

## Schedule of Investments (Unaudited)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>			
<b>COMMON STOCKS — 99.72%</b>								
<b>AEROSPACE &amp; DEFENSE — 2.48%</b>								
AAR Corp.	10,697	\$ 294,809	UTi Worldwide Inc.	23,842	\$ 246,526			
AeroVironment Inc. <sup>a</sup>	4,643	147,647	XPO Logistics Inc. <sup>a,b</sup>	13,573	388,459			
Alliant Techsystems Inc.	8,439	1,130,151			37,968,503			
American Science and Engineering Inc.	2,179	151,637	<b>AIRLINES — 0.55%</b>					
Astronics Corp. <sup>a</sup>	3,752	211,800	Alaska Air Group Inc.	18,138	1,724,017			
B/E Aerospace Inc. <sup>a</sup>	27,753	2,566,875	Allegiant Travel Co.	3,940	464,014			
Boeing Co. (The)	192,474	24,488,467	American Airlines Group Inc. <sup>a</sup>	190,031	8,163,732			
Cubic Corp.	5,192	231,096	Copa Holdings SA Class A	8,739	1,245,919			
Curtiss-Wright Corp.	12,458	816,746	Delta Air Lines Inc.	223,804	8,665,691			
DigitalGlobe Inc. <sup>a,b</sup>	19,599	544,852	Hawaiian Holdings Inc. <sup>a,b</sup>	13,653	187,183			
Ducommun Inc. <sup>a</sup>	2,804	73,269	JetBlue Airways Corp. <sup>a,b</sup>	69,032	748,997			
Engility Holdings Inc. <sup>a,b</sup>	4,212	161,151	Republic Airways Holdings Inc. <sup>a</sup>	12,529	135,814			
Erickson Inc. <sup>a,b</sup>	991	16,104	SkyWest Inc.	13,461	164,493			
Esterline Technologies Corp. <sup>a</sup>	8,583	988,075	Southwest Airlines Co.	182,607	4,904,824			
Exelis Inc.	49,163	834,788	Spirit Airlines Inc. <sup>a</sup>	19,159	1,211,615			
GenCorp Inc. <sup>a,b</sup>	15,755	300,920	United Continental Holdings Inc. <sup>a</sup>	98,522	4,046,299			
General Dynamics Corp.	80,697	9,405,235			31,662,598			
HEICO Corp.	17,381	902,769	<b>AUTO COMPONENTS — 0.46%</b>					
Hexcel Corp. <sup>a</sup>	26,281	1,074,893	American Axle & Manufacturing Holdings Inc. <sup>a,b</sup>	17,582	332,124			
Honeywell International Inc.	206,699	19,212,672	BorgWarner Inc.	60,343	3,933,760			
Huntington Ingalls Industries Inc.	12,962	1,226,076	Cooper Tire & Rubber Co.	16,531	495,930			
Keyw Holding Corp. (The) <sup>a,b</sup>	8,747	109,950	Cooper-Standard Holding Inc. <sup>a</sup>	3,612	238,970			
Kratos Defense & Security Solutions Inc. <sup>a,b</sup>	10,653	83,093	Dana Holding Corp.	42,592	1,040,097			
L-3 Communications Holdings Inc.	22,760	2,748,270	Dorman Products Inc. <sup>a</sup>	6,524	321,764			
LMI Aerospace Inc. <sup>a,b</sup>	2,308	30,189	Drew Industries Inc.	6,015	300,810			
Lockheed Martin Corp.	71,507	11,493,320	Federal-Mogul Holdings Corp. <sup>a</sup>	7,683	155,427			
Moog Inc. Class A <sup>a</sup>	11,973	872,712	Fox Factory Holding Corp. <sup>a</sup>	2,607	45,857			
National Presto Industries Inc.	1,233	89,812	Fuel Systems Solutions Inc. <sup>a</sup>	3,875	43,168			
Northrop Grumman Corp.	56,519	6,761,368	Gentex Corp.	38,204	1,111,354			
Orbital Sciences Corp. <sup>a</sup>	15,536	459,089	Gentherm Inc. <sup>a</sup>	9,310	413,829			
Precision Castparts Corp.	38,209	9,643,952	Goodyear Tire & Rubber Co. (The)	64,732	1,798,255			
Raytheon Co.	82,576	7,617,636	Johnson Controls Inc.	175,300	8,752,729			
Rockwell Collins Inc.	35,764	2,794,599	Lear Corp.	21,230	1,896,264			
SIFCO Industries Inc.	669	20,873	Modine Manufacturing Co. <sup>a</sup>	12,577	197,962			
Sparton Corp. <sup>a,b</sup>	2,713	75,259	Motorcar Parts of America Inc. <sup>a</sup>	3,981	96,937			
Spirit AeroSystems Holdings Inc. Class A <sup>a</sup>	31,407	1,058,416	Remy International Inc.	3,707	86,558			
Taser International Inc. <sup>a,b</sup>	14,565	193,714	Shiloh Industries Inc. <sup>a</sup>	1,292	23,850			
Teledyne Technologies Inc. <sup>a</sup>	9,741	946,533	Spartan Motors Inc.	9,256	42,022			
Textron Inc.	73,056	2,797,314	Standard Motor Products Inc.	5,107	228,130			
TransDigm Group Inc.	13,781	2,305,010	Stoneridge Inc. <sup>a</sup>	7,276	77,999			
Triumph Group Inc.	13,588	948,714	Strattec Security Corp.	915	59,008			
United Technologies Corp.	241,964	27,934,744	Superior Industries International Inc.	6,014	124,009			
		143,764,599	Tenneco Inc. <sup>a</sup>	16,018	1,052,383			
<b>AIR FREIGHT &amp; LOGISTICS — 0.66%</b>			Tower International Inc. <sup>a</sup>	5,366	197,683			
Air Transport Services Group Inc. <sup>a</sup>	13,893	116,285	TRW Automotive Holdings Corp. <sup>a</sup>	29,206	2,614,521			
Atlas Air Worldwide Holdings Inc. <sup>a</sup>	6,985	257,397	Visteon Corp. <sup>a</sup>	13,062	1,267,145			
C.H. Robinson Worldwide Inc.	39,177	2,499,101			26,948,545			
Echo Global Logistics Inc. <sup>a,b</sup>	7,057	135,283	<b>AUTOMOBILES — 0.76%</b>					
Expeditors International of Washington Inc.	52,095	2,300,515	Ford Motor Co.	1,025,640	17,682,034			
