

2 July 2014

Market Announcements Office

ASX Limited

SUPPLEMENT TO AUSTRALIAN PROSPECTUS - IBK

BlackRock Investment Management (Australia) Limited, on behalf of iShares (iShares, Inc.), makes this announcement regarding the iShares® exchange traded fund ("Fund") listed below.

Attached is a copy of the supplementary prospectus for the Fund that was lodged with the Australian Securities & Investments Commission (ASIC) today.

| ASX Code | Issuer | Fund |
|----------|--------------|-----------------------|
| IBK | iShares, Inc | iShares MSCI BRIC ETF |

Disclaimer: Before investing in an iShares fund, you should carefully consider the appropriateness of such products to your circumstances, read the applicable Australian prospectus and ASX announcements relating to the fund and consult an investment adviser.

For more information about iShares funds and copies of the supplementary prospectuses go to iShares.com.au or call (1300 474 273).

*** END ***

**Supplementary Prospectus No. 3
to the Prospectus dated 31
December 2013**

**iShares MSCI BRIC ETF
(ASX: IBK)**

Dated 2 July 2014

iShares, Inc. ARBN 125 632 279

This Supplementary Prospectus No. 3 supplements the prospectus dated 31 December 2013 ("Prospectus"), as amended by Supplementary Prospectus No. 1 dated 10 April 2014 ("Supplementary Prospectus No. 1") and Supplementary Prospectus No. 2 dated 24 June 2014 ("Supplementary Prospectus No. 2"), for the iShares MSCI BRIC ETF (the "Fund"), issued by iShares, Inc. (the "Company") and relating to shares of the Company referable to the Fund and CDIs over such shares. **This Supplementary Prospectus No. 3 must be read together with the Prospectus, Supplementary Prospectus No. 1 and Supplementary Prospectus No. 2.**

A copy of this Supplementary Prospectus No. 3 has been lodged with the Australian Securities and Investments Commission ("ASIC") and released to the Australian Securities Exchange ("ASX"). Neither ASIC nor ASX take any responsibility for the contents of this Supplementary Prospectus No. 3.

The Company does not consider the modifications in this Supplementary Prospectus No. 3 to be materially adverse from the point of view of an investor.

This Supplementary Prospectus No. 3 is dated 2 July 2014 and was lodged with ASIC on that date and sets out the following changes in respect of the Fund:

Purpose of this Supplementary Prospectus No. 3

This Supplementary Prospectus No. 3 sets out changes to the Fund's US Prospectus and Statement of Additional Information ("SAI").

Changes to the US Prospectus and Statement of Additional Information

Effective from 1 July 2014 (United States Eastern Standard Time) the US Prospectus and SAI, lodged with ASIC in respect of the Fund and referred to in the Prospectus, are amended as follows:

Change to the US Prospectus

A. Change to management fee

The third paragraph of the subsection titled "Investment Adviser" (under the heading "Management"), on page 18 of the US Prospectus, is deleted and replaced with the following:

"For its investment advisory services to the Fund, BFA is entitled to receive a management fee from the Fund corresponding to the Fund's allocable portion of an aggregate management fee based on the aggregate average daily net assets of the following iShares funds: iShares MSCI All Country Asia ex Japan ETF, iShares MSCI BRIC ETF, iShares MSCI Emerging Markets Consumer Discretionary ETF, iShares MSCI Emerging Markets Eastern Europe ETF, iShares MSCI Emerging Markets Energy Capped ETF, iShares MSCI Emerging Markets ETF, iShares MSCI Emerging Markets Financials ETF, iShares MSCI Emerging Markets Materials ETF, iShares MSCI Emerging Markets Minimum Volatility ETF and iShares MSCI Emerging Markets Small-Cap ETF. The aggregate management fee is calculated as follows: 0.75% per annum of the aggregate net assets less than or equal to \$14.0 billion, plus 0.68% per annum of the aggregate net assets over \$14.0 billion, up to and including \$28.0 billion, plus 0.61% per annum of the aggregate net assets over \$28.0 billion, up to and including \$42.0 billion, plus 0.54% per annum of the aggregate net assets over \$42.0 billion, up to and including \$56.0 billion, plus 0.47% per annum of the aggregate net assets over \$56.0 billion, up to and including \$70.0 billion, plus 0.41% per annum of the aggregate net assets over \$70.0 billion, up to and including \$84.0 billion, plus 0.35% per annum of the aggregate net assets in excess of \$84.0 billion. Based on assets of the iShares funds enumerated above as of June 30, 2014, for its investment advisory services to the Fund, BFA is entitled to receive a management fee from the Fund, based on a percentage of the Fund's average daily net assets, at an annual rate of 0.67%."

Change to the SAI

B. Change to management fee

The eighth paragraph of the subsection titled "Investment Adviser" (under the heading "Investment Advisory, Administrative and Distribution Services"), on page 78 of the SAI, is deleted and replaced with the following:

"For its investment advisory services to certain of the Funds included in this SAI, BFA is entitled to receive a management fee from such Fund corresponding to the Fund's allocable portion of an aggregate management fee based on the aggregate average daily net assets of the following iShares funds: iShares MSCI All Country Asia ex Japan ETF, iShares MSCI BRIC ETF, iShares MSCI Emerging Markets Consumer Discretionary ETF, iShares MSCI Emerging Markets Eastern Europe ETF, iShares MSCI Emerging Markets Energy Capped ETF, iShares MSCI Emerging Markets Financials ETF, iShares MSCI Emerging Markets ETF, iShares MSCI Emerging Markets Materials ETF, iShares MSCI Emerging Markets Minimum Volatility ETF and iShares MSCI Emerging Markets Small-Cap ETF. The aggregate management fee is calculated as follows: 0.75% per annum of the aggregate net assets less than or equal to \$14.0 billion, plus 0.68% per annum of the aggregate net assets over \$14.0 billion, up to and including \$28.0 billion, plus 0.61% per annum of the aggregate net assets over \$28.0 billion, up to and including \$42.0 billion, plus 0.54% per annum of the aggregate net assets over \$42.0 billion, up to and including \$56.0 billion, plus 0.47% per annum of the aggregate net assets over \$56.0 billion, up to and including \$70.0 billion, plus 0.41% per annum of the aggregate net assets over \$70.0 billion, up to and including \$84.0 billion, plus 0.35% per annum of the aggregate net assets in excess of \$84.0 billion."

Terms used in this Supplementary Prospectus No. 3 have the same meanings as in the Prospectus, Supplementary Prospectus No. 1 and Supplementary Prospectus No. 2. Prior to investing in the Fund, a prospective investor must take into account and accept the foregoing information, as well as the information disclosed in the Prospectus, Supplementary Prospectus No. 1 and Supplementary Prospectus No. 2.

This Supplementary Prospectus No. 3 is prepared by, or on behalf of, the Company.

Signed for the purpose of section 351 of the Corporations Act 2001 (Cth):



Michael McCorry - Director
BlackRock Investment Management (Australia) Limited
Local Agent of iShares, Inc.