REFINITIV

DELTA REPORT

10-Q

BLK - BLACKROCK INC.

10-Q - JUNE 30, 2024 COMPARED TO 10-Q - MARCH 31, 2024

The following comparison report has been automatically generated

TOTAL DELTAS	1156
CHANGES	403
DELETIONS	258
ADDITIONS	495

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

FORM 10-Q

(Mark One)

☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For the quarterly period ended March 31, June 30, 2024

OR

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

For the transition period from to .

Commission file number 001-33099

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BlackRock, Inc.

(Exact name of registrant as specified in its charter)

Delaware	32-0174431
(State or Other Jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification No.)

50 Hudson Yards, New York, NY 10001

(Address of Principal Executive Offices) (Zip Code)

(212) 810-5800

(Registrant's Telephone Number, Including Area Code)

(Former Name, Former Address and Former Fiscal Year, if Changed Since Last Report)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, $.01 par value	BLK	New York Stock Exchange
1.250% Notes due 2025	BLK25	New York Stock Exchange

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No ____

Indicate by check mark whether the registrant has submitted electronically, every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).

Yes X No ____

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	☒	Accelerated filer	☐
Non-accelerated filer	☐	Smaller reporting company	☐
		Emerging growth company	☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes ____ No X

As of April 30, 2024 July 31, 2024, there were 148,599,981 148,128,478 shares of the registrant's common stock outstanding.

BlackRock, Inc.

Index to Form 10-Q

PART I

FINANCIAL INFORMATION

PART II

OTHER INFORMATION

PART I – FINANCIAL INFORMATION

Item 1. Financial Statements

BlackRock, Inc.

Condensed Consolidated Statements of Financial Condition

(unaudited)

(in millions, except shares and per share data)	**March 31, 2024**	**December 31, 2023**	**June 30, 2024**	**December 31, 2023**
Assets				
Cash and cash equivalents(1)	$ 9,374	$ 8,736	$ 10,228	$ 8,736
Accounts receivable	3,961	3,916	3,987	3,916
Investments(1)	10,337	9,740	10,216	9,740
Separate account assets	55,376	56,098	54,423	56,098
Separate account collateral held under securities lending agreements	3,998	4,558	5,030	4,558
Property and equipment (net of accumulated depreciation and amortization of $1,499 and $1,439 at March 31, 2024 and December 31, 2023, respectively)	1,106	1,112		
Intangible assets (net of accumulated amortization of $656 and $618 at March 31, 2024 and December 31, 2023, respectively)	18,219	18,258		
Property and equipment (net of accumulated depreciation and amortization of $1,550 and $1,439 at June 30, 2024 and December 31, 2023, respectively)	1,052	1,112		
Intangible assets (net of accumulated amortization of $629 and $618 at June 30, 2024 and December 31, 2023, respectively)	18,217	18,258		
Goodwill	15,522	15,524	15,653	15,524
Operating lease right-of-use assets	1,410	1,421	1,459	1,421
Other assets(1)	4,685	3,848	5,006	3,848
Total assets	$ 123,988	$ 123,211	$ 125,271	$ 123,211
Liabilities				
Accrued compensation and benefits	$ 1,061	$ 2,393	$ 1,456	$ 2,393
Accounts payable and accrued liabilities	1,445	1,240	1,351	1,240
Borrowings	9,860	7,918	9,857	7,918
Separate account liabilities	55,376	56,098	54,423	56,098
Separate account collateral liabilities under securities lending agreements	3,998	4,558	5,030	4,558
Deferred income tax liabilities	3,456	3,506	3,405	3,506
Operating lease liabilities	1,772	1,784	1,821	1,784
Other liabilities(1)	5,275	4,474	5,689	4,474
Total liabilities	82,243	81,971	83,032	81,971
Commitments and contingencies (Note 14)				
Temporary equity				
Redeemable noncontrolling interests	1,850	1,740	1,968	1,740
Permanent equity				
BlackRock, Inc. stockholders' equity				
Common stock, $0.01 par value;	2	2	2	2
Shares authorized: 500,000,000 at March 31, 2024 and December 31, 2023; Shares issued: 172,075,373 at March 31, 2024 and December 31, 2023; Shares outstanding: 148,759,510 and 148,500,074 at March 31, 2024 and December 31, 2023, respectively				

Shares authorized: 500,000,000 at June 30, 2024 and December 31, 2023;				
Shares issued: 172,075,373 at June 30, 2024 and December 31, 2023;				
Shares outstanding: 148,190,459 and 148,500,074 at June 30, 2024 and				
December 31, 2023, respectively				
Additional paid-in capital	19,617	19,833	19,771	19,833
Retained earnings	33,121	32,343	33,858	32,343
Accumulated other comprehensive loss	(933)	(840)	(978)	(840)
Treasury stock, common, at cost (23,315,863 and 23,575,299 shares held at March 31, 2024 and December 31, 2023, respectively)	(12,082)	(11,991)		
Treasury stock, common, at cost (23,884,914 and 23,575,299 shares held at June 30, 2024 and December 31, 2023, respectively)			(12,551)	(11,991)
Total BlackRock, Inc. stockholders' equity	39,725	39,347	40,102	39,347
Nonredeemable noncontrolling interests	170	153	169	153
Total permanent equity	39,895	39,500	40,271	39,500
Total liabilities, temporary equity and permanent equity	$ 123,988	$ 123,211	$ 125,271	$ 123,211

(1) At March 31, 2024 June 30, 2024, cash and cash equivalents, investments, other assets and other liabilities include $277 185 million, $5.3 5.5 billion, $82 117 million, and $2.1 2.3 billion, respectively, related to consolidated variable interest entities ("VIEs"). At December 31, 2023, cash and cash equivalents, investments, other assets and other liabilities include $234 million, $5.0 billion, $83 million, and $2.2 billion, respectively, related to consolidated VIEs.

See accompanying notes to condensed consolidated financial statements.

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BlackRock, Inc.
Condensed Consolidated Statements of Income
(unaudited)

	Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions, except per share data)	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
Revenue						
Investment advisory, administration fees and securities lending revenue:						
Related parties	$ 2,847	$ 2,611	$ 2,935	$ 2,689	$ 5,782	$ 5,300
Other third parties	931	891	940	922	1,871	1,813
Total investment advisory, administration fees and securities lending revenue	3,778	3,502	3,875	3,611	7,653	7,113
Investment advisory performance fees	204	55	164	118	368	173
Technology services revenue	377	340	395	359	772	699
Distribution fees	310	319	318	319	628	638
Advisory and other revenue	59	27	53	56	112	83
Total revenue	4,728	4,243	4,805	4,463	9,533	8,706
Expense						
Employee compensation and benefits	1,580	1,427	1,503	1,429	3,083	2,856
Sales, asset and account expense:						
Distribution and servicing costs	518	505	539	518	1,057	1,023
Direct fund expense	338	315	358	344	696	659

Sub-advisory and other	32	26	32	27	64	53
Total sales, asset and account expense	888	846	929	889	1,817	1,735
General and administration expense	529	495	534	493	1,063	988
Amortization of intangible assets	38	37	39	37	77	74
Total expense	3,035	2,805	3,005	2,848	6,040	5,653
Operating income	1,693	1,438	1,800	1,615	3,493	3,053
Nonoperating income (expense)						
Net gain (loss) on investments	171	89	162	231	333	320
Interest and dividend income	141	86	178	89	319	175
Interest expense	(92)	(59)	(126)	(69)	(218)	(128)
Total nonoperating income (expense)	220	116	214	251	434	367
Income before income taxes	1,913	1,554	2,014	1,866	3,927	3,420
Income tax expense	290	385	477	443	767	828
Net income	1,623	1,169	1,537	1,423	3,160	2,592
Less:						
Net income (loss) attributable to noncontrolling interests	50	12	42	57	92	69
Net income attributable to BlackRock, Inc.	$ 1,573	$ 1,157	$ 1,495	$ 1,366	$ 3,068	$ 2,523
Earnings per share attributable to BlackRock, Inc. common stockholders:						
Basic	$ 10.58	$ 7.72	$ 10.07	$ 9.13	$ 20.65	$ 16.85
Diluted	$ 10.48	$ 7.64	$ 9.99	$ 9.06	$ 20.47	$ 16.70
Weighted-average common shares outstanding:						
Basic	148.7	149.9	148.4	149.6	148.6	149.8
Diluted	150.1	151.3	149.7	150.7	149.9	151.0

See accompanying notes to condensed consolidated financial statements.

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BlackRock, Inc.

Condensed Consolidated Statements of Comprehensive Income

(unaudited)

	Three Months Ended March 31,		**Three Months Ended June 30,**		**Six Months Ended June 30,**	
(in millions)	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
Net income	$ 1,623	$ 1,169	$ 1,537	$ 1,423	$ 3,160	$ 2,592
Other comprehensive income (loss):						
Foreign currency translation adjustments(1)	(93)	126	(45)	95	(138)	221
Comprehensive income (loss)	1,530	1,295	1,492	1,518	3,022	2,813
Less: Comprehensive income (loss) attributable to noncontrolling interests	50	12	42	57	92	69
Comprehensive income attributable to BlackRock, Inc.	$ 1,480	$ 1,283	$ 1,450	$ 1,461	$ 2,930	$ 2,744

(1) Amount Amounts for the three months ended March 31, 2024 includes June 30, 2024 and 2023 include a gain from a net investment hedge of $4 million (net of tax expense of $1 million) and a loss from a net investment hedge of $2 million (net of tax benefit of $1 million), respectively. Amounts for the six months ended June 30, 2024 and 2023 include a gain from a net investment hedge of $18 million (net of tax expense of $5 million) and a loss from a net investment hedge of $13 million (net of tax expense benefit of $4 million). Amount for the three months ended March 31, 2023 includes a loss from a net investment hedge of $10 million (net of tax benefit of $3 million). , respectively.

See accompanying notes to condensed consolidated financial statements.

BlackRock, Inc.

Condensed Consolidated Statements of Changes in Equity

(unaudited)

For the Three Six Months Ended March 31, 2024 June 30, 2024

(in millions)	Additional Paid-in Capital(1)	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock Common	Total BlackRock Stockholders' Equity	Nonredeemable Noncontrolling Interests	Total Permanent Equity	Redeemable Noncontrolling Interests / Temporary Equity	Additional Paid-in Capital(1)	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock Common	Total BlackRock Stockholders' Equity	Nonredeemable Noncontrolling Interests	Total Permanent Equity	Redeemable Noncontrolling Interests / Temporary Equity
December 31, 2023	$ 19,835	$ 32,343	$ (840)	$ (11,991)	$ 39,347	$ 153	$ 39,500	$ 1,740	$ 19,835	$ 32,343	$ (840)	$ (11,991)	$ 39,347	$ 153	$ 39,500	$ 1,740
Net income	—	1,573	—	—	1,573	(7)	1,566	57	—	3,068	—	—	3,068	(7)	3,061	99
Dividends declared ($5.10 per share)	—	(795)	—	—	(795)	—	(795)	—								
Dividends declared ($10.20 per share)	—	(1,553)	—	—	(1,553)	—	(1,553)	—								
Stock-based compensation	176	—	—	—	176	—	176	—	355	—	—	—	355	—	355	—
Issuance of common shares related to employee stock transactions	(392)	—	—	543	151	—	151	—	(417)	—	—	593	176	—	176	—
Employee tax withholdings related to employee stock transactions	—	—	—	(259)	(259)	—	(259)	—	—	—	—	(278)	(278)	—	(278)	—
Shares repurchased	—	—	—	(375)	(375)	—	(375)	—	—	—	—	(875)	(875)	—	(875)	—
Subscriptions (redemptions/distributions) — noncontrolling interest holders	—	—	—	—	—	24	24	406	—	—	—	—	—	23	23	932
Net consolidations (deconsolidations) of sponsored investment funds	—	—	—	—	—	—	—	(353)	—	—	—	—	—	—	—	(803)
Other comprehensive income (loss)	—	—	(93)	—	(93)	—	(93)	—	—	—	(138)	—	(138)	—	(138)	—
March 31, 2024	**$ 19,619**	**$ 33,121**	**$ (933)**	**$ (12,082)**	**$ 39,725**	**$ 170**	**$ 39,895**	**$ 1,850**								
June 30, 2024	**$ 19,773**	**$ 33,858**	**$ (978)**	**$ (12,551)**	**$ 40,102**	**$ 169**	**$ 40,271**	**$ 1,968**								

(1) Amounts include $2 million of common stock at both March 31, 2024 June 30, 2024 and December 31, 2023.

For the Three Months Ended March 31, 2023 June 30, 2024

(in millions)	Additional Paid-in Capital(1)	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock Common	Total BlackRock Stockholders' Equity	Nonredeemable Noncontrolling Interests	Total Permanent Equity	Redeemable Noncontrolling Interests / Temporary Equity	Additional Paid-in Capital(1)	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock Common	Total BlackRock Stockholders' Equity	Nonredeemable Noncontrolling Interests	Total Permanent Equity	Redeemable Noncontrolling Interests / Temporary Equity
December 31, 2022	$ 19,774	$ 29,876	$ (1,101)	$ (10,805)	$ 37,744	$ 132	$ 37,876	$ 909								
March 31, 2024	$ 19,619	$ 33,121	$ (933)	$ (12,082)	$ 39,725	$ 170	$ 39,895	$ 1,850								
Net income	—	1,157	—	—	1,157	(5)	1,152	17	—	1,495	—	—	1,495	—	1,495	42
Dividends declared ($5.00 per share)	—	(796)	—	—	(796)	—	(796)	—								
Dividends declared ($5.10 per share)	—	(758)	—	—	(758)	—	(758)	—								
Stock-based compensation	165	—	—	—	165	—	165	—	179	—	—	—	179	—	179	—
Issuance of common shares related to employee stock transactions	(510)	—	—	547	37	—	37	—	(25)	—	—	50	25	—	25	—
Employee tax withholdings related to employee stock transactions	—	—	—	(346)	(346)	—	(346)	—	—	—	—	(19)	(19)	—	(19)	—
Shares repurchased	—	—	—	(375)	(375)	—	(375)	—	—	—	—	(500)	(500)	—	(500)	—
Subscriptions (redemptions/distributions) — noncontrolling interest holders	—	—	—	—	—	(9)	(9)	314	—	—	—	—	—	(1)	(1)	526
Net consolidations (deconsolidations) of sponsored investment funds	—	—	—	—	—	—	—	(5)	—	—	—	—	—	—	—	(450)
Other comprehensive income (loss)	—	—	126	—	126	—	126	—	—	—	(45)	—	(45)	—	(45)	—
March 31, 2023	**$ 19,429**	**$ 30,237**	**$ (975)**	**$ (10,979)**	**$ 37,712**	**$ 118**	**$ 37,830**	**$ 1,235**								
June 30, 2024	**$ 19,773**	**$ 33,858**	**$ (978)**	**$ (12,551)**	**$ 40,102**	**$ 169**	**$ 40,271**	**$ 1,968**								

(1) Amounts include $2 million of common stock at both March 31, 2023 June 30, 2024 and March 31, 2024.

See accompanying notes to condensed consolidated financial statements.

BlackRock, Inc.

Condensed Consolidated Statements of Changes in Equity

(unaudited)

For the Six Months Ended June 30, 2023

(in millions)	Additional Paid-in Capital[1]	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock Common	Total BlackRock Stockholders' Equity	Nonredeemable Noncontrolling Interests	Total Permanent Equity	Redeemable Noncontrolling Interests / Temporary Equity
December 31, 2022	$ 19,774	$ 29,876	$ (1,101)	$ (10,805)	$ 37,744	$ 132	$ 37,876	$ 909
Net income	—	2,523	—	—	2,523	20	2,543	49
Dividends declared ($10.00 per share)	—	(1,544)	—	—	(1,544)	—	(1,544)	—
Stock-based compensation	323	—	—	—	323	—	323	—
Issuance of common shares related to employee stock transactions	(524)	—	—	571	47	—	47	—
Employee tax withholdings related to employee stock transactions	—	—	—	(354)	(354)	—	(354)	—
Shares repurchased	—	—	—	(752)	(752)	—	(752)	—
Subscriptions (redemptions/distributions) — noncontrolling interest holders	—	—	—	—	—	(10)	(10)	650
Net consolidations (deconsolidations) of sponsored investment funds	—	—	—	—	—	—	—	(62)
Other comprehensive income (loss)	—	—	221	—	221	—	221	—
June 30, 2023	**$ 19,573**	**$ 30,855**	**$ (880)**	**$ (11,340)**	**$ 38,208**	**$ 142**	**$ 38,350**	**$ 1,546**

(1) Amounts include $2 million of common stock at both June 30, 2023 and December 31, 2022.

For the Three Months Ended June 30, 2023

(in millions)	Additional Paid-in Capital[1]	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Treasury Stock Common	Total BlackRock Stockholders' Equity	Nonredeemable Noncontrolling Interests	Total Permanent Equity	Redeemable Noncontrolling Interests / Temporary Equity
March 31, 2023	$ 19,429	$ 30,237	$ (975)	$ (10,979)	$ 37,712	$ 118	$ 37,830	$ 1,235
Net income	—	1,366	—	—	1,366	25	1,391	32
Dividends declared ($5.00 per share)	—	(748)	—	—	(748)	—	(748)	—
Stock-based compensation	158	—	—	—	158	—	158	—
Issuance of common shares related to employee stock transactions	(14)	—	—	24	10	—	10	—
Employee tax withholdings related to employee stock transactions	—	—	—	(8)	(8)	—	(8)	—
Shares repurchased	—	—	—	(377)	(377)	—	(377)	—
Subscriptions (redemptions/distributions) — noncontrolling interest holders	—	—	—	—	—	(1)	(1)	336
Net consolidations (deconsolidations) of sponsored investment funds	—	—	—	—	—	—	—	(57)
Other comprehensive income (loss)	—	—	95	—	95	—	95	—
June 30, 2023	**$ 19,573**	**$ 30,855**	**$ (880)**	**$ (11,340)**	**$ 38,208**	**$ 142**	**$ 38,350**	**$ 1,546**

(1) Amounts include $2 million of common stock at both June 30, 2023 and March 31, 2023.

See accompanying notes to condensed consolidated financial statements.

BlackRock, Inc.

Condensed Consolidated Statements of Cash Flows

(unaudited)

	Three Months Ended March 31,		Six Months Ended June 30,	
(in millions)	**2024**	**2023**	**2024**	**2023**
Operating activities				
Net income	$ 1,623	$ 1,169	$ 3,160	$ 2,592
Adjustments to reconcile net income to net cash provided by/(used in) operating activities:				
Depreciation and amortization	111	106	219	208
Noncash lease expense	32	43	64	77
Stock-based compensation	176	165	355	323
Deferred income tax expense (benefit)	(41)	53	(80)	58
Other investment gains	(24)	—		
Other investment (gains)	(59)	—		
Net (gains) losses within CIPs	(104)	(88)	(170)	(167)
Net (purchases) proceeds within CIPs	(989)	(477)	(1,452)	(947)
(Earnings) losses from equity method investees	(48)	(40)	(92)	(191)
Distributions of earnings from equity method investees	8	8	26	18
Changes in operating assets and liabilities:				
Accounts receivable	(73)	(270)	(100)	(472)
Investments, trading	(9)	2	(40)	12
Other assets	(796)	(696)	(1,064)	(2,337)
Accrued compensation and benefits	(1,339)	(1,243)	(948)	(875)
Accounts payable and accrued liabilities	196	(91)	96	(110)
Other liabilities	869	965	1,042	2,402
Net cash provided by/(used in) operating activities	(408)	(394)	957	591
Investing activities				
Purchases of investments	(324)	(318)	(517)	(584)
Proceeds from sales and maturities of investments	210	142	520	179
Distributions of capital from equity method investees	162	8	317	17
Net consolidations (deconsolidations) of sponsored investment funds	(6)	27	(34)	27
Acquisition, net of cash acquired	(74)	—		
Purchases of property and equipment	(64)	(81)	(71)	(142)
Net cash provided by/(used in) investing activities	(22)	(222)	141	(503)
Financing activities				
Repayments of long-term borrowings	(1,000)	—	(1,000)	—
Proceeds from long-term borrowings	2,979	—	2,979	1,238
Cash dividends paid	(795)	(796)	(1,553)	(1,544)
Proceeds from stock options exercised	144	27	163	27
Repurchases of common stock	(634)	(721)	(1,153)	(1,104)
Net proceeds from (repayments of) borrowings by CIPs	(14)	(19)	72	(23)
Net subscriptions received/(redemptions/distributions paid) from noncontrolling interest holders	430	305	955	640
Other financing activities	(15)	10	(9)	12
Net cash provided by/(used in) financing activities	1,095	(1,194)	454	(754)
Effect of exchange rate changes on cash, cash equivalents and restricted cash	(27)	38	(60)	84

Net increase/(decrease) in cash, cash equivalents and restricted cash	638	(1,772)	1,492	(582)
Cash, cash equivalents and restricted cash, beginning of period	8,753	7,433	8,753	7,433
Cash, cash equivalents and restricted cash, end of period	$ 9,391	$ 5,661	$ 10,245	$ 6,851
Supplemental schedule of noncash investing and financing transactions:				
Issuance of common stock	$ 392	$ 510	$ 417	$ 524
Increase (decrease) in noncontrolling interests due to net consolidation (deconsolidation) of sponsored investment funds	$ (353)	$ (5)	$ (803)	$ (62)

See accompanying notes to condensed consolidated financial statements.

BlackRock, Inc.
Notes to the Condensed Consolidated Financial Statements
(unaudited)

1. Business Overview

BlackRock, Inc. (together, with its subsidiaries, unless the context otherwise indicates, “BlackRock” or the “Company”) is a leading publicly traded investment management firm providing a broad range of investment management and technology services to institutional and retail clients worldwide.

BlackRock’s diverse platform of alpha-seeking active, index and cash management investment strategies across asset classes enables the Company to offer choice and tailor investment and asset allocation solutions for clients. Product offerings include single- and multi-asset portfolios investing in equities, fixed income, alternatives and money market instruments. Products are offered directly and through intermediaries in a variety of vehicles, including open-end and closed-end mutual funds, *iShares*® and BlackRock exchange-traded funds (“ETFs”), separate accounts, collective trust funds and other pooled investment vehicles. BlackRock also offers technology services, including the investment and risk management technology platform, Aladdin®, Aladdin Wealth™, eFront® and Cachematrix®, as well as advisory services and solutions to a broad base of institutional and wealth management clients.

2. Significant Accounting Policies

Basis of Presentation

These condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States (“GAAP”) and include the accounts of the Company and its controlled subsidiaries. Noncontrolling interests (“NCI”) on the condensed consolidated statements of financial condition represent the portion of consolidated sponsored investment products (“CIPs”) and a consolidated affiliate (collectively, “consolidated entities”) in which the Company does not have direct equity ownership. Intercompany balances and transactions have been eliminated upon consolidation.

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expense during the reporting periods. Actual results could differ from those estimates.

Certain financial information that normally is included in annual financial statements, including certain financial statement footnotes, is not required for interim reporting purposes and has been condensed or omitted herein. These condensed consolidated financial statements should be read in conjunction with the Company’s consolidated financial statements and footnotes related thereto included in the Company’s Annual Report on Form 10-K for the year ended December 31, 2023, which was filed with the Securities and Exchange Commission ("SEC" (“SEC”) on February 23, 2024 (“2023 Form 10-K”).

The interim financial information at March 31, 2024 June 30, 2024 and for the three and six months ended March 31, 2024 June 30, 2024 and 2023 is unaudited. However, in the opinion of management, the interim information includes all normal recurring adjustments necessary for the fair presentation of the Company’s results for the periods presented. The results of operations for interim periods are not necessarily indicative of results to be expected for the full year.

Certain prior period presentations were reclassified to ensure comparability with current period classifications.

Accounting Developments

*Segment Reporting.*In November 2023, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) 2023-07, *Improvements to Reportable Segment Disclosures* (“ASU 2023-07”), which requires incremental disclosures about reportable segments but does not change the definition of a segment or the guidance for determining reportable segments. The new guidance requires disclosure of significant segment expenses that are (1) regularly provided to (or easily computed from information regularly provided to) the chief operating decision maker ("CODM") and (2) included in the reported measure of segment profit or loss. The new standard also requires companies to disclose the title and position of the individual (or the name of the committee) identified as the CODM, allows companies to disclose multiple measures of segment profit or loss if those measures are used to assess performance and allocate resources, and is applicable to companies with a single reportable segment. The requirements are effective for annual reporting periods beginning on January 1, 2024, and are required to be applied retrospectively. Early adoption is permitted. The Company does not expect the additional disclosure requirements under ASU 2023-07 to have a material impact on the consolidated financial statements.

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*Income Tax Disclosure Requirements.*In December 2023, the FASB issued ASU 2023-09, *Improvements to Income Tax Disclosures* (“ (“ASU 2023-09”), which enhances interim and annual income tax disclosures. The two primary enhancements disaggregate existing income tax disclosures related to the effective tax rate reconciliation and income taxes paid. The additional disclosure requirements under ASU 2023-09 are required to be applied prospectively and are effective for the Company on January 1, 2025. The Company does not expect the additional disclosure requirements under ASU 2023-09 to have a material impact on the consolidated financial statements.

Fair Value Measurements

Hierarchy of Fair Value Inputs. The Company uses a fair value hierarchy that prioritizes inputs to valuation approaches used to measure fair value. The fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. Assets and liabilities measured and reported at fair value are classified and disclosed in one of the following categories:

Level 1 Inputs:

Quoted prices (unadjusted) in active markets for identical assets or liabilities at the reporting date.

- Level 1 assets may include listed mutual funds, ETFs, listed equities, commodities and certain exchange-traded derivatives.

Level 2 Inputs:

Quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities that are not active; quotes from pricing services or brokers for which the Company can determine that orderly transactions took place at the quoted price or that the inputs used to arrive at the price are observable; and inputs other than quoted prices that are observable, such as models or other valuation methodologies.

- Level 2 assets may include debt securities, loans held within consolidated collateralized loan obligations (“CLOs”), short-term floating-rate notes, as backed securities, as well as over-the-counter derivatives, including interest rate swaps and foreign currency exchange contracts that have inputs to valuations that generally can be corroborated by observable market data.

Level 3 Inputs:

Unobservable inputs for the valuation of the asset or liability, which may include nonbinding broker quotes. Level 3 assets include investments for which there is little, if any, market activity. These inputs require significant management judgment or estimation.

- Level 3 assets may include direct private equity investments, including those held within CIPs, investments in CLOs, and loans held within consolid CLOs and CIPs.
- Level 3 liabilities may include borrowings of consolidated CLOs and contingent liabilities related to acquisitions valued based upon discounted cash analyses, using unobservable market data, or other valuation techniques.

Significance of Inputs. The Company’s assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the financial instrument.

Valuation Approaches. The fair values of certain Level 3 assets and liabilities were determined using various valuation approaches as appropriate, including third-party pricing vendors, broker quotes and market and income approaches.

A significant number of inputs used to value equity, debt securities, and loans held within CLOs and CIPs are sourced from third-party pricing vendors. Generally, prices obtained from pricing vendors are categorized as Level 1 inputs for identical securities traded in active markets and as Level 2 for other similar securities if the vendor uses observable inputs in determining the price.

In addition, quotes obtained from brokers generally are nonbinding and categorized as Level 3 inputs. However, if the Company is able to determine that market participants have transacted for the asset in an orderly manner near the quoted price or if the Company can determine that the inputs used by the broker are observable, the quote is classified as a Level 2 input.

Investments Measured at Net Asset Value. As a practical expedient, the Company uses net asset value (“NAV”) as the fair value for certain investments. The inputs to value these investments may include the Company’s capital accounts for its partnership interests in various alternative investments, including hedge funds, real assets and private equity funds, which may be adjusted by using the returns of certain market indices. The various partnerships are investment companies, which record their underlying investments at fair value based on fair value policies established by management of the underlying fund. Fair value policies at the underlying fund generally require the fund to utilize pricing/valuation information from third-party sources, including independent appraisals. However, in some instances, current valuation information for illiquid securities or securities in markets that are not active may not be available from any third-party source or fund management may conclude that the valuations that are available from third-party sources are not reliable. In these instances, fund management may perform model-based analytical valuations that could be used as an input to value these investments.

Fair Value Assets and Liabilities of Consolidated CLO. The Company applies the fair value option provisions for eligible assets, including loans, held by a consolidated CLO. As the fair value of the financial assets of the consolidated CLO is more observable than the fair value of the borrowings of the consolidated CLO, the Company measures the fair value of the borrowings of the consolidated CLO equal to the fair value of the assets of the consolidated CLO less the fair value of the Company’s economic interest in the CLO.

***Derivatives and Hedging Activities Activities.*.** The Company does not use derivative financial instruments for trading or speculative purposes. The Company uses derivative financial instruments primarily for purposes of hedging exposures to fluctuations in foreign currency exchange rates of certain assets and liabilities, and market price and interest rate exposures with respect to its total portfolio of seed investments in sponsored investment products. Certain CIPs also utilize derivatives as a part of their investment strategies.

In addition, the Company uses derivatives and makes investments to economically hedge market valuation changes on certain deferred cash compensation plans, for which the final value of the deferred amount distributed to employees in cash upon vesting is determined based on the returns of specified investment funds. The Company recognizes compensation expense for the appreciation (depreciation) of the deferred cash compensation liability in proportion to the vested amount of the award during a respective period, while the gain (loss) to economically hedge these plans is immediately recognized in nonoperating income (expense). See Note 4, *Investments*, and Note 8, *Derivatives and Hedging*, for further information on the Company’s investments and derivatives, respectively, used to economically hedge these deferred cash compensation plans.

The Company records all derivative financial instruments as either assets or liabilities at fair value on a gross basis in the condensed consolidated statements of financial condition. Credit risks are managed through master netting and collateral support agreements. The amounts related to the right to reclaim or the obligation to return cash collateral may not be used to offset amounts due under the derivative instruments in the normal course of settlement. Therefore, such amounts are not offset against fair value amounts recognized for derivative instruments with the same counterparty and are included in other assets and other liabilities. Changes in the fair value of the Company’s derivative financial instruments are recognized in earnings and, where applicable, are offset by the corresponding gain or loss on the related foreign-denominated or hedged assets or liabilities, on the condensed consolidated statements of income.

The Company may also use financial instruments designated as net investment hedges for accounting purposes to hedge net investments in international subsidiaries, the functional currency of which is not United States ("US") dollars. The gain or loss from revaluing net investment hedges at the spot rate is deferred and reported within accumulated other comprehensive income (loss) (“AOCI”) on the condensed consolidated statements of financial condition. The Company reassesses the effectiveness of its net investment hedge at least quarterly.