FedEx Corp.	78,274	11,849,118	General Motors Co.	423,220	15,362,886			
Forward Air Corp.	7,689	367,919	Harley-Davidson Inc.	57,636	4,025,875			
Hub Group Inc. Class A <sup>a</sup>	9,823	495,079	Tesla Motors Inc. <sup>a,b</sup>	25,075	6,019,504			
Park-Ohio Holdings Corp. <sup>b</sup>	2,288	132,956	Thor Industries Inc.	12,399	705,131			
United Parcel Service Inc. Class B	186,829	19,179,865	Winnebago Industries Inc. <sup>a,b</sup>	7,841	197,436			
					43,992,866			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>
<b>BEVERAGES — 1.72%</b>					
Boston Beer Co. Inc. (The) Class A <sup>a,b</sup>	2,119	\$ 473,639	Dyax Corp. <sup>a</sup>	35,209	\$ 338,006
Brown-Forman Corp. Class B NVS	40,438	3,808,047	Dynavax Technologies Corp. <sup>a,b</sup>	82,530	132,048
Coca-Cola Bottling Co. Consolidated	1,202	88,551	Eleven Biotherapeutics Inc. <sup>a</sup>	1,210	15,948
Coca-Cola Co. (The)	1,047,937	44,390,611	Emergent BioSolutions Inc. <sup>a,b</sup>	6,843	153,694
Coca-Cola Enterprises Inc.	66,363	3,170,824	Enanta Pharmaceuticals Inc. <sup>a,b</sup>	2,671	115,040
Constellation Brands Inc. Class A <sup>a</sup>	42,317	3,729,397	Epizyme Inc. <sup>a</sup>	3,716	115,642
Craft Brew Alliance Inc. <sup>a,b</sup>	2,728	30,172	Esperion Therapeutics Inc. <sup>a</sup>	1,227	19,436
Dr Pepper Snapple Group Inc.	51,832	3,036,319	Exact Sciences Corp. <sup>a,b</sup>	22,435	382,068
Molson Coors Brewing Co. Class B NVS	35,876	2,660,564	Exelixis Inc. <sup>a,b</sup>	48,419	164,140
Monster Beverage Corp. <sup>a</sup>	37,752	2,681,525	Five Prime Therapeutics Inc. <sup>a,b</sup>	3,730	58,002
National Beverage Corp. <sup>a</sup>	2,900	54,868	Flexion Therapeutics Inc. <sup>a</sup>	1,203	16,216
PepsiCo Inc.	400,151	<u>35,749,490</u>	Foundation Medicine Inc. <sup>a,b</sup>	2,595	69,961
		<u>99,874,007</u>	Galectin Therapeutics Inc. <sup>a</sup>	4,755	65,667
<b>BIOTECHNOLOGY — 2.66%</b>					
ACADIA Pharmaceuticals Inc. <sup>a</sup>	21,914	495,037	Galena Biopharma Inc. <sup>a,b</sup>	31,554	96,555
Acceleron Pharma Inc. <sup>a,b</sup>	4,267	144,950	Gencea Biosciences Inc. <sup>a</sup>	1,031	19,331
Achillion Pharmaceuticals Inc. <sup>a,b</sup>	24,647	186,578	Genomic Health Inc. <sup>a,b</sup>	4,181	114,559
Acorda Therapeutics Inc. <sup>a,b</sup>	10,657	359,247	Geron Corp. <sup>a,b</sup>	34,476	110,668
Actinium Pharmaceuticals Inc.	5,228	37,746	Gilead Sciences Inc. <sup>a</sup>	405,231	33,597,702
Adamas Pharmaceuticals Inc. <sup>a</sup>	771	14,094	Halozyme Therapeutics Inc. <sup>a,b</sup>	29,616	292,606
Aegerion Pharmaceuticals Inc. <sup>a,b</sup>	7,607	244,109	Heron Therapeutics Inc. <sup>a</sup>	5,129	63,189
Agensys Inc. <sup>a</sup>	16,427	52,895	Hyperion Therapeutics Inc. <sup>a,b</sup>	2,389	62,353
Agios Pharmaceuticals Inc. <sup>a,b</sup>	3,523	161,424	Idenix Pharmaceuticals Inc. <sup>a</sup>	31,019	747,558
Akebia Therapeutics Inc. <sup>a</sup>	2,068	57,470	Idera Pharmaceuticals Inc. <sup>a</sup>	15,891	46,084
Alder Biopharmaceuticals Inc. <sup>a</sup>	2,112	42,388	ImmunoGen Inc. <sup>a,b</sup>	21,937	259,953
Alexion Pharmaceuticals Inc. <sup>a</sup>	52,191	8,154,844	Immunomedics Inc. <sup>a,b</sup>	16,959	61,900
Alkermes PLC <sup>a</sup>	38,092	1,917,170	Incyte Corp. <sup>a,b</sup>	38,126	2,151,831
Alynnylan Pharmaceuticals Inc. <sup>a,b</sup>	17,496	1,105,222	Infinity Pharmaceuticals Inc. <sup>a</sup>	12,611	160,664
AMAG Pharmaceuticals Inc. <sup>a,b</sup>	5,743	118,995	Inovio Pharmaceuticals Inc. <sup>a</sup>	15,878	171,641
Amgen Inc.	199,789	23,649,024	Insmed Inc. <sup>a</sup>	11,689	233,546
Anacor Pharmaceuticals Inc. <sup>a,b</sup>	9,087	161,113	Insys Therapeutics Inc. <sup>a,b</sup>	1,947	60,805
Applied Genetic Technologies Corp. <sup>a</sup>	1,280	29,568	Intercept Pharmaceuticals Inc. <sup>a,b</sup>	3,281	776,383
Arena Pharmaceuticals Inc. <sup>a,b</sup>	57,236	335,403	InterMune Inc. <sup>a,b</sup>	26,181	1,155,891
ARIAD Pharmaceuticals Inc. <sup>a,b</sup>	46,092	293,606	Intrexon Corp. <sup>a,b</sup>	9,303	233,784
Array BioPharma Inc. <sup>a,b</sup>	33,766	153,973	Ironwood Pharmaceuticals Inc. Class A <sup>a</sup>	30,875	473,314
Arrowhead Research Corp. <sup>a</sup>	13,691	195,918	Isis Pharmaceuticals Inc. <sup>a,b</sup>	31,055	1,069,845
Auspex Pharmaceuticals Inc. <sup>a</sup>	2,127	47,368	Karyopharm Therapeutics Inc. <sup>a,b</sup>	3,751	174,609
BioCryst Pharmaceuticals Inc. <sup>a</sup>	18,496	235,824	Keryx Biopharmaceuticals Inc. <sup>a,b</sup>	25,958	399,234
Biogen Idec Inc. <sup>a</sup>	62,607	19,740,613	Kindred Biosciences Inc. <sup>a</sup>	2,770	51,633
