Edgar Filing: BRIMMER ANDREW - Form 4

BRIMMER Form 4	ANDREW								
December 0	07, 2006								
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									PPROVAL 3235-0287
Check th if no lon subject to Section Form 4 Form 5 obligation may con <i>See</i> Insta 1(b).	nger to 16. or Dins Section 170	F CHAN Section 1 Public U	NGES IN SECUR	Expires: Estimated burden hou response	January 31 Expires: 2005 Estimated average burden hours per response 0.5				
(Print or Type	Responses)								
1. Name and Address of Reporting Person <u>*</u> BRIMMER ANDREW			2. Issuer Name and Ticker or Trading Symbol BLACKROCK INCOME TRUST INC [BKT]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	KROCK FINAN MENT INC., 40 I			of Earliest Tr Day/Year) 2006	ransaction		X Director Officer (giv below)		% Owner her (specify
NEW YOR	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
(City)	(State)	(Zip)	T 1			a	Person		
	. ,			de I - Non-L			cquired, Disposed		•
1.Title of Security2. Transaction Date (Month/Day/Year)(Instr. 3)		Execution any	Execution Date, if		4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		C 1 1	C	Code V		(D) Price			
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities benef	icially ow	ned directly of	or indirectly.		

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8	tionD S) A D	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day)	ate	7. Title and Amount (Underlying Securities (Instr. 3 and 4)	
				Code	V (4	A) (D)	Date Exercisable	Expiration Date	Title	Amour Numbe Shares
Performance Rights (1)	(2)	12/05/2006		D		1,220.862	(3)	(3)	Common Stock	1,220

Reporting Owners

Reporting Owner Name / Address			Relationships				
		Director	10% Owner	Officer	Other		
BRIMMER ANDREW C/O BLACKROCK FINANCIAL MANA 40 EAST 52ND STREET NEW YORK, NY 10022	GEMENT INC.	Х					
Signatures							
Vincent B. Tritto as Attorney-in-Fact	12/07/2006						

Date

**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The Phantom Stock units were accrued under the BlackRock Deferred Compensation Plan.
- (2) One performance right is convertible into the cash value of one share of BlackRock Income Trust Inc.
- (3) The units are to be settled 100% in cash at the end of the deferral period chosen by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.