***Separate Account Assets and Liabilities*.** Separate account assets are maintained by BlackRock Life Limited, a wholly owned subsidiary of the Company, which is a registered life insurance company in the United Kingdom (“UK”), and represent segregated assets held for purposes of funding individual and group pension contracts. The life insurance company does not underwrite any insurance contracts that involve any insurance risk transfer from the insured to the life insurance company. The separate account assets primarily include equity securities, debt securities, money market funds and derivatives. The separate account assets are not subject to general claims of the creditors of BlackRock. These separate account assets and the related equal and offsetting liabilities are recorded as separate account assets and separate account liabilities on the condensed consolidated statements of financial condition.

The net investment income attributable to separate account assets supporting individual and group pension contracts accrues directly to the contract owner and is not reported on the condensed consolidated statements of income. While BlackRock has no economic interest in these separate account assets and liabilities, BlackRock earns policy administration and management fees associated with these products, which are included in investment advisory, administration fees and securities lending revenue on the condensed consolidated statements of income.

Separate Account Collateral Assets Held and Liabilities Under Securities Lending Agreements. The Company facilitates securities lending arrangements whereby securities held by separate accounts maintained by BlackRock Life Limited are lent to third parties under global master securities lending agreements. In exchange, the Company obtains either (1) the legal title, or (2) a first ranking priority security interest, in the collateral. The minimum collateral values generally range from approximately 102% to 112% of the value of the securities in order to reduce counterparty risk. The required collateral value is calculated on a daily basis. The global master securities lending agreements provide the Company the right to request additional collateral or, in the event of borrower default, the right to liquidate collateral. The securities lending transactions entered into by the Company are accompanied by an agreement that entitles the Company to request the borrower to return the securities at any time; therefore, these transactions are not reported as sales.

In situations where the Company obtains the legal title to collateral under these securities lending arrangements, the Company records an asset on the condensed consolidated statements of financial condition in addition to an equal collateral liability for the obligation to return the collateral. Additionally, in situations where the Company obtains a first ranking priority security interest in the collateral, the Company does not have the ability to pledge or resell the collateral and therefore does not record the collateral on the condensed consolidated statements of financial condition. At March 31, 2024 June 30, 2024 and December 31, 2023, the fair value of loaned securities held by separate accounts was approximately $8.3 9.5 billion and $9.3 billion, respectively, and the fair value of the collateral under these securities lending agreements was approximately $9.0 10.2 billion and $10.1 billion, respectively, of which approximately $4.0 5.0 billion as of March 31, 2024 June 30, 2024 and $4.6 billion as of December 31, 2023 was recognized on the condensed consolidated statements of financial condition. During the three six months ended March 31, 2024 June 30, 2024 and 2023, the Company had not resold or repledged any of the collateral obtained under these arrangements. The securities lending revenue earned from lending securities held by the separate accounts is included in investment advisory, administration fees and securities lending revenue on the condensed consolidated statements of income.

3. Cash, Cash Equivalents, and Restricted Cash

The following table provides a reconciliation of cash and cash equivalents reported within the condensed consolidated statements of financial condition to the cash, cash equivalents, and restricted cash reported within the condensed consolidated statements of cash flows.

(in millions)	March 31, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Cash and cash equivalents	$ 9,374	$ 8,736	$ 10,228	$ 8,736
Restricted cash included in other assets	17	17	17	17
Total cash, cash equivalents and restricted cash	$ 9,391	$ 8,753	$ 10,245	$ 8,753

4. Investments

A summary of the carrying value of total investments is as follows:

(in millions)	March 31, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Debt securities:				
Trading securities (including $1,635 and $1,829 held by CIPs at March 31, 2024 and December 31, 2023, respectively)	$ 1,683	$ 1,871		
Trading securities (including $1,868 and $1,829 held by CIPs at June 30, 2024 and December 31, 2023, respectively)	$ 1,951	$ 1,871		
Held-to-maturity investments	611	617	582	617
Total debt securities	2,294	2,488	2,533	2,488
Equity securities at FVTNI (including $1,939 and $1,429 held by CIPs at March 31, 2024 and December 31, 2023, respectively)(1)	2,096	1,585		
Equity securities at FVTNI (including $2,120 and $1,429 held by CIPs at June 30, 2024 and December 31, 2023, respectively)(1)	2,310	1,585		
Equity method investments:				
Equity method investments(2)	2,476	2,515	2,498	2,515
Investments related to deferred cash compensation plans(1)	188	241	171	241
Total equity method investments	2,664	2,756	2,669	2,756
Loans held by CIPs	559	205	238	205
Federal Reserve Bank stock(3)	92	92	92	92
Carried interest(4)	1,864	1,975	1,917	1,975

Other investments(1)(5)	768	639		
Other investments(5)	457	639		
Total investments	$ 10,337	$ 9,740	$ 10,216	$ 9,740

(1) Amounts include investments held to economically hedge the impact of market valuation changes on certain deferred cash compensation plans of $188 million, $12 171 million and $10 12 million included within equity method investments and equity securities at fair value recorded through net income ("FVTNI") and other investments, , respectively, as of March 31, 2024 June 30, 2024. Amounts as of December 31, 2023 were $241 million and $14 million, respectively, and $9 million respectively. in other investments.

(2) Equity method investments primarily include BlackRock's direct investments in certain BlackRock sponsored investment funds.

(3) Federal Reserve Bank stock is held for regulatory purposes and is restricted from sale.

(4) Carried interest represents allocations to BlackRock's general partner capital accounts from certain sponsored investment funds. These balances are subject to change upon cash distributions, additio allocations or reallocations back to limited partners within the respective funds.

(5) Other investments include BlackRock's investments in nonmarketable equity securities, which are measured at cost, adjusted for observable price changes, a loan held at amortized cost, and private equity, r asset, and commodity investments held by CIPs, which are measured at fair value.

Held-to-Maturity Investments

Held-to-maturity investments included certain investments in BlackRock sponsored CLOs. The amortized cost (carrying value) of these investments approximated fair value (primarily a Level 2 input). At March 31, 2024 June 30, 2024, $10 million of these investments mature in less than one year, $320 300 million of these investments mature between five to ten years and $281 272 million of these investments mature after ten years.

Trading Debt Securities and Equity Securities at FVTNI

A summary of the cost and carrying value of trading debt securities and equity securities at FVTNI is as follows:

	March 31, 2024		December 31, 2023		June 30, 2024		December 31, 2023	
(in millions)	Cost	Carrying Value	Cost	Carrying Value	Cost	Carrying Value	Cost	Carrying Value
Trading debt securities:								
Corporate debt	$ 947	$ 940	$ 1,225	$ 1,218	$ 919	$ 926	$ 1,225	$ 1,218
Government debt	566	556	501	489	676	666	501	489
Asset/mortgage-backed debt	210	187	185	164	373	359	185	164
Total trading debt securities	$ 1,723	$ 1,683	$ 1,911	$ 1,871	$ 1,968	$ 1,951	$ 1,911	$ 1,871
Equity securities at FVTNI:								
Equity securities/mutual funds	$ 1,994	$ 2,096	$ 1,520	$ 1,585	$ 1,974	$ 2,310	$ 1,520	$ 1,585

5. Consolidated Sponsored Investment Products

In the normal course of business, the Company is the manager of various types of sponsored investment products, which may be considered VIE or voting rights entities ("VREs"). The Company consolidates certain sponsored investment funds accounted for as VREs because it is deemed to control such funds. In addition, the Company may from time to time own equity or debt securities or enter into derivatives or loan arrangements with the vehicles, each of which are considered variable interests. The Company's involvement in financing the operations of the VIEs is generally limited to its economic interest in the entity. The Company's consolidated VIEs include certain sponsored investment products in which BlackRock has an economic interest and as the investment manager, is deemed to have both the power to direct the most significant activities of the products and the right to receive benefits (or the obligation to absorb losses) that could potentially be significant to these sponsored investment products. The assets of these VIEs are not available to creditors of the Company. In addition, the investors in these VIEs have no recourse to the credit of the Company.

The following table presents the balances related to these CIPs accounted for as VIEs and VREs that were recorded on the condensed consolidated statements of financial condition, including BlackRock's net interest in these products:

	March 31, 2024			December 31, 2023			June 30, 2024			December 31, 2023		
(in millions)	VIEs	VREs	Total	VIEs	VREs	Total	VIEs	VREs	Total	VIEs	VREs	Total
Cash and cash equivalents(1)	$ 277	$ 105	$ 382	$ 234	$ 54	$ 288	$ 185	$ 41	$ 226	$ 234	$ 54	$ 288
Investments:												

Trading debt securities	1,175	460	1,635	1,423	406	1,829	1,449	419	1,868	1,423	406	1,829
Equity securities at FVTNI	1,349	590	1,939	1,059	370	1,429	1,640	480	2,120	1,059	370	1,429
Loans	545	14	559	195	10	205	238	—	238	195	10	205
Other investments	432	151	583	427	171	598	349	40	389	427	171	598
Carried interest	1,790	—	1,790	1,916	—	1,916	1,855	—	1,855	1,916	—	1,916
Total investments	5,291	1,215	6,506	5,020	957	5,977	5,531	939	6,470	5,020	957	5,977
Other assets	82	35	117	83	39	122	117	20	137	83	39	122
Other liabilities(2)	(2,114)	(150)	(2,264)	(2,233)	(108)	(2,341)	(2,287)	(70)	(2,357)	(2,233)	(108)	(2,341)
Noncontrolling interest - CIPs	(1,641)	(313)	(1,954)	(1,625)	(226)	(1,851)	(1,911)	(163)	(2,074)	(1,625)	(226)	(1,851)
BlackRock's net interest in CIPs	$ 1,895	$ 892	$ 2,787	$ 1,479	$ 716	$ 2,195	$ 1,635	$ 767	$ 2,402	$ 1,479	$ 716	$ 2,195

(1) The Company generally cannot readily access cash and cash equivalents held by CIPs to use in its operating activities.
(2) At both March 31, 2024 June 30, 2024 and December 31, 2023, other liabilities of VIEs primarily include deferred carried interest liabilities and borrowings of a consolidated CLO.

BlackRock's total exposure to CIPs represents the value of its economic interest in these CIPs. Valuation changes associated with financial instruments held at fair value by these CIPs are reflected in nonoperating income (expense) and partially offset in net income (loss) attributable to NCI for the portion not attributable to BlackRock.

Net gain (loss) related to consolidated VIEs is presented in the following table:

	Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions)	2024	2023	2024	2023	2024	2023
Nonoperating net gain (loss) on consolidated VIEs	$ 71	$ 59	$ 66	$ 80	$ 137	$ 139
Net income (loss) attributable to NCI on consolidated VIEs	$ 39	$ 12	$ 46	$ 61	$ 85	$ 73

6. Variable Interest Entities

Nonconsolidated VIEs. At March 31, 2024 June 30, 2024 and December 31, 2023, the Company's carrying value of assets and liabilities included on the condensed consolidated statements of financial condition pertaining to nonconsolidated VIEs and its maximum risk of loss related to VIEs for which it held a variable interest, but for which it was not the primary beneficiary, was as follows:

(in millions)	Investments	Advisory Fee Receivables	Other Net Assets (Liabilities)	Maximum Risk of Loss(1)	Investments	Advisory Fee Receivables	Other Net Assets (Liabilities)	Maximum Risk of Loss(1)
March 31, 2024								
June 30, 2024								
Sponsored investment products	$ 2,427	$ 114	$ (11)	$ 2,558	$ 2,261	$ 149	$ (9)	$ 2,427
December 31, 2023								
Sponsored investment products	$ 2,377	$ 116	$ (11)	$ 2,510	$ 2,377	$ 116	$ (11)	$ 2,510

(1) At both March 31, 2024 June 30, 2024 and December 31, 2023, BlackRock's maximum risk of loss associated with these VIEs primarily related to BlackRock's investments and the collection of advisory f receivables.

The net assets of sponsored investment products that are nonconsolidated VIEs approximated $42 43 billion and $39 billion at March 31, 2024 June 30, 2024 and December 31, 2023, respectively.

7. Fair Value Disclosures

Fair Value Hierarchy

Assets and liabilities measured at fair value on a recurring basis

March 31, 2024 / June 30, 2024 *(in millions)*	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Investments Measured at NAV(1)	Other(2)	March 31, 2024	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Investments Measured at NAV(1)	Other(2)	June 30, 2024
Assets:												
Investments												
Debt securities:												
Trading securities	$ —	$ 1,635	$ 48	$ —	$ —	$ 1,683	$ —	$ 1,869	$ 82	$ —	$ —	$ 1,951
Held-to-maturity investments	—	—	—	—	611	611	—	—	—	—	582	582
Total debt securities	—	1,635	48	—	611	2,294	—	1,869	82	—	582	2,533
Equity securities at FVTNI:												
Equity securities/mutual funds	2,096	—	—	—	—	2,096	2,310	—	—	—	—	2,310
Equity method:												
Equity, fixed income, and multi-asset mutual funds	235	—	—	—	—	235	249	117	—	—	—	366
Hedge funds/funds of hedge funds/other	—	—	—	623	—	623	—	—	—	595	—	595
Private equity funds	—	—	—	1,186	—	1,186	—	—	—	1,096	—	1,096
Real assets funds	—	—	—	432	—	432	—	—	—	441	—	441
Investments related to deferred cash compensation plans	—	—	—	188	—	188	—	—	—	171	—	171
Total equity method	235	—	—	2,429	—	2,664	249	117	—	2,303	—	2,669
Loans	—	34	525	—	—	559						
Loans held by CIPs	—	13	225	—	—	238						
Federal Reserve Bank Stock	—	—	—	—	92	92	—	—	—	—	92	92
Carried interest	—	—	—	—	1,864	1,864	—	—	—	—	1,917	1,917
Other investments	17	—	—	455	296	768	29	—	—	250	178	457
Total investments	2,348	1,669	573	2,884	2,863	10,337	2,588	1,999	307	2,553	2,769	10,216
Other assets(3)	136	3	138	—	—	277	147	1	150	—	—	298
Separate account assets	34,791	20,066	—	—	519	55,376	33,898	20,146	—	—	379	54,423
Separate account collateral held under securities lending agreements:												
Equity securities	1,566	—	—	—	—	1,566	1,523	—	—	—	—	1,523
Debt securities	—	2,432	—	—	—	2,432	—	3,507	—	—	—	3,507
Total separate account collateral held under securities lending agreements	1,566	2,432	—	—	—	3,998	1,523	3,507	—	—	—	5,030

Total	$ 38,841	$ 24,170	$ 711	$ 2,884	$ 3,382	$ 69,988	$ 38,156	$ 25,653	$ 457	$ 2,553	$ 3,148	$ 69,967
Liabilities:												
Separate account collateral liabilities under securities lending agreements	$ 1,566	$ 2,432	$ —	$ —	$ —	$ 3,998	$ 1,523	$ 3,507	$ —	$ —	$ —	$ 5,030
Other liabilities(4)	—	24	258	—	—	282	—	18	298	—	—	316
Total	$ 1,566	$ 2,456	$ 258	$ —	$ —	$ 4,280	$ 1,523	$ 3,525	$ 298	$ —	$ —	$ 5,346

(1) Amounts are comprised of certain investments measured at fair value using NAV (or its equivalent) as a practical expedient.

(2) Amounts are comprised of investments held at amortized cost and cost, adjusted for observable price changes, and carried interest.

(3) Level 1 amount includes a minority investment in a publicly traded company. Level 3 amount includes corporate minority private debt investments with changes in fair value recorded in AOCI, net of tax.

(4) Level 2 amount primarily includes fair value of derivatives (See Note 8, *Derivatives and Hedging*, for more information). Level 3 amount primarily includes borrowings of a consolidated CLO classified based on the significance of unobservable inputs used for calculating the fair value of consolidated CLO assets, and contingent liabilities related to certain acquisitions.

December 31, 2023 *(in millions)*	**Quoted Prices in Active Markets for Identical Assets (Level 1)**	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**	**Investments Measured at NAV(1)**	**Other(2)**	**December 31, 2023**	**Quoted Prices in Active Markets for Identical Assets (Level 1)**	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**	**Investments Measured at NAV(1)**	**Other(2)**	**December 31, 2023**
Assets:												
Investments												
Debt securities:												
Trading securities	$ —	$ 1,829	$ 42	$ —	$ —	$ 1,871	$ —	$ 1,829	$ 42	$ —	$ —	$ 1,871
Held-to-maturity investments	—	—	—	—	617	617	—	—	—	—	617	617
Total debt securities	—	1,829	42	—	617	2,488	—	1,829	42	—	617	2,488
Equity securities at FVTNI:												
Equity securities/mutual funds	1,585	—	—	—	—	1,585	1,585	—	—	—	—	1,585
Equity method:												
Equity, fixed income, and multi-asset mutual funds	246	—	—	—	—	246	246	—	—	—	—	246
Hedge funds/funds of hedge funds/other	—	—	—	588	—	588	—	—	—	588	—	588
Private equity funds	—	—	—	1,264	—	1,264	—	—	—	1,264	—	1,264
Real assets funds	—	—	—	417	—	417	—	—	—	417	—	417
Investments related to deferred cash compensation plans	—	—	—	241	—	241	—	—	—	241	—	241
Total equity method	246	—	—	2,510	—	2,756	246	—	—	2,510	—	2,756
Loans	—	30	175	—	—	205						
Loans held by CIPs	—	30	175	—	—	205						
Federal Reserve Bank Stock	—	—	—	—	92	92	—	—	—	—	92	92
Carried interest	—	—	—	—	1,975	1,975	—	—	—	—	1,975	1,975
Other investments	15	—	—	467	157	639	15	—	—	467	157	639
Total investments	1,846	1,859	217	2,977	2,841	9,740	1,846	1,859	217	2,977	2,841	9,740
Other assets(3)	117	19	120	—	—	256	117	19	120	—	—	256
Separate account assets	34,621	20,810	—	—	667	56,098	34,621	20,810	—	—	667	56,098

Separate account collateral held under securities lending agreements:												
Equity securities	1,686	—	—	—	—	1,686	1,686	—	—	—	—	1,686
Debt securities	—	2,872	—	—	—	2,872	—	2,872	—	—	—	2,872
Total separate account collateral held under securities lending agreements	1,686	2,872	—	—	—	4,558	1,686	2,872	—	—	—	4,558
Total	$ 38,270	$ 25,560	$ 337	$ 2,977	$ 3,508	$ 70,652	$ 38,270	$ 25,560	$ 337	$ 2,977	$ 3,508	$ 70,652
Liabilities:												
Separate account collateral liabilities under securities lending agreements	$ 1,686	$ 2,872	$ —	$ —	$ —	$ 4,558	$ 1,686	$ 2,872	$ —	$ —	$ —	$ 4,558
Other liabilities(4)	—	17	279	—	—	296	—	17	279	—	—	296
Total	$ 1,686	$ 2,889	$ 279	$ —	$ —	$ 4,854	$ 1,686	$ 2,889	$ 279	$ —	$ —	$ 4,854

(1) Amounts are comprised of certain investments measured at fair value using NAV (or its equivalent) as a practical expedient.
(2) Amounts are comprised of investments held at amortized cost and cost, adjusted for observable price changes, and carried interest.
(3) Level 1 amount includes a minority investment in a publicly traded company. Level 3 amount includes a corporate minority private debt investment with changes in fair value recorded in AOCI, net of tax.
(4) Level 2 amount primarily includes fair value of derivatives (See Note 8, *Derivatives and Hedging*, for more information). Level 3 amount primarily includes borrowings of a consolidated CLO classified based on the significance of unobservable inputs used for calculating the fair value of consolidated CLO assets, and a contingent liability related to certain acquisitions.

Level 3 Assets. Level 3 assets predominantly include investments in nonconsolidated CLOs, loans of consolidated CIPs, and corporate minority private debt investments. Investments in CLOs and loans were valued based on single-broker nonbinding quotes or quotes from pricing services which use significant unobservable inputs. BlackRock's corporate minority private debt investments were primarily valued using the income approach by discounting the expected cash flows to a single present value. For investments utilizing a discounted cashflow valuation technique, an increase (decrease) in the discount rate or risk premium in isolation could have resulted in a significantly lower (higher) fair value measurement as of March 31, 2024 June 30, 2024 and December 31, 2023.

Level 3 Liabilities. Level 3 liabilities primarily include borrowings of a consolidated CLO, which were valued based on the fair value of the assets of the consolidated CLO less the fair value of the Company's economic interest in the CLO, as well as contingent liabilities related to certain acquisitions, which were valued based upon discounted cash flow analyses using unobservable market data inputs, or other valuation techniques.

Changes in Level 3 Assets and Liabilities Measured at Fair Value on a Recurring Basis for the Three Months Ended March 31, 2024 June 30, 2024

(in millions)	December 31, 2023	Realized and Unrealized Gains (Losses)	Purchases	Sales and Maturities	Issuances and Other Settlements(1)	Transfers into Level 3	Transfers out of Level 3	March 31, 2024	Total Net Unrealized Gains (Losses) Included in Earnings(2)	March 31, 2024	Realized and Unrealized Gains (Losses)	Purchases	Sales and Maturities	Issuances and Other Settlements(1)	Transfers into Level 3	Transfers out of Level 3	June 30, 2024	Total Net Unrealized Gains (Losses) Included in Earnings(2)
Assets:																		
Investments:																		
Debt securities:																		
Trading	$ 42	$ (1)	$ 7	$ —	$ —	$ —	$ —	$ 48	$ (1)	$ 48	$ 5	$ 29	$ —	$ —	$ —	$ —	$ 82	$ 5
Total debt securities	42	(1)	7	—	—	—	—	48	(1)	48	5	29	—	—	—	—	82	5
Loans	175	2	365	(17)	—	3	(3)	525	2	525	(2)	33	(337)	—	6	—	225	(2)
Total investments	217	1	372	(17)	—	3	(3)	573	1	573	3	62	(337)	—	6	—	307	3
Other assets	120	(7)	25	—	—	—	—	138	(7)	138	—	12	—	—	—	—	150	—
Total assets	$ 337	$ (6)	$ 397	$ (17)	$ —	$ 3	$ (3)	$ 711	$ (6)	$ 711	$ 3	$ 74	$ (337)	$ —	$ 6	$ —	$ 457	$ 3

Liabilities:																		
Other liabilities	$ 279	$ 6	$ —	$ —	$ (15)	$ —	$ —	$ 258	$ 6	$ 258	$ (3)	$ —	$ —	$ 37	$ —	$ —	$ 298	$ (3)

(1) Amounts include Issuances and other settlements amount includes a contingent liability in connection with the acquisition of the remaining equity interest in SpiderRock Advisors ("SRA") in May 2024 (t "SpiderRock Transaction"), partially offset by repayments of borrowings of a consolidated CLO.
(2) Earnings attributable to the change in unrealized gains (losses) relating to assets and liabilities still held at the reporting date.

Changes in Level 3 Assets and Liabilities Measured at Fair Value on a Recurring Basis for the Six Months Ended June 30, 2024

(in millions)	December 31, 2023	Realized and Unrealized Gains (Losses)	Purchases	Sales and Maturities	Issuances and Other Settlements(1)	Transfers into Level 3	Transfers out of Level 3	June 30, 2024	Total Net Unrealized Gains (Losses) Included in Earnings(2)
Assets:									
Investments:									
Debt securities:									
Trading	$ 42	$ 4	$ 36	$ —	$ —	$ —	$ —	$ 82	$ 4
Total debt securities	42	4	36	—	—	—	—	82	4
Loans	175	—	398	(354)	—	9	(3)	225	—
Total investments	217	4	434	(354)	—	9	(3)	307	4
Other assets	120	(7)	37	—	—	—	—	150	(7)
Total assets	$ 337	$ (3)	$ 471	$ (354)	$ —	$ 9	$ (3)	$ 457	$ (3)
Liabilities:									
Other liabilities	$ 279	$ 3	$ —	$ —	$ 22	$ —	$ —	$ 298	$ 3

(1) Issuances and other settlements amount includes a contingent liability in connection with the SpiderRock Transaction partially offset by repayments of borrowings of a consolidated CLO.
(2) Earnings attributable to the change in unrealized gains (losses) relating to assets and liabilities still held at the reporting date.

Changes in Level 3 Assets and Liabilities Measured at Fair Value on a Recurring Basis for the Three Months Ended March 31, 2023 June 30, 2023

(in millions)	December 31, 2022	Realized and Unrealized Gains (Losses)	Purchases	Sales and Maturities	Issuances and Other Settlements(1)	Transfers into Level 3	Transfers out of Level 3	March 31, 2023	Total Net Unrealized Gains (Losses) Included in Earnings(2)	March 31, 2023	Realized and Unrealized Gains (Losses)	Purchases	Sales and Maturities	Issuances and Other Settlements(1)	Transfers into Level 3	Transfers out of Level 3	June 30, 2023	Total Net Unrealized Gains (Losses) Included in Earnings(2)
Assets:																		
Investments:																		
Debt securities:																		
Trading	$ 52	$ 1	$ 2	$ —	$ —	$ —	$ —	$ 55	$ 1	$ 55	$ (1)	$ 4	$ (17)	$ —	$ —	$ —	$ 41	$ (1)
Total debt securities	52	1	2	—	—	—	—	55	1	55	(1)	4	(17)	—	—	—	41	(1)
Loans	248	6	12	(20)	—	5	(4)	247	6	247	17	—	(1)	—	5	(2)	266	17
Total investments	$ 300	$ 7	$ 14	$ (20)	$ —	$ 5	$ (4)	$ 302	$ 7	302	16	4	(18)	—	5	(2)	307	16
Other assets	—	—	109	—	—	—	—	109	—									
Total assets	$ 302	$ 16	$ 113	$ (18)	$ —	$ 5	$ (2)	$ 416	$ 16									
Liabilities:																		
Other liabilities	$ 280	$ 4	$ —	$ —	$ (19)	$ —	$ —	$ 257	$ 4	$ 257	$ —	$ —	$ —	$ (3)	$ —	$ —	$ 254	$ —

(1) Amounts include repayments of borrowings of a consolidated CLO.
(2) Earnings attributable to the change in unrealized gains (losses) relating to assets and liabilities still held at the reporting date.

Changes in Level 3 Assets and Liabilities Measured at Fair Value on a Recurring Basis for the Six Months Ended June 30, 2023

(in millions)	December 31, 2022	Realized and Unrealized Gains (Losses)	Purchases	Sales and Maturities	Issuances and Other Settlements[1]	Transfers into Level 3	Transfers out of Level 3	June 30, 2023	Total Net Unrealized Gains (Losses) Included in Earnings[2]
Assets:									
Investments:									
Debt securities:									
Trading	$ 52	$ —	$ 6	$ (17)	$ —	$ —	$ —	$ 41	$ —
Total debt securities	52	—	6	(17)	—	—	—	41	—
Loans	248	23	12	(21)	—	10	(6)	266	23
Total investments	300	23	18	(38)	—	10	(6)	307	23
Other assets	—	—	109	—	—	—	—	109	—
Total assets	$ 300	$ 23	$ 127	$ (38)	$ —	$ 10	$ (6)	$ 416	$ 23
Liabilities:									
Other liabilities	$ 280	$ 4	$ —	$ —	$ (22)	$ —	$ —	$ 254	$ 4

(1) Amounts include repayments of borrowings of a consolidated CLO.
(2) Earnings attributable to the change in unrealized gains (losses) relating to assets and liabilities still held at the reporting date.

Realized and Unrealized Gains (Losses) for Level 3 Assets and Liabilities. Realized and unrealized gains (losses) recorded for Level 3 assets and liabilities are reported in nonoperating income (expense) or AOCI for corporate minority private debt investments. A portion of net income (loss) related to securities held by CIPs is allocated to NCI to reflect net income (loss) not attributable to the Company.

Transfers in and/or out of Levels. Transfers in and/or out of levels are reflected when significant inputs, including market inputs or performance attributes, used for the fair value measurement become observable/unobservable.

Disclosures of Fair Value for Financial Instruments Not Held at Fair Value. At March 31, 2024 June 30, 2024 and December 31, 2023, the fair value of the Company's financial instruments not held at fair value are categorized in the table below:

	March 31, 2024		December 31, 2023			June 30, 2024		December 31, 2023		
(in millions)	Carrying Amount	Estimated Fair Value	Carrying Amount	Estimated Fair Value	Fair Value Hierarchy	Carrying Amount	Estimated Fair Value	Carrying Amount	Estimated Fair Value	Fair Value Hierarchy
Financial Assets[1]:										
Cash and cash equivalents	$ 9,374	$ 9,374	$ 8,736	$ 8,736	Level 1 [2][3]	$ 10,228	$ 10,228	$ 8,736	$ 8,736	Level 1 [2][3]
Other assets	$ 90	$ 90	$ 80	$ 80	Level 1 [2][4]	$ 80	$ 80	$ 80	$ 80	Level 1 [2][4]
Financial Liabilities:										
Long-term borrowings	$ 9,860	$ 9,330	$ 7,918	$ 7,413	Level 2 [5]	$ 9,857	$ 9,215	$ 7,918	$ 7,413	Level 2 [5]

(1) See Note 4, *Investments*, for further information on investments not held at fair value.
(2) Cash and cash equivalents are carried at either cost or amortized cost, which approximates fair value due to their short-term maturities.
(3) At March 31, 2024 June 30, 2024 and December 31, 2023, approximately $4.3 5.2 billion and $3.4 billion, respectively, of money market funds were recorded within cash and cash equivalents on the condensed consolidated statements of financial condition. Money market funds are valued based on quoted market prices, or $1.00 per share, which generally is the NAV of the fund.
(4) At March 31, 2024 both June 30, 2024 and December 31, 2023, other assets included cash collateral of approximately $73 million and $63 million, respectively. million. See Note 8, *Derivatives and Hedging*for further information on derivatives held by the Company. In addition, other assets included $17 million of restricted cash at both March 31, 2024 June 30, 2024 and December 31, 2023.
(5) Long-term borrowings are recorded at amortized cost, net of debt issuance costs. The fair value of the long-term borrowings, including the current portion of long-term borrowings, is determined using market prices and the EUR/USD foreign exchange rate at the end of March June 2024 and December 2023, respectively. See Note 13, *Borrowings*, for the fair value of each of the Company's long-term borrowings.

Investments in Certain Entities that Calculate NAV Per Share

As a practical expedient to value certain investments that do not have a readily determinable fair value and have attributes of an investment company, the Company uses NAV as the fair value. The following tables list information regarding all investments that use a fair value measurement to account for both their financial assets and financial liabilities in their calculation of a NAV per share (or equivalent).