BioMarin Pharmaceutical Inc. <sup>a</sup>	38,475	2,393,530	Kythera Biopharmaceuticals Inc. <sup>a,b</sup>	5,266	202,056
BioSpecifics Technologies Corp. <sup>a</sup>	960	25,882	Lexicon Pharmaceuticals Inc. <sup>a,b</sup>	58,908	94,842
Biotime Inc. <sup>a,b</sup>	8,056	24,571	Ligand Pharmaceuticals Inc. Class B <sup>a,b</sup>	5,584	347,827
Bluebird Bio Inc. <sup>a</sup>	4,966	191,539	MacroGenics Inc. <sup>a</sup>	5,161	112,149
Cara Therapeutics Inc. <sup>a</sup>	1,422	24,202	MannKind Corp. <sup>a,b</sup>	59,944	658,785
Celgene Corp. <sup>a</sup>	211,374	18,152,799	Medivation Inc. <sup>a</sup>	20,552	1,584,148
Cellidex Therapeutics Inc. <sup>a,b</sup>	24,729	403,577	Merrimack Pharmaceuticals Inc. <sup>a,b</sup>	23,873	174,034
Cellular Dynamics International Inc. <sup>a</sup>	2,564	37,357	MiMedx Group Inc. <sup>a,b</sup>	22,192	157,341
Cepheid Inc. <sup>a,b</sup>	18,620	892,643	Mirati Therapeutics Inc. <sup>a</sup>	1,894	37,880
ChemoCentryx Inc. <sup>a,b</sup>	6,504	38,048	Momenta Pharmaceuticals Inc. <sup>a</sup>	12,415	149,973
Chimerix Inc. <sup>a</sup>	7,002	153,624	Myriad Genetics Inc. <sup>a,b</sup>	19,749	768,631
Clovis Oncology Inc. <sup>a,b</sup>	6,451	267,136	NanoViricides Inc.	10,581	44,440
CTI BioPharma Corp. <sup>a,b</sup>	29,614	83,215	Navidea Biopharmaceuticals Inc. <sup>a,b</sup>	25,609	37,901
Cubist Pharmaceuticals Inc. <sup>a</sup>	19,840	1,385,229	NeoStem Inc. <sup>a</sup>	6,246	40,724
Cytokinetics Inc. <sup>a</sup>	6,549	31,304	Neuralstem Inc. <sup>a</sup>	18,146	76,576
Cytori Therapeutics Inc. <sup>a,b</sup>	14,101	33,701	Neurocrine Biosciences Inc. <sup>a</sup>	22,497	333,856
CytRx Corp. <sup>a</sup>	14,722	61,538	NewLink Genetics Corp. <sup>a,b</sup>	4,789	127,148
Dendreon Corp. <sup>a,b</sup>	51,737	118,995	Northwest Biotherapeutics Inc. <sup>a</sup>	9,379	62,933
Dicerna Pharmaceuticals Inc. <sup>a</sup>	939	21,193	Novavax Inc. <sup>a,b</sup>	53,103	245,336
Durata Therapeutics Inc. <sup>a,b</sup>	2,331	39,697	NPS Pharmaceuticals Inc. <sup>a,b</sup>	27,703	915,584
			Ohr Pharmaceutical Inc. <sup>a</sup>	5,551	52,790
			OncoMed Pharmaceuticals Inc. <sup>a,b</sup>	3,455	80,502
			Oncothryeon Inc. <sup>a</sup>	18,674	60,504
			Ophthotech Corp. <sup>a,b</sup>	3,729	157,774
			Opko Health Inc. <sup>a,b</sup>	49,607	438,526

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### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>
Orexigen Therapeutics Inc. <sup>a,b</sup>	26,934	\$ 166,452	Norcraft Companies Inc. <sup>a</sup>	1,963	\$ 28,091
Organovo Holdings Inc. <sup>a</sup>	16,495	137,733	Nortek Inc. <sup>a,b</sup>	2,189	196,485
Osiris Therapeutics Inc. <sup>a,b</sup>	4,256	66,479	Owens Corning	31,288	1,210,220
OvaScience Inc. <sup>a,b</sup>	2,323	21,302	Patrick Industries Inc. <sup>a,b</sup>	1,624	75,662
PDL BioPharma Inc.	46,839	453,402	PGT Inc. <sup>a</sup>	15,579	131,954
Peregrine Pharmaceuticals Inc. <sup>a,b</sup>	36,093	67,855	Ply Gem Holdings Inc. <sup>a,b</sup>	4,133	41,743
Pharmacyclics Inc. <sup>a,b</sup>	16,038	1,438,769	Quanex Building Products Corp.	9,703	173,393
Portola Pharmaceuticals Inc. <sup>a,b</sup>	9,644	281,412	Simpson Manufacturing Co. Inc.	10,575	384,507
Progenics Pharmaceuticals Inc. <sup>a,b</sup>	22,005	94,842	Trex Co. Inc. <sup>a,b</sup>	9,110	262,550
Prothena Corp. PLC <sup>a</sup>	6,118	137,961	Universal Forest Products Inc.	5,200	251,004
PTC Therapeutics Inc. <sup>a,b</sup>	5,764	150,671	USG Corp. <sup>a,b</sup>	24,495	738,034
Puma Biotechnology Inc. <sup>a,b</sup>	6,534	431,244			13,354,238
Raptor Pharmaceutical Corp. <sup>a,b</sup>	18,032	208,270	<b>CAPITAL MARKETS — 2.10%</b>		
Receptos Inc. <sup>a</sup>	4,011	170,869	Affiliated Managers Group Inc. <sup>a</sup>	14,579	2,994,527
Regado Biosciences Inc. <sup>a</sup>	4,078	27,690	Ameriprise Financial Inc.	50,117	6,014,040
Regeneron Pharmaceuticals Inc. <sup>a</sup>	20,815	5,879,613	Arlington Asset Investment Corp. Class A	2,666	72,862
Regulus Therapeutics Inc. <sup>a,b</sup>	3,373	27,119	Artisan Partners Asset Management Inc.	7,203	408,266
Repligen Corp. <sup>a</sup>	8,134	185,374	Bank of New York Mellon Corp. (The)	300,993	11,281,218
Retrophin Inc. <sup>a,b</sup>	4,992	58,606	BGC Partners Inc. Class A	45,645	339,599
Rigel Pharmaceuticals Inc. <sup>a</sup>	22,384	81,254	BlackRock Inc. <sup>c</sup>	33,650	10,754,540
Sangamo BioSciences Inc. <sup>a</sup>	19,818	302,621	Calamos Asset Management Inc. Class A	5,180	69,360
Sarepta Therapeutics Inc. <sup>a,b</sup>	11,448	341,036	Charles Schwab Corp. (The)	296,615	7,987,842
Seattle Genetics Inc. <sup>a,b</sup>	26,421	1,010,603	CIFC Corp.	1,720	15,497
