

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2009-01-26** | Period of Report: **2009-01-23**

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### REPORTING OWNER

#### SERATI TAMMY S

CIK: **1211440**

Type: **4** | Act: **34** | File No.: **001-06089** | Film No.: **09545817**

Mailing Address

*ONE H&R BLOCK WAY  
KANSAS CITY MO 64105*

Business Address

*8168543000*

### ISSUER

#### H&R BLOCK INC

CIK: **12659** | IRS No.: **440607856** | State of Incorpor.: **MO** | Fiscal Year End: **0430**

SIC: **7200** Personal services

Mailing Address

*ONE H&R BLOCK WAY  
KANSAS CITY MO 64105*

Business Address

*ONE H&R BLOCK WAY  
KANSAS CITY MO 64105  
8168543000*

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

|  |         |          |   |  |  |  |  |  |
|--|---------|----------|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person<br><b>SERATI TAMMY S</b> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><b>H&amp;R BLOCK INC [HRB]</b> |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>Senior VP, Human Resources</b> |  |  |
| (Last)   | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>01/23/2009</b>         |  |  |  |  |  |
| C/O H&R BLOCK, ONE H&R BLOCK WAY                                 |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year)                          |  |  | 6. Individual or Joint/Group Filing<br>(Check applicable line)<br><input checked="" type="checkbox"/> Form Filed by One Reporting Person<br><input type="checkbox"/> Form Filed by More than One Reporting Person  |  |  |
| (Street)<br><b>KANSAS CITY, MO 64105</b>                         |         |          |   |  |  |  |  |  |
| (City)   | (State) | (Zip)    |   |  |  |  |  |  |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |            |         | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price   |   |  |   |
| Phantom Stock <sup>(1)</sup>    | 01/23/2009                           |  | A                              |   | 7.798   | A          | \$22.51 | 1,521.574   | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |         | 13,612.3596   | D  |   |

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------|---|--|--|--|--|
|  |  |                                      |  | Code                           | V |   | Date Exercisable   | Expiration Date |   |  |  |  |  |
| Call Option to Purchase                    | \$21.625   |                                      |  |                                |   |   | 06/30/2004   | 06/30/2013      | Common Stock  | 28,000                                     | 28,000   | D  |  |
| Call Option to Purchase                    | \$19.515   |                                      |  |                                |   |   | 12/02/2004   | 12/02/2012      | Common Stock  | 40,000                                     | 40,000   | D  |  |
| Call Option to Purchase                    | \$23.84  |                                      |  |                                |   |   | 06/30/2005   | 06/30/2014      | Common Stock  | 28,000                                     | 28,000   | D  |  |

|                         |          |  |  |  |  |  |  |            |            |              |        |  |        |   |  |
|-------------------------|----------|--|--|--|--|--|--|------------|------------|--------------|--------|--|--------|---|--|
| Call Option to Purchase | \$29.175 |  |  |  |  |  |  | 06/30/2006 | 06/30/2015 | Common Stock | 26,000 |  | 26,000 | D |  |
| Call Option to Purchase | \$23.86  |  |  |  |  |  |  | 06/30/2007 | 06/30/2016 | Common Stock | 30,000 |  | 30,000 | D |  |
| Call Option to Purchase | \$23.37  |  |  |  |  |  |  | 06/30/2008 | 06/30/2017 | Common Stock | 30,000 |  | 30,000 | D |  |
| Call Option to Purchase | \$21.81  |  |  |  |  |  |  | 07/03/2009 | 07/03/2018 | Common Stock | 57,841 |  | 57,841 | D |  |

**Explanation of Responses:**

- Shares of stock units are held in the H&R Block Deferred Compensation Plan for Executives or the H&R Block Deferred Compensation Plan for Directors. Each unit has the value of one share of Common Stock.

**Signatures**

Andrew J. Somora per Power of Attorney

\*\* Signature of Reporting Person

01/26/2009

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

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

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