March 31, 2024

June 30, 2024

(in millions)	Ref	Fair Value	Total Unfunded Commitments	Redemption Frequency	Redemption Notice Period	Ref	Fair Value	Total Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Equity method(1):										
Hedge funds/funds of hedge funds/other	(a)	$ 623	$ 129	Daily/Monthly (11%) Quarterly (7%) N/R (82%)	1 – 90 days	(a)	$ 595	$ 133	Daily/Monthly (11%) Quarterly (9%) N/R (80%)	1 – 90 days
Private equity funds	(b)	1,186	236	N/R	N/R	(b)	1,096	233	N/R	N/R
Real assets funds	(c)	432	237	Quarterly (9%) N/R (91%)	60 days	(c)	441	236	Quarterly (8%) N/R (92%)	60 days
Investments related to deferred cash compensation plan	(e)	188	—	Monthly	1 – 90 days	(d)	171	—	Monthly	1 – 90 days
Consolidated sponsored investment products:										
Real assets funds	(c)	158	58	N/R	N/R	(c)	161	58	N/R	N/R
Private equity funds	(d)	126	19	N/R	N/R	(e)	6	19	N/R	N/R
Hedge funds/other	(a)	171	43	Quarterly (83%) N/R (17%)	90 days	(a)	83	60	Quarterly (64%) N/R (36%)	90 days
Total		$ 2,884	$ 722				$ 2,553	$ 739		

December 31, 2023

(in millions)	Ref	Fair Value	Total Unfunded Commitments	Redemption Frequency	Redemption Notice Period	Ref	Fair Value	Total Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Equity method(1):										
Hedge funds/funds of hedge funds/other	(a)	$ 588	$ 134	Daily/Monthly (4%) Quarterly (8%) N/R (88%)	1 – 90 days	(a)	$ 588	$ 134	Daily/Monthly (4%) Quarterly (8%) N/R (88%)	1 – 90 days
Private equity funds	(b)	1,264	218	N/R	N/R	(b)	1,264	218	N/R	N/R
Real assets funds	(c)	417	210	Quarterly (10%) N/R (90%)	60 days	(c)	417	210	Quarterly (10%) N/R (90%)	60 days
Investments related to deferred cash compensation plan	(e)	241	—	Monthly	1 – 90 days	(d)	241	—	Monthly	1 – 90 days
Consolidated sponsored investment products:										
Real assets funds	(c)	154	62	N/R	N/R	(c)	154	62	N/R	N/R
Private equity funds	(d)	145	37	N/R	N/R	(e)	145	37	N/R	N/R
Hedge funds/other	(a)	168	64	Quarterly (83%) N/R (17%)	90 days	(a)	168	64	Quarterly (83%) N/R (17%)	90 days
Total		$ 2,977	$ 725				$ 2,977	$ 725		

N/R – Not Redeemable

(1) Comprised of equity method investments, which include investment companies that account for their financial assets and most financial liabilities under fair value measures; therefore, the Company's investment such equity method investees approximates fair value.

(a) This category includes hedge funds, funds of hedge funds, and other funds that invest primarily in equities, fixed income securities, private credit, opportunistic and mortgage instruments and other third-pa hedge funds. The fair values of the investments have been estimated using the NAV of the Company's ownership interest in partners' capital. The liquidation period for the investments in the funds that are r subject to redemption is unknown at both March 31, 2024 June 30, 2024 and December 31, 2023.

(b) This category includes private equity funds that initially invest in nonmarketable securities of private companies, which ultimately may become public in the future. The fair values of these investments have be estimated using capital accounts representing the Company's ownership interest in the funds and may also include other performance inputs. The Company's investment in each fund is not subject to redempt and is normally returned through distributions as a result of the liquidation of the underlying assets of the private equity funds. The liquidation period for the investments in these funds is unknown at both March 3 2024 June 30, 2024 and December 31, 2023.

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(c) This category includes several real assets funds that invest directly and indirectly in real estate or infrastructure. The fair values of the investments have been estimated using capital accounts representing the Company's ownership interest in the funds. The Company's investments that are not subject to redemption or are not currently redeemable are normally returned through distributions and realizations of the underlying assets of the funds. The liquidation period for the investments in the funds that are not subject to redemptions is unknown at both March 31, 2024 June 30, 2024 and December 31, 2023. The total remaining unfunded commitments were $295 294 million and $272 million at March 31, 2024 June 30, 2024 and December 31, 2023, respectively. The Company's portion of the total remaining unfunded commitments was $268 267 million and $248 million at March 31, 2024 June 30, 2024 and December 31, 2023, respectively.

(d) This category includes hedge funds and funds of hedge funds that invest primarily in equities, fixed income securities, mortgage instruments and other third-party hedge funds. The fair values of the investmen have been estimated using the NAV of the Company's ownership interest in partners' capital. The investments in hedge funds will be redeemed upon settlement of certain deferred cash compensation liabilities.

(e) This category includes the underlying third-party private equity funds within consolidated BlackRock sponsored private equity funds of funds. These investments are not subject to redemption or are not currer redeemable; however, for certain funds, the Company may sell or transfer its interest, which may need approval by the general partner of the underlying funds. Due to the nature of the investments in this catego the Company reduces its investment by distributions that are received through the realization of the underlying assets of the funds. The liquidation period for the underlying assets of these funds is unknown.

(e) This category includes hedge funds and funds of hedge funds that invest primarily in equities, fixed income securities, mortgage instruments and other third-party hedge funds. The fair values of the investmen have been estimated using the NAV of the Company's ownership interest in partners' capital. The investments in hedge funds will be redeemed upon settlement of certain deferred cash compensation liabilities.

Fair Value Option

At March 31, 2024 June 30, 2024 and December 31, 2023, the Company elected the fair value option for certain investments in CLOs of approximately $41 75 million and $42 million, respectively, reported within investments.

In addition, the Company elected the fair value option for bank loans and borrowings of a consolidated CLO, recorded within investments and other liabilities, respectively. The following table summarizes the information related to these bank loans and borrowings at March 31, 2024 June 30, 2024 and December 31, 2023:

(in millions)	March 31, 2024	December 31, 2023	June 30, 2024	December 31, 2023
CLO loans:				
Aggregate principal amounts outstanding	$ 195	$ 203	$ 190	$ 203
Fair value	183	194	176	194
Aggregate unpaid principal balance in excess of (less than) fair value	$ 12	$ 9	$ 14	$ 9
CLO Borrowings:				
Aggregate principal amounts outstanding	$ 180	$ 190	$ 175	$ 190
Fair value	$ 169	$ 180	$ 162	$ 180

At March 31, 2024 June 30, 2024, the principal amounts outstanding of the borrowings issued by the CLOs consolidated CLO mature in 2030, and may be repaid prior to maturity at any time.

During the three and six months ended March 31, 2024 June 30, 2024 and 2023, the net gains (losses) from the change in fair value of the bank loans and borrowings held by the consolidated CLO were not material and were recorded in net gain (loss) on the condensed consolidated statements of income. The change in fair value of the assets and liabilities included interest income and expense, respectively.

8. Derivatives and Hedging

The Company maintains a program to enter into exchange traded futures as a macro hedging strategy to hedge market price and interest rate exposures with respect to its total portfolio of seed investments in sponsored investment products. The Company had outstanding exchange traded futures related to this macro hedging strategy with aggregate notional values of approximately $1.7 billion and $1.8 billion at both March 31, 2024 June 30, 2024 and December 31, 2023, with expiration dates during the secondthird and first quarter of 2024, respectively.

In addition, the Company enters into futures to economically hedge the exposure to market movements on certain deferred cash compensation plans. At March 31, 2024 June 30, 2024 and December 31, 2023, the Company had outstanding exchange traded futures with aggregate notional values related to its deferred cash compensation hedging program of approximately $205 206 million and $204 million, with expiration dates during the second third and first quarter of 2024, respectively.

Changes in the value of the futures contracts are recognized as gains or losses within nonoperating income (expense). Variation margin payments, which represent settlements of profit/loss, are generally received or made daily, and are reflected in other assets and other liabilities on the condensed consolidated statements of financial condition. These amounts were not material as of March 31, 2024 June 30, 2024 and December 31, 2023.

The Company executes forward foreign currency exchange contracts to mitigate the risk of certain foreign exchange movements. At March 31, 2024 June 30, 2024 and December 31, 2023, the Company had outstanding forward foreign currency exchange contracts with aggregate notional values of approximately $2.7 billion and $3.1 billion, and with expiration dates in April July 2024 and January 2024, respectively.

At both March 31, 2024 June 30, 2024 and December 31, 2023, the Company had a derivative providing credit protection with a notional amount of approximately $17 million to a counterparty, representing the Company's maximum risk of loss with respect to the derivative. The Company carries the derivative at fair value based on the expected discounted future cash outflows under the arrangement.

The following table presents the fair values of derivative instruments recognized in the condensed consolidated statements of financial condition at March 31, 2024 June 30, 2024 and December 31, 2023:

	Assets			Liabilities			Assets			Liabilities		
(in millions)	**Statement of Financial Condition Classification**	**March 31, 2024**	**December 31, 2023**	**Statement of Financial Condition Classification**	**March 31, 2024**	**December 31, 2023**	**Statement of Financial Condition Classification**	**June 30, 2024**	**December 31, 2023**	**Statement of Financial Condition Classification**	**June 30, 2024**	**December 31, 2023**
Derivative Instruments												
Forward foreign currency exchange contracts	Other assets	$ 3	$ 19	Other liabilities	$ 13	$ 6	Other assets	$ 1	$ 19	Other liabilities	$ 7	$ 6

The following table presents realized and unrealized gains (losses) recognized in the condensed consolidated statements of income on derivative instruments:

		Three Months Ended March 31,			Three Months Ended June 30,		Six Months Ended June 30,	
	Statement of Income	**2024**	**2023**	**Statement of Income**	**2024**	**2023**	**2024**	**2023**
(in millions)	**Classification**	**Gains (Losses)**		**Classification**	**Gains (Losses)**		**Gains (Losses)**	
Derivative Instruments								
Exchange traded futures[(1)]	Net gain (loss) on investments	$ (32)	$ (45)	Net gain (loss) on investments	$ (3)	$ (13)	$ (35)	$ (58)
Forward foreign currency exchange contracts	General and administration expense	(5)	40	General and administration expense	9	55	4	95
Total gain (loss) from derivative instruments		$ (37)	$ (5)		$ 6	$ 42	$ (31)	$ 37

(1) Amounts for the three months ended June 30, 2024 and 2023 include $43 6 million and $54 21 million of losses on futures used in a macro hedging strategy of seed investments, for the three months ended March 31, 2024 respectively, and 2023, respectively. In addition, amounts include $11 3 million and $9 8 million of gains on futures used to economically hedge certain deferred cash compensation plans, respectively. Amounts for the three six months ended March 31, 2024 June 30, 2024 and 2023 include $49 million and $76 million of losses on futures used in a macro hedging strategy of seed investments, respectively, and $14 million and $17 million of gains on futures used to economically hedge certain deferred cash compensation plans, respectively.

The Company's CIPs may utilize derivative instruments as a part of the funds' funds' investment strategies. The change in fair value of such derivatives, which is recorded in nonoperating income (expense), was not material for the three and six months ended March 31, 2024 June 30, 2024 and 2023.

See Note 14, *Borrowings*, in the 2023 Form 10-K for more information on the Company's net investment hedge.

9. Goodwill

Goodwill activity during the three six months ended March 31, 2024 June 30, 2024 was as follows:

(in millions)		
December 31, 2023	$	15,524
Other		(2)
March 31, 2024	$	15,522
(in millions)		
December 31, 2023	$	15,524
Acquisition(1)		131
Other		(2)
June 30, 2024	$	15,653

(1) Amount represents goodwill in connection with the SpiderRock Transaction. This transaction expands on BlackRock's minority investment in SRA made in 2021 and reinforces BlackRock's commitment personalized separately managed accounts.

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10. Intangible Assets

The carrying amounts of identifiable intangible assets are summarized as follows:

(in millions)	Indefinite-lived		Finite-lived		Total	
December 31, 2023	$	17,578	$	680	$	18,258
Amortization expense		—		(38)		(38)
Other		—		(1)		(1)
March 31, 2024	$	17,578	$	641	$	18,219
(in millions)	Indefinite-lived		Finite-lived		Total	
December 31, 2023	$	17,578	$	680	$	18,258
Acquisition(1)		—		37		37
Amortization expense		—		(77)		(77)
Other		—		(1)		(1)
June 30, 2024	$	17,578	$	639	$	18,217

18 (1)

In connection with the SpiderRock Transaction, the Company acquired approximately $29 million of finite-lived customer relationships and $

8 million of finite-lived technology-related intangible assets with weighted-average estimated lives of approximately eleven and five years, respectively.

11. Leases

The following table presents components of lease cost included in general and administration expense on the condensed consolidated statements of income:

	Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions)	2024	2023	2024	2023	2024	2023
Lease cost:						
Operating lease cost(1)	$ 45	$ 55	$ 46	$ 46	$ 91	$ 101
Variable lease cost(2)	14	11	13	9	27	20
Total lease cost	$ 59	$ 66	$ 59	$ 55	$ 118	$ 121

(1) Amounts include short-term leases, which are immaterial for the three and six months ended March 31, 2024 June 30, 2024 and 2023.
(2) Amounts include operating lease payments, which may be adjusted based on usage, changes in an index or market rate, as well as common area maintenance charges and other variable costs not included in t measurement of right-of-use ("ROU") assets and operating lease liabilities.

Supplemental information related to operating leases is summarized below:

	Three Months Ended March 31,		Six Months Ended June 30,	
(in millions)	2024	2023	2024	2023
Supplemental cash flow information:				
Operating cash flows from operating leases included in the measurement of operating lease liabilities	$ 44	$ 42	$ 89	$ 69
Supplemental noncash information:				
ROU assets in exchange for operating lease liabilities	$ 27	$ 11	$ 110	$ 15

	March 31, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Lease term and discount rate:				
Weighted-average remaining lease term	15 years	15 years	15 years	15 years
Weighted-average discount rate	3 %	3 %	3 %	3 %

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12. Other Assets

The Company records certain corporate minority investments, which exclude seed and co-investments in the Company's sponsored investment products, within other assets on the condensed consolidated statements of financial condition.

At March 31, 2024 both June 30, 2024 and December 31, 2023, the Company had $780 million and $773 million respectively, of certain corporate minority equity method investments, recorded within other assets.BlackRock's share of these investees' underlying net income or loss is presented within nonoperating income (expense) beginning in the first quarter of 2024 and within advisory and other revenue in the first quarter of 2023. At March 31, 2024 June 30, 2024 and December 31, 2023, the Company's ownership interest in its minority investment in iCapital Network Inc. ("iCapital") was approximately 25 24%, and the carrying value of the Company's interest was $642 662 million and $641 million, respectively. In accordance with GAAP, certain equity method investees, including iCapital, do not account for both their financial assets and liabilities under fair value measures; therefore, the Company's investment in such equity method investees may not represent fair value.

At March 31, 2024 June 30, 2024 and December 31, 2023, the Company had $529 562 million and $484 million, respectively, of other nonequity method corporate minority investments recorded within other assets. These investments include equity securities, generally measured at fair value or under the measurement alternative to fair value for nonmarketable securities, and corporate minority private debt investments measured at fair value. Changes in value of the equity securities are recorded in nonoperating income (expense) and changes in value of the debt securities are recorded in AOCI, net of tax. See Note 2, *Significant Accounting Policies*, in the notes to the consolidated financial statements contained in the 2023 Form 10-K for further information.

13. Borrowings

Short-Term Borrowings

2024 Revolving Credit Facility. The Company maintains an unsecured revolving credit facility, with a March 2028 maturity date, which is available for working capital and general corporate purposes (the "2024 credit facility"). In March 2024, the 2024 credit facility was amended to, among other things, (1) permit the proposed acquisition of Global Infrastructure Management, LLC (referred to herein as Global Infrastructure Partners ("GIP") or the "GIP Transaction") and the transactions contemplated in connection with the GIP Transaction, (2) add BlackRock Funding, Inc., a Delaware corporation and currently a wholly owned subsidiary of BlackRock ("BlackRock Funding"), as a borrower under the existing credit agreement, (3) add BlackRock Funding as a guarantor of the payment and performance of the obligations, liabilities and indebtedness of BlackRock and certain of its other subsidiaries and (4) update the sustainability-linked pricing mechanics to allow metrics to be set following the consummation of the GIP Transaction. In May 2024, the 2024 credit facility was further amended to, among other things, (1) increase the aggregate commitment amount by $400 million to $5.4 billion and (2) extend the maturity date to March 2029 for lenders (other than one non-extending lender) pursuant to the Company's option to request extensions of the maturity date available under the 2024 credit facility (with the commitment of the non-extending lender maturing in March 2028). The 2024 credit facility permits the Company to request up to an additional $1.0 billion of borrowing capacity, subject to lender credit approval, which could increase the overall size of the 2024 credit facility from $5 billion as of March 31, 2024, to an aggregate principal amount of up to $6 6.4 billion. Interest on outstanding borrowings accrues at an applicable benchmark rate for the denominated currency of the loan, plus a spread. The 2024 credit facility requires the Company not to exceed a maximum leverage ratio (ratio of net debt to earnings before interest, taxes, depreciation and amortization, where net debt equals total debt less unrestricted cash) of 3 to 1, which was satisfied with a ratio of less than 1 to 1 at March 31, 2024 June 30, 2024. At March 31, 2024 June 30, 2024, the Company had no amount outstanding under the 2024 credit facility.

Commercial Paper Program. The Company can issue unsecured commercial paper notes (the “CP Notes”) on a private-placement basis up to a maximum aggregate amount outstanding at any time of $4 billion. The commercial paper program is currently supported by the 2024 credit facility. At March 31, 2024 June 30, 2024, BlackRock had no CP Notes outstanding.

Subsidiary Credit Facility. In January 2024, BlackRock Investment Management (UK) Limited ("BIM UK"), a wholly owned subsidiary of the Company, entered into a revolving credit facility (the “Subsidiary Credit Facility”) in the amount of £25 million (or approximately $32 million based on the GBP/USD foreign exchange rate at March 31, 2024 June 30, 2024) with a rolling 364-day term structure. The Subsidiary Credit Facility is available for BIM UK's general corporate and working capital purposes. At March 31, 2024 June 30, 2024, there was no amount outstanding under the Subsidiary Credit Facility.

Long-Term Borrowings

March 2024 Notes. In March 2024, BlackRock Funding issued $3.0 billion in aggregate principal amount of senior unsecured and unsubordinated notes. These notes were issued as three separate series of senior debt securities including $500 million of 4.70% notes maturing on March 14, 2029 (the "2029 Notes"), $1.0 billion of 5.00% notes maturing on March 14, 2034 (the "2034 Notes") and $1.5 billion of 5.25% notes maturing on March 14, 2054 (the "2054 Notes") (collectively, the "2024 "March 2024 Notes"). Net proceeds are intended to be used to fund a portion of the cash consideration for the GIP Transaction, which is expected to close in third quarter of 2024. Interest on the March 2024 Notes of approximately $152 million per year is payable semi-annually on March 14 and September 14 of each year, beginning September 14, 2024. The March 2024 Notes are fully and unconditionally guaranteed (the “Guarantee” “March 2024 Notes Guarantee”) on a senior unsecured basis by BlackRock. The March 2024 Notes and the March 2024 Notes Guarantee rank equally in right of payment with all of BlackRock Funding and BlackRock’s other unsubordinated indebtedness, respectively. The March 2024 Notes may be redeemed prior to maturity at any time in whole or in part at the option of BlackRock Funding at the redemption prices set forth in the applicable series of March 2024 Notes. In addition, if the GIP Transaction is not consummated, BlackRock Funding will be required to redeem all outstanding 2029 Notes and 2034 Notes (the “Special Mandatory Redemption”) at a Special Mandatory Redemption price equal to 101% of the aggregate principal amount of the applicable series of March 2024 Notes, plus accrued and unpaid interest, if any, to, but excluding, the Special Mandatory Redemption date. Upon completion of a Special Mandatory Redemption, either (a) BlackRock may assume the obligations of BlackRock Funding under the 2054 Notes or (b) BlackRock Funding may merge with and into BlackRock as a result of which transaction the separate legal existence of BlackRock Funding would cease, and, in either case, BlackRock Funding will be released under the indenture governing the 2054 Notes and BlackRock will be released from the note guarantees, March 2024 Notes Guarantees, but will instead become the primary (and sole) obligor under the 2054 Notes and the related indenture provisions. In the event of a Special Mandatory Redemption, the proceeds of the 2054 Notes will be used for general corporate purposes, which may include repayment of outstanding indebtedness.

The carrying value and fair value of long-term borrowings determined using market prices and EUR/USD foreign exchange rate at March 31, 2024 June 30, 2024 included the following:

(in millions)	Maturity Amount	Unamortized Discount and Debt Issuance Costs(1)	Carrying Value	Fair Value	Maturity Amount	Unamortized Discount and Debt Issuance Costs(1)	Carrying Value	Fair Value
1.25% Notes due 2025	$ 756	$ (1)	$ 755	$ 738	$ 750	$ -	$ 750	$ 735
3.20% Notes due 2027	700	(2)	698	671	700	(2)	698	672
3.25% Notes due 2029	1,000	(7)	993	935	1,000	(7)	993	931
4.70% Notes due 2029(2)	500	(4)	496	500	500	(4)	496	497
2.40% Notes due 2030	1,000	(4)	996	876	1,000	(3)	997	871
1.90% Notes due 2031	1,250	(8)	1,242	1,039	1,250	(7)	1,243	1,033
2.10% Notes due 2032	1,000	(12)	988	819	1,000	(12)	988	814
4.75% Notes due 2033	1,250	(18)	1,232	1,239	1,250	(18)	1,232	1,224
5.00% Notes due 2034(2)	1,000	(8)	992	1,004	1,000	(8)	992	989
5.25% Notes due 2054(2)	1,500	(32)	1,468	1,509	1,500	(32)	1,468	1,449

Total long-term borrowings	$ 9,956	$ (96)	$ 9,860	$ 9,330	$ 9,950	$ (93)	$ 9,857	$ 9,215

(1) The unamortized discount and debt issuance costs are being amortized over the term of the notes.
(2) Issued by BlackRock Funding and guaranteed by BlackRock.

Long-term borrowings at December 31, 2023 had a carrying value of $7.9 billion and a fair value of $7.4 billion, determined using market prices at the end of December 31, 2023.

In March 2024, the Company fully repaid $1.0 billion of 3.50% Notes at maturity.

See Note 14, *Borrowings*, in the 2023 Form 10-K for more information regarding the Company's borrowings.

14. Commitments and Contingencies

Investment Commitments. At March 31, 2024 June 30, 2024, the Company had $781 770 million of various capital commitments to fund sponsored investment products, including CIPs. These products include private equity funds, real assets funds and opportunistic funds. This amount excludes additional commitments made by consolidated funds of funds to underlying third-party funds as third-party noncontrolling interest holders have the legal obligation to fund the respective commitments of such funds of funds. Generally, the timing of the funding of these commitments is unknown and the commitments are callable on demand at any time prior to the expiration of the commitment. These unfunded commitments are not recorded on the condensed consolidated statements of financial condition. These commitments do not include potential future commitments approved by the Company that are not yet legally binding. The Company intends to make additional capital commitments from time to time to fund additional investment products for, and with, its clients.

Contingencies

Legal Proceedings. From time to time, BlackRock receives subpoenas or other requests for information from various US federal and state governmental and regulatory authorities and international governmental and regulatory authorities in connection with industry-wide or other investigations or proceedings. It is BlackRock's policy to cooperate fully with such matters. BlackRock has been responding to requests from the SEC in connection with a publicly reported, industry-wide investigation of investment advisers' compliance with record retention requirements relating to certain types of electronic communications. BlackRock is cooperating with the SEC's investigation.

The Company, certain of its subsidiaries and employees have been named as defendants in various legal actions, including arbitrations and other litigation arising in connection with BlackRock's activities. Additionally, BlackRock-advised investment portfolios may be subject to lawsuits, any of which potentially could harm the investment returns of the applicable portfolio or result in the Company being liable to the portfolios for any resulting damages.

Management, after consultation with legal counsel, currently does not anticipate that the aggregate liability arising out of regulatory matters or lawsuits will have a material effect on BlackRock's results of operations, financial position, or cash flows. However, there is no assurance as to whether any such pending or threatened matters will have a material effect on BlackRock's results of operations, financial position or cash flows in any future reporting period. Due to uncertainties surrounding the outcome of these matters, management cannot reasonably estimate the possible loss or range of loss that may arise from these matters.

Indemnifications. In the ordinary course of business or in connection with certain acquisition agreements, BlackRock enters into contracts pursuant to which it may agree to indemnify third parties in certain circumstances. The terms of these indemnities vary from contract to contract and the amount of indemnification liability, if any, cannot be determined or the likelihood of any liability is considered remote. Consequently, no liability has been recorded on the condensed consolidated statements of financial condition.

In connection with securities lending transactions, BlackRock has agreed to indemnify certain securities lending clients against potential loss resulting from a borrower's failure to fulfill its obligations under the securities lending agreement should the value of the collateral pledged by the borrower at the time of default be insufficient to cover the borrower's obligation under the securities lending agreement. The amount of securities on loan as of March 31, 2024 June 30, 2024 and subject to this type of indemnification was approximately $270 274 billion. In the Company's capacity as lending agent, cash and securities totaling approximately $289 293 billion were held as collateral for indemnified securities on loan at March 31, 2024 June 30, 2024. The fair value of these indemnifications was not material at March 31, 2024 June 30, 2024.

15. Revenue

The table below presents detail of revenue for the three and six months ended March 31, 2024June 30, 2024 and 2023 and includes the product mix of investment advisory, administration fees and securities lending revenue, and performance fees.

	Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions)	2024	2023	2024	2023	2024	2023
Revenue						
Investment advisory, administration fees and securities lending revenue:						
Equity:						
Active	$ 516	$ 500	$ 539	$ 506	$ 1,055	$ 1,006
ETFs	1,190	1,078	1,250	1,102	2,440	2,180
Non-ETF index	187	177	190	197	377	374
Equity subtotal	1,893	1,755	1,979	1,805	3,872	3,560
Fixed income:						
Active	484	468	481	482	965	950
ETFs	327	295	326	309	653	604
Non-ETF index	92	87	88	88	180	175
Fixed income subtotal	903	850	895	879	1,798	1,729
Multi-asset	314	296	313	300	627	596
Alternatives:						
Illiquid alternatives	240	201	241	206	481	407
Liquid alternatives	138	145	141	146	279	291
Currency and commodities(1)	45	46	59	49	104	95
Alternatives subtotal	423	392	441	401	864	793
Long-term	**3,533**	**3,293**	**3,628**	**3,385**	**7,161**	**6,678**
Cash management	245	209	247	226	492	435
Total investment advisory, administration fees and securities lending revenue	**3,778**	**3,502**	**3,875**	**3,611**	**7,653**	**7,113**
Investment advisory performance fees:						
Equity	8	6	28	15	36	21
Fixed income	4	1	5	—	9	1
Multi-asset	2	15	11	3	13	18
Alternatives:						
Illiquid alternatives	125	21	68	79	193	100
Liquid alternatives	65	12	52	21	117	33
Alternatives subtotal	190	33	120	100	310	133
Total investment advisory performance fees	**204**	**55**	**164**	**118**	**368**	**173**
Technology services revenue	**377**	**340**	**395**	**359**	**772**	**699**
Distribution fees	**310**	**319**	**318**	**319**	**628**	**638**
Advisory and other revenue:						
Advisory	13	14	11	31	24	45
Other	46	13	42	25	88	38
Total advisory and other revenue	**59**	**27**	**53**	**56**	**112**	**83**
Total revenue	**$ 4,728**	**$ 4,243**	**$ 4,805**	**$ 4,463**	**$ 9,533**	**$ 8,706**

(1) Amounts include commodity ETFs.

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The tables below present the investment advisory, administration fees and securities lending revenue by client type and investment style:

	Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions)	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
By client type:						
Retail	$ 1,041	$ 1,032	$ 1,053	$ 1,044	$ 2,094	$ 2,076
ETFs	1,567	1,418	1,635	1,460	3,202	2,878
Institutional:						
Active	697	622	710	640	1,407	1,262
Index	228	221	230	241	458	462
Total institutional	925	843	940	881	1,865	1,724
Long-term	**3,533**	**3,293**	**3,628**	**3,385**	**7,161**	**6,678**
Cash management	245	209	247	226	492	435
Total	**$ 3,778**	**$ 3,502**	**$ 3,875**	**$ 3,611**	**$ 7,653**	**$ 7,113**
By investment style:						
Active	$ 1,681	$ 1,606	$ 1,706	$ 1,635	$ 3,387	$ 3,241
Index and ETFs	1,852	1,687	1,922	1,750	3,774	3,437
Long-term	**3,533**	**3,293**	**3,628**	**3,385**	**7,161**	**6,678**
Cash management	245	209	247	226	492	435
Total	**$ 3,778**	**$ 3,502**	**$ 3,875**	**$ 3,611**	**$ 7,653**	**$ 7,113**

Investment Advisory and Administration Fees – Remaining Performance Obligation

The tables below present estimated investment advisory and administration fees expected to be recognized in the future related to the unsatisfied portion of the performance obligations at March 31, 2024 June 30, 2024 and 2023:

March 31, June 30, 2024

(in millions)	**Remainder of 2024**	**2025**	**2026**	**2027**	**Thereafter**	**Total**	**Remainder of 2024**	**2025**	**2026**	**2027**	**Thereafter**	**Total**
Investment advisory and administration fees:												
Alternatives(1)(2)	$ 152	$ 180	$ 159	$ 119	$ 49	$ 659	$ 100	$ 182	$ 163	$ 124	$ 50	$ 619

March 31, June 30, 2023

(in millions)	**Remainder of 2023**	**2024**	**2025**	**2026**	**Thereafter**	**Total**	**Remainder of 2023**	**2024**	**2025**	**2026**	**Thereafter**	**Total**
Investment advisory and administration fees:												
Alternatives(1)(2)	$ 123	$ 120	$ 87	$ 67	$ 49	$ 446	$ 87	$ 131	$ 100	$ 84	$ 62	$ 464

(1) Investment advisory and administration fees include management fees related to certain alternative products, which are based on contractual committed capital outstanding at March 31, 2024 June 30, 2024 a 2023. Actual management fees could be higher to the extent additional committed capital is raised. These fees are generally billed on a quarterly basis in arrears.

(2) The Company elected the following practical expedients and therefore does not include amounts related to (a) performance obligations with an original duration of one year or less, and (b) variable considerati related to future service periods.