Spectrum Pharmaceuticals Inc. <sup>a</sup>	15,700	127,641	Cohen & Steers Inc. <sup>b</sup>	4,875	211,477
Stemline Therapeutics Inc. <sup>a</sup>	2,366	34,709	CorEnergy Infrastructure Trust Inc.	8,350	61,873
Sunesis Pharmaceuticals Inc. <sup>a,b</sup>	16,174	105,454	Cowen Group Inc. Class A <sup>a,b</sup>	23,205	97,925
Synageva BioPharma Corp. <sup>a,b</sup>	6,113	640,642	Diamond Hill Investment Group Inc.	750	95,790
Synergy Pharmaceuticals Inc. <sup>a,b</sup>	21,230	86,406	E*TRADE Financial Corp. <sup>a</sup>	75,181	1,598,348
Synta Pharmaceuticals Corp. <sup>a,b</sup>	9,818	40,156	Eaton Vance Corp. NVS	31,560	1,192,652
TESARO Inc. <sup>a,b</sup>	5,636	175,336	Evercore Partners Inc. Class A	8,275	476,971
Tetraphase Pharmaceuticals Inc. <sup>a</sup>	7,361	99,300	FBR & Co. <sup>a</sup>	2,515	68,232
TG Therapeutics Inc. <sup>a,b</sup>	3,322	31,194	Federated Investors Inc. Class B	24,229	749,161
Threshold Pharmaceuticals Inc. <sup>a,b</sup>	11,867	46,993	Financial Engines Inc.	14,119	639,308
Ultragenyx Pharmaceutical Inc. <sup>a</sup>	1,965	88,209	Franklin Resources Inc.	104,721	6,057,063
United Therapeutics Corp. <sup>a</sup>	12,878	1,139,574	FXCM Inc. Class A	13,782	206,179
Vanda Pharmaceuticals Inc. <sup>a,b</sup>	7,446	120,476	GAMCO Investors Inc. Class A	1,737	144,258
Verastem Inc. <sup>a,b</sup>	4,126	37,382	GFI Group Inc.	18,326	60,842
Versartis Inc. <sup>a</sup>	1,829	51,285	Goldman Sachs Group Inc. (The)	118,029	19,762,776
Vertex Pharmaceuticals Inc. <sup>a</sup>	62,195	5,888,623	Greenhill & Co. Inc.	7,684	378,437
Vital Therapies Inc. <sup>a</sup>	1,366	37,210	HFF Inc. Class A	8,645	321,507
Xencor Inc. <sup>a</sup>	3,867	44,935	ICG Group Inc. <sup>a,b</sup>	9,968	208,132
XOMA Corp. <sup>a</sup>	23,623	108,430	INTL FCStone Inc. <sup>a</sup>	3,732	74,341
ZIOPHARM Oncology Inc. <sup>a,b</sup>	17,571	70,811	Invesco Ltd.	114,202	4,311,125
		154,224,068	Investment Technology Group Inc. <sup>a</sup>	10,142	171,197
<b>BUILDING PRODUCTS — 0.23%</b>			Janus Capital Group Inc.	39,256	489,915
A.O. Smith Corp.	20,069	995,021	KCG Holdings Inc. Class A <sup>a,b</sup>	13,930	165,488
AAON Inc.	7,264	243,489	Ladenburg Thalmann Financial Services Inc. <sup>a</sup>	27,517	86,679
Allegion PLC	26,379	1,495,162	Lazard Ltd. Class A	32,609	1,681,320
American Woodmark Corp. <sup>a</sup>	2,840	90,511	Legg Mason Inc.	27,403	1,406,048
Apogee Enterprises Inc.	7,565	263,716	LPL Financial Holdings Inc.	23,027	1,145,363
Armstrong World Industries Inc. <sup>a</sup>	11,905	683,704	Manning & Napier Inc.	3,626	62,585
Builders FirstSource Inc. <sup>a,b</sup>	11,763	87,987	Marcus & Millichap Inc. <sup>a</sup>	2,113	53,903
Continental Building Products Inc. <sup>a</sup>	4,201	64,695	Moelis & Co. <sup>a</sup>	1,946	65,405
Fortune Brands Home & Security Inc.	43,392	1,732,643	Morgan Stanley	405,177	13,099,372
Gibraltar Industries Inc. <sup>a,b</sup>	8,056	124,949	Northern Trust Corp.	62,417	4,007,796
Griffon Corp.	11,948	148,155	Oppenheimer Holdings Inc. Class A	2,707	64,941
Insteel Industries Inc.	4,606	90,508	Piper Jaffray Companies Inc. <sup>a</sup>	3,983	206,200
Lennox International Inc.	13,071	1,170,769	Pzena Investment Management Inc. Class A	2,969	33,134
Masco Corp.	93,609	2,078,120	Raymond James Financial Inc.	33,289	1,688,751
Masonite International Corp. <sup>a</sup>	7,768	437,028	RCS Capital Corp. Class A	1,091	23,162
NCI Building Systems Inc. <sup>a</sup>	7,933	154,138	Safeguard Scientifics Inc. <sup>a,b</sup>	5,618	116,798

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June 30, 2014

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>
SEI Investments Co.	35,058	\$ 1,148,851	PolyOne Corp.	26,163	\$ 1,102,509
Silvercrest Asset Management Group Inc.	1,486	25,574	PPG Industries Inc.	36,493	7,669,004
State Street Corp.	113,607	7,641,207	Praxair Inc.	77,318	10,270,923
Stifel Financial Corp. <sup>a</sup>	17,598	833,265	Quaker Chemical Corp.	3,324	255,250
SWS Group Inc. <sup>a</sup>	7,583	55,204	Rayonier Advanced Materials Inc.	11,058	428,510
T. Rowe Price Group Inc.	68,985	5,823,024	Rockwood Holdings Inc.	19,449	1,477,930
TD Ameritrade Holding Corp.	70,867	2,221,680	RPM International Inc.	34,717	1,603,231
Virtus Investment Partners Inc. <sup>a</sup>	1,991	421,594	Scotts Miracle-Gro Co. (The) Class A	12,085	687,153
Waddell & Reed Financial Inc. Class A	22,754	1,424,173	Senomyx Inc. <sup>a</sup>	11,223	97,079
Walter Investment Management Corp. <sup>a,b</sup>	9,463	281,808	Sensient Technologies Corp.	13,155	732,997
Westwood Holdings Group Inc.	1,789	107,412	Sherwin-Williams Co. (The)	22,727	4,702,444
