not vested as of the transaction date.

### **Remarks:**

This Form 4/A restates entirely the Form 4 filed by the reporting person on 12/04/2012.

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.

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