Change in Deferred Carried Interest Liability

The table below presents changes in the deferred carried interest liability, which is included in other liabilities on the condensed consolidated statements of financial condition, for the three and six months ended March 31, 2024 June 30, 2024 and 2023:

(in millions)	Three Months Ended March 31, 2024	Three Months Ended March 31, 2023	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Beginning balance	$ 1,783	$ 1,420	$ 1,814	$ 1,458	$ 1,783	$ 1,420
Net increase (decrease) in unrealized allocations	142	54	130	265	272	319
Performance fee revenue recognized	(111)	(16)	(58)	(72)	(169)	(88)
Ending balance	$ 1,814	$ 1,458	$ 1,886	$ 1,651	$ 1,886	$ 1,651

Technology Services Revenue – Remaining Performance Obligation

The tables below present estimated technology services revenue expected to be recognized in the future related to the unsatisfied portion of the performance obligations at March 31, 2024 June 30, 2024 and 2023:

March 31, June 30, 2024

(in millions)	Remainder of 2024	2025	2026	2027	Thereafter	Total	Remainder of 2024	2025	2026	2027	Thereafter	Total
Technology services revenue(1)(2)	$ 104	$ 76	$ 59	$ 33	$ 31	$ 303	$ 78	$ 88	$ 64	$ 36	$ 35	$ 301

March 31, June 30, 2023

(in millions)	Remainder of 2023	2024	2025	2026	Thereafter	Total	Remainder of 2023	2024	2025	2026	Thereafter	Total
Technology services revenue(1)(2)	$ 87	$ 56	$ 37	$ 26	$ 18	$ 224	$ 69	$ 73	$ 46	$ 33	$ 25	$ 246

(1) Technology services revenue primarily includes upfront payments from customers, which the Company generally recognizes as services are performed.
(2) The Company elected the following practical expedients and therefore does not include amounts related to (a) performance obligations with an original duration of one year or less, and (b) variable considerati related to future service periods.

In addition to amounts disclosed in the tables above, certain technology services contracts require fixed minimum fees, which are billed on a monthly or quarterly basis in arrears. The Company recognizes such revenue as services are performed. As of March 31, 2024 June 30, 2024, the estimated fixed minimum fees for the remainder of the year approximated $830 560 million. The term for these contracts, which are either in their initial or renewal period, ranges from one to five years.

The table below presents changes in the technology services deferred revenue liability for the three and six months ended March 31, 2024 June 30, 2024 and 2023, which is included in other liabilities on the condensed consolidated statements of financial condition:

(in millions)	Three Months Ended March 31, 2024	Three Months Ended March 31, 2023	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Beginning balance	$ 133	$ 125	$ 130	$ 120	$ 133	$ 125
Additions(1)	25	21	21	27	42	48
Revenue recognized that was included in the beginning balance	(28)	(26)	(31)	(25)	(55)	(51)
Ending balance	$ 130	$ 120	$ 120	$ 122	$ 120	$ 122

(1) Amounts are net of revenue recognized.

16. Stock-Based Compensation

Restricted Stock Units (“RSUs”)

RSU activity for Prior to May 15, 2024, the three months ended March 31, 2024 is summarized below.

Outstanding at	RSUs		Weighted-Average Grant Date Fair Value
December 31, 2023	1,772,639	$	757.49
Granted	813,233	$	802.17
Converted	(679,259)	$	760.44
Forfeited	(15,646)	$	783.74
March 31, 2024	**1,890,967**	**$**	**775.42**

In January 2024, pursuant to Company maintained the BlackRock, Inc. Second Amended and Restated 1999 Stock Award and Incentive Plan (the “Award Plan” Plan. On May 15, 2024, the Company adopted, pursuant to shareholder approval, the BlackRock, Inc. Third Amended and Restated 1999 Stock Award and Incentive Plan. Any awards granted on or after May 15, 2024 are granted pursuant to such plan.

Restricted Stock Units ("RSUs"),

RSU activity for the six months ended June 30, 2024 is summarized below.

Outstanding at	RSUs		Weighted-Average Grant Date Fair Value
December 31, 2023	1,772,639	$	757.49
Granted	848,476	$	801.41
Converted	(720,401)	$	758.94
Forfeited	(50,793)	$	723.19
June 30, 2024	**1,849,921**	**$**	**778.00**

In January 2024, the Company granted as part of the 2023 annual incentive compensation approximately 347,000 RSUs to employees that vest ratably over three years from the grant date and approximately 344,000 RSUs to employees that cliff vest 100% on January 31, 2027. In addition, during the three months ended March 31, 2024, first quarter of 2024, in connection with the GIP Transaction, the Company granted incentive retention awards of approximately 106,000 RSUs to certain employees that vest between two to five years from the grant date. The Company values RSUs at their grant-date fair value as measured by BlackRock’s common stock price. The grant-date fair market value of RSUs granted to employees during the three six months ended March 31, 2024 June 30, 2024 was $652 680 million.

At March 31, 2024 June 30, 2024, the intrinsic value of outstanding RSUs was $1.6 1.5 billion, reflecting a closing stock price of $833.70 787.32.

At March 31, 2024 June 30, 2024, total unrecognized stock-based compensation expense related to unvested RSUs was $817 766 million. The unrecognized compensation cost is expected to be recognized over the remaining weighted-average period of 1.9 1.7 years.

Performance-Based RSUs.

Performance-based RSU activity for the three six months ended March 31, 2024 June 30, 2024 is summarized below.

Outstanding at	Performance-Based RSUs		Weighted-Average Grant Date Fair Value	Performance-Based RSUs		Weighted-Average Grant Date Fair Value
December 31, 2023	456,384	$	767.69	456,384	$	767.69
Granted	165,631	$	798.83	165,631	$	798.83
Reduction of shares due to performance measures	(42,341)	$	739.22	(42,341)	$	739.22
Converted	(115,631)	$	739.22	(115,631)	$	739.22
March 31, 2024	**464,043**	**$**	**788.49**			
June 30, 2024	**464,043**	**$**	**788.49**			

In January 2024, pursuant to the Award Plan, the Company granted 165,631 performance-based RSUs to certain employees that cliff vest 100% on January 31, 2027. These awards are amortized over a service period of three years. The number of shares distributed at vesting could be higher or lower than the original grant based on the level of attainment of predetermined Company performance measures. In January 2024, the Company reduced the number of original shares granted in 2021 by 42,341 RSUs based on the level of attainment of Company performance measures during the performance period.

The Company values performance-based RSUs at their grant-date fair value as measured by BlackRock's common stock price. The total grant-date fair market value of performance-based RSUs granted (including impact due to performance measures) to employees during the three six months ended March 31, 2024 June 30, 2024 was $101 million.

At March 31, 2024 June 30, 2024, the intrinsic value of outstanding performance-based RSUs was $387 365 million, reflecting a closing stock price of $833.70 787.32.

At March 31, 2024 June 30, 2024, total unrecognized stock-based compensation expense related to unvested performance-based awards was $186 168 million. The unrecognized compensation cost is expected to be recognized over the remaining weighted-average period of 1.9 1.7 years.

Stock Options

Stock option activity and ending balance for the three six months ended March 31, 2024 June 30, 2024 is summarized below.

	2017 Performance-based Options		2023 Performance-based Options		2023 Time-based Options		2017 Performance-based Options		2023 Performance-based Options		2023 Time-based Options	
	Shares Under Option	Weighted Average Exercise Price	Shares Under Option	Weighted Average Exercise Price	Shares Under Option	Weighted Average Exercise Price	Shares Under Option	Weighted Average Exercise Price	Shares Under Option	Weighted Average Exercise Price	Shares Under Option	Weighted Average Exercise Price
Outstanding at December 31, 2023	1,549,080	$ 513.50	807,695	$ 673.58	326,391	$ 673.58	1,549,080	$ 513.50	807,695	$ 673.58	326,391	$ 673.58
Exercised	(279,828)	$ 513.50	—	$ —	—	$ —	(315,916)	$ 513.50	—	$ —	—	$ —
Forfeited	—	$ —	(40,725)	$ 673.58	—	$ —	—	$ —	(40,725)	$ 673.58	(26,705)	$ 673.58
Outstanding at March 31, 2024	**1,269,252**	**$ 513.50**	**766,970**	**$ 673.58**	**326,391**	**$ 673.58**						
Outstanding at June 30, 2024	**1,233,164**	**$ 513.50**	**766,970**	**$ 673.58**	**299,686**	**$ 673.58**						

	Options Outstanding				Options Exercisable				Options Outstanding				Options Exercisable			
Option Type	Exercise Prices	Options Outstanding(1)	Weighted Average Remaining Life (years)	Aggregate Intrinsic Value (in millions)	Exercise Prices	Options Exercisable	Weighted Average Remaining Life (years)	Aggregate Intrinsic Value (in millions)	Exercise Prices	Options Outstanding	Weighted Average Remaining Life (years)	Aggregate Intrinsic Value (in millions)	Exercise Prices	Options Exercisable	Weighted Average Remaining Life (years)	Aggregate Intrinsic Value (in millions)
2017 Performance-based	$ 513.50	1,269,252	2.7	$ 406	$ 513.50	711,328	2.7	$ 228	$ 513.50	1,233,164	2.4	$ 338	$ 513.50	684,258	2.4	$ 187
2023 Performance-based	$ 673.58	766,970	8.2	123	$ 673.58	—	—	—	$ 673.58	766,970	7.9	87	$ 673.58	—	—	—

2023 Time-based	$ 673.58	326,391	8.2	52	$ 673.58	—	—	—	$ 673.58	299,686	7.9	34	$ 673.58	—	—	—
		2,362,613	5.2	$ 581		711,328	2.7	$ 228		2,299,820	5.0	$ 459		684,258	2.4	$ 187

(1) At March 31, 2024, 0.6 million 2017 performance-based options, 0.8 million 2023 performance-based options and 0.3 million 2023 time-based options were expected to vest.

At March 31, 2024June 30, 2024, total unrecognized stock-based compensation expense related to unvested performance-based stock options was $141131 million. The unrecognized compensation cost is expected to be recognized over the remaining weighted-average period of 3.22.9 years.

Performance-Based Stock Options

In 2017, pursuant to the Award Plan, the Company awarded performance-based stock option grants to certain employees ("2017 Performance-based Options"). Vesting of 2017 Performance-based Options was contingent upon the achievement of obtaining 125% of BlackRock's grant-date stock price within five years from the grant date and the attainment of Company performance measures during the four-year performance period. Both hurdles have been achieved, and the first two tranches of the awards vested at the end of 2022and 2023, respectively, with the final equal installment vesting at the end of 2024. Vested options2017 Performance-based Options are exercisable for up to nine years following the grant date. The awards are generally forfeited if the employee leaves the Company before the respective vesting date. The expense for each tranche is amortized over the respective requisite service period. The aggregate intrinsic value of 2017 Performance-based Options exercised during the threesix months ended March 31, 2024June 30, 2024 was $8292 million.

On May 30, 2023, pursuant to the Award Plan, the Company awarded performance-based options to purchase 814,482 shares of BlackRock common stock to certain employees as long-term incentive compensation ("2023 Performance-based Options"). Vesting of 2023 Performance-based Options is contingent upon the achievement of obtaining 130% of grant-date stock price over 60 calendar days within four yearsyears from the grant date and attainment of Company performance measures during the three-year performance period. If both hurdles are achieved, the award will vest in three tranches of 25%, 25% and 50% in May of 2027, 2028 and 2029, respectively. Vested options2023 Performance-based Options are exercisable forup to nine years following the grant date, and the awards are forfeited if the employee resigns before the respective vesting date. The expense for each tranche is amortized over the respective requisite service period.

Time-Based Stock Options

On May 30, 2023, pursuant to the Award Plan, the Company awarded time-based stock options to purchase 326,391 shares of BlackRock common stock to certain employees as long-term incentive compensation ("2023 Time-based Options"). These awards will vest in three tranches of 25%, 25% and 50% in May 2027, 2028 and 2029, respectively. Vested options2023 Time-based Options can be exercised up to nine years following the grant date, and the awards are forfeited if the employee resigns before the respective vesting date.

See Note 17, *Stock-Based Compensation,* in the 2023 Form 10-K for more information on RSUs, performance-based RSUs and stock options.

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17. Net Capital Requirements

The Company is required to maintain net capital in certain regulated subsidiaries within a number of jurisdictions, which is partially maintained by retaining cash and cash equivalent investments in those subsidiaries or jurisdictions. As a result, such subsidiaries of the Company may be restricted in their ability to transfer cash between different jurisdictions and to their parents. Additionally, transfers of cash between international jurisdictions may have adverse tax consequences that could discourage such transfers.

At March 31, 2024June 30, 2024, the Company was required to maintain approximately $1.81.9 billion in net capital in certain regulated subsidiaries, including BlackRock Institutional Trust Company, N.A. (a wholly owned subsidiary of the Company, which is chartered as a national bank whose powers are limited to trust and other fiduciary activities and which is subject to regulatory capital requirements administered by the US Office of the Comptroller of the Currency), entities regulated by the Financial Conduct Authority and Prudential Regulation Authority in the UK, and the Company's broker-dealers. The Company was in compliance with all applicable regulatory net capital requirements.

18. Accumulated Other Comprehensive Income (Loss)

The following table presents changes in AOCI for the three and six months ended March 31, 2024June 30, 2024 and 2023:

	Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions)	2024	2023	2024	2023	2024	2023
Beginning balance	$ (840)	$ (1,101)	$ (933)	$ (975)	$ (840)	$ (1,101)
Foreign currency translation adjustments(1)	(93)	126	(45)	95	(138)	221
Ending balance	$ (933)	$ (975)	$ (978)	$ (880)	$ (978)	$ (880)

(1) Amount Amounts for the three months ended March 31, 2024 includes June 30, 2024 and 2023 include a gain from a net investment hedge of $4 million (net of tax expense of $1 million) and a loss from a net investment hedge of $2 million (net of tax benefit of $1 million), respectively. Amounts for the six months ended June 30, 2024 and 2023 include a gain from a net investment hedge of $18 million (net of tax expense of $5 million) and a loss from a net investment hedge of $13 million (net of tax expense benefit of $4 million). Amount for the three months ended March 31, 2023 includes a loss from a net investment hedge of $10 million (net of tax benefit of $3 million). , respectively.

19. Capital Stock

Share Repurchases. During the three six months ended March 31, 2024 June 30, 2024, the Company repurchased 0.5 1.1 million common shares under the Company's existing share repurchase program for approximately $375 875 million. At March 31, 2024 June 30, 2024, there were approximately 5.3 4.6 million shares still authorized to be repurchased under the program. The timing and actual number of shares repurchased will depend on a variety of factors, including legal limitations, price and market conditions.

20. Restructuring Charge

In the fourth quarter of 2023, a restructuring charge of $61 million ($46 million after-tax), comprised of $47 million of severance and $14 million of compensation expense for accelerated vesting of previously granted deferred compensation awards, was recorded in connection with initiatives to reorganize specific platforms, primarily Aladdin and illiquid alternative investments.

In the fourth quarter of 2022, a restructuring charge of $91 million ($69 million after-tax), comprised of $58 million of severance and $33 million of expense related to the accelerated amortization of previously granted stock-based compensation awards, was recorded in connection with an initiative to modify the size and shape of the workforce to align more closely with strategic priorities.

The table below presents a rollforward of the Company's restructuring liability for the three and six months ended March 31, 2024 June 30, 2024, and 2023 which is included in other liabilities on the condensed consolidated statements of financial condition: condition.

	Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions)	2024	2023	2024	2023	2024	2023
Beginning liability	$ 47	$ 58	$ 14	$ 24	$ 47	$ 58
Cash payments	(33)	(34)	(12)	(19)	(45)	(53)
Ending liability	$ 14	$ 24	$ 2	$ 5	$ 2	$ 5

21. Income Taxes

Income tax expense for the three six months ended March 31, 2024 June 30, 2024 included a discrete tax benefit of $137 million recognized in connection with the reorganization and establishment of a more efficient global intellectual property and technology platform and corporate structure. In addition, for the three six months ended March 31, 2024 June 30, 2024 income tax expense included $28 37 million of discrete tax benefits including a benefit primarily related to stock-based compensation awards that vested in the first quarter. 2024.

Income tax expense for the three six months ended March 31, 2023 June 30, 2023 included $38 40 million of discrete tax benefits primarily related to stock-based compensation awards that vested in the first quarter of 2023, offset by a $38 million discrete tax expense related to the resolution of certain outstanding tax matters.

22. Earnings Per Share

The following table sets forth the computation of basic and diluted earnings per share ("EPS") for the three and six months ended March 31, 2024 June 30, 2024 and 2023 under the treasury stock method:

	Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions, except shares and per share data)	2024	2023	2024	2023	2024	2023
Net income attributable to BlackRock, Inc.	$ 1,573	$ 1,157	$ 1,495	$ 1,366	$ 3,068	$ 2,523
Basic weighted-average shares outstanding	148,689,172	149,909,343	148,442,950	149,604,642	148,566,061	149,756,151
Dilutive effect of:						
Nonparticipating RSUs	944,335	1,007,476	794,413	764,079	869,374	885,861
Stock options	491,675	433,010	420,526	370,492	456,100	401,751

Total diluted weighted-average shares outstanding	150,125,182	151,349,829	149,657,889	150,739,213	149,891,535	151,043,763
Basic earnings per share	$ 10.58	$ 7.72	$ 10.07	$ 9.13	$ 20.65	$ 16.85
Diluted earnings per share	$ 10.48	$ 7.64	$ 9.99	$ 9.06	$ 20.47	$ 16.70

For the three and six months ended March 31, 2024 June 30, 2024, 409,298 and 2023, 338,300 372,282 shares, primarily related to stock options, respectively, were excluded from the calculation of diluted EPS because to include them would have an anti-dilutive effect. For the three and six months ended June 30, 2023, 116,559and 394,076 60,850 RSUs, shares, primarily related to stock options, respectively, were excluded from the calculation of diluted EPS because to include them would have an anti-dilutive effect. Certain performance-based RSUs and options were excluded from diluted EPS calculation because the designated contingencies were not met for the three and six months ended March 31, 2024 June 30, 2024 and 2023, respectively.

23. Segment Information

The Company's management directs BlackRock's operations as one business, the asset management business. The Company utilizes a consolidated approach to assess performance and allocate resources. As such, the Company operates in one business segment.

The following table illustrates total revenue for the three and six months ended March 31, 2024 June 30, 2024 and 2023 by geographic region. These amounts are aggregated on a legal entity basis and do not necessarily reflect where the customer resides, or affiliated services are provided.

	Three Months Ended March 31,	
(in millions)	**2024**	**2023**
Revenue		
Americas	$ 3,138	$ 2,831
Europe	1,403	1,224
Asia-Pacific	187	188
Total revenue	$ 4,728	$ 4,243

	Three Months Ended June 30,		**Six Months Ended June 30,**	
(in millions)	**2024**	**2023**	**2024**	**2023**
Revenue				
Americas	$ 3,215	$ 2,982	$ 6,353	$ 5,813
Europe	1,364	1,291	2,767	2,515
Asia-Pacific	226	190	413	378
Total revenue	$ 4,805	$ 4,463	$ 9,533	$ 8,706

See Note 15, *Revenue*, for further information on the Company's sources of revenue.

The following table illustrates long-lived assets that consist of goodwill and property and equipment at March 31, 2024 June 30, 2024 and December 31, 2023 by geographic region. These amounts are aggregated on a legal entity basis and do not necessarily reflect where the asset is physically located.

(in millions)	**March 31, 2024**	**December 31, 2023**	**June 30, 2024**	**December 31, 2023**
Long-lived Assets				
Americas	$ 15,012	$ 15,017	$ 15,215	$ 15,017
Europe	1,520	1,521	1,396	1,521
Asia-Pacific	96	98	94	98
Total long-lived assets	$ 16,628	$ 16,636	$ 16,705	$ 16,636

Americas is primarily comprised of the US, Latin America and Canada. Europe is primarily comprised of the UK, the Netherlands, Switzerland, France, Ireland and Luxembourg. Asia-Pacific is primarily comprised of Hong Kong, Australia, Japan and Singapore.

24. Subsequent Events

In January 2024, BlackRock announced that it had entered into a definitive agreement to acquire 100% of the business and assets of GIP, a leading independent infrastructure fund manager, for $3 billion in cash and approximately 12 million shares of BlackRock common stock. Approximately 30% of the total consideration, all in stock, will be deferred and will be issued subject to the satisfaction of certain post-closing events. The Company believes the combination of GIP with BlackRock's complementary infrastructure offerings will create a broad global infrastructure franchise with differentiated origination and asset management capabilities. The GIP Transaction is expected to close in around the end of the third quarter of 2024 subject to regulatory approvals and other customary closing conditions.

In June 2024, BlackRock announced that it had entered into a definitive agreement to acquire 100% of the business and assets of Preqin, a leading independent provider of private markets data, for £2.55 billion (or approximately $3.2 billion based on the GBP/USD foreign exchange rate at June 30, 2024) in cash (the "Preqin Transaction"). The Company believes bringing together Preqin's data and research tools with the complementary workflows of Aladdin and eFront in a unified platform will create a preeminent private markets technology and data provider. The Preqin Transaction is expected to close before year-end 2024, subject to regulatory approvals and other customary closing conditions.

In May July 2024, BlackRock completed Funding issued $2.5 billion in aggregate principal amount of senior unsecured and unsubordinated notes. These notes were issued as three separate series of senior debt securities including $800 million of 4.60% notes maturing on July 26, 2027 (the "2027 Notes"), $500 million of 4.90% notes maturing on January 8, 2035 (the "2035 Notes") and $1.2 billion of 5.35% notes maturing on January 8, 2055 (the "2055 Notes") (collectively, the acquisition "July 2024 Notes"). Net proceeds are intended to be used to fund a portion of the remaining equity interest cash consideration for the Preqin Transaction. Interest on the 2027 Notes of approximately $37 million per year is payable semi-annually on January 26 and July 26 of each year, beginning January 26, 2025. Interest on the 2035 Notes and 2055 Notes of approximately $25 million and $64 million per year, respectively, is payable semi-annually on January 8 and July 8 of each year, beginning January 8, 2025. The July 2024 Notes are fully and unconditionally guaranteed (the "July 2024 Notes Guarantee") on a senior unsecured basis by BlackRock. The July 2024 Notes and the July 2024 Notes Guarantee rank equally in SpiderRock Advisors ("SRA"), a leading provider right of customized payment with all of BlackRock Funding and BlackRock's other unsubordinated indebtedness, respectively. The July 2024 Notes may be redeemed prior to maturity at any time in whole or in part at the option overlay strategies of BlackRock Funding at the redemption prices set forth in the US wealth market. This transaction expands on BlackRock's minority investment in SRA made in 2021 and reinforces BlackRock's commitment applicable series of July 2024 Notes. In addition, if the Preqin Transaction is not consummated, BlackRock Funding will be required to personalized separately managed accounts. The financial impact redeem all outstanding 2027 Notes (the "Special Mandatory Redemption") at a Special Mandatory Redemption price equal to 101% of the transaction is not material aggregate principal amount of the 2027 Notes, plus accrued and unpaid interest, if any, to, BlackRock's condensed consolidated financial statements.

but excluding, the Special Mandatory Redemption date.

The Company conducted a review for additional subsequent events and determined that no subsequent events had occurred that would require accrual or additional disclosures.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

FORWARD-LOOKING STATEMENTS

This report, and other statements that BlackRock may make, may contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act, with respect to BlackRock's future financial or business performance, strategies or expectations. Forward-looking statements are typically identified by words or phrases such as "trend," "potential," "opportunity," "pipeline," "believe," "comfortable," "expect," "anticipate," "current," "intention," "estimate," "position," "assume," "outlook," "continue," "remain," "maintain," "sustain," "seek," "achieve," and similar expressions, or future or conditional verbs such as "will," "would," "should," "could," "may" and similar expressions.

BlackRock cautions that forward-looking statements are subject to numerous assumptions, risks and uncertainties, which change over time. time and may contain information that is not purely historical in nature. Such information may include, among other things, projections and forecasts. There is no guarantee that any forecasts made will come to pass.
Forward-looking statements speak only as of the date they are made, and BlackRock assumes no duty to and does not undertake to update forward-looking statements. Actual results could differ materially from those anticipated in forward-looking statements and future results could differ materially from historical performance.

BlackRock has previously disclosed risk factors in its Securities and Exchange Commission reports. These risk factors and those identified elsewhere in this report, among others, could cause actual results to differ materially from forward-looking statements or historical performance and include: (1) the introduction, withdrawal, success and timing of business initiatives and strategies; (2) changes and volatility in political, economic or industry conditions, the interest rate environment, foreign exchange rates or financial and capital markets, which could result in changes in demand for products or services or in the value of AUM; (3) the relative and absolute investment performance of BlackRock's investment products; (4) BlackRock's ability to develop new products and services that address client preferences; (5) the impact of increased competition; (6) the impact of future acquisitions or divestitures, including the acquisition acquisitions of Preqin ("Preqin" or the "Preqin Transaction") and Global Infrastructure Management, LLC (referred to herein as Global Infrastructure Partners ("GIP") ("GIP" or the "GIP Transaction" and together with the Preqin Transaction, the "Transactions"); (7) BlackRock's ability to integrate acquired businesses successfully, including GIP; the Transactions; (8) risks related to the GIP Transaction, Transactions, including the possibility that the GIP Transaction does Transactions do not close, the failure to satisfy the closing conditions, the possibility that expected synergies and value creation from either of the GIP Transaction Transactions will not be realized, or will not be realized within the expected time period, and impacts to business and operational relationships related to disruptions from the GIP Transaction; Transactions; (9) the unfavorable resolution of legal proceedings; (10) the extent and timing of any share repurchases; (11) the impact, extent and timing of technological changes and the adequacy of intellectual property, data, information and cybersecurity protection; (12) the failure to effectively manage the development and use of artificial intelligence; (13) attempts to circumvent BlackRock's operational control environment or the potential for human error in connection with BlackRock's operational systems; (14) the impact of legislative and regulatory actions and reforms, regulatory, supervisory or enforcement actions of government agencies and governmental scrutiny relating to BlackRock; (15) changes in law and policy and uncertainty pending any such changes; (16) any failure to effectively manage conflicts of interest; (17) damage to BlackRock's reputation; (18) increasing focus from stakeholders regarding ESG environmental, social and governance matters; (19) geopolitical unrest, terrorist activities, civil or international hostilities, and other events outside BlackRock's control, including wars, natural disasters and health crises, which may adversely affect the general economy, domestic and local financial and capital markets, specific industries or BlackRock; (20) climate-related risks to BlackRock's business, products, operations and clients; (21) the ability to attract, train and retain highly qualified and diverse professionals; (22) fluctuations in the carrying value of BlackRock's economic investments; (23) the impact of changes to tax legislation, including income, payroll and transaction taxes, and taxation on products, which could affect the value proposition to clients and, generally, the tax position of the Company; (24) BlackRock's success in negotiating distribution arrangements and maintaining distribution channels for its products; (25) the failure by key third-party providers of BlackRock to fulfill their obligations to the Company; (26) operational, technological and regulatory risks associated with BlackRock's major technology partnerships; (27) any disruption to the operations of third parties whose functions are integral to BlackRock's exchange-traded fund ("ETF") platform; (28) the impact of BlackRock electing to provide support to its products from time to time and any potential liabilities related to securities lending or other indemnification obligations; and (29) the impact of problems, instability or failure of other financial institutions or the failure or negative performance of products offered by other financial institutions.

OVERVIEW

BlackRock, Inc. (together, with its subsidiaries, unless the context otherwise indicates, "BlackRock" or the "Company") is a leading publicly traded investment management firm with $10.5 trillion $10.6 trillion of AUM at March 31, 2024 June 30, 2024. With approximately 19,300 employees in more than 30 countries, BlackRock provides a broad range of investment management and technology services to institutional and retail clients in more than 100 countries across the globe.

BlackRock's diverse platform of alpha-seeking active, index and cash management investment strategies across asset classes enables the Company to offer choice and tailor investment and asset allocation solutions for clients. Product offerings include single- and multi-asset portfolios investing in equities, fixed income, alternatives and money market instruments. Products are offered directly and through intermediaries in a variety of vehicles, including open-end and closed-end mutual funds, *iShares*® and BlackRock ETFs, separate accounts, collective trust funds and other pooled investment vehicles. BlackRock also offers technology services, including the investment and risk management technology platform, Aladdin®, Aladdin Wealth™, eFront®, and Cachematrix®, as well as advisory services and solutions to a broad base of institutional and wealth management clients. The Company is highly regulated and manages its clients' assets as a fiduciary. The Company does not engage in proprietary trading activities that could conflict with the interests of its clients.

BlackRock serves a diverse mix of institutional and retail clients across the globe. Clients include tax-exempt institutions, such as defined benefit and defined contribution pension plans, charities, foundations and endowments; official institutions, such as central banks, sovereign wealth funds, supranationals and other government entities; taxable institutions, including insurance companies, financial institutions, corporations and third-party fund sponsors; sponsors, and retail intermediaries.

BlackRock maintains a significant global sales and marketing presence that is focused on establishing and maintaining retail and institutional investment management and technology service relationships by marketing its services to investors directly and through third-party distribution relationships, including financial professionals and pension consultants.

Certain prior period presentations were reclassified to ensure comparability with current period classifications.

Acquisitions

In January 2024, BlackRock announced that it had entered into a definitive agreement to acquire 100% of the business and assets of GIP, a leading independent infrastructure fund manager, for $3 billion in cash and approximately 12 million shares of BlackRock common stock. Approximately 30% of the total consideration, all in stock, will be deferred and will be issued subject to the satisfaction of certain post-closing events. The Company believes the combination of GIP with BlackRock's complementary infrastructure offerings will create a broad global infrastructure franchise with differentiated origination and asset management capabilities. The GIP Transaction is expected to close in around the end of the third quarter of 2024 subject to regulatory approvals and other customary closing conditions.

In May 2024, BlackRock completed the acquisition of the remaining equity interest in SpiderRock Advisors ("SRA"), a leading provider of customized option overlay strategies in the United States ("US") wealth market. market (the "SpiderRock Transaction"). This transaction expands on BlackRock's minority investment in SRA made in 2021 and reinforces BlackRock's commitment to personalized separately managed accounts. The financial impact

In June 2024, BlackRock announced that it had entered into a definitive agreement to acquire 100% of the transaction business and assets of Preqin, a leading independent provider of private markets data, for £2.55 billion (or approximately $3.2 billion based on the GBP/USD foreign exchange rate at June 30, 2024) in cash. The Company believes bringing together Preqin's data and research tools with the complementary workflows of Aladdin and eFront in a unified platform will create a preeminent private markets technology and data provider. The Preqin Transaction is not material expected to BlackRock's condensed consolidated financial statements.

close before year-end 2024, subject to regulatory approvals and other customary closing conditions.