WisdomTree Investments Inc. <sup>a</sup>	26,435	326,737	Sigma-Aldrich Corp.	31,367	3,183,123
		121,532,734	Stepan Co.	4,955	261,921
<b>CHEMICALS — 2.61%</b>			Taminco Corp. <sup>a,b</sup>	7,410	172,357
A. Schulman Inc.	7,785	301,279	Treccor Resources <sup>a,b</sup>	5,227	61,888
Advanced Emissions Solutions Inc. <sup>a</sup>	7,310	167,618	Tredegar Corp.	6,278	146,968
Air Products and Chemicals Inc.	56,009	7,203,878	Tronox Ltd. Class A	16,221	436,345
Airgas Inc.	19,586	2,133,111	Valspar Corp. (The)	22,332	1,701,475
Albemarle Corp.	21,417	1,531,315	W.R. Grace & Co. <sup>a</sup>	20,555	1,943,064
American Vanguard Corp.	7,272	96,136	Westlake Chemical Corp.	10,463	876,381
Ashland Inc.	20,839	2,266,033	Zep Inc.	5,918	104,512
Axiall Corp.	18,324	866,175			151,029,285
Balchem Corp.	7,778	416,590			
Cabot Corp.	16,782	973,188	<b>COMMERCIAL BANKS — 5.62%</b>		
Calgon Carbon Corp. <sup>a</sup>	15,048	336,022	1st Source Corp.	3,900	119,418
Celanese Corp. Series A	41,157	2,645,572	1st United Bancorp Inc.	8,019	69,124
CF Industries Holdings Inc.	13,802	3,319,795	American National Bankshares Inc.	2,057	44,699
Chase Corp.	1,700	58,038	Ameris Bancorp <sup>a</sup>	6,504	140,226
Chemtura Corp. <sup>a</sup>	25,937	677,734	Ames National Corp.	2,118	49,011
Cytec Industries Inc.	9,608	1,012,875	Arrow Financial Corp.	2,769	71,828
Dow Chemical Co. (The)	317,802	16,354,091	Associated Banc-Corp.	44,126	797,798
E.I. du Pont de Nemours and Co.	242,391	15,862,067	BancFirst Corp.	1,732	107,211
Eastman Chemical Co.	39,655	3,463,864	Banco Latinoamericano de Comercio		
Ecolab Inc.	70,336	7,831,210	Exterior SA Class E	7,466	221,516
Ferro Corp. <sup>a,b</sup>	18,972	238,288	Bancorp Inc. (The) <sup>a</sup>	7,608	90,611
Floeteck Industries Inc. <sup>a</sup>	14,741	474,071	BancorpSouth Inc.	24,871	611,080
FMC Corp.	35,769	2,546,395	Bank of America Corp.	2,775,532	42,659,927
FutureFuel Corp.	5,135	85,190	Bank of Hawaii Corp.	11,960	701,932
H.B. Fuller Co.	13,134	631,745	Bank of Kentucky Financial Corp. (The)	1,683	58,552
Hawkins Inc.	2,370	88,022	Bank of Marin Bancorp	1,319	60,133
Huntsman Corp.	53,231	1,495,791	Bank of the Ozarks Inc. <sup>b</sup>	20,947	700,677
Innophos Holdings Inc.	5,777	332,582	BankUnited Inc.	26,753	895,690
Innospes Inc.	6,047	261,049	Banner Corp.	5,062	200,607
International Flavors & Fragrances Inc.	21,440	2,235,763	BB&T Corp.	189,576	7,474,982
Intrepid Potash Inc. <sup>a</sup>	14,125	236,735	BBCN Bancorp Inc.	20,578	328,219
KMG Chemicals Inc.	2,054	36,931	BNC Bancorp	4,827	82,397
Koppers Holdings Inc.	5,590	213,817	BOK Financial Corp.	6,813	453,746
Kraton Performance Polymers Inc. <sup>a</sup>	8,589	192,308	Boston Private Financial Holdings Inc.	20,699	278,195
Kronos Worldwide Inc.	5,300	83,051	Bridge Bancorp Inc.	2,229	53,474
Landec Corp. <sup>a</sup>	6,830	85,307	Bridge Capital Holdings <sup>a,b</sup>	2,307	55,852
LSB Industries Inc. <sup>a</sup>	4,964	206,850	Bryn Mawr Bank Corp.	2,992	87,127
LyondellBasell Industries NV Class A	116,352	11,361,773	Camden National Corp.	2,065	80,039
Marrone Bio Innovations Inc. <sup>a</sup>	2,987	34,709	Capital Bank Financial Corp. <sup>a</sup>	6,267	147,964
Minerals Technologies Inc.	9,420	617,764	Capital City Bank Group Inc. <sup>b</sup>	2,952	42,893
Monsanto Co.	138,351	17,257,904	Cardinal Financial Corp.	7,794	143,877
Mosaic Co. (The)	88,272	4,365,050	Cascade Bancorp <sup>a</sup>	8,266	43,066
NewMarket Corp.	2,379	932,830	Cathay General Bancorp	20,752	530,421
Olin Corp.	21,027	566,047	CenterState Banks Inc.	7,779	87,125
OM Group Inc.	8,591	278,606	Central Pacific Financial Corp.	5,717	113,482
OMNOVA Solutions Inc. <sup>a,b</sup>	12,080	109,807	Century Bancorp Inc. Class A	904	31,947
Platform Specialty Products Corp. <sup>a</sup>	22,449	629,245	Chemical Financial Corp.	7,201	202,204
			CIT Group Inc.	51,058	2,336,414
			Citigroup Inc.	801,801	37,764,827

## Schedule of Investments (Unaudited) (Continued)

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Security	Shares	Value	Security	Shares	Value
Citizens & Northern Corp.	3,120	\$ 60,809	Huntington Bancshares Inc.	220,589	\$ 2,104,419
City Holding Co.	3,878	174,975	IBERIABANK Corp.	7,838	542,311
City National Corp.	12,418	940,788	Independent Bank Corp. (Massachusetts)	6,060	232,583
CNB Financial Corp.	3,334	56,011	Independent Bank Group Inc.	2,367	131,771
CoBiz Financial Inc.	9,130	98,330	International Bancshares Corp.	14,067	379,809
Columbia Banking System Inc.	14,014	368,708	Investors Bancorp Inc.	94,309	1,042,114
Comerica Inc.	47,952	2,405,272	J.P. Morgan Chase & Co.	998,947	57,559,326
Commerce Bancshares Inc.	21,258	988,497	KeyCorp	233,141	3,340,911
