Edgar Filing: HUBBARD ROBERT GLENN - Form 4

| HUBBARD Form 4 February 15 | ROBERT GLEN | IN | | | | | | | | |
|---|---|--|------------|---|--|-------------------------------------|---|--|-------------------|--|
| | ЛЛ | | | | | | | | PPROVAL | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE CO Washington, D.C. 20549 | | | | | | | COMMISSION | NOMB Number: | 3235-0287 | |
| Check this box if no longer subject to Section 16. Form 4 or | | | | NGES IN | BENEF | ICIAL O' | WNERSHIP OF | Expires: | January 31 200 | |
| | | | | SECU | RITIES | Estimated burden hou response | urs per | | | |
| Form 5 obligatio may con | ons Section 17(| (a) of the l | Public U | Itility Hol | ding Con | | nge Act of 1934, of 1935 or Sectio 940 | · | | |
| <i>See</i> Instr 1(b). | ruction | 20(11) | or the h | | compun | | | | | |
| (Print or Type | Responses) | | | | | | | | | |
| 1. Name and Address of Reporting Person2. IssHUBBARD ROBERT GLENNSymbol | | | | er Name and | I Ticker or | Trading | 5. Relationship of Reporting Person(s) to Issuer | | | |
| | - | KROCK I BKT] | NCOME | TRUST | (Check all applicable) | | | | | |
| (Last) C/O BLAC MANAGE | 3. Date of Earliest Transaction(Month/Day/Year)02/14/2005 | | | | X_ Director 10% Owner Officer (give title Other (specify below) below) | | | | | |
| 52ND STR | EET | | | | | | | | | |
| | | | | endment, Da onth/Day/Yea | - | 1 | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| NEW YOR | RK, NY 10022 | | | | | | Form filed by Person | More than One R | eporting | |
| (City) | (State) | (Zip) | Tab | ole I - Non-I | Derivative | Securities A | Acquired, Disposed of | of, or Beneficia | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | action Date 2A. Deemed /Day/Year) Execution Date, if any (Month/Day/Year) | | TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) | | | Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Indirect | |
| | | | | Code V | Amount | or (D) Price | (Instr. 3 and 4) | | | |
| Reminder: Re | port on a separate line | e for each cl | ass of sec | urities benet | ficially own | ned 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.

 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) | Code | Transactionof | | Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. P Der Sect (Ins | |
|---|---|---|---|---------------|---------------|-----|-------------------------------------|---------------------|---|-----------------|--|-----------------|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Performance Rights (1) | <u>(2)</u> | 02/14/2005 | | А | | 223 | | (3) | <u>(3)</u> | Common Stock | 223 | \$ [^] |
| Reporting Owners | | | | | | | | | | | | |
| | Donosting (|)wnon Nomo / Adduo | 60 | Relationships | | | | | | | | |

Other

| Reporting Owner Name / Address | | | |
|--|----------|-----------|---------|
| | Director | 10% Owner | Officer |
| HUBBARD ROBERT GLENN C/O BLACKROCK FINANCIAL MANAGEMENT, INC. | x | | |
| 40 EAST 52ND STREET NEW YORK, NY 10022 | А | | |
| Signatures | | | |

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Bartholomew Battista as Attorney-in-Fact for Robert 02/15/2005 Hubbard **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) The Phantom Stock units were accrued under the BlackRock Deferred Compensation Plan.
- (2) One performance right is convertible into the cash value of one share of BlackRock IncomeTrust, Inc.
- (3) The units are to be settled 100% in cash at the end of the deferral period chosen by the reporting person.

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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