EXECUTIVE SUMMARY

(in millions, except per share data)	Three Months Ended March 31, 2024	Three Months Ended March 31, 2023	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
GAAP basis(1):						
Total revenue	$ 4,728	$ 4,243	$ 4,805	$ 4,463	$ 9,533	$ 8,706
Total expense	3,035	2,805	3,005	2,848	6,040	5,653
Operating income	$ 1,693	$ 1,438	$ 1,800	$ 1,615	$ 3,493	$ 3,053
Operating margin	*35.8 %*	*33.9 %*	*37.5 %*	*36.2 %*	*36.6 %*	*35.1 %*
Nonoperating income (expense), less net income (loss) attributable to noncontrolling interests	170	104	172	194	342	298
Income tax expense	290	385	477	443	767	828
Net income attributable to BlackRock	$ 1,573	$ 1,157	$ 1,495	$ 1,366	$ 3,068	$ 2,523
Diluted earnings per common share	$ 10.48	$ 7.64	$ 9.99	$ 9.06	$ 20.47	$ 16.70
Effective tax rate	15.6 %	25.0 %	24.2 %	24.5 %	20.0 %	24.7 %
As adjusted(2):						
Operating income	$ 1,775	$ 1,511	$ 1,881	$ 1,675	$ 3,656	$ 3,186
Operating margin	*42.2 %*	*40.4 %*	*44.1 %*	*42.5 %*	*43.1 %*	*41.5 %*
Nonoperating income (expense), less net income (loss) attributable to noncontrolling interests	$ 139	$ 87	$ 165	$ 178	$ 304	$ 265
Net income attributable to BlackRock	$ 1,473	$ 1,200	$ 1,550	$ 1,399	$ 3,023	$ 2,599
Diluted earnings per common share	$ 9.81	$ 7.93	$ 10.36	$ 9.28	$ 20.17	$ 17.21
Effective tax rate	23.0 %	25.0 %	24.2 %	24.5 %	23.7 %	24.7 %
Other:						
Assets under management (end of period)	$ 10,472,500	$ 9,090,271	$ 10,645,721	$ 9,425,212	$ 10,645,721	$ 9,425,212
Diluted weighted-average common shares outstanding	150.1	151.3	149.7	150.7	149.9	151.0
Shares outstanding (end of period)	148.8	149.9	148.2	149.4	148.2	149.4
Book value per share(3)	$ 267.04	$ 251.57	$ 270.61	$ 255.79	$ 270.61	$ 255.79
Cash dividends declared and paid per share	$ 5.10	$ 5.00	$ 5.10	$ 5.00	$ 10.20	$ 10.00

(1) Accounting principles generally accepted in the US ("GAAP" (“GAAP”).

(2) As adjusted items are described in more detail in *Non-GAAP Financial Measures*.

(3) Total BlackRock stockholders’ equity divided by total shares outstanding at March 31 June 30 of the respective period-end.

Three Months Ended March 31, 2024 June 30, 2024 Compared with Three Months Ended March 31, 2023 June 30, 2023

GAAP. Operating income of $1.7 billion $1.8 billion increased $255 million $185 million and operating margin of 35.8% 37.5% increased 190 130 bps from the three months ended March 31, 2023 June 30, 2023. Increases in operating income and operating margin reflected higher investment advisory and administration fees (collectively "base fees"), driven by positive organic base fee growth, the impact of higher markets on average AUM, and higher performance fees and technology services revenue, partially offset by higher expenses, reflecting higher employee compensation and benefits expense, general and administration expense, and higher sales, asset and account expense.

Nonoperating income (expense) less net income (loss) attributable to noncontrolling interests ("NCI") decreased $22 million from the three months ended June 30, 2023, driven primarily by lower mark-to-market gains on the revaluation of private equity co-investments and higher interest expense, partially offset by higher interest and dividend income, mark-to-market revaluation of un-hedged seed capital investments, and higher mark-to-market gains on certain minority investments. In addition, amount for the three months ended June 30, 2024 included a $19 million pre-tax gain in connection with the SpiderRock Transaction.

Earnings per diluted common share increased $0.93, or 10%, from the three months ended June 30, 2023, primarily reflecting higher operating income in the current quarter.

As Adjusted. Operating income of $1.9 billion increased $206 million and operating margin of 44.1% increased 160 bps from the three months ended June 30, 2023. Earnings per diluted common share increased $1.08, or 12%, from the three months ended June 30, 2023, primarily reflecting higher operating income.

Six Months Ended June 30, 2024 Compared with Six Months Ended June 30, 2023

GAAP. Operating income of $3.5 billion increased $440 million and operating margin of 36.6% increased 150 bps from the six months ended June 30, 2023. Increases in operating income and operating margin reflected higher base fees, driven by organic base fee growth, the impact of higher markets on average AUM, and organic base fee growth, and higher performance fees and technology services revenue, partially offset by higher expenses, reflecting higher employee compensation and benefits expense, sales, asset and account expense, and general and administration expense.

Nonoperating income (expense) less net income (loss) attributable to noncontrolling interests ("NCI") NCI increased $66 million $44 million from the three six months ended March 31, 2023 June 30, 2023, driven primarily by higher interest and dividend income, mark-to-market revaluation of un-hedged seed capital investments, and higher mark-to-market gains on certain minority investments, partially offset by lower mark-to-market gains on the revaluation of private equity co-investments and higher interest expense.

First quarter 2024 income Income tax expense for the six months ended June 30, 2024 included a discrete tax benefit of $137 million recognized in connection with the reorganization and establishment of a more efficient global intellectual property and technology platform and corporate structure. This discrete tax benefit has been excluded from as adjusted results due to the nonrecurring nature of the intellectual property reorganization. In addition, first quarter 2024 income tax expense included $28 million of discrete tax benefits, including a benefit related to stock-based compensation awards that vested in the first quarter. First quarter 2023 income tax expense included a $38 million discrete tax benefit related to stock-based compensation awards that vested in 2023, offset by a $38 million discrete tax expense related to the resolution of certain outstanding tax matters.

Earnings per diluted common share increased $2.84, $3.77 or 37% 23%, from the three six months ended March 31, 2023 June 30, 2023, primarily reflecting higher operating and nonoperating income and a lower effective tax rate, and higher nonoperating income in the current quarter. rate.

As Adjusted. Operating income of $1.8 billion $3.7 billion increased $264 million $470 million and operating margin of 42.2% 43.1% increased 180 160 bps from the three six months ended March 31, 2023 June 30, 2023. Earnings per diluted common share increased $1.88, $2.96, or 24% 17%, from the three six months ended March 31, 2023 June 30, 2023, reflecting higher operating and nonoperating income and a lower effective tax rate in the current quarter. rate. Income tax expense, as adjusted, for the first quarter of 2024 six months ended June 30, 2024 excluded the $137 million of benefit described above.

See Non-GAAP Financial Measures for further information on as adjusted items and the reconciliation to GAAP.

For further discussion of BlackRock's revenue, expense, nonoperating results and income tax expense, see *Discussion of Financial Results* herein.

NON-GAAP FINANCIAL MEASURES

BlackRock reports its financial results in accordance with GAAP; however, management believes evaluating the Company's ongoing operating results may be enhanced if investors have additional non-GAAP financial measures. Adjustments to GAAP financial measures ("non-GAAP adjustments") include certain items management deems nonrecurring or that occur infrequently, transactions that ultimately will not impact BlackRock's book value or certain tax items that do not impact cash flow. Management reviews non-GAAP financial measures, in addition to GAAP financial measures, to assess ongoing operations and considers them to be helpful, for both management and investors, in evaluating BlackRock's financial performance over time. Management also uses non-GAAP financial measures as a benchmark to compare its performance with other companies and to enhance comparability for the reporting periods presented. Non-GAAP financial measures may pose limitations because they do not include all of BlackRock's revenue and expense. BlackRock's management does not advocate that investors consider such non-GAAP financial measures in isolation from, or as a substitute for, financial information prepared in accordance with GAAP. Non-GAAP financial measures may not be comparable to other similarly titled measures of other companies.

Computations and reconciliations for all periods are derived from the condensed consolidated statements of income as follows:

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(1) Operating income, as adjusted, and operating margin, as adjusted:

	Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions)	2024	2023	2024	2023	2024	2023
Operating income, GAAP basis	**$ 1,693**	**$ 1,438**	**$ 1,800**	**$ 1,615**	**$ 3,493**	**$ 3,053**
Non-GAAP expense adjustments:						
Compensation expense related to appreciation (depreciation) on deferred cash compensation plans (a)	27	20	9	12	36	32
Amortization of intangible assets (b)	38	37	39	37	77	74
Acquisition-related compensation costs (b)	2	5	19	4	21	9
Acquisition-related transaction costs (b)(1)	22	—	13	3	35	3
Contingent consideration fair value adjustments (b)	(7)	—	1	1	(6)	1
Lease costs - New York (c)	—	11	—	3	—	14
Operating income, as adjusted	**$ 1,775**	**$ 1,511**	**$ 1,881**	**$ 1,675**	**$ 3,656**	**$ 3,186**
Revenue, GAAP basis	$ 4,728	$ 4,243	$ 4,805	$ 4,463	$ 9,533	$ 8,706
Non-GAAP adjustments:						
Distribution fees	(310)	(319)	(318)	(319)	(628)	(638)
Investment advisory fees	(208)	(186)	(221)	(199)	(429)	(385)
Revenue used for operating margin measurement	$ 4,210	$ 3,738	$ 4,266	$ 3,945	$ 8,476	$ 7,683
Operating margin, GAAP basis	**35.8%**	**33.9%**	**37.5%**	**36.2%**	**36.6%**	**35.1%**
Operating margin, as adjusted	**42.2%**	**40.4%**	**44.1%**	**42.5%**	**43.1%**	**41.5%**

(1) Amount included within general and administration expense.

(2) Nonoperating income (expense), less net income (loss) attributable to NCI, as adjusted:

	Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions)	2024	2023	2024	2023	2024	2023
Nonoperating income (expense), GAAP basis	**$ 220**	**$ 116**	**$ 214**	**$ 251**	**$ 434**	**$ 367**
Less: Net income (loss) attributable to NCI	50	12	42	57	92	69
Nonoperating income (expense), net of NCI	170	104	172	194	342	298
Less: Hedge gain (loss) on deferred cash compensation plans (a)	31	17	7	16	38	33
Nonoperating income (expense), less net income (loss) attributable to NCI, as adjusted	**$ 139**	**$ 87**	**$ 165**	**$ 178**	**$ 304**	**$ 265**

(3) Net income attributable to BlackRock, Inc., as adjusted: adjusted:

	Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions, except per share data)	2024	2023	2024	2023	2024	2023
Net income attributable to BlackRock, Inc., GAAP basis	**$ 1,573**	**$ 1,157**	**$ 1,495**	**$ 1,366**	**$ 3,068**	**$ 2,523**
Non-GAAP adjustments(1):						
Net impact of hedged deferred cash compensation plans (a)	(3)	2	2	(3)	(1)	(1)

Amortization of intangible assets (b)	28	28	29	28	57	56
Acquisition-related compensation costs (b)	2	4	13	3	15	7
Acquisition-related transaction costs (b)	15	—	10	2	25	2
Contingent consideration fair value adjustments (b)	(5)	—	1	1	(4)	1
Lease costs - New York (c)	—	9	—	2	—	11
Income tax matters	(137)	—	—	—	(137)	—
Net income attributable to BlackRock, Inc., as adjusted	**$ 1,473**	**$ 1,200**	**$ 1,550**	**$ 1,399**	**$ 3,023**	**$ 2,599**
Diluted weighted-average common shares outstanding	150.1	151.3	149.7	150.7	149.9	151.0
Diluted earnings per common share, GAAP basis	**$ 10.48**	**$ 7.64**	**$ 9.99**	**$ 9.06**	**$ 20.47**	**$ 16.70**
Diluted earnings per common share, as adjusted	**$ 9.81**	**$ 7.93**	**$ 10.36**	**$ 9.28**	**$ 20.17**	**$ 17.21**

[(1)] Non-GAAP adjustments, excluding income tax matters, are net of tax.

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(1) Operating income, as adjusted, and operating margin, as adjusted: Management believes operating income, as adjusted, and operating margin, as adjusted, are effective indicators of BlackRock's financial performance over time, and, therefore, provide useful disclosure to investors. Management believes that operating margin, as adjusted, reflects the Company's long-term ability to manage ongoing costs in relation to its revenues. The Company uses operating margin, as adjusted, to assess the Company's financial performance, to determine the long-term and annual compensation of the Company's senior-level employees and to evaluate the Company's relative performance against industry peers. Furthermore, this metric eliminates margin variability arising from the accounting of revenues and expenses related to distributing different product structures in multiple distribution channels utilized by asset managers.

- Operating income, as adjusted, includes the following non-GAAP expense adjustments:
  - (a) *Compensation expense related to appreciation (depreciation) on deferred cash compensation plans.*The Company excludes compensation expense related to the market valuation changes on certain deferred cash compensation plans, which the Company hedges economically. For these deferred cash compensation plans, the final value of the deferred amount to be distributed to employees in cash upon vesting is determined based on the returns on specified investment funds. The Company recognizes compensation expense for the appreciation (depreciation) of the deferred cash compensation liability in proportion to the vested amount of the award during a respective period, while the net gain (loss) to economically hedge these plans is immediately recognized in nonoperating income (expense), which creates a timing difference impacting net income. This timing difference will reverse and offset to zero over the life of the award at the end of the multi-year vesting period. Management believes excluding market valuation changes related to the deferred cash compensation plans in the calculation of operating income, as adjusted, provides useful disclosure to both management and investors of the Company's financial performance over time as these amounts are economically hedged, while also increasing comparability with other companies.
  - (b) *Acquisition related costs.*Acquisition related costs include adjustments related to amortization of intangible assets, other acquisition-related costs, including professional fees services expense and compensation costs for nonrecurring retention-related deferred compensation, and contingent consideration fair value adjustments incurred in connection with certain acquisitions. Management believes excluding the impact of these expenses when calculating operating income, as adjusted, provides a helpful indication of the Company's financial performance over time, thereby providing helpful information for both management and investors while also increasing comparability with other companies.
  - (c) *Lease costs – New York.*In 2023, the Company continued to recognize lease expense within general and administration expense for both its current headquarters located at 50 Hudson Yards in New York and prior headquarters until the Company's lease on its prior headquarters expired in April 2023. The Company began lease payments related to its current headquarters in May 2023, but began recording lease expense in August 2021 when it obtained access to the building to begin its tenant improvements. Prior to the Company's move to its current headquarters in February 2023, the impact of lease costs related to 50 Hudson Yards was excluded from operating income, as adjusted. In February 2023, the Company completed the majority of its move to 50 Hudson Yards and no longer excluded the impact of these lease costs. Subsequently, from February 2023 through April 2023, the Company excluded the impact of lease costs related to the Company's prior headquarters. Management believes excluding the impact of these respective New York lease costs ("Lease costs – New York") when calculating operating income, as adjusted, is useful to assess the Company's financial performance and ongoing operations, and enhances comparability among periods presented.
- Revenue used for calculating operating margin, as adjusted, is reduced to exclude all of the Company's distribution fees, which are recorded as a separate line item or condensed consolidated statements of income, as well as a portion of investment advisory fees received that is used to pay distribution and servicing costs. For ce products, based on distinct arrangements, distribution fees are collected by the Company and then passed-through to third-party client intermediaries. For other prod investment advisory fees are collected by the Company and a portion is passed-through to third-party client intermediaries. However, in both structures, the third-party c intermediary similarly owns the relationship with the retail client and is responsible for distributing the product and servicing the client. The amount of distribution investment advisory fees fluctuates each period primarily based on a predetermined percentage of the value of AUM during the period. These fees also vary based or

type of investment product sold and the geographic location where it is sold. In addition, the Company may waive fees on certain products that could result in the reductio
payments to the third-party intermediaries.

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(2) Nonoperating income (expense), less net income (loss) attributable to NCI, as adjusted: Management believes nonoperating income (expense), less net income (loss) attributable to NCI, as adjusted, is an effective measure for reviewing BlackRock's nonoperating contribution to its results and provides comparability of this information among reporting periods. Nonoperating income (expense), less net income (loss) attributable to NCI, as adjusted, excludes the gain (loss) on the economic hedge of certain deferred cash compensation plans. As the gain (loss) on investments and derivatives used to hedge these compensation plans over time substantially offsets the compensation expense related to the market valuation changes on these deferred cash compensation plans, which is included in operating income, GAAP basis, management believes excluding the gain (loss) from on the economic hedge of the deferred cash compensation plans when calculating nonoperating income (expense), less net income (loss) attributable to NCI, as adjusted, provides a useful measure for both management and investors of BlackRock's nonoperating results that impact book value.

(3) Net income attributable to BlackRock, Inc., as adjusted: Management believes net income attributable to BlackRock, Inc., as adjusted, and diluted earnings per common share, as adjusted, are useful measures of BlackRock's profitability and financial performance. Net income attributable to BlackRock, Inc., as adjusted, equals net income attributable to BlackRock, Inc., GAAP basis, adjusted for certain items management deems nonrecurring or that occur infrequently, transactions that ultimately will not impact BlackRock's book value or certain tax items that do not impact cash flow.

For each period presented, the non-GAAP adjustments were tax effected at the respective blended rates applicable to the adjustments. Amount Amounts for income tax matters includes in 2024 include a discrete tax benefit of $137 million recognized in connection with the reorganization and establishment of a more efficient global intellectual property and technology platform and corporate structure. This discrete tax benefit has been excluded from as adjusted results due to the nonrecurring nature of the intellectual property reorganization.

Per share amounts reflect net income attributable to BlackRock, Inc., as adjusted, divided by diluted weighted-average common shares outstanding.

ASSETS UNDER MANAGEMENT

AUM for reporting purposes generally is based upon how investment advisory and administration fees are calculated for each portfolio. Net asset values, total assets, committed assets or other measures may be used to determine portfolio AUM.

AUM and Net Inflows (Outflows) by Client Type and Product Type	AUM and Net Inflows (Outflows) by Client Type and Product Type				
	AUM			Net inflows (outflows)	
(in millions)	March 31, 2024	December 31, 2023	March 31, 2023	Three Months Ended March 31, 2024	Twelve Months Ended March 31, 2024
Retail	$ 973,985	$ 929,697	$ 876,979	$ 7,161	$ (1,594)
ETFs	3,745,642	3,499,299	3,074,303	67,240	231,477
Institutional:					
Active	1,961,376	1,912,673	1,778,340	14,686	30,257
Index	3,045,715	2,902,489	2,677,711	(12,673)	(76,975)
Institutional subtotal	5,007,091	4,815,162	4,456,051	2,013	(46,718)
Long-term	**9,726,718**	**9,244,158**	**8,407,333**	**76,414**	**183,165**

AUM and Net Inflows (Outflows) by Client Type and Product Type	AUM and Net Inflows (Outflows) by Client Type and Product Type						
	AUM				Net inflows (outflows)		
(in millions)	June 30, 2024	March 31, 2024	December 31, 2023	June 30, 2023	Three Months Ended June 30, 2024	Six Months Ended June 30, 2024	Twelve Months Ended June 30, 2024
Retail	$ 992,152	$ 973,985	$ 929,697	$ 903,630	$ 5,695	$ 12,855	$ 311
ETFs	3,855,774	3,745,642	3,499,299	3,215,932	83,141	150,382	266,624
Institutional:							
Active	1,968,232	1,961,376	1,912,673	1,812,719	(2,059)	12,626	18,806
Index	3,051,521	3,045,715	2,902,489	2,782,790	(35,411)	(48,084)	(107,902)
Institutional subtotal	5,019,753	5,007,091	4,815,162	4,595,509	(37,470)	(35,458)	(89,096)
Long-term	**9,867,679**	**9,726,718**	**9,244,158**	**8,715,071**	**51,366**	**127,779**	**177,839**

Cash management	745,782	764,837	682,938	(19,224)	52,403	778,042	745,782	764,837	710,141	30,199	10,975	59,130
Total	**$ 10,472,500**	**$ 10,008,995**	**$ 9,090,271**	**$ 57,190**	**$ 235,568**	**$ 10,645,721**	**$ 10,472,500**	**$ 10,008,995**	**$ 9,425,212**	**$ 81,565**	**$ 138,754**	**$ 236,969**

AUM and Net Inflows (Outflows) by Investment Style and Product Type

AUM and Net Inflows (Outflows) by Investment Style and Product Type

AUM and Net Inflows (Outflows) by Investment Style and Product Type

(in millions)	AUM			Net inflows (outflows)		AUM				Net inflows (outflows)		
	March 31, 2024	December 31, 2023	March 31, 2023	Three Months Ended March 31, 2024	Twelve Months Ended March 31, 2024	June 30, 2024	March 31, 2024	December 31, 2023	June 30, 2023	Three Months Ended June 30, 2024	Six Months Ended June 30, 2024	Twelve Months Ended June 30, 2024
Active	$ 2,691,933	$ 2,621,178	$ 2,474,034	$ 14,897	$ 5,827	$ 2,703,506	$ 2,691,933	$ 2,621,178	$ 2,516,396	$ (3,606)	$ 11,288	$ (2,214)
Index and ETFs	7,034,785	6,622,980	5,933,299	61,517	177,338	7,164,173	7,034,785	6,622,980	6,198,675	54,972	116,491	180,053
Long-term	**9,726,718**	**9,244,158**	**8,407,333**	**76,414**	**183,165**	**9,867,679**	**9,726,718**	**9,244,158**	**8,715,071**	**51,366**	**127,779**	**177,839**
Cash management	745,782	764,837	682,938	(19,224)	52,403	778,042	745,782	764,837	710,141	30,199	10,975	59,130
Total	**$ 10,472,500**	**$ 10,008,995**	**$ 9,090,271**	**$ 57,190**	**$ 235,568**	**$ 10,645,721**	**$ 10,472,500**	**$ 10,008,995**	**$ 9,425,212**	**$ 81,565**	**$ 138,754**	**$ 236,969**

AUM and Net Inflows (Outflows) by Product Type

AUM and Net Inflows (Outflows) by Product Type

AUM and Net Inflows (Outflows) by Product Type

(in millions)	AUM			Net inflows (outflows)		AUM				Net inflows (outflows)		
	March 31, 2024	December 31, 2023	March 31, 2023	Three Months Ended March 31, 2024	Twelve Months Ended March 31, 2024	June 30, 2024	March 31, 2024	December 31, 2023	June 30, 2023	Three Months Ended June 30, 2024	Six Months Ended June 30, 2024	Twelve Months Ended June 30, 2024
Equity	$ 5,717,852	$ 5,293,344	$ 4,707,344	$ 18,421	$ 13,722	$ 5,827,135	$ 5,717,852	$ 5,293,344	$ 4,961,344	$ 6,438	$ 24,859	$ 24,477
Fixed income	2,805,745	2,804,026	2,653,744	41,736	130,947	2,815,884	2,805,745	2,804,026	2,668,851	35,409	77,144	122,535
Multi-asset	906,597	870,804	771,880	5,097	34,208	921,412	906,597	870,804	811,927	4,460	9,557	21,303
Alternatives:												
Illiquid alternatives	137,254	136,909	123,416	1,214	10,446	137,868	137,254	136,909	127,678	1,987	3,200	9,384
Liquid alternatives	75,365	74,233	80,151	(1,914)	(11,159)	75,483	75,365	74,233	78,056	(1,009)	(2,923)	(9,684)
Currency and commodities(1)	83,905	64,842	70,798	11,860	5,001	89,897	83,905	64,842	67,215	4,081	15,942	9,824
Alternatives subtotal	296,524	275,984	274,365	11,160	4,288	303,248	296,524	275,984	272,949	5,059	16,219	9,524
Long-term	**9,726,718**	**9,244,158**	**8,407,333**	**76,414**	**183,165**	**9,867,679**	**9,726,718**	**9,244,158**	**8,715,071**	**51,366**	**127,779**	**177,839**
Cash management	745,782	764,837	682,938	(19,224)	52,403	778,042	745,782	764,837	710,141	30,199	10,975	59,130
Total	**$ 10,472,500**	**$ 10,008,995**	**$ 9,090,271**	**$ 57,190**	**$ 235,568**	**$ 10,645,721**	**$ 10,472,500**	**$ 10,008,995**	**$ 9,425,212**	**$ 81,565**	**$ 138,754**	**$ 236,969**

(1) Amounts include commodity ETFs.

Component Changes in AUM for the Three Months Ended March 31, 2024 June 30, 2024

The following table presents the component changes in AUM by client type and product type for the three months ended March 31, 2024 June 30, 2024.

(in millions)	December 31, 2023	Net inflows (outflows)	Market change	FX impact(1)	March 31, 2024	Average AUM(2)	March 31, 2024	Net inflows (outflows)	Acquisition(1)	Market change	FX impact(2)	June 30, 2024	Average AUM(3)

Retail:													
Equity	$ 435,734	$ 4,089	$ 33,254	$ (1,639)	$ 471,438	$ 450,355	$ 471,438	$ 6,089	$ 4,074	$ 9,206	$ (380)	$ 490,427	$ 475,607
Fixed income	312,799	2,867	(153)	(509)	315,004	313,279	315,004	1,932	—	(669)	(2,635)	313,632	313,550
Multi-asset	139,537	844	5,996	(195)	146,182	141,829	146,182	(1,443)	—	3,123	(143)	147,719	145,525
Alternatives	41,627	(639)	508	(135)	41,361	41,366	41,361	(883)	—	(68)	(36)	40,374	40,847
Retail subtotal	929,697	7,161	39,605	(2,478)	973,985	946,829	973,985	5,695	4,074	11,592	(3,194)	992,152	975,529
ETFs:													
Equity	2,532,631	36,754	191,180	(7,789)	2,752,776	2,617,233	2,752,776	44,453	—	37,009	(3,970)	2,830,268	2,749,800
Fixed income	898,403	18,208	(8,715)	(3,141)	904,755	901,248	904,755	34,488	—	(7,060)	(966)	931,217	910,137
Multi-asset	9,140	(445)	416	(68)	9,043	8,897	9,043	86	—	107	(32)	9,204	9,006
Alternatives	59,125	12,723	7,281	(61)	79,068	66,468	79,068	4,114	—	1,913	(10)	85,085	82,768
ETFs subtotal	3,499,299	67,240	190,162	(11,059)	3,745,642	3,593,846	3,745,642	83,141	—	31,969	(4,978)	3,855,774	3,751,711
Institutional:													
Active:													
Equity	186,688	3,306	14,921	(1,873)	203,042	192,595	203,042	382	—	5,349	(596)	208,177	203,525
Fixed income	836,823	5,295	(1,079)	(4,241)	836,798	833,014	836,798	(10,133)	—	(437)	(2,512)	823,716	831,926
Multi-asset	717,182	6,288	29,679	(5,132)	748,017	726,435	748,017	5,889	—	8,389	(1,101)	761,194	746,394
Alternatives	171,980	(203)	2,752	(1,010)	173,519	172,521	173,519	1,803	—	(13)	(164)	175,145	173,709
Active subtotal	1,912,673	14,686	46,273	(12,256)	1,961,376	1,924,565	1,961,376	(2,059)	—	13,288	(4,373)	1,968,232	1,955,554
Index:													
Equity	2,138,291	(25,728)	201,611	(23,578)	2,290,596	2,203,945	2,290,596	(44,486)	—	63,173	(11,020)	2,298,263	2,265,395
Fixed income	756,001	15,366	(3,851)	(18,328)	749,188	745,743	749,188	9,122	—	395	(11,386)	747,319	740,968
Multi-asset	4,945	(1,590)	44	(44)	3,355	4,199	3,355	(72)	—	32	(20)	3,295	3,647
Alternatives	3,252	(721)	71	(26)	2,576	3,004	2,576	25	—	65	(22)	2,644	2,677
Index subtotal	2,902,489	(12,673)	197,875	(41,976)	3,045,715	2,956,891	3,045,715	(35,411)	—	63,665	(22,448)	3,051,521	3,012,687
Institutional subtotal	4,815,162	2,013	244,148	(54,232)	5,007,091	4,881,456	5,007,091	(37,470)	—	76,953	(26,821)	5,019,753	4,968,241
Long-term	**9,244,158**	**76,414**	**473,915**	**(67,769)**	**9,726,718**	**9,422,131**	**9,726,718**	**51,366**	**4,074**	**120,514**	**(34,993)**	**9,867,679**	**9,695,481**
Cash management	764,837	(19,224)	2,480	(2,311)	745,782	755,039	745,782	30,199	—	2,513	(452)	778,042	762,370
Total	**$ 10,008,995**	**$ 57,190**	**$ 476,395**	**$ (70,080)**	**$ 10,472,500**	**$ 10,177,170**	**$ 10,472,500**	**$ 81,565**	**$ 4,074**	**$ 123,027**	**$ (35,445)**	**$ 10,645,721**	**$ 10,457,851**

(1) Amounts include AUM attributable to the SpiderRock Transaction.
(2) Foreign exchange reflects the impact of translating non-US dollar denominated AUM into US dollars for reporting purposes.
(2) (3) Average AUM is calculated as the average of the month-end spot AUM amounts for the trailing four months.

The following table presents the component changes in AUM by investment style and product type for the three months ended March 31, 2024 June 30, 2024.