Community Bank System Inc.	10,483	379,485	Lakeland Bancorp Inc.	8,671	93,647
Community Trust Bancorp Inc.	4,104	140,439	Lakeland Financial Corp.	4,269	162,905
CommunityOne Bancorp. <sup>a</sup>	2,699	26,180	M&T Bank Corp.	34,467	4,275,631
ConnectOne Bancorp Inc.	3,099	59,594	Macatawa Bank Corp.	6,211	31,490
ConnectOne Bancorp Inc. New <sup>a</sup>	1,609	80,273	MainSource Financial Group Inc.	5,568	96,048
CU Bancorp <sup>a,b</sup>	2,515	47,961	MB Financial Inc.	14,469	391,386
Cullen/Frost Bankers Inc.	13,694	1,087,578	Mercantile Bank Corp.	5,085	116,345
Customers Bancorp Inc. <sup>a</sup>	5,746	114,981	Merchants Bancshares Inc.	1,315	42,054
CVB Financial Corp.	27,791	445,490	Metro Bancorp Inc. <sup>a</sup>	3,881	89,729
Eagle Bancorp Inc. <sup>a,b</sup>	5,675	191,531	MidSouth Bancorp Inc.	2,188	43,519
East West Bancorp Inc.	37,022	1,295,400	MidWestOne Financial Group Inc.	1,825	43,782
Enterprise Bancorp Inc.	1,572	32,430	National Bank Holdings Corp. Class A	10,852	216,389
Enterprise Financial Services Corp.	4,749	85,767	National Bankshares Inc.	1,818	56,158
F.N.B. Corp.	42,681	547,170	National Penn Bancshares Inc.	30,064	318,077
Fidelity Southern Corp.	2,707	35,164	NBT Bancorp Inc.	11,444	274,885
Fifth Third Bancorp	224,487	4,792,797	NewBridge Bancorp <sup>a,b</sup>	6,665	53,720
Financial Institutions Inc.	3,627	84,944	Northrim BanCorp Inc.	1,753	44,824
First Bancorp (North Carolina)	3,908	71,712	OFG Bancorp	11,983	220,607
First Bancorp (Puerto Rico) <sup>a</sup>	29,605	161,051	Old Line Bancshares Inc.	2,212	34,861
First Bancorp Inc. (Maine)	2,224	38,831	Old National Bancorp	27,166	387,930
First Busey Corp.	19,596	113,853	OmniAmerican Bancorp Inc.	3,028	75,700
First Business Financial Services Inc.	1,041	48,958	Opus Bank <sup>a</sup>	1,353	39,318
First Citizens BancShares Inc. Class A	1,986	486,570	Pacific Continental Corp.	4,786	65,712
First Commonwealth Financial Corp.	27,722	255,597	Pacific Premier Bancorp Inc. <sup>a</sup>	4,049	57,050
First Community Bancshares Inc.	4,729	67,767	PacWest Bancorp	24,271	1,047,779
First Connecticut Bancorp Inc.	4,662	74,825	Palmetto Bancshares Inc. <sup>a,b</sup>	1,155	16,620
First Financial Bancorp	15,510	266,927	Park National Corp.	2,980	230,056
First Financial Bankshares Inc.	16,534	518,672	Park Sterling Corp.	11,528	75,970
First Financial Corp.	2,990	96,248	Peapack-Gladstone Financial Corp.	2,912	61,764
First Horizon National Corp.	63,403	751,960	Penns Woods Bancorp Inc.	990	46,629
First Interstate BancSystem Inc.	4,268	116,004	Peoples Bancorp Inc.	2,759	72,976
First Merchants Corp.	11,034	233,259	Peoples Financial Services Corp.	1,992	102,369
First Midwest Bancorp Inc.	19,863	338,267	Pinnacle Financial Partners Inc.	9,162	361,716
First NBC Bank Holding Co. <sup>a</sup>	3,863	129,449	PNC Financial Services Group Inc.		
First Niagara Financial Group Inc.	92,864	811,631	(The) <sup>c</sup>	140,908	12,547,857
First of Long Island Corp. (The)	2,075	81,091	Popular Inc. <sup>a</sup>	27,162	928,397
First Republic Bank	36,275	1,994,762	Preferred Bank <sup>a</sup>	3,088	73,000
FirstMerit Corp.	43,341	855,985	PrivateBancorp Inc.	18,816	546,793
Flushing Financial Corp.	8,083	166,106	Prosperity Bancshares Inc.	18,363	1,149,524
Fulton Financial Corp.	50,527	626,030	Regions Financial Corp.	363,979	3,865,457
German American Bancorp Inc.	3,344	90,556	Renaissance Corp.	8,099	235,438
Glacier Bancorp Inc.	18,877	535,729	Republic Bancorp Inc. Class A	2,630	62,384
Great Southern Bancorp Inc.	2,774	88,907	Republic First Bancorp Inc. <sup>a</sup>	8,164	41,147
Guaranty Bancorp <sup>b</sup>	4,034	56,073	S&T Bancorp Inc.	7,665	190,475
Hampton Roads Bankshares Inc. <sup>a,b</sup>	8,870	15,345	Sandy Spring Bancorp Inc.	6,500	161,915
Hancock Holding Co.	22,354	789,543	Seacoast Banking Corp. of Florida <sup>a</sup>	3,750	40,763
Hanmi Financial Corp.	8,168	172,181	ServisFirst Bancshares Inc. <sup>a</sup>	165	14,261
Heartland Financial USA Inc.	3,851	95,235	Sierra Bancorp	3,056	48,285
Heritage Commerce Corp.	5,323	43,489	Signature Bank <sup>a</sup>	12,463	1,572,581
Heritage Financial Corp.	7,750	124,698	Simmons First National Corp. Class A	4,532	178,515
Heritage Oaks Bancorp <sup>a,b</sup>	5,272	40,225	South State Corp.	6,347	387,167
Home Bancshares Inc.	14,212	466,438	Southside Bancshares Inc. <sup>b</sup>	4,978	144,163
HomeTrust Bancshares Inc. <sup>a</sup>	5,820	91,781	Southwest Bancorp Inc.	5,009	85,454
Horizon Bancorp	1,753	38,286	Square 1 Financial Inc. <sup>a</sup>	1,578	29,998
Hudson Valley Holding Corp.	4,023	72,615	State Bank Financial Corp.	8,468	143,194
