

12 March 2015

Market Announcements Office

ASX Limited

SUPPLEMENT TO AUSTRALIAN PROSPECTUS – IJH

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

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

ASX Code	Issuer	Fund name
IJH	iShares Trust	iShares Core S&P Mid-Cap ETF

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 (including copies of prospectuses and supplementary prospectuses) go to au.iShares.com or call 1300 474 273.

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**Supplementary Prospectus
No. 2 to the Prospectus dated
1 August 2014**

**iShares Core S&P Mid-Cap ETF
(ASX: IJH)**

Dated 12 March 2015

iShares Trust ARBN 125 632 411

This Supplementary Prospectus No. 2 supplements the prospectus dated 1 August 2014 ("Prospectus") for the iShares Core S&P Mid-Cap ETF (the "Fund"), as amended by Supplementary Prospectus No. 1 dated 11 December 2014 ("Supplementary Prospectus No. 1"), issued by iShares Trust (the "Company") and relating to shares of the Company referable to the Fund and CDIs over such shares. **This Supplementary Prospectus No. 2 must be read together with the Prospectus and Supplementary Prospectus No. 1.**

A copy of this Supplementary Prospectus No. 2 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. 2.

The Company does not consider the modifications in this Supplementary Prospectus No. 2 to be materially adverse from the point of view of an investor.

This Supplementary Prospectus No. 2 is dated 12 March 2015 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. 2

This Supplementary Prospectus No. 2 sets out changes to the Fund's Prospectus and Statement of Additional Information ("SAI").

CHANGE OF DIRECTORS

Effective from the below dates, the following changes were made to the board of the Company:

Resignations:

- ▶ Michael Latham, effective 31 December 2013; and
- ▶ George G. C. Parker, effective 31 December 2014.

Appointments:

- ▶ Mark Wiedman, effective 31 December 2013; and
- ▶ Jane D. Carlin, effective 3 February 2015.

As a result of these changes, the Prospectus and SAI, lodged with ASIC in respect of the Fund and referred to in the Prospectus, are amended as follows:

A. Changes to Prospectus

The list of Directors of the Company, as shown in the first paragraph of section 7.7, titled "Interests of Directors" on page 16 of the Prospectus, is amended as follows:

- ▶ references to "Michael Latham" and "George G. C. Parker" are deleted; and
- ▶ a reference to "Mark Wiedman" and "Jane D. Carlin" is inserted.

B. Changes to SAI

1. All references to George G. C. Parker are deleted from the SAI.
2. The table titled "Independent Trustees", as shown within the "Trustees and Officers" section on pages 46 to 47 of the SAI under the heading "Management", is amended by inserting the following information at the end of the table:

Name (Age)	Position within the iShares Registrant	Principal Occupation(s) During the Past 5 Years	Other Directorships Held by Trustee
Jane D. Carlin (59)	Trustee of iShares U.S. ETF Trust (since 2015); Director of iShares, Inc. (since 2015); Trustee of iShares Trust (since 2015).	Managing Director and Global Head of Financial Holding Company Governance & Assurance and the Global Head of Operational Risk Management of Morgan Stanley Group (2006 -2012).	Director of PHH Corporation (mortgage solutions) (since 2012).

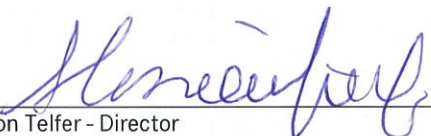
3. The “Trustees and Officers” section, as shown on pages 45 to 51 of the SAI under the heading “Management”, is amended by inserting the following new paragraph immediately following the twelfth paragraph of the section:

“Jane D. Carlin has been a Trustee of iShares Trust and iShares U.S. ETF Trust since February 3, 2015. Ms. Carlin has served as a Director of iShares, Inc. since February 3, 2015. Ms. Carlin served as Managing Director and Global Head of Financial Holding Company Governance & Assurance and the Global Head of Operational Risk Management of Morgan Stanley Group from 2006 to 2012. In addition, Ms. Carlin served as Managing Director and Global Head of the Bank Operational Risk Oversight Department of Credit Suisse Group from 2003 to 2006. Prior to that, Ms. Carlin served as Managing Director and Deputy General Counsel of Morgan Stanley Group. Ms. Carlin has over 30 years of experience in the financial sector and has served in a number of legal, regulatory, and risk management positions. Ms. Carlin has served as an Independent Director on the Board of PHH Corporation since 2012. She previously served as a Director on the Boards of Astoria Financial Corporation and Astoria Bank. Ms. Carlin was appointed by the United States Treasury to the Financial Services Sector Coordinating Council for Critical Infrastructure Protection and Homeland Security, where she served as Chairperson from 2010 to 2012 and Vice Chair and Chair of the Cyber Security Committee from 2009 to 2010. Ms. Carlin has a BA degree in political science from State University of New York at Stony Brook and a JD degree from Benjamin N. Cardozo School of Law.”

Terms used in this Supplementary Prospectus No. 2 have the same meanings as in the Prospectus and Supplementary Prospectus No. 1. 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 and Supplementary Prospectus No. 1.

This Supplementary Prospectus No. 2 is prepared by, or on behalf of, the Company.

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



Alison Telfer - Director
BlackRock Investment Management (Australia) Limited
Local Agent of iShares Trust