(in millions)	December 31, 2023	Net inflows (outflows)	Market change	FX impact(1)	March 31, 2024	Average AUM(2)	March 31, 2024	Net inflows (outflows)	Acquisition(1)	Market change	FX impact(2)	June 30, 2024	Average AUM(3)
Active:													
Equity	$ 427,448	$ (587)	$ 31,599	$ (2,795)	$ 455,665	$ 437,270	$ 455,665	$ (421)	$ 4,074	$ 8,160	$ (960)	$ 466,518	$ 456,842
Fixed income	1,123,422	9,193	(967)	(4,442)	1,127,206	1,121,126	1,127,206	(8,543)	—	(948)	(5,137)	1,112,578	1,120,880
Multi-asset	856,705	7,133	35,675	(5,327)	894,186	868,251	894,186	4,440	—	11,515	(1,244)	908,897	891,905
Alternatives	213,603	(842)	3,260	(1,145)	214,876	213,885	214,876	918	—	(81)	(200)	215,513	214,554
Active subtotal	2,621,178	14,897	69,567	(13,709)	2,691,933	2,640,532	2,691,933	(3,606)	4,074	18,646	(7,541)	2,703,506	2,684,181

Index and ETFs:													
ETFs:													
Equity	2,532,631	36,754	191,180	(7,789)	2,752,776	2,617,233	2,752,776	44,453	—	37,009	(3,970)	2,830,268	2,749,800
Fixed income	898,403	18,208	(8,715)	(3,141)	904,755	901,248	904,755	34,488	—	(7,060)	(966)	931,217	910,137
Multi-asset	9,140	(445)	416	(68)	9,043	8,897	9,043	86	—	107	(32)	9,204	9,006
Alternatives	59,125	12,723	7,281	(61)	79,068	66,468	79,068	4,114	—	1,913	(10)	85,085	82,768
ETFs subtotal	3,499,299	67,240	190,162	(11,059)	3,745,642	3,593,846	3,745,642	83,141	—	31,969	(4,978)	3,855,774	3,751,711
Non-ETF Index:													
Non-ETF index:													
Equity	2,333,265	(17,746)	218,187	(24,295)	2,509,411	2,409,625	2,509,411	(37,594)	—	69,568	(11,036)	2,530,349	2,487,685
Fixed income	782,201	14,335	(4,116)	(18,636)	773,784	770,910	773,784	9,464	—	237	(11,396)	772,089	765,564
Multi-asset	4,959	(1,591)	44	(44)	3,368	4,212	3,368	(66)	—	29	(20)	3,311	3,661
Alternatives	3,256	(721)	71	(26)	2,580	3,006	2,580	27	—	65	(22)	2,650	2,679
Non-ETF Index subtotal	3,123,681	(5,723)	214,186	(43,001)	3,289,143	3,187,753							
Non-ETF index subtotal	3,289,143	(28,169)	—	69,899	(22,474)	3,308,399	3,259,589						
Index & ETFs subtotal	6,622,980	61,517	404,348	(54,060)	7,034,785	6,781,599	7,034,785	54,972	—	101,868	(27,452)	7,164,173	7,011,300
Long-term	**9,244,158**	**76,414**	**473,915**	**(67,769)**	**9,726,718**	**9,422,131**	**9,726,718**	**51,366**	**4,074**	**120,514**	**(34,993)**	**9,867,679**	**9,695,481**
Cash management	764,837	(19,224)	2,480	(2,311)	745,782	755,039	745,782	30,199	—	2,513	(452)	778,042	762,370
Total	**$ 10,008,995**	**$ 57,190**	**$ 476,395**	**$ (70,080)**	**$ 10,472,500**	**$ 10,177,170**	**$ 10,472,500**	**$ 81,565**	**$ 4,074**	**$ 123,027**	**$ (35,445)**	**$ 10,645,721**	**$ 10,457,851**

The following table presents the component changes in AUM by product type for the three months ended March 31, 2024 June 30, 2024.

(in millions)	**December 31, 2023**	**Net inflows (outflows)**	**Market change**	**FX impact(1)**	**March 31, 2024**	**Average AUM(2)**	**March 31, 2024**	**Net inflows (outflows)**	**Acquisition(1)**	**Market change**	**FX impact(2)**	**June 30, 2024**	**Average AUM(3)**
Equity	$ 5,293,344	$ 18,421	$ 440,966	$ (34,879)	$ 5,717,852	$ 5,464,128	$ 5,717,852	$ 6,438	$ 4,074	$ 114,737	$ (15,966)	$ 5,827,135	$ 5,694,327
Fixed income	2,804,026	41,736	(13,798)	(26,219)	2,805,745	2,793,284	2,805,745	35,409	—	(7,771)	(17,499)	2,815,884	2,796,581
Multi-asset	870,804	5,097	36,135	(5,439)	906,597	881,360	906,597	4,460	—	11,651	(1,296)	921,412	904,572
Alternatives:													
Illiquid alternatives	136,909	1,214	(132)	(737)	137,254	136,617	137,254	1,987	—	(1,151)	(222)	137,868	137,285
Liquid alternatives	74,233	(1,914)	3,375	(329)	75,365	74,923	75,365	(1,009)	—	1,046	81	75,483	75,105
Currency and commodities(3)	64,842	11,860	7,369	(166)	83,905	71,819							
Currency and commodities(4)	83,905	4,081	—	2,002	(91)	89,897	87,611						
Alternatives subtotal	275,984	11,160	10,612	(1,232)	296,524	283,359	296,524	5,059	—	1,897	(232)	303,248	300,001
Long-term	**9,244,158**	**76,414**	**473,915**	**(67,769)**	**9,726,718**	**9,422,131**	**9,726,718**	**51,366**	**4,074**	**120,514**	**(34,993)**	**9,867,679**	**9,695,481**
Cash management	764,837	(19,224)	2,480	(2,311)	745,782	755,039	745,782	30,199	—	2,513	(452)	778,042	762,370
Total	**$ 10,008,995**	**$ 57,190**	**$ 476,395**	**$ (70,080)**	**$ 10,472,500**	**$ 10,177,170**	**$ 10,472,500**	**$ 81,565**	**$ 4,074**	**$ 123,027**	**$ (35,445)**	**$ 10,645,721**	**$ 10,457,851**

[1] Amounts include AUM attributable to the SpiderRock Transaction.
[2] Foreign exchange reflects the impact of translating non-US dollar denominated AUM into US dollars for reporting purposes.
[2][3] Average AUM is calculated as the average of the month-end spot AUM amounts for the trailing four months.
[3][4] Amounts include commodity ETFs.ETFs.

AUM increased $464 billion $173 billion to $10.6 trillion at June 30, 2024 from $10.5 trillion at March 31, 2024, driven by net market appreciation and net inflows, partially offset by the negative impact of foreign exchange movements.

Long-term net inflows of $76 billion $51 billion were comprised of net inflows of $67 billion, $7 billion $83 billion and $2 billion $6 billion from ETFs and retail, and respectively, partially offset by net outflows of $37 billion from institutional clients, respectively. clients. Net flows in long-term products are described below.

- ETFs net inflows of $67 billion $83 billion were led by net inflows of $37 billion into fixed income and core equity ETFs, $18 billion into fixed income ETFs which saw billion and $13 billion into alternatives ETFs. Alternatives ETFs $32 billion of net inflows, were driven by flows into the Company's Bitcoin ETF. respectively.
- Retail net inflows of $7 billion $6 billion reflected net inflows into equity and fixed income.
- Institutional active net outflows of $2 billion were impacted by an approximately $20 billion redemption from a single fixed income client.
- Institutional index net outflows of $35 billion were concentrated in low-fee index equities, partially offset by fixed income net inflows.

Cash management AUM increased to $778 billion, driven by net inflows from US government, international, and prime money market funds.

Net market appreciation of $123 billion was primarily driven by global equity market appreciation.

AUM decreased $35 billion due to the impact of foreign exchange movements, primarily due to the strengthening of the US dollar, largely against the Japanese yen.

Component Changes in AUM for the Six Months Ended June 30, 2024

The following table presents the component changes in AUM by client type and product type for the six months ended June 30, 2024.

(in millions)	December 31, 2023	Net inflows (outflows)	Acquisition[1]	Market change	FX impact[2]	June 30, 2024	Average AUM[3]
Retail:							
Equity	$ 435,734	$ 10,177	$ 4,074	$ 42,461	$ (2,019)	$ 490,427	$ 461,772
Fixed income	312,799	4,799	—	(821)	(3,145)	313,632	313,187
Multi-asset	139,537	(599)	—	9,119	(338)	147,719	143,318
Alternatives	41,627	(1,522)	—	440	(171)	40,374	41,070
Retail subtotal	929,697	12,855	4,074	51,199	(5,673)	992,152	959,347
ETFs:							
Equity	2,532,631	81,208	—	228,188	(11,759)	2,830,268	2,673,622
Fixed income	898,403	52,696	—	(15,775)	(4,107)	931,217	905,827
Multi-asset	9,140	(359)	—	522	(99)	9,204	8,938
Alternatives	59,125	16,837	—	9,194	(71)	85,085	73,982
ETFs subtotal	3,499,299	150,382	—	222,129	(16,036)	3,855,774	3,662,369
Institutional:							
Active:							

Equity	186,688	3,688	—	20,270	(2,469)	208,177	197,348
Fixed income	836,823	(4,839)	—	(1,515)	(6,753)	823,716	831,852
Multi-asset	717,182	12,177	—	38,069	(6,234)	761,194	734,758
Alternatives	171,980	1,600	—	2,739	(1,174)	175,145	173,057
Active subtotal	1,912,673	12,626	—	59,563	(16,630)	1,968,232	1,937,015
Index:							
Equity	2,138,291	(70,214)	—	264,784	(34,598)	2,298,263	2,226,681
Fixed income	756,001	24,488	—	(3,457)	(29,713)	747,319	742,521
Multi-asset	4,945	(1,662)	—	76	(64)	3,295	4,005
Alternatives	3,252	(696)	—	136	(48)	2,644	2,880
Index subtotal	2,902,489	(48,084)	—	261,539	(64,423)	3,051,521	2,976,087
Institutional subtotal	4,815,162	(35,458)	—	321,102	(81,053)	5,019,753	4,913,102
Long-term	**9,244,158**	**127,779**	**4,074**	**594,430**	**(102,762)**	**9,867,679**	**9,534,818**
Cash management	764,837	10,975	—	4,992	(2,762)	778,042	760,551
Total	**$ 10,008,995**	**$ 138,754**	**$ 4,074**	**$ 599,422**	**$ (105,524)**	**$ 10,645,721**	**$ 10,295,369**

(1) Amounts include AUM attributable to the SpiderRock Transaction.
(2) Foreign exchange reflects the impact of translating non-US dollar denominated AUM into US dollars for reporting purposes.
(3) Average AUM is calculated as the average of the month-end spot AUM amounts for the trailing seven months.

The following table presents the component changes in AUM by investment style and product type for the six months ended June 30, 2024.

(in millions)	December 31, 2023	Net inflows (outflows)	Acquisition(1)	Market change	FX impact(2)	June 30, 2024	Average AUM(3)
Active:							
Equity	$ 427,448	$ (1,009)	$ 4,074	$ 39,760	$ (3,755)	$ 466,518	$ 445,825
Fixed income	1,123,422	649	—	(1,914)	(9,579)	1,112,578	1,120,116
Multi-asset	856,705	11,572	—	47,192	(6,572)	908,897	878,063
Alternatives	213,603	76	—	3,179	(1,345)	215,513	214,125
Active subtotal	2,621,178	11,288	4,074	88,217	(21,251)	2,703,506	2,658,129
Index and ETFs:							
ETFs:							
Equity	2,532,631	81,208	—	228,188	(11,759)	2,830,268	2,673,622
Fixed income	898,403	52,696	—	(15,775)	(4,107)	931,217	905,827
Multi-asset	9,140	(359)	—	522	(99)	9,204	8,938
Alternatives	59,125	16,837	—	9,194	(71)	85,085	73,982
ETFs subtotal	3,499,299	150,382	—	222,129	(16,036)	3,855,774	3,662,369
Non-ETF index:							
Equity	2,333,265	(55,340)	—	287,755	(35,331)	2,530,349	2,439,976
Fixed income	782,201	23,799	—	(3,879)	(30,032)	772,089	767,444
Multi-asset	4,959	(1,656)	—	72	(64)	3,311	4,018
Alternatives	3,256	(694)	—	136	(48)	2,650	2,882
Non-ETF index subtotal	3,123,681	(33,891)	—	284,084	(65,475)	3,308,399	3,214,320
Index & ETFs subtotal	6,622,980	116,491	—	506,213	(81,511)	7,164,173	6,876,689
Long-term	**9,244,158**	**127,779**	**4,074**	**594,430**	**(102,762)**	**9,867,679**	**9,534,818**
Cash management	764,837	10,975	—	4,992	(2,762)	778,042	760,551

Total	**$ 10,008,995**	**$ 138,754**	**$ 4,074**	**$ 599,422**	**$ (105,524)**	**$ 10,645,721**	**$ 10,295,369**

The following table presents the component changes in AUM by product type for the six months ended June 30, 2024.

(in millions)	**December 31, 2023**	**Net inflows (outflows)**	**Acquisition(1)**	**Market change**	**FX impact(2)**	**June 30, 2024**	**Average AUM(3)**
Equity	$ 5,293,344	$ 24,859	$ 4,074	$ 555,703	$ (50,845)	$ 5,827,135	$ 5,559,423
Fixed income	2,804,026	77,144	—	(21,568)	(43,718)	2,815,884	2,793,387
Multi-asset	870,804	9,557	—	47,786	(6,735)	921,412	891,019
Alternatives:							
Illiquid alternatives	136,909	3,200	—	(1,281)	(960)	137,868	136,909
Liquid alternatives	74,233	(2,923)	—	4,420	(247)	75,483	74,964
Currency and commodities(4)	64,842	15,942	—	9,370	(257)	89,897	79,116
Alternatives subtotal	275,984	16,219	—	12,509	(1,464)	303,248	290,989
Long-term	**9,244,158**	**127,779**	**4,074**	**594,430**	**(102,762)**	**9,867,679**	**9,534,818**
Cash management	764,837	10,975	—	4,992	(2,762)	778,042	760,551
Total	**$ 10,008,995**	**$ 138,754**	**$ 4,074**	**$ 599,422**	**$ (105,524)**	**$ 10,645,721**	**$ 10,295,369**

(1) Amounts include AUM attributable to the SpiderRock Transaction.
(2) Foreign exchange reflects the impact of translating non-US dollar denominated AUM into US dollars for reporting purposes.
(3) Average AUM is calculated as the average of the month-end spot AUM amounts for the trailing seven months.
(4) Amounts include commodity ETFs.

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AUM increased $637 billion to $10.6 trillion at June 30, 2024 from $10.0 trillion at December 31, 2023, driven by net market appreciation and net inflows, partially offset by the negative impact of foreign exchange movements.

Long-term net inflows of $128 billion were comprised of net inflows of $150 billion and $13 billion from ETFs and retail, respectively, partially offset by net outflows of $35 billion from institutional clients. Net flows in long-term products are described below.

- ETFs net inflows of $150 billion were led by core equity and fixed income ETFs, which saw $69 billion and $53 billion of net inflows, respectively, and $18 billion BlackRock's Bitcoin exchange-traded product ("ETP").
- Retail net inflows of $13 billion primarily reflected net inflows into equity and fixed income.
- Institutional active net inflows of $15 billion $13 billion were led by *LifePath®* LifePath® targe-date strategies and outsourcing mandates. mandates and were impacte the previously mentioned single client fixed income redemption.
- Institutional index net outflows of $13 billion primarily reflected equity net outflows, $48 billion were concentrated in low-fee index equities, partially offset by fixed inc net inflows. inflows with client asset allocation activity.

Cash management AUM decreased increased to $746 billion $778 billion, driven by seasonal net outflows inflows from US government prime and international money market funds.

Net market appreciation of $476 billion $599 billion was primarily driven by global equity market appreciation.

AUM decreased $70 billion $106 billion due to the impact of foreign exchange movements, primarily due to the strengthening of the US dollar, largely against the Japanese yen and the euro.

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Component Changes in AUM for the Twelve Months Ended March 31, 2024 June 30, 2024

The following table presents the component changes in AUM by client type and product type for the twelve months ended March 31, 2024 June 30, 2024.

(in millions)	March 31, 2023	Net inflows (outflows)	Acquisition(1)	Market change	FX impact(2)	March 31, 2024	Average AUM(3)	June 30, 2023	Net inflows (outflows)	Acquisition(1)	Market change	FX impact(2)	June 30, 2024	Avera AUM
Retail:														
Equity	$ 394,274	$ 4,900	$ —	$ 71,775	$ 489	$ 471,438	$ 418,650	$ 415,475	$ 8,992	$ 4,074	$ 63,294	$ (1,408)	$ 490,427	$ 437
Fixed income	305,937	(25)	—	7,456	1,636	315,004	307,972	309,449	(2,454)	—	8,947	(2,310)	313,632	309
Multi-asset	128,681	1,752	—	15,678	71	146,182	134,592	133,546	(237)	—	14,671	(261)	147,719	138
Alternatives	48,087	(8,221)	—	1,462	33	41,361	43,616	45,160	(5,990)	—	1,311	(107)	40,374	42
Retail subtotal	876,979	(1,594)	—	96,371	2,229	973,985	904,830	903,630	311	4,074	88,223	(4,086)	992,152	926
ETFs:														
Equity	2,191,437	128,083	—	436,890	(3,634)	2,752,776	2,375,459	2,309,054	158,646	—	371,082	(8,514)	2,830,268	2,504
Fixed income	810,776	96,651	—	(1,816)	(856)	904,755	853,864	837,759	96,399	—	(378)	(2,563)	931,217	875
Multi-asset	7,688	436	—	926	(7)	9,043	8,176	7,892	546	—	851	(85)	9,204	8
Alternatives	64,402	6,307	—	8,347	12	79,068	63,365	61,227	11,033	—	12,856	(31)	85,085	67
ETFs subtotal	3,074,303	231,477	—	444,347	(4,485)	3,745,642	3,300,864	3,215,932	266,624	—	384,411	(11,193)	3,855,774	3,455
Institutional:														
Active:														
Equity	176,053	(6,313)	—	34,025	(723)	203,042	180,695	178,057	509	—	31,362	(1,751)	208,177	186
Fixed income	814,637	(5,693)	—	30,449	(2,595)	836,798	808,740	807,167	(11,177)	—	32,711	(4,985)	823,716	812
Multi-asset	629,018	35,366	—	84,191	(558)	748,017	674,967	664,069	24,325	—	77,035	(4,235)	761,194	700
Alternatives	158,632	6,897	2,177	5,952	(139)	173,519	166,809	163,426	5,149	2,177	4,967	(574)	175,145	170
Active subtotal	1,778,340	30,257	2,177	154,617	(4,015)	1,961,376	1,831,211	1,812,719	18,806	2,177	146,075	(11,545)	1,968,232	1,870
Index:														
Equity	1,945,580	(112,948)	—	481,253	(23,289)	2,290,596	2,056,449	2,058,758	(143,670)	—	407,810	(24,635)	2,298,263	2,126
Fixed income	722,394	40,014	—	5,469	(18,689)	749,188	720,887	714,476	39,767	—	16,379	(23,303)	747,319	725
Multi-asset	6,493	(3,346)	—	351	(143)	3,355	5,296	6,420	(3,331)	—	272	(66)	3,295	4
Alternatives	3,244	(695)	—	67	(40)	2,576	3,184	3,136	(668)	—	214	(38)	2,644	3
Index subtotal	2,677,711	(76,975)	—	487,140	(42,161)	3,045,715	2,785,816	2,782,790	(107,902)	—	424,675	(48,042)	3,051,521	2,860
Institutional subtotal	4,456,051	(46,718)	2,177	641,757	(46,176)	5,007,091	4,617,027	4,595,509	(89,096)	2,177	570,750	(59,587)	5,019,753	4,730
Long-term	**8,407,333**	**183,165**	**2,177**	**1,182,475**	**(48,432)**	**9,726,718**	**8,822,721**	**8,715,071**	**177,839**	**6,251**	**1,043,384**	**(74,866)**	**9,867,679**	**9,113**
Cash management	682,938	52,403	—	9,391	1,050	745,782	719,487	710,141	59,130	—	10,020	(1,249)	778,042	739
Total	**$ 9,090,271**	**$ 235,568**	**$ 2,177**	**$ 1,191,866**	**$ (47,382)**	**$ 10,472,500**	**$ 9,542,208**	**$ 9,425,212**	**$ 236,969**	**$ 6,251**	**$ 1,053,404**	**$ (76,115)**	**$ 10,645,721**	**$ 9,852**

(1) Amounts include AUM attributable to the SpiderRock Transaction and the acquisition of Kreos Capital in August 2023 (the "Kreos Transaction").
(2) Foreign exchange reflects the impact of translating non-US dollar denominated AUM into US dollars for reporting purposes.
(3) Average AUM is calculated as the average of the month-end spot AUM amounts for the trailing thirteen months.

The following table presents the component changes in AUM by investment style and product type for the twelve months ended March 31, 2024 June 30, 2024.

(in millions)	March 31, 2023	Net inflows (outflows)	Acquisition(1)	Market change	FX impact(2)	March 31, 2024	Average AUM(3)	June 30, 2023	Net inflows (outflows)	Acquisition(1)	Market change	FX impact(2)	June 30, 2024	Averag AUM(3)
Active:														
Equity	$ 410,889	$ (22,266)	$ —	$ 67,830	$ (788)	$ 455,665	$ 417,566	$ 418,663	$ (12,958)	$ 4,074	$ 59,442	$ (2,703)	$ 466,518	$ 428,4
Fixed income	1,098,737	(7,696)	—	37,357	(1,192)	1,127,206	1,091,806	1,091,544	(12,492)	—	40,658	(7,132)	1,112,578	1,096,9
Multi-asset	757,692	37,114	—	99,866	(486)	894,186	809,548	797,605	24,079	—	91,709	(4,496)	908,897	838,8
Alternatives	206,716	(1,325)	2,177	7,414	(106)	214,876	210,424	208,584	(843)	2,177	6,276	(681)	215,513	212,1
Active subtotal	2,474,034	5,827	2,177	212,467	(2,572)	2,691,933	2,529,344	2,516,396	(2,214)	6,251	198,085	(15,012)	2,703,506	2,576,4
Index and ETFs:														
ETFs:														
Equity	2,191,437	128,083	—	436,890	(3,634)	2,752,776	2,375,459	2,309,054	158,646	—	371,082	(8,514)	2,830,268	2,504,1
Fixed income	810,776	96,651	—	(1,816)	(856)	904,755	853,864	837,759	96,399	—	(378)	(2,563)	931,217	875,0
Multi-asset	7,688	436	—	926	(7)	9,043	8,176	7,892	546	—	851	(85)	9,204	8,4
Alternatives	64,402	6,307	—	8,347	12	79,068	63,365	61,227	11,033	—	12,856	(31)	85,085	67,7
ETFs subtotal	3,074,303	231,477	—	444,347	(4,485)	3,745,642	3,300,864	3,215,932	266,624	—	384,411	(11,193)	3,855,774	3,455,4
Non-ETF Index:														
Non-ETF index:														
Equity	2,105,018	(92,095)	—	519,223	(22,735)	2,509,411	2,238,228	2,233,627	(121,211)	—	443,024	(25,091)	2,530,349	2,322,3
Fixed income	744,231	41,992	—	6,017	(18,456)	773,784	745,793	739,548	38,628	—	17,379	(23,466)	772,089	751,0
Multi-asset	6,500	(3,342)	—	354	(144)	3,368	5,307	6,430	(3,322)	—	269	(66)	3,311	4,7
Alternatives	3,247	(694)	—	67	(40)	2,580	3,185	3,138	(666)	—	216	(38)	2,650	3,0
Non-ETF Index subtotal	2,858,996	(54,139)	—	525,661	(41,375)	3,289,143	2,992,513							
Non-ETF index subtotal	2,982,743	(86,571)	—	460,888	(48,661)	3,308,399	3,081,226							
Index & ETFs subtotal	5,933,299	177,338	—	970,008	(45,860)	7,034,785	6,293,377	6,198,675	180,053	—	845,299	(59,854)	7,164,173	6,536,6
Long-term	**8,407,333**	**183,165**	**2,177**	**1,182,475**	**(48,432)**	**9,726,718**	**8,822,721**	**8,715,071**	**177,839**	**6,251**	**1,043,384**	**(74,866)**	**9,867,679**	**9,113,0**
Cash management	682,938	52,403	—	9,391	1,050	745,782	719,487	710,141	59,130	—	10,020	(1,249)	778,042	739,5
Total	**$ 9,090,271**	**$ 235,568**	**$ 2,177**	**$ 1,191,866**	**$ (47,382)**	**$ 10,472,500**	**$ 9,542,208**	**$ 9,425,212**	**$ 236,969**	**$ 6,251**	**$ 1,053,404**	**$ (76,115)**	**$ 10,645,721**	**$ 9,852,6**

The following table presents the component changes in AUM by product type for the twelve months ended March 31, 2024 June 30, 2024.

(in millions)	March 31, 2023	Net inflows (outflows)	Acquisition(1)	Market change	FX impact(2)	March 31, 2024	Average AUM(3)	June 30, 2023	Net inflows (outflows)	Acquisition(1)	Market change	FX impact(2)	June 30, 2024	Averag AUM(
Equity	$ 4,707,344	$ 13,722	$ —	$ 1,023,943	$ (27,157)	$ 5,717,852	$ 5,031,253	$ 4,961,344	$ 24,477	$ 4,074	$ 873,548	$ (36,308)	$ 5,827,135	$ 5,254,
Fixed income	2,653,744	130,947	—	41,558	(20,504)	2,805,745	2,691,463	2,668,851	122,535	—	57,659	(33,161)	2,815,884	2,723,
Multi-asset	771,880	34,208	—	101,146	(637)	906,597	823,031	811,927	21,303	—	92,829	(4,647)	921,412	852,
Alternatives:														
Illiquid alternatives	123,416	10,446	2,177	1,128	87	137,254	131,461	127,678	9,384	2,177	(881)	(490)	137,868	134,

Liquid alternatives	80,151	(11,159)	—	6,420	(47)	75,365	76,294	78,056	(9,684)	—	7,191	(80)	75,483	75,
Currency and commodities(4)	70,798	5,001	—	8,280	(174)	83,905	69,219	67,215	9,824	—	13,038	(180)	89,897	73,
Alternatives subtotal	274,365	4,288	2,177	15,828	(134)	296,524	276,974	272,949	9,524	2,177	19,348	(750)	303,248	283,
Long-term	**8,407,333**	**183,165**	**2,177**	**1,182,475**	**(48,432)**	**9,726,718**	**8,822,721**	**8,715,071**	**177,839**	**6,251**	**1,043,384**	**(74,866)**	**9,867,679**	**9,113,**
Cash management	682,938	52,403	—	9,391	1,050	745,782	719,487	710,141	59,130	—	10,020	(1,249)	778,042	739,
Total	**$ 9,090,271**	**$ 235,568**	**$ 2,177**	**$ 1,191,866**	**$ (47,382)**	**$ 10,472,500**	**$ 9,542,208**	**$ 9,425,212**	**$ 236,969**	**$ 6,251**	**$ 1,053,404**	**$ (76,115)**	**$ 10,645,721**	**$ 9,852,**

(1) Amounts include AUM attributable to the SpiderRock Transaction and the Kreos Transaction.
(2) Foreign exchange reflects the impact of translating non-US dollar denominated AUM into US dollars for reporting purposes.
(3) Average AUM is calculated as the average of the month-end spot AUM amounts for the trailing thirteen months.
(4) Amounts include commodity ETFs.

AUM increased $1.4 trillion $1.2 trillion to $10.5 trillion $10.6 trillion at March 31, 2024 June 30, 2024 from $9.4 trillion at June 30, 2023, driven by net market appreciation and net inflows, partially offset by the negative impact of foreign exchange movements.

Long-term net inflows of $183 billion $178 billion were comprised primarily of net inflows of $231 billion $267 billion from ETFs, partially offset by net outflows of $47 billion $89 billion from institutional clients and $2 billion from retail clients. Net flows in long-term products are described below.

- ETFs net inflows of $231 billion $267 billion were led by core equity and fixed income ETFs, which saw $135 billion and $96 billion of net inflows, respectively, and billion into alternatives ETFs. Alternatives ETFs net inflows were driven by net inflows flows into core equity and bond ETFs. the Company's Bitcoin ETP.
- Institutional active net inflows of $30 billion $19 billion were led by multi-asset net inflows and included the impact of several significant outsourcing mandates and continued growth of the Company's *LifePath* target-date strategies. strategies, partially offset by the impact of the previously mentioned single client fixed income redemption.
- Institutional index net outflows of $77 billion $108 billion primarily reflected $113 billion $144 billion of equity net outflows, partially offset by $40 billion $39 billion of income net inflows, as some clients sought to de-risk or rebalance.

Cash management AUM increased to $746 billion $778 billion, primarily due to net inflows from international and US government and international money market funds.

Net market appreciation of $1.2 trillion $1.1 trillion was driven by global equity market appreciation.

AUM decreased $47 billion $76 billion due to the impact of foreign exchange movements, primarily resulting from the strengthening of the US dollar, largely against the Japanese yen. yen and the euro.

DISCUSSION OF FINANCIAL RESULTS

The Company’s results of operations for the three and six months ended March 31, 2024 June 30, 2024 and 2023 are discussed below. For a further description of the Company’s revenue and expense, see the Company’s Company's Annual Report on Form 10-K for the year ended December 31, 2023, which was filed with the Securities and Exchange Commission on February 23, 2024 (“ ("2023 Form 10-K” 10-K").

Revenue

The table below presents detail of revenue for the three and six months ended March 31, 2024 June 30, 2024 and 2023 and includes the product type mix of base fees and securities lending revenue and performance fees.

(in millions)	Three Months Ended March 31, 2024	Three Months Ended March 31, 2023	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Revenue						
Investment advisory, administration fees and securities lending revenue:						
Equity:						
Active	$ 516	$ 500	$ 539	$ 506	$ 1,055	$ 1,006
ETFs	1,190	1,078	1,250	1,102	2,440	2,180
Non-ETF index	187	177	190	197	377	374
Equity subtotal	1,893	1,755	1,979	1,805	3,872	3,560
Fixed income:						
Active	484	468	481	482	965	950
ETFs	327	295	326	309	653	604
Non-ETF index	92	87	88	88	180	175
Fixed income subtotal	903	850	895	879	1,798	1,729
Multi-asset	314	296	313	300	627	596
Alternatives:						
Illiquid alternatives	240	201	241	206	481	407
Liquid alternatives	138	145	141	146	279	291
Currency and commodities(1)	45	46	59	49	104	95
Alternatives subtotal	423	392	441	401	864	793
Long-term	**3,533**	**3,293**	**3,628**	**3,385**	**7,161**	**6,678**
Cash management	245	209	247	226	492	435
Total investment advisory, administration fees and securities lending revenue	**3,778**	**3,502**	**3,875**	**3,611**	**7,653**	**7,113**
Investment advisory performance fees:						
Equity	8	6	28	15	36	21
Fixed income	4	1	5	—	9	1
Multi-asset	2	15	11	3	13	18
Alternatives:						
Illiquid alternatives	125	21	68	79	193	100
Liquid alternatives	65	12	52	21	117	33
Alternatives subtotal	190	33	120	100	310	133
Total investment advisory performance fees	**204**	**55**	**164**	**118**	**368**	**173**
Technology services revenue	**377**	**340**	**395**	**359**	**772**	**699**
Distribution fees	**310**	**319**	**318**	**319**	**628**	**638**
Advisory and other revenue:						
Advisory	13	14	11	31	24	45
Other	46	13	42	25	88	38
Total advisory and other revenue	**59**	**27**	**53**	**56**	**112**	**83**
Total revenue	**$ 4,728**	**$ 4,243**	**$ 4,805**	**$ 4,463**	**$ 9,533**	**$ 8,706**

(1) Amounts include commodity ETFs.