			Sterling Bancorp	20,602	247,224

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

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<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>
Stock Yards Bancorp Inc.	3,096	\$ 92,570	HNI Corp.	11,972	\$ 468,225
Stonegate Bank	2,627	66,200	InnerWorkings Inc. <sup>a,b</sup>	11,674	99,229
Suffolk Bancorp <sup>a</sup>	2,574	57,426	Interface Inc.	18,686	352,044
Sun Bancorp Inc. (New Jersey) <sup>a</sup>	10,058	40,333	Iron Mountain Inc.	44,615	1,581,602
SunTrust Banks Inc.	140,640	5,634,038	KAR Auction Services Inc.	36,816	1,173,326
Susquehanna Bancshares Inc.	49,450	522,192	Kimball International Inc. Class B	8,652	144,661
SVB Financial Group <sup>a</sup>	13,419	1,564,924	Knoll Inc.	12,644	219,121
Synovus Financial Corp.	36,748	895,916	McGrath RentCorp	6,602	242,624
Talmer Bancorp Inc. Class A <sup>a</sup>	5,667	78,148	Mobile Mini Inc.	12,277	587,946
Taylor Capital Group Inc. <sup>a</sup>	4,249	90,844	MSA Safety Inc.	8,186	470,531
TCF Financial Corp.	42,666	698,442	Multi-Color Corp.	3,622	144,916
Texas Capital Bancshares Inc. <sup>a</sup>	11,904	642,221	NL Industries Inc.	1,758	16,332
Tompkins Financial Corp.	3,814	183,759	Performant Financial Corp. <sup>a</sup>	5,878	59,368
TowneBank	7,011	110,143	Pitney Bowes Inc.	53,004	1,463,970
TriCo Bancshares	4,182	96,771	Quad Graphics Inc.	6,757	151,154
Tristate Capital Holdings Inc. <sup>a</sup>	5,958	84,187	Quest Resource Holding Corp.	3,362	17,516
Trustmark Corp.	17,063	421,285	R.R. Donnelley & Sons Co.	50,844	862,314
U.S. Bancorp	453,406	19,641,548	Republic Services Inc.	71,092	2,699,363
UMB Financial Corp.	10,358	656,594	Rollins Inc.	16,855	505,650
Umpqua Holdings Corp.	44,390	795,469	Schawk Inc.	3,033	61,752
Union Bankshares Corp.	11,546	296,155	SP Plus Corp. <sup>a,b</sup>	4,077	87,207
United Bankshares Inc.	17,540	567,068	Steelcase Inc. Class A	22,218	336,158
United Community Banks Inc.	14,176	232,061	Stericycle Inc. <sup>a</sup>	22,354	2,647,161
Univest Corp. of Pennsylvania	4,614	95,510	Team Inc. <sup>a</sup>	5,224	214,288
Valley National Bancorp	51,982	515,142	Tetra Tech Inc.	16,717	459,718
VantageSouth Bancshares Inc. <sup>a</sup>	793	4,718	Tyco International Ltd.	121,750	5,551,800
ViewPoint Financial Group	10,536	283,524	UniFirst Corp.	3,838	406,828
Washington Trust Bancorp Inc.	3,848	141,491	United Stationers Inc.	10,726	444,807
Webster Financial Corp.	23,728	748,381	US Ecology Inc.	5,688	278,428
Wells Fargo & Co.	1,260,490	66,251,354	Viad Corp.	5,226	124,588
WesBanco Inc.	6,837	212,220	Waste Connections Inc.	32,578	1,581,662
West Bancorporation Inc.	4,009	61,057	Waste Management Inc.	122,829	5,494,141
Westamerica Bancorp	7,269	380,023	West Corp.	10,064	269,715
Western Alliance Bancorp <sup>a</sup>	19,544	465,147			39,658,187
Wilshire Bancorp Inc.	15,954	163,848	<b>COMMUNICATIONS EQUIPMENT — 1.62%</b>		
Wintrust Financial Corp.	12,836	590,456	ADTRAN Inc.	15,604	352,026
Yadkin Financial Corp. <sup>a,b</sup>	3,797	71,535	Alliance Fiber Optic Products Inc.	3,055	55,296
Zions Bancorp	48,594	1,432,065	Applied Optoelectronics Inc. <sup>a,b</sup>	2,753	63,870
		325,665,168	ARRIS Group Inc. <sup>a</sup>	33,120	1,077,394
<b>COMMERCIAL SERVICES &amp; SUPPLIES — 0.68%</b>			Aruba Networks Inc. <sup>a</sup>	29,475	516,402
ABM Industries Inc.	14,104	380,526	Bel Fuse Inc. Class B	2,905	74,571
ACCO Brands Corp. <sup>a</sup>	29,738	190,621	Black Box Corp.	4,656	109,137
ADT Corp. (The) <sup>b</sup>	45,991	1,606,926	Brocade Communications Systems Inc.	116,692	1,073,566
ARC Document Solutions Inc. <sup>a</sup>	9,608	56,303	CalAmp Corp. <sup>a</sup>	8,975	194,399
Brady Corp. Class A	12,013	358,828	Calix Inc. <sup>a,b</sup>	10,519	86,045
Brink's Co. (The)	12,537	353,794	Ciena Corp. <sup>a,b</sup>	28,980	627,707
Casella Waste Systems Inc. Class A <sup>a,b</sup>	9,822	49,208	Cisco Systems Inc.	1,352,097	33,599,610
CECO Environmental Corp.	3,578	55,781	Clearfield Inc. <sup>a</sup>	3,009	50,521
Cenveo Inc. <sup>a,b</sup>	14,167	52,560	CommScope Holding Co. Inc. <sup>a</sup>	16,330	377,713
Cintas Corp.	27,399	1,740,932	Comtech Telecommunications Corp.	4,752	177,392
Civeo Corp. <sup>a</sup>	24,782	620,293	Digi International Inc. <sup>a</sup>	6,902	65,017
Clean Harbors Inc. <sup>a,b</sup>	15,905	1,021,896	EchoStar Corp. Class A <sup>a</sup>	11,438	605,528
Copart Inc. <sup>a</sup>	29,390	1,056,864	Emulex Corp. <sup>a</sup>	23,024	131,237
Covanta Holding Corp.	28,638	590,229	Extreme Networks Inc. <sup>a,b</sup>	24,723	109,770
Deluxe Corp.	13,478	789,541	F5 Networks Inc. <sup>a</sup>	19,983	2,226,906