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The table below lists a percentage breakdown of base fees and securities lending revenue and average AUM by product type:

	Three Months Ended March 31,				Three Months Ended June 30,				Six Months Ended June 30,			
	Percentage of Base Fees and Securities Lending Revenue		Percentage of Average AUM by Product Type(1)		Percentage of Base Fees and Securities Lending Revenue		Percentage of Average AUM by Product Type(1)		Percentage of Base Fees and Securities Lending Revenue		Percentage of Average AUM by Product Type(2)	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
Equity:												
Active	14 %	14 %	4 %	5 %	14 %	14 %	4 %	4 %	14 %	14 %	4 %	5 %
ETFs	31 %	32 %	25 %	24 %	32 %	32 %	26 %	25 %	32 %	31 %	26 %	25 %
Non-ETF index	5 %	5 %	24 %	23 %	5 %	5 %	24 %	23 %	5 %	5 %	24 %	23 %
Equity subtotal	50 %	51 %	53 %	52 %	51 %	51 %	54 %	52 %	51 %	50 %	54 %	53 %
Fixed income:												
Active	13 %	13 %	11 %	12 %	13 %	13 %	11 %	12 %	12 %	14 %	11 %	12 %
ETFs	9 %	9 %	9 %	9 %	8 %	9 %	9 %	9 %	9 %	8 %	9 %	9 %
Non-ETF index	2 %	2 %	8 %	8 %	2 %	2 %	7 %	8 %	2 %	2 %	7 %	8 %
Fixed income subtotal	24 %	24 %	28 %	29 %	23 %	24 %	27 %	29 %	23 %	24 %	27 %	29 %
Multi-asset	8 %	8 %	9 %	8 %	8 %	8 %	9 %	9 %	8 %	8 %	9 %	8 %
Alternatives:												
Illiquid alternatives	6 %	6 %	1 %	1 %	6 %	6 %	1 %	1 %	6 %	6 %	1 %	1 %
Liquid alternatives	4 %	4 %	1 %	1 %	4 %	4 %	1 %	1 %	4 %	4 %	1 %	1 %
Currency and commodities(2) (3)	1 %	1 %	1 %	1 %	2 %	1 %	1 %	1 %	1 %	2 %	1 %	1 %
Alternatives subtotal	11 %	11 %	3 %	3 %	12 %	11 %	3 %	3 %	11 %	12 %	3 %	3 %
Long-term	**93 %**	**94 %**	**93 %**	**92 %**	**94 %**	**94 %**	**93 %**	**93 %**	**93 %**	**94 %**	**93 %**	**93 %**
Cash management	7 %	6 %	7 %	8 %	6 %	6 %	7 %	7 %	7 %	6 %	7 %	7 %
Total AUM	**100 %**	**100 %**	**100 %**	**100 %**	**100 %**	**100 %**	**100 %**	**100 %**	**100 %**	**100 %**	**100 %**	**100 %**

(1) Average AUM is calculated as the average of the month-end spot AUM amounts for the trailing four months.
(2) Average AUM is calculated as the average of the month-end spot AUM amounts for the trailing seven months.
(3) Amounts include commodity ETFs.

Three Months Ended March 31, 2024 June 30, 2024 Compared with Three Months Ended March 31, 2023 June 30, 2023

Revenue increased $485 million $342 million, or 11% 8%, from the three months ended March 31, 2023 June 30, 2023, primarily driven by organic base fee growth, the positive impact of markets on average AUM, organic base fee growth, and higher performance fees and technology services revenue.

Investment advisory, administration fees and securities lending revenue of $3.8 billion $3.9 billion increased $276 million $264 million from $3.5 billion $3.6 billion for the three months ended March 31, 2023 June 30, 2023, primarily driven by positive organic base fee growth and the impact of market beta on average AUM, positive organic base fee growth and the effect of one additional day in the current quarter, partially offset by lower securities lending revenue. Securities lending revenue of $151 million $154 million decreased from $167 million $184 million for the three months ended March 31, 2023 June 30, 2023, primarily reflecting lower spreads.

Investment advisory performance fees of $204 million $164 million increased $149 million $46 million from $55 million $118 million for the three months ended March 31, 2023 June 30, 2023, reflecting higher revenue from liquid alternatives and long-only products, partially offset by lower revenue from illiquid alternatives.

Technology services revenue of $395 million increased $36 million from $359 million for the three months ended June 30, 2023, reflecting sustained demand for Aladdin technology offerings.

Six Months Ended June 30, 2024 Compared with Six Months Ended June 30, 2023

Revenue increased $827 million, or 9%, from the six months ended June 30, 2023, primarily driven by organic base fee growth, the positive impact of markets on average AUM, and higher performance fees and technology services revenue.

Investment advisory, administration fees and securities lending revenue of $7.7 billion increased $540 million from $7.1 billion for the six months ended June 30, 2023, primarily driven by organic base fee growth and the impact of market beta on average AUM, partially offset by lower securities lending revenue. Securities lending revenue of $305 million decreased from $351 million for the six months ended June 30, 2023, primarily reflecting lower spreads.

Investment advisory performance fees of $368 million increased $195 million from $173 million for the six months ended June 30, 2023, primarily reflecting higher revenue from both illiquid and liquid alternative products.

Technology services revenue of $377 million $772 million increased $37 million $73 million from $340 million $699 million for the three six months ended March 31, 2023 June 30, 2023, reflecting sustained demand for Aladdin technology offerings.

Total advisory Advisory and other revenue of $59 million $112 million increased $32 million $29 million from $27 million $83 million for the three six months ended March 31, 2023 June 30, 2023, reflecting higher transition management assignments and the impact of presenting earnings (losses) from certain equity method minority investments within nonoperating income (expense) beginning in the first quarter of 2024. 2024, partially offset by lower revenue from advisory assignments.

Expense

The following table presents expense for the three and six months ended March 31, 2024 June 30, 2024 and 2023.

	Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions)	2024	2023	2024	2023	2024	2023
Expense						
Employee compensation and benefits	$ 1,580	$ 1,427	$ 1,503	$ 1,429	$ 3,083	$ 2,856
Sales, asset and account expense(1):						
Distribution and servicing costs	518	505	539	518	1,057	1,023
Direct fund expense	338	315	358	344	696	659
Sub-advisory and other	32	26	32	27	64	53
Total sales, asset and account expense	888	846	929	889	1,817	1,735
General and administration expense:						
Marketing and promotional	82	74	76	74	158	148
Occupancy and office related	101	110	102	100	203	210
Portfolio services	66	68	63	69	129	137
Technology	160	135	157	141	317	276
Professional services	58	42	64	35	122	77
Communications	10	12	9	12	19	24
Foreign exchange remeasurement	2	(1)	2	2	4	1
Contingent consideration fair value adjustments	(7)	—	1	1	(6)	1
Other general and administration	57	55	60	59	117	114
Total general and administration expense	529	495	534	493	1,063	988
Amortization of intangible assets	38	37	39	37	77	74
Total expense	**$ 3,035**	**$ 2,805**	**$ 3,005**	**$ 2,848**	**$ 6,040**	**$ 5,653**

(1) Beginning in the first quarter of 2024, BlackRock updated the presentation of the Company's expense line items within the condensed consolidated statements of income by including a new "sales, asset, a account expense" income statement caption. Such expense line items have been recast for 2023 to conform to this new presentation. For a recast of 2023 expense line items, see page 12 of Exhibit 99.1 to t Current Report on Form 8-K furnished on April 12, 2024.

Three Months Ended March 31, 2024 June 30, 2024 Compared with Three Months Ended March 31, 2023 June 30, 2023

Expense increased $230 million $157 million, or 8% 6%, from the three months ended March 31, 2023 June 30, 2023, reflecting higher employee compensation and benefits expense, sales, asset and account expense and general and administration expense.

Employee compensation and benefits expense of $1.6 billion $1.5 billion increased $153 million $74 million from $1.4 billion for the three months ended March 31, 2023 June 30, 2023, reflecting higher incentive compensation, primarily as a result of higher operating income and performance fees.

Sales, assets asset and account expense of $888 million $929 million increased $42 million $40 million from $846 million $889 million for the three months ended March 31, 2023 June 30, 2023, driven by higher distribution and servicing costs and direct fund expense, primarily reflecting higher average AUM.

General and administration expense of $534 million increased $41 million from $493 million for the three months ended June 30, 2023, primarily due to higher professional services expense, including higher acquisition-related transaction costs, and higher technology expense in the current quarter.

Six Months Ended June 30, 2024 Compared with Six Months Ended June 30, 2023

Expense increased $387 million from the six months ended June 30, 2023, reflecting higher employee compensation and benefits expense, sales, asset and account expense and general and administration expense.

Employee compensation and benefits expense of $3.1 billion increased $227 million from $2.9 billion for the six months ended June 30, 2023, reflecting higher incentive compensation, primarily as a result of higher operating income and performance fees.

Sales, asset and account expense of $1.8 billion increased $82 million from $1.7 billion for the six months ended June 30, 2023, driven by higher direct fund expense and distribution and servicing costs, primarily reflecting higher average AUM.

General and administration expense of $529 million $1.1 billion increased $34 million $75 million from $495 million $988 million for the three six months ended March 31, 2023 June 30, 2023, primarily due to higher technology and professional services expense, including higher acquisition-related expenses transaction costs in the current quarter. year.

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Nonoperating Results

The summary of nonoperating income (expense), less net income (loss) attributable to NCI for the three and six months ended March 31, 2024 June 30, 2024 and 2023 was as follows:

(in millions)	Three Months Ended March 31, 2024	Three Months Ended March 31, 2023	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Nonoperating income (expense), GAAP basis	$ 220	$ 116	$ 214	$ 251	$ 434	$ 367
Less: Net income (loss) attributable to NCI	50	12	42	57	92	69
Nonoperating income (expense), net of NCI	170	104	172	194	342	298
Less: Hedge gain (loss) on deferred cash compensation plans(1)	31	17	7	16	38	33
Nonoperating income (expense), net of NCI, as adjusted(2)	$ 139	$ 87	$ 165	$ 178	$ 304	$ 265

(in millions)	Three Months Ended March 31, 2024	Three Months Ended March 31, 2023	Three Months Ended June 30, 2024	Three Months Ended June 30, 2023	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Net gain (loss) on investments, net of NCI						
Private equity	$ 8	$ 39	$ 15	$ 151	$ 23	$ 190
Real assets	(3)	6	9	2	6	8

Other alternatives(3)	14	6	10	4	24	10
Other investments(4)	31	12	34	(7)	65	5
Hedge gain (loss) on deferred cash compensation plans(1)	31	17	7	16	38	33
Subtotal	81	80	75	166	156	246
Other income/gain (expense/loss)(5)	40	(3)	45	8	85	5
Total net gain (loss) on investments, net of NCI	121	77	120	174	241	251
Interest and dividend income	141	86	178	89	319	175
Interest expense	(92)	(59)	(126)	(69)	(218)	(128)
Net interest income (expense)	49	27	52	20	101	47
Nonoperating income (expense), net of NCI	170	104	172	194	342	298
Less: Hedge gain (loss) on deferred cash compensation plans(1)	31	17	7	16	38	33
Nonoperating income (expense), net of NCI, as adjusted(2)	$ 139	$ 87	$ 165	$ 178	$ 304	$ 265

(1) Amount relates to the gain (loss) from economically hedging BlackRock's BlackRock's deferred cash compensation plans.

(2) Management believes nonoperating income (expense), net of NCI, as adjusted, is an effective measure for reviewing BlackRock's nonoperating results, which ultimately impacts BlackRock's book value. See *Non-GAAP Financial Measures* for further information on other non-GAAP financial measures.

(3) Amounts primarily include net gains (losses) related to credit funds, direct hedge fund strategies and hedge fund solutions.

(4) Amounts primarily include net gains (losses) related to BlackRock's seed investment portfolio, net of the impact of certain hedges.

(5) Amount for the three and six months ended March 31, 2024 June 30, 2024, includes include earnings (losses) from certain equity method minority investments, which the Company included recorded wit nonoperating income (expense) beginning in the first quarter of 2024. Additional amounts include 2024 and noncash pre-tax gains (losses) related to the revaluation of certain minority investments. In additi amount for the three and six months ended June 30, 2024 includes a noncash pre-tax gain in connection with the SpiderRock Transaction of approximately $19 million.

Income Tax Expense

	GAAP		As Adjusted		GAAP				As Adjusted			
	Three Months Ended March 31,		Three Months Ended March 31,		Three Months Ended June 30,		Six Months Ended June 30,		Three Months Ended June 30,		Six Months Ended June 30,	
(in millions)	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
Operating income(1)	$ 1,693	$ 1,438	$ 1,775	$ 1,511	$ 1,800	$ 1,615	$ 3,493	$ 3,053	$ 1,881	$ 1,675	$ 3,656	$ 3,186
Total nonoperating income (expense)(1)(2)	$ 170	$ 104	$ 139	$ 87	$ 172	$ 194	$ 342	$ 298	$ 165	$ 178	$ 304	$ 265
Income before income taxes(2)	$ 1,863	$ 1,542	$ 1,914	$ 1,598	$ 1,972	$ 1,809	$ 3,835	$ 3,351	$ 2,046	$ 1,853	$ 3,960	$ 3,451
Income tax expense	$ 290	$ 385	$ 441	$ 398	$ 477	$ 443	$ 767	$ 828	$ 496	$ 454	$ 937	$ 852
Effective tax rate	*15.6%*	*25.0%*	*23.0%*	*25.0%*	*24.2%*	*24.5%*	*20.0%*	*24.7%*	*24.2%*	*24.5%*	*23.7%*	*24.7%*

(1) As adjusted items are described in more detail in *Non-GAAP Financial Measures.*

(2) Net of net income (loss) attributable to NCI.

2024. Income tax expense for the three six months ended March 31, 2024 June 30, 2024 included a discrete tax benefit of $137 million recognized in connection with the reorganization and establishment of a more efficient global intellectual property and technology platform and corporate structure. This discrete tax benefit has been excluded from as adjusted results due to the nonrecurring nature of the reorganization. In addition, for the three six months ended March 31, 2024 June 30, 2024 income tax expense included $28 million $37 million of discrete tax benefits including a benefit primarily related to stock-based compensation awards that vested in the first quarter. 2024.

The Organisation for Economic Co-operation and Development ("OECD") has proposed certain international tax reforms, which, among other things, would (1) shift taxing rights to the jurisdiction of the consumer and (2) establish a global minimum tax for multinational companies of 15% (namely the "Pillar One" and "Pillar Two" Framework). European Union member states adopted, or plan to adopt, laws implementing the OECD's minimum tax rules under the Pillar Two Framework effective starting in 2024. Several other countries, including the UK, United Kingdom ("UK"), have changed or are considering changes to their tax law to implement the OECD's minimum tax proposal. As a result of these developments, the tax laws of certain countries in which BlackRock does business have and may continue to change, and any such changes could increase its tax liabilities. The Pillar Two Framework did not have a material impact on BlackRock's condensed consolidated financial statements for the three and six months ended March 31, 2024 June 30, 2024 and the Company is continuing to monitor legislative developments and evaluate the potential impact of the Pillar Two Framework on future periods.

2023. Income tax expense for the three six months ended March 31, 2023 June 30, 2023 included a $38 million $40 million of discrete tax benefit benefits primarily related to stock-based compensation awards that vested in the first quarter of 2023, offset by a $38 million discrete tax expense related to the resolution of certain outstanding tax matters.

STATEMENT OF FINANCIAL CONDITION OVERVIEW

As Adjusted Statement of Financial Condition

The following table presents a reconciliation of the condensed consolidated statement of financial condition presented on a GAAP basis to the condensed consolidated statement of financial condition, excluding the impact of separate account assets and separate account collateral held under securities lending agreements (directly related to lending separate account securities) and separate account liabilities and separate account collateral liabilities under securities lending agreements and consolidated sponsored investment products ("CIPs").

The Company presents the as adjusted statement of financial condition as additional information to enable investors to exclude certain assets that have equal and offsetting liabilities or NCI that ultimately do not have an impact on stockholders' equity or cash flows. Management views the as adjusted statement of financial condition, which contains non-GAAP financial measures, as an economic presentation of the Company's total assets and liabilities; however, it does not advocate that investors consider such non-GAAP financial measures in isolation from, or as a substitute for, financial information prepared in accordance with GAAP.

Separate Account Assets and Liabilities and Separate Account Collateral Held under Securities Lending Agreements

Separate account assets are maintained by BlackRock Life Limited, a wholly owned subsidiary of the Company that is a registered life insurance company in the United Kingdom ("UK"), UK, and represent segregated assets held for purposes of funding individual and group pension contracts. The Company records equal and offsetting separate account liabilities. The separate account assets are not available to creditors of the Company and the holders of the pension contracts have no recourse to the Company's assets. The net investment income attributable to separate account assets accrues directly to the contract owners and is not reported on the condensed consolidated statements of income. While BlackRock has no economic interest in these assets or liabilities, BlackRock earns an investment advisory fee for the service of managing these assets on behalf of its clients.

In addition, the Company records on its condensed consolidated statements of financial condition the separate account collateral obtained under BlackRock Life Limited securities lending arrangements for which it has legal title as its own asset in addition to an equal and offsetting separate account collateral liability for the obligation to return the collateral. The collateral is not available to creditors of the Company, and the borrowers under the securities lending arrangements have no recourse to the Company's assets.

Consolidated Sponsored Investment Products

The Company consolidates certain sponsored investment products accounted for as variable interest entities ("VIEs") and voting rights entities ("VREs"). See Note 2, *Significant Accounting Policies*, in the notes to the consolidated financial statements contained in the 2023 Form 10-K for more information on the Company's consolidation policy.

The Company cannot readily access cash and cash equivalents, or other assets held by CIPs to use in its operating activities. In addition, the Company cannot readily sell investments held by CIPs in order to obtain cash for use in the Company's operations.

	March 31, 2024				June 30, 2024			
(in millions)	GAAP Basis	Separate Account Assets/ Collateral(1)	CIPs(2)	As Adjusted	GAAP Basis	Separate Account Assets/ Collateral(1)	CIPs(2)	As Adjusted
Assets								

Cash and cash equivalents	$ 9,374	$ —	$ 382	$ 8,992	$ 10,228	$ —	$ 226	$ 10,002
Accounts receivable	3,961	—	—	3,961	3,987	—	—	3,987
Investments	10,337	—	1,929	8,408	10,216	—	2,213	8,003
Separate account assets and collateral held under securities lending agreements	59,374	59,374	—	—	59,453	59,453	—	—
Operating lease right-of-use assets	1,410	—	—	1,410	1,459	—	—	1,459
Other assets(3)	5,791	—	117	5,674	6,058	—	137	5,921
Subtotal	90,247	59,374	2,428	28,445	91,401	59,453	2,576	29,372
Goodwill and intangible assets, net	33,741	—	—	33,741	33,870	—	—	33,870
Total assets	$ 123,988	$ 59,374	$ 2,428	$ 62,186	$ 125,271	$ 59,453	$ 2,576	$ 63,242
Liabilities								
Accrued compensation and benefits	$ 1,061	$ —	$ —	$ 1,061	$ 1,456	$ —	$ —	$ 1,456
Accounts payable and accrued liabilities	1,445	—	—	1,445	1,351	—	—	1,351
Borrowings	9,860	—	—	9,860	9,857	—	—	9,857
Separate account liabilities and collateral liabilities under securities lending agreements	59,374	59,374	—	—	59,453	59,453	—	—
Deferred income tax liabilities(4)	3,456	—	—	3,456	3,405	—	—	3,405
Operating lease liabilities	1,772	—	—	1,772	1,821	—	—	1,821
Other liabilities	5,275	—	474	4,801	5,689	—	502	5,187
Total liabilities	82,243	59,374	474	22,395	83,032	59,453	502	23,077
Equity								
Total BlackRock, Inc. stockholders' equity	39,725	—	—	39,725	40,102	—	—	40,102
Noncontrolling interests	2,020	—	1,954	66	2,137	—	2,074	63
Total equity	41,745	—	1,954	39,791	42,239	—	2,074	40,165
Total liabilities and equity	$ 123,988	$ 59,374	$ 2,428	$ 62,186	$ 125,271	$ 59,453	$ 2,576	$ 63,242

(1) Amounts represent segregated client assets and related liabilities, in which BlackRock has no economic interest. BlackRock earns an investment advisory fee for the service of managing these assets on behalf its clients.
(2) Amounts represent the impact of consolidating CIPs.
(3) Amount includes property and equipment and other assets.
(4) Amount includes approximately $4.2 billion of deferred income tax liabilities related to goodwill and intangibles.intangibles.

The following discussion summarizes the significant changes in assets and liabilities on a GAAP basis. Please see the condensed consolidated statements of financial condition as of March 31, 2024 June 30, 2024 and December 31, 2023 contained in Part I, Item 1 of this filing. The discussion does not include changes related to assets and liabilities that are equal and offsetting and have no impact on BlackRock's stockholders' equity.

Assets. Cash and cash equivalents at March 31, 2024 and December 31, 2023 June 30, 2024 included $382 million and $288 million, respectively, $226 million of cash held by CIPs (see *Liquidity and Capital Resources* for details on the change in cash and cash equivalents during the three six months ended March 31, 2024 June 30, 2024). Accounts receivable at March 31, 2024 June 30, 2024 increased $45 million $71 million from December 31, 2023, primarily due to higher base fee receivables.Investments at March 31, 2024 June 30, 2024 increased $597 million $476 million from December 31, 2023 (for more information see *Investments* herein). Goodwill and intangible assets at March 31, 2024 decreased $41 million June 30, 2024 increased $88 million from December 31, 2023, primarily due to the SpiderRock Transaction, partially offset by amortization of intangible assets. Other assets at March 31, 2024 June 30, 2024 increased $831 million $1.1 billion from December 31, 2023, primarily related to an increase in unit trust receivables (substantially offset by an increase in unit trust payables recorded within other liabilities).

Liabilities. Accrued compensation and benefits at March 31, 2024 June 30, 2024 decreased $1.3 billion $937 million from December 31, 2023, primarily due to 2023 incentive compensation cash payments in the first quarter of 2024, partially offset by 2024 incentive compensation accruals. Accounts payable and accrued liabilities at June 30, 2024 increased $205 million $111 million from December 31, 2023, primarily due to higher current income taxes payable. interest on borrowings and increased accruals. Other liabilities at March 31, 2024 June 30, 2024 increased $801 million $1.2 billion from December 31, 2023, primarily due to higher unit trust payables (substantially offset by an increase in unit trust receivables recorded within other assets). Net deferred income tax liabilities at March 31, 2024 June 30, 2024 decreased $50 million $101 million from December 31, 2023, primarily due to the effects of temporary differences associated with the intellectual property reorganization and capitalized costs, partially offset by stock-based compensation.

Investments

The Company's investments were $10.3 billion $10.2 billion and $9.7 billion at March 31, 2024 June 30, 2024 and December 31, 2023, respectively. Investments include CIPs accounted for as VIEs and VREs. Management reviews BlackRock's investments on an "economic" basis, which eliminates the NCI portion of investments that does not impact BlackRock's book value or net income attributable to BlackRock. BlackRock's management does not advocate that investors consider such non-GAAP financial measures in isolation from, or as a substitute for, financial information prepared in accordance with GAAP.

The Company presents investments, as adjusted, to enable investors to understand the economic portion of investments that is owned by the Company as a gauge to measure the impact of changes in net nonoperating income (expense) on investments to net income (loss) attributable to BlackRock.

The Company further presents net "economic" investment exposure, net of deferred cash compensation investments and hedged exposures, to reflect another helpful measure for investors. The economic impact of investments held pursuant to deferred cash compensation plans is substantially offset by a change in associated compensation expense, and the impact of the portfolio of seed investments is mitigated by futures entered into as part of the Company's macro hedging strategy. Carried interest capital allocations are excluded as there is no impact to BlackRock's stockholders' equity until such amounts are realized as performance fees. Finally, the Company's regulatory investment in Federal Reserve Bank stock, which is not subject to market or interest rate risk, is excluded from the Company's net economic investment exposure.

(in millions)	March 31, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Investments, GAAP	**$ 10,337**	**$ 9,740**	**$ 10,216**	**$ 9,740**
Investments held by CIPs	(6,506)	(5,977)	(6,470)	(5,977)
Net interest in CIPs(1)	4,577	4,111	4,257	4,111
Investments, as adjusted	**8,408**	**7,874**	**8,003**	**7,874**
Investments related to deferred cash compensation plans	(210)	(264)	(183)	(264)
Hedged exposures	(1,816)	(1,771)	(1,691)	(1,771)
Federal Reserve Bank stock	(92)	(92)	(92)	(92)
Carried interest	(1,864)	(1,975)	(1,917)	(1,975)
Total "economic" investment exposure(2)	**$ 4,426**	**$ 3,772**	**$ 4,120**	**$ 3,772**

(1) Amounts include $1.8 billion and $1.9 billion of carried interest (VIEs) as of March 31, 2024 June 30, 2024 and December 31, 2023, respectively, which has no impact on the Company's "economic" investme exposure.

(2) Amounts do not include investments in corporate minority investments included in other assets on the condensed consolidated statements of financial condition.

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The following table represents the carrying value of the Company's economic investment exposure, by asset type, at March 31, 2024 June 30, 2024 and December 31, 2023:

(in millions)	March 31, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Equity/Fixed income/Multi-asset(1)	$ 2,973	$ 2,786	$ 3,094	$ 2,786
Alternatives:				
Private equity	1,306	1,491	1,219	1,491
Real assets	1,037	509	598	509
Other alternatives(2)	926	757	900	757
Alternatives subtotal	3,269	2,757	2,717	2,757
Hedged exposures	(1,816)	(1,771)	(1,691)	(1,771)
Total "economic" investment exposure	**$ 4,426**	**$ 3,772**	**$ 4,120**	**$ 3,772**

(1) Amounts include seed investments in equity, fixed income, fixed-income, and multi-asset mutual funds/strategies.

(2) Other alternatives primarily include co-investments in credit funds, direct hedge fund strategies, and hedge fund solutions.

As adjusted investment activity for the three six months ended March 31, 2024 June 30, 2024 was as follows:

(in millions)	Three Months Ended March 31, 2024	Six Months Ended June 30, 2024
Investments, as adjusted, beginning balance	**$ 7,874**	**$ 7,874**
Purchases/capital contributions	1,057	1,427
Sales/maturities	(321)	(1,040)
Distributions(1)	(175)	(358)
Market appreciation(depreciation)/earnings from equity method investments	113	186
Carried interest capital allocations/(distributions)	(111)	(58)
Other(2)	(29)	(28)
Investments, as adjusted, ending balance	**$ 8,408**	**$ 8,003**

(1) Amount includes distributions representing return of capital and return on investments.
(2) Amount includes the impact of foreign exchange movements.

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LIQUIDITY AND CAPITAL RESOURCES

BlackRock Cash Flows Excluding the Impact of CIPs

The condensed consolidated statements of cash flows include the cash flows of the CIPs. The Company uses an adjusted cash flow statement, which excludes the impact of CIPs, as a supplemental non-GAAP measure to assess liquidity and capital requirements. The Company believes that its cash flows, excluding the impact of the CIPs, provide investors with useful information on the cash flows of BlackRock relating to its ability to fund additional operating, investing and financing activities. BlackRock's management does not advocate that investors consider such non-GAAP measures in isolation from, or as a substitute for, its cash flows presented in accordance with GAAP.

The following table presents a reconciliation of the condensed consolidated statements of cash flows presented on a GAAP basis to the condensed consolidated statements of cash flows, excluding the impact of the cash flows of CIPs:

(in millions)	GAAP Basis	Impact on Cash Flows of CIPs	Cash Flows Excluding Impact of CIPs	GAAP Basis	Impact on Cash Flows of CIPs	Cash Flows Excluding Impact of CIPs
Cash, cash equivalents and restricted cash, December 31, 2023	**$ 8,753**	**$ 288**	**$ 8,465**	**$ 8,753**	**$ 288**	**$ 8,465**
Net cash provided by/(used in) operating activities	(408)	(650)	242	957	(1,058)	2,015
Net cash provided by/(used in) investing activities	(22)	356	(378)	141	(3)	144
Net cash provided by/(used in) financing activities	1,095	388	707	454	999	(545)
Effect of exchange rate changes on cash, cash equivalents and restricted cash	(27)	—	(27)	(60)	—	(60)
Net increase/(decrease) in cash, cash equivalents and restricted cash	638	94	544	1,492	(62)	1,554
Cash, cash equivalents and restricted cash, March 31, 2024	**$ 9,391**	**$ 382**	**$ 9,009**			
Cash, cash equivalents and restricted cash, June 30, 2024	**$ 10,245**	**$ 226**	**$ 10,019**			

Sources of BlackRock's operating cash primarily include base fees and securities lending revenue, performance fees, technology services revenue, advisory and other revenue and distribution fees. BlackRock uses its cash to pay all operating expenses, interest and principal on borrowings, income taxes, dividends and repurchases of the Company's stock, acquisitions, capital expenditures and purchases of co-investments and seed investments.

For details of the Company's GAAP cash flows from operating, investing and financing activities, see the condensed consolidated statements of cash flows contained in Part I, Item 1 of this filing.

Cash flows provided by/(used in) operating activities, excluding the impact of CIPs, primarily include the receipt of base fees, securities lending revenue, performance fees and technology services revenue, offset by the payment of operating expenses incurred in the normal course of business, including year-end incentive and deferred cash compensation accrued during prior years, and income tax payments.

Cash flows used in provided by investing activities, excluding the impact of CIPs, for the three six months ended March 31, 2024 June 30, 2024 were $378 million $144 million and primarily reflected $476 million of net investment purchases and $64 million of purchases of property and equipment, partially offset by $162 million reflecting $317 million of distributions of capital from equity method investees. investees, partially offset by $74 million related to the SpiderRock Transaction and $71 million of net purchases of property and equipment.

Cash flows provided by used in financing activities, excluding the impact of CIPs, for the three six months ended March 31, 2024 June 30, 2024 were $707 million $545 million, primarily resulting from $1.6 billion of cash dividend payments, $1.2 billion of share repurchases, including $875 million in open market transactions and $275 million of employee tax withholdings related to employee stock transactions, and $1.0 billion of repayment of borrowings, partially offset by $3.0 billion of proceeds from long-term borrowings related to the issuance by BlackRock Funding of senior notes to fund a portion of the cash consideration for the GIP Transaction, partially offset by $1.0 billion of repayment of borrowings, $795 million of cash dividend payments, $634 million of share repurchases, including $375 million in open market transactions and $259 million of employee tax withholdings related to employee stock transactions. Transaction.

The Company manages its financial condition and funding to maintain appropriate liquidity for the business. Management believes that the Company's liquid assets, continuing cash flows from operations, borrowing capacity under the Company's existing revolving credit facility and uncommitted commercial paper private placement program, provide sufficient resources to meet the Company's short-term and long-term cash needs, including operating, debt and other obligations as they come due and anticipated future capital requirements. Liquidity resources at March 31, 2024 June 30, 2024 and December 31, 2023 were as follows:

(in millions)	March 31, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Cash and cash equivalents	$ 9,374	$ 8,736	$ 10,228	$ 8,736
Cash and cash equivalents held by CIPs(1)	(382)	(288)	(226)	(288)
Subtotal(2)	8,992	8,448	10,002	8,448
Credit facility – undrawn	5,000	5,000	5,400	5,000
Total liquidity resources	$ 13,992	$ 13,448	$ 15,402	$ 13,448

(1) The Company cannot readily access such cash and cash equivalents to use in its operating activities.

(2) The percentage of cash and cash equivalents held by the Company's US subsidiaries was approximately 60% 65% and 50% at March 31, 2024 June 30, 2024 and December 31, 2023, respectively. See *Net Capital Requirements* herein for more information on net capital requirements in certain regulated subsidiaries.

Total liquidity resources increased $544 million $2.0 billion during the three six months ended March 31, 2024 June 30, 2024, primarily reflecting $3.0 billion of proceeds from the March 2024 Notes and cash flows from other operating activities, partially offset by payments of 2023 year-end incentive awards, cash dividend payments of $1.6 billion, share repurchases of $1.2 billion, repayment of borrowings of $1.0 billion, cash dividend payments of $795 million, and share repurchases of $634 million. $74 million related to the SpiderRock Transaction.

A significant portion of the Company's $8.4 billion $8.0 billion of investments, as adjusted, is illiquid in nature and, as such, cannot be readily convertible to cash.

Share Repurchases. During the three six months ended March 31, 2024 June 30, 2024, the Company repurchased 0.5 million 1.1 million common shares under the Company's existing share repurchase program for approximately $375 million $875 million. At March 31, 2024 June 30, 2024, there were approximately 5.3 million 4.6 million shares still authorized to be repurchased under the program.

Net Capital Requirements. The Company is required to maintain net capital in certain regulated subsidiaries within a number of jurisdictions, which is partially maintained by retaining cash and cash equivalent investments in those subsidiaries or jurisdictions. As a result, such subsidiaries of the Company may be restricted in their ability to transfer cash between different jurisdictions and to their parents. Additionally, transfers of cash between international jurisdictions may have adverse tax consequences that could discourage such transfers.

BlackRock Institutional Trust Company, N.A. ("BTC") is chartered as a national bank that does not accept deposits or make commercial loans and whose powers are limited to trust and other fiduciary activities. BTC provides investment management and other fiduciary services, including investment advisory and securities lending agency services, to institutional clients. BTC is subject to regulatory capital and liquid asset requirements administered by the US Office of the Comptroller of the Currency.

At both March 31, 2024June 30, 2024 and December 31, 2023, the Company was required to maintain approximately $1.9 billion and $1.8 billion, respectively, in net capital in certain regulated subsidiaries, including BTC, entities regulated by the Financial Conduct Authority and Prudential Regulation Authority in the UK, and the Company's broker-dealers. The Company was in compliance with all applicable regulatory net capital requirements.

Short-Term Borrowings

*2024 Revolving Credit Facility.*The Company maintains an unsecured revolving credit facility, with a March 2028 maturity date, which is available for working capital and general corporate purposes (the "2024 credit facility"). In March 2024, the 2024 credit facility was amended to, among other things, (1) permit the proposed acquisition of GIP Transaction and the transactions contemplated in connection with the GIP Transaction, (2) add BlackRock Funding, Inc., a Delaware corporation and currently a wholly owned subsidiary of BlackRock ("BlackRock Funding"), as a borrower under the existing credit agreement, (3) add BlackRock Funding as a guarantor of the payment and performance of the obligations, liabilities and indebtedness of BlackRock and certain of its other subsidiaries and (4) update the sustainability-linked pricing mechanics to allow metrics to be set following the consummation of the GIP Transaction. In May 2024, the 2024 credit facility was further amended to, among other things, (1) increase the aggregate commitment amount by $400 million to $5.4 billion and (2) extend the maturity date to March 2029 for lenders (other than one non-extending lender) pursuant to the Company's option to request extensions of the maturity date available under the 2024 credit facility (with the commitment of the non-extending lender maturing in March 2028). The 2024 credit facility permits the Company to request up to an additional $1.0 billion of borrowing capacity, subject to lender credit approval, which could increase the overall size of the 2024 credit facility from $5 billion as of March 31, 2024, to an aggregate principal amount of up to $6 billion$6.4 billion. Interest on outstanding borrowings accrues at an applicable benchmark rate for the denominated currency of the loan, plus a spread. The 2024 credit facility requires the Company not to exceed a maximum leverage ratio (ratio of net debt to earnings before interest, taxes, depreciation and amortization, where net debt equals total debt less unrestricted cash) of 3 to 1, which was satisfied with a ratio of less than 1 to 1 at March 31, 2024June 30, 2024. At March 31, 2024June 30, 2024, the Company had no amount outstanding under the 2024 credit facility.

Commercial Paper Program. The Company can issue unsecured commercial paper notes (the "CP Notes") on a private-placement basis up to a maximum aggregate amount outstanding at any time of $4 billion. The commercial paper program is currently supported by the 2024 credit facility. At March 31, 2024June 30, 2024, BlackRock had no CP Notes outstanding.

Subsidiary Credit Facility. In January 2024, BlackRock Investment Management (UK) Limited ("BIM UK"), a wholly owned subsidiary of the Company, entered into a revolving credit facility (the "Subsidiary Credit Facility") in the amount of £25 million (or approximately $32 million based on the GBP/USD foreign exchange rate at March 31, 2024June 30, 2024) with a rolling 364-day term structure. The Subsidiary Credit Facility is available for BIM UK's general corporate and working capital purposes. At March 31, 2024June 30, 2024, there was no amount outstanding under the Subsidiary Credit Facility.

Long-Term Borrowings

March 2024 Notes. Notes. In March 2024, BlackRock Funding issued $3.0 billion in aggregate principal amount of senior unsecured and unsubordinated notes. These notes were issued as three separate series of senior debt securities including $500 million of 4.70% notes maturing on March 14, 2029 (the "2029 Notes"), $1.0 billion of 5.00% notes maturing on March 14, 2034 (the "2034 Notes") and $1.5 billion of 5.25% notes maturing on March 14, 2054 (the "2054 Notes") (collectively, the "2024"March 2024 Notes"). Net proceeds are intended to be used to fund a portion of the cash consideration for the GIP Transaction, which is expected to close in third quarter of 2024. Interest on the March 2024 Notes of approximately $152 million per year is payable semi-annually on March 14 and September 14 of each year, beginning September 14, 2024. The March 2024 Notes are fully and unconditionally guaranteed (the "Guarantee""March 2024 Notes Guarantee") on a senior unsecured basis by BlackRock. The March 2024 Notes and the March 2024 Notes Guarantee rank equally in right of payment with all of BlackRock Funding and BlackRock's other unsubordinated indebtedness, respectively. The March 2024 Notes may be redeemed prior to maturity at any time in whole or in part at the option of BlackRock Funding at the redemption prices set forth in the applicable series of March 2024 Notes. In addition, if the GIP Transaction is not consummated, BlackRock Funding will be required to redeem all outstanding 2029 Notes and 2034 Notes (the "Special Mandatory Redemption") at a Special Mandatory Redemption price equal to 101% of the aggregate principal amount of the applicable series of March 2024 Notes, plus accrued and unpaid interest, if any, to, but excluding, the Special Mandatory Redemption date. Upon completion of a Special Mandatory Redemption, either (a) BlackRock may assume the obligations of BlackRock Funding under the 2054 Notes or (b) BlackRock Funding may merge with and into BlackRock as a result of which transaction the separate legal existence of BlackRock Funding would cease, and, in either case, BlackRock Funding will be released under the indenture governing the 2054 Notes and BlackRock will be released from the note guarantees, March 2024 Notes Guarantees, but will instead become the primary (and sole) obligor under the 2054 Notes and the related indenture provisions. In the event of a Special Mandatory Redemption, the proceeds of the 2054 Notes will be used for general corporate purposes, which may include repayment of outstanding indebtedness.

At March 31, 2024June 30, 2024, the principal amount of long-term notes outstanding was $10.0 billion. See Note 14, *Borrowings*, in the 2023 Form 10-K for more information on overall borrowings outstanding as of December 31, 2023.

During the three six months ended March 31, 2024 June 30, 2024, the Company paid approximately $51 million $118 million of interest on long-term notes. Future principal repayments and interest requirements at March 31, 2024 June 30, 2024 were as follows:

(in millions) Year	Principal	Interest	Total Payments	Principal	Interest	Total Payments
Remainder of 2024	$ —	$ 235	$ 235	$ —	$ 168	$ 168
2025[1]	756	345	1,101	750	345	1,095
2026	—	335	335	—	335	335
2027	700	324	1,024	700	324	1,024
2028	—	313	313	—	313	313
2029	1,500	285	1,785	1,500	285	1,785
Thereafter	7,000	2,467	9,467	7,000	2,467	9,467
Total	$ 9,956	$ 4,304	$ 14,260	$ 9,950	$ 4,237	$ 14,187

(1) The amounts related to the 2025 Notes are calculated using the EUR/USD foreign exchange rate as of March 31, 2024 June 30, 2024.

In March 2024, the Company fully repaid $1.0 billion of 3.50% Notes at maturity.

July 2024 Notes. In July 2024, BlackRock Funding issued $2.5 billion in aggregate principal amount of senior unsecured and unsubordinated notes. These notes were issued as three separate series of senior debt securities including $800 million of 4.60% notes maturing on July 26, 2027 (the "2027 Notes"), $500 million of 4.90% notes maturing on January 8, 2035 (the "2035 Notes") and $1.2 billion of 5.35% notes maturing on January 8, 2055 (the "2055 Notes") (collectively, the "July 2024 Notes"). Net proceeds are intended to be used to fund a portion of the cash consideration for the Preqin Transaction, which is expected to close before year-end 2024. Interest on the 2027 Notes of approximately $37 million per year is payable semi-annually on January 26 and July 26 of each year, beginning January 26, 2025. Interest on the 2035 Notes and 2055 Notes of approximately $25 million and $64 million per year, respectively, is payable semi-annually on January 8 and July 8 of each year, beginning January 8, 2025. The July 2024 Notes are fully and unconditionally guaranteed (the "July 2024 Notes Guarantee", collectively, with the March 2024 Notes Guarantee referred to as the "Notes Guarantees") on a senior unsecured basis by BlackRock. The July 2024 Notes and the July 2024 Notes Guarantee rank equally in right of payment with all of BlackRock Funding and BlackRock's other unsubordinated indebtedness, respectively. The July 2024 Notes may be redeemed prior to maturity at any time in whole or in part at the option of BlackRock Funding at the redemption prices set forth in the applicable series of July 2024 Notes. In addition, if the Preqin Transaction is not consummated, BlackRock Funding will be required to redeem all outstanding 2027 Notes (the "Special Mandatory Redemption") at a Special Mandatory Redemption price equal to 101% of the aggregate principal amount of the applicable series of 2027 Notes, plus accrued and unpaid interest, if any, to, but excluding, the Special Mandatory Redemption date.

Supplemental Guarantor Information

BlackRock Funding is a recently formed, wholly owned direct subsidiary of BlackRock formed in connection with the GIP Transaction, which is expected to close in third quarter of 2024. BlackRock Funding is the issuer of the previously described March 2024 Notes and July 2024 Notes (collectively the "2024 Notes"), which are fully and unconditionally guaranteed on a senior unsecured basis by BlackRock. The 2024 Notes and the Guarantee Notes Guarantees rank equally in right of payment with all of BlackRock Funding and BlackRock's other unsubordinated indebtedness, respectively. No other subsidiary of BlackRock or BlackRock Funding guarantees the 2024 Notes. The Guarantee Notes Guarantees will be automatically and unconditionally released and discharged, and BlackRock will be released from all obligations under the indenture in its capacity as guarantor, in certain circumstances as described in the indenture indentures governing the 2024 Notes. See Note 13, *Borrowings* and 24, *Subsequent Events*, in the notes to the condensed consolidated financial statements for further information on the 2024 Notes.

As permitted under Rule 13-01(a)(4)(vi) of Regulation S-X, BlackRock has excluded summarized financial information for BlackRock Funding in this Quarterly Report on Form 10-Q because the combined assets, liabilities, and results of operations of BlackRock Funding are not materially different than the corresponding amounts in BlackRock's condensed consolidated financial statements and management believes such summarized financial information would be repetitive and would not provide incremental value to investors.

Commitments and Contingencies

Investment Commitments. At March 31, 2024 June 30, 2024, the Company had $781 million $770 million of various capital commitments to fund sponsored investment products, including CIPs. These products include various illiquid alternative products, including private equity funds and real assets funds and opportunistic funds. This amount excludes additional commitments made by consolidated funds of funds to underlying third-party funds as third-party noncontrolling interest holders have the legal obligation to fund the respective commitments of such funds of funds. Generally, the timing of the funding of these commitments is unknown and the commitments are callable on demand at any time prior to the expiration of the commitment. These unfunded commitments are not recorded on the condensed consolidated statements of financial condition. These commitments do not include potential future commitments approved by the Company that are not yet legally binding. The Company intends to make additional capital commitments from time to time to fund additional investment products for, and with, its clients.

57 CRITICAL ACCOUNTING POLICIES AND ESTIMATES

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

The preparation of condensed consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements and the reported amounts of revenue and expense during the reporting periods. Actual results could differ significantly from those estimates. These estimates, judgments and assumptions are affected by the Company's application of accounting policies. Management considers the following accounting policies and estimates critical to understanding the condensed consolidated financial statements. These policies and estimates are considered critical because they had a material impact, or are reasonably likely to have a material impact on the Company's condensed consolidated financial statements and because they require management to make significant judgments, assumptions or estimates. For a summary of these and additional accounting policies as well as recent accounting developments, see Note 2, *Significant Accounting Policies*, in the notes to the condensed consolidated financial statements. In addition, see *Critical Accounting Policies and Estimates* in *Management's Discussion and Analysis of Financial Condition and Results of Operations* and Note 2, *Significant Accounting Policies*, in the 2023 Form 10-K for further information.

Consolidation. The Company consolidates entities in which the Company has a controlling financial interest. The company has a controlling financial interest when it owns a majority of the VRE or is a primary beneficiary ("PB") of a VIE. Assessing whether an entity is a VIE or a VRE involves judgment and analysis on a structure-by-structure basis. Factors considered in this assessment include the entity's legal organization, the entity's capital structure, the rights of equity investment holders, the Company's contractual involvement with and economic interest in the entity and any related party or de facto agent implications of the Company's involvement with the entity. Entities that are determined to be VREs are consolidated if the Company can exert absolute control over the financial and operating policies of the investee, which generally exists if there is greater than 50% voting interest. Entities that are determined to be VIEs are consolidated if the Company is the PB of the entity. BlackRock is deemed to be the PB of a VIE if it (1) has the power to direct the activities that most significantly impact the entities' entities' economic performance and (2) has the obligation to absorb losses or the right to receive benefits that potentially could be significant to the VIE. There is judgment involved in assessing whether the Company is the PB of a VIE. In addition, the Company's ownership interest in VIEs is subject to variability and is impacted by actions of other investors such as on-going redemptions and contributions. The Company generally consolidates VIEs in which it holds an economic interest of 10% or greater and deconsolidates such VIEs once its economic interest falls below 10%. As of March 31, 2024 June 30, 2024, the Company was deemed to be the PB of approximately 100 VIEs. 110 VIEs, which are BlackRock sponsored investment products. See Note 5, *Consolidated Sponsored Investment Products*, in the notes to the condensed consolidated financial statements for more information.

Fair Value Measurements. The Company's assessment of the significance of a particular input to the fair value measurement according to the fair value hierarchy (i.e., Level 1, 2 and 3 inputs, as defined) in its entirety requires judgment and considers factors specific to the financial instrument. See Note 2, *Significant Accounting Policies*, and Note 7, *Fair Value Disclosures*, in the notes to the condensed consolidated financial statements for more information on fair value measurements.

Investment Advisory Performance Fees / Carried Interest. The Company receives investment advisory performance fees, including incentive allocations (carried interest) from certain actively managed investment funds and certain separately managed accounts ("SMAs" ("SMAs"). These performance fees are dependent upon exceeding specified relative or absolute investment return thresholds, which vary by product or account, and include monthly, quarterly, annual or longer measurement periods.

Performance fees, including carried interest, are generated on certain management contracts when performance hurdles are achieved. Such performance fees are recognized when the contractual performance criteria have been met and when it is determined that they are no longer probable of significant reversal. Given the unique nature of each fee arrangement, contracts with customers are evaluated on an individual basis to determine the timing of revenue recognition. Significant judgment is involved in making such determination. Performance fees typically arise from investment management services that began in prior reporting periods. Consequently, a portion of the fees the Company recognizes may be partially related to the services performed in prior periods that meet the recognition criteria in the current period. At each reporting date, the Company considers various factors in estimating performance fees to be recognized, including carried interest. These factors include but are not limited to whether: (1) the amounts are dependent on the financial markets and, thus, are highly susceptible to factors outside the Company's influence; (2) the ultimate payments have a large number and a broad range of possible amounts; and (3) the funds or SMAs have the ability to (a) invest or reinvest their sales proceeds or (b) distribute their sales proceeds and determine the timing of such distributions.

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The Company is allocated/distributed carried interest from certain alternative investment products upon exceeding performance thresholds. The Company may be required to reverse/return all, or part, of such carried interest allocations/distributions depending upon future performance of these products. Carried interest subject to such clawback provisions is recorded in investments or cash and cash equivalents to the extent that it is distributed, on its condensed consolidated statements of financial condition. The Company records a liability for deferred carried interest to the extent it receives cash or capital allocations related to carried interest prior to meeting the revenue recognition criteria. At both March 31, 2024 June 30, 2024 and December 31, 2023, the Company had $1.9 billion and $1.8 billion, respectively, of deferred carried interest recorded in other liabilities on the condensed consolidated statements of financial condition. A portion of the deferred carried interest may also be paid to certain employees and other third parties. The ultimate timing of the recognition of performance fee revenue and related compensation expense, if any, is unknown. See Note 15*, Revenue,* in the notes to the condensed consolidated financial statements for detailed changes in the deferred carried interest liability balance for the three and six months ended March 31, 2024 June 30, 2024 and 2023.

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Item 3. Quantitative and Qualitative Disclosures About Market Risk

AUM Market Price Risk. BlackRock's investment advisory and administration fees are primarily comprised of fees based on a percentage of the value of AUM and, in some cases, performance fees expressed as a percentage of the returns realized on AUM. At March 31, 2024 June 30, 2024, the majority of the Company's investment advisory and administration fees were based on average or period end AUM of the applicable investment funds or separate accounts. Movements in equity market prices, interest rates/credit spreads, foreign exchange rates or all three could cause the value of AUM to decline, which would result in lower investment advisory and administration fees.

Corporate Investments Portfolio Risks. As a leading investment management firm, BlackRock devotes significant resources across all of its operations to identifying, measuring, monitoring, managing and analyzing market and operating risks, including the management and oversight of its own investment portfolio. The Board of Directors of the Company has adopted guidelines for the review of investments (or commitments to invest) to be made by the Company, requiring, among other things, that certain investments be referred to the Board of Directors, depending on the circumstances, for notification or approval.

In the normal course of its business, BlackRock is exposed to equity market price risk, interest rate/credit spread risk and foreign exchange rate risk associated with its corporate investments.

BlackRock has investments primarily in sponsored investment products that invest in a variety of asset classes, including real assets, private equity and hedge funds. Investments generally are made for co-investment purposes, to establish a performance track record, to hedge exposure to certain deferred cash compensation plans or for regulatory purposes. The Company has a seed capital hedging program in which it enters into futures to hedge market and interest rate exposure with respect to its total portfolio of seed investments in sponsored investment products. The Company had outstanding futures related to its seed capital hedging program with an aggregate notional value of approximately $1.7 billion and $1.8 billion at both March 31, 2024 June 30, 2024 and December 31, 2023. , respectively.

At March 31, 2024 June 30, 2024, approximately $6.5 billion of BlackRock's investments were held in consolidated sponsored investment products accounted for as variable interest entities or voting rights entities. Excluding the impact of the Federal Reserve Bank stock, carried interest, investments made to hedge exposure to certain deferred cash compensation plans and certain investments that are hedged via the seed capital hedging program, the Company's economic exposure to its investment portfolio is $4.4 billion $4.1 billion. See *Statement of Financial Condition Overview-Investments* in Item 2, Management's Discussion and Analysis of Financial Condition and Results of Operations for further information on the Company's investments.

Equity Market Price Risk. At March 31, 2024 June 30, 2024, the Company's net exposure to equity market price risk in its investment portfolio was approximately $1.9 billion of the Company's total economic investment exposure. Investments subject to market price risk include public and private equity and real assets investments, hedge funds and funds of funds as well as mutual funds. The Company estimates that a hypothetical exposure to a 10% adverse change in market prices would result in a decrease of approximately $187 million $188 million in the carrying value of such investments.

Interest Rate/Credit Spread Risk. At March 31, 2024 June 30, 2024, the Company was exposed to interest rate risk and credit spread risk as a result of approximately $2.5 billion $2.2 billion of investments in debt securities and sponsored investment products that invest primarily in debt securities. Management considered a hypothetical exposure to an adverse 100 basis point fluctuation in interest rates or credit spreads and estimates that the impact of such a fluctuation on these investments, in the aggregate, would result in a decrease, or increase, of approximately $43 million $57 million in the carrying value of such investments.

Foreign Exchange Rate Risk. As discussed above, the Company invests in sponsored investment products that invest in a variety of asset classes. The carrying value of the total economic investment exposure denominated in foreign currencies, primarily based in the British pound and euro, was approximately $1.1 billion at March 31, 2024 June 30, 2024. A hypothetical exposure to a 10% adverse change in the applicable foreign exchange rates would result in approximately a $108 million $112 million decline in the carrying value of such investments.

Other Market Risks. The Company executes forward foreign currency exchange contracts to mitigate the risk of certain foreign exchange risk movements. At March 31, 2024 June 30, 2024, the Company had outstanding forward foreign currency exchange contracts with an aggregate notional value of approximately $2.7 billion, with expiration dates in April July 2024. In addition, the Company entered into futures to hedge economically the exposure to market movements on certain deferred cash compensation plans. At March 31, 2024 June 30, 2024, the Company had outstanding exchange traded futures with aggregate notional values related to its deferred cash compensation hedging program of approximately $205 million and $206 million, with expiration dates during the second third quarter of 2024.

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Item 4. Controls and Procedures

Disclosure Controls and Procedures. Under the direction of BlackRock's Chief Executive Officer and Chief Financial Officer, BlackRock evaluated the effectiveness of its disclosure controls and procedures (as such term is defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act) as of the end of the period covered by this quarterly report on Form 10-Q. Based on this evaluation, BlackRock's Chief Executive Officer and Chief Financial Officer have concluded that BlackRock's disclosure controls and procedures were effective.

Internal Control over Financial Reporting. There were no changes in our internal control over financial reporting that occurred during the quarter ended March 31, 2024 June 30, 2024 that have materially affected or are reasonably likely to materially affect our internal control over financial reporting.

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PART II – OTHER INFORMATION

Item 1. Legal Proceedings

For a discussion of the Company's legal proceedings, see Note 14, *Commitments and Contingencies*, in the notes to the condensed consolidated financial statements of this Form 10-Q.

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Item 1A. Risk Factors

In addition to the other information set forth in this report, the risks discussed in BlackRock's Annual Report on Form 10-K for the year ended December 31, 2023 could materially affect our business, financial condition, operating results and nonoperating results.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

During the three months ended March 31, 2024 June 30, 2024, the Company made the following purchases of its common stock, which is registered pursuant to Section 12(b) of the Exchange Act.

	Total Number of Shares Purchased(1)	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Maximum Number of Shares that May Yet Be Purchased Under the Plans or Programs(1)
January 1, 2024 through January 31, 2024	494,177	$ 784.67	167,451	5,565,164
February 1, 2024 through February 29, 2024	277,023	$ 796.37	277,009	5,288,155
March 1, 2024 through March 31, 2024	31,039	$ 820.67	26,838	5,261,317
Total	802,239	$ 790.10	471,298	

	Total Number of Shares Purchased(1)	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Maximum Number of Shares that May Yet Be Purchased Under the Plans or Programs(1)
April 1, 2024 April 30, 2024	224,149	$ 762.80	212,847	5,048,470
May 1, 2024 through May 31, 2024	399,703	$ 784.49	395,130	4,653,340
June 1, 2024 through June 30, 2024	40,916	$ 776.32	36,435	4,616,905
Total	664,768	$ 776.67	644,412	

(1) Consists of purchases made by the Company primarily to satisfy income tax withholding obligations of employees and members of the Company's Board of Directors related to the vesting of certain restricted sto unit awards and purchases made by the Company as part of the share repurchase program that the Company announced in July 2010, which initially authorized the repurchase of 5.1 million shares with no stat expiration. In January 2023, the Company announced that the Board of Directors authorized the repurchase of an additional seven million shares under the Company's existing share repurchase program, fo total of up to approximately 7.9 million shares of BlackRock common stock.

Item 5. Other Information

On May 13, 2024, Mark Wiedman, Senior Managing Director, adopted a Rule 10b5-1 trading plan, intended to satisfy the affirmative defense of Rule 10b5-1(c), for the sale of up to 36,000 shares of BlackRock common stock. The plan's expiration date is April 30, 2025.

Item 6. Exhibits

Exhibit No.	Description
4.1(1) 10.1(1)	Indenture, dated March 14, 2024, among BlackRock Funding, Inc., BlackRock, Inc. and The Bank of New York Mellon, as trustee.
4.2(1)	First Supplemental Indenture, dated March 14, 2024, among BlackRock Funding, Inc., BlackRock, Inc. and The Bank of New York Mellon, as trustee.
4.3(1)	Form of Note for the 4.700% Notes due 2029 (included in Exhibit 4.2).
4.4(1)	Form of Note for the 5.000% Notes due 2034 (included in Exhibit 4.2).
4.5(1)	Form of Note for the 5.250% Notes due 2054 (included in Exhibit 4.2).
10.1(2)	Amendment No. 14, 15, dated as of March 12, 2024 May 31, 2024, by and among BlackRock, Inc., certain of its subsidiaries, Wells Fargo Bank, National Association, as administrative agent, a swingline lender, an issuing lender, L/C agent and a lender, and the banks and other financial institutions referred to therein. therein
22.1(3) 10.2(2)	Subsidiary Issuer of Guaranteed Securities. BlackRock, Inc. Third Amended and Restated 1999 Stock Award and Incentive Plan+
31.1	Section 302 Certification of Chief Executive Officer
31.2	Section 302 Certification of Chief Financial Officer
32.1	Section 906 Certification of Chief Executive Officer and Chief Financial Officer
101.INS	Inline XBRL Instance Document – the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document
101.SCH	Inline XBRL Taxonomy Extension Schema with Embedded Linkbases Document
104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)

(1)Incorporated by reference to BlackRock's Current Report on Form 8-K filed on March 14, 2024.

(2) Incorporated by reference to BlackRock's Current Report on Form 8-K filed on March 15, 2024 May 31, 2024.

(3)(2) Incorporated by reference to BlackRock's Registration BlackRock's Definitive Proxy Statement on Form S-3 (Registration No. 333-278583) DEF 14A filed on April 9, 2024 April 4, 2024.

+ Denotes compensatory plans or arrangements.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

BLACKROCK, INC.
(Registrant)

By: /s/ Martin S. Small
Martin S. Small
Senior Managing Director & Chief Financial Officer
(Principal (Principal Financial Officer)

Date: May 7, 2024 August 6, 2024

Exhibit 31.1

CEO CERTIFICATION

I, Laurence D. Fink, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q, for the period ended March 31, 2024 June 30, 2024 of BlackRock, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light o circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a–15(f) and 15d–15(f)), for the registrant and have:
   - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that mate information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in wl report is being prepared;
   - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide rea assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted ac principles;
   - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the discl controls and procedures, as of the end of the period covered by this report based on such evaluation; and
   - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that ha materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and t audit committee of the registrant's board of directors (or persons performing the equivalent functions):
   - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting, which are reasonably likely to adversely a registrant's ability to record, process, summarize and report financial information; and
   - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial repo

Date: May 7, 2024 August 6, 2024

By: /s/ Laurence D. Fink
Laurence D. Fink
Chairman & Chief Executive Officer

Exhibit 31.2

CFO CERTIFICATION

I, Martin S. Small, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q, for the period ended March 31, 2024 June 30, 2024 of BlackRock, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light o circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a–15(f) and 15d–15(f)), for the registrant and have:
   - (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that mate information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in wl report is being prepared;
   - (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide rea assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted ac principles;
   - (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the discl controls and procedures, as of the end of the period covered by this report based on such evaluation; and
   - (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that ha materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and t audit committee of the registrant's board of directors (or persons performing the equivalent functions):
   - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting, which are reasonably likely to adversely a registrant's ability to record, process, summarize and report financial information; and
   - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial repo

Date: May 7, 2024 August 6, 2024

By: /s/ Martin S. Small

Martin S. Small

Senior Managing Director & Chief Financial Officer

Exhibit 32.1

Certification of CEO and CFO Pursuant to
18 U.S.C. Section 1350,
as Adopted Pursuant to
Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the Quarterly Report on Form 10-Q of BlackRock, Inc. (the "Company") for the quarterly period ended March 31, 2024 June 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), Laurence D. Fink, as Chief Executive Officer of the Company, and Martin S. Small, as Chief Financial Officer of the Company, each hereby certifies, pursuant to 18 U.S.C. § 1350, as adopted pursuant to § 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ Laurence D. Fink

Name: Laurence D. Fink

Title:	Chairman & Chief Executive Officer
Date:	May 7, August 6, 2024

/s/ Martin S. Small

Name:	Martin S. Small
Title:	Senior Managing Director & Chief Financial Officer
Date:	May 7, August 6, 2024

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