EnerNOC Inc. <sup>a,b</sup>	6,610	125,260	Finisar Corp. <sup>a,b</sup>	23,989	473,783
Ennis Inc.	6,964	106,271	Harmonic Inc. <sup>a</sup>	26,751	199,562
G&K Services Inc. Class A	4,931	256,757	Harris Corp.	28,796	2,181,297
Healthcare Services Group Inc.	17,699	521,059	Infinera Corp. <sup>a,b</sup>	36,333	334,264
Heritage-Crystal Clean Inc. <sup>a,b</sup>	2,027	39,790	InterDigital Inc.	10,823	517,339
Herman Miller Inc.	15,430	466,603	Ixia Inc.	14,845	169,678

## Schedule of Investments (Unaudited) (Continued)

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Security	Shares	Value	Security	Shares	Value
JDS Uniphase Corp. <sup>a</sup>	60,975	\$ 760,358	Furmanite Corp. <sup>a,b</sup>	9,592	\$ 111,651
Juniper Networks Inc. <sup>a</sup>	125,153	3,071,255	Granite Construction Inc.	10,193	366,744
KVH Industries Inc. <sup>a</sup>	3,858	50,270	Great Lakes Dredge & Dock Corp. <sup>a</sup>	15,748	125,827
Motorola Solutions Inc.	59,260	3,944,938	Jacobs Engineering Group Inc. <sup>a</sup>	35,277	1,879,559
NETGEAR Inc. <sup>a</sup>	9,984	347,144	KBR Inc.	39,238	935,826
Numerex Corp. Class A <sup>a</sup>	2,835	32,574	Layne Christensen Co. <sup>a,b</sup>	5,208	69,266
Oclaro Inc. <sup>a</sup>	24,708	54,358	MasTec Inc. <sup>a,b</sup>	15,636	481,901
Oplink Communications Inc. <sup>a,b</sup>	5,038	85,495	MYR Group Inc. <sup>a</sup>	5,502	139,366
Palo Alto Networks Inc. <sup>a,b</sup>	13,684	1,147,403	Northwest Pipe Co. <sup>a</sup>	2,612	105,342
ParkerVision Inc. <sup>a,b</sup>	20,034	29,650	Orion Marine Group Inc. <sup>a,b</sup>	6,967	75,453
Plantronics Inc.	11,137	535,133	Pike Corp. <sup>a</sup>	6,829	61,188
Polycom Inc. <sup>a</sup>	36,689	459,713	Primoris Services Corp.	9,537	275,047
Procera Networks Inc. <sup>a</sup>	5,019	50,642	Quanta Services Inc. <sup>a</sup>	56,626	1,958,127
QUALCOMM Inc.	445,502	35,283,758	Sterling Construction Co. Inc. <sup>a</sup>	4,209	39,480
Riverbed Technology Inc. <sup>a</sup>	43,065	888,431	Tutor Perini Corp. <sup>a</sup>	9,488	301,149
Ruckus Wireless Inc. <sup>a</sup>	16,884	201,088	URS Corp.	18,203	834,608
ShoreTel Inc. <sup>a</sup>	12,633	82,367			16,191,205
Sonus Networks Inc. <sup>a,b</sup>	72,495	260,257			
TESSCO Technologies Inc.	1,364	43,280	<b>CONSTRUCTION MATERIALS — 0.10%</b>		
Ubiquiti Networks Inc. <sup>a,b</sup>	7,786	351,849	Eagle Materials Inc.	12,867	1,213,101
ViaSat Inc. <sup>a,b</sup>	10,444	605,334	Headwaters Inc. <sup>a</sup>	19,264	267,577
		93,735,327	Martin Marietta Materials Inc.	12,150	1,604,407
<b>COMPUTERS &amp; PERIPHERALS — 3.49%</b>			Texas Industries Inc. <sup>a,b</sup>	5,596	516,846
3D Systems Corp. <sup>a,b</sup>	28,968	1,732,287	United States Lime & Minerals Inc.	387	25,078
Apple Inc.	1,591,487	147,896,887	US Concrete Inc. <sup>a,b</sup>	3,575	88,481
Cray Inc. <sup>a,b</sup>	9,927	264,058	Vulcan Materials Co.	34,229	2,182,099
Diebold Inc.	16,612	667,304			5,897,589
Dot Hill Systems Corp. <sup>a</sup>	15,834	74,420	<b>CONSUMER FINANCE — 0.88%</b>		
Eastman Kodak Co. <sup>a</sup>	4,659	114,006	Ally Financial Inc. <sup>a</sup>	71,359	1,706,194
Electronics For Imaging Inc. <sup>a</sup>	12,205	551,666	American Express Co.	239,432	22,714,914
EMC Corp.	540,370	14,233,346	Capital One Financial Corp.	150,864	12,461,366
Fusion-io Inc. <sup>a</sup>	28,274	319,496	Cash America International Inc.	7,748	344,244
Hewlett-Packard Co.	500,203	16,846,837	Consumer Portfolio Services Inc. <sup>a</sup>	4,507	34,343
Immersion Corp. <sup>a,b</sup>	7,295	92,792	Credit Acceptance Corp. <sup>a</sup>	1,821	224,165
Intevac Inc. <sup>a</sup>	6,309	50,535	Discover Financial Services	123,070	7,627,879
Lexmark International Inc. Class A	16,588	798,878	Encore Capital Group Inc. <sup>a,b</sup>	6,202	281,695
NCR Corp. <sup>a</sup>	45,084	1,581,998	EZCORP Inc. Class A NVS <sup>a</sup>	12,664	146,269
NetApp Inc.	87,438	3,193,236	First Cash Financial Services Inc. <sup>a,b</sup>	7,583	436,705
Nimble Storage Inc. <sup>a,b</sup>	2,725	83,712	Green Dot Corp. Class A <sup>a</sup>	9,318	176,856
QLogic Corp. <sup>a</sup>	22,797	230,022	JGWPT Holdings Inc. Class A <sup>a,b</sup>	3,811	42,912
Quantum Corp. <sup>a</sup>	61,842	75,447	Navient Corp.	111,579	1,976,064
SanDisk Corp.	60,214	6,288,148	Nelnet Inc. Class A	6,231	258,150
Silicon Graphics International Corp. <sup>a,b</sup>	8,607	82,799	Nicholas Financial Inc.	2,795	40,136
Stratasys Ltd. <sup>a</sup>	13,010	1,478,326	Portfolio Recovery Associates Inc. <sup>a,b</sup>	13,105	780,141
Super Micro Computer Inc. <sup>a</sup>	10,464	264,425	Regional Management Corp. <sup>a</sup>	1,243	19,229
Violin Memory Inc. <sup>a</sup>	21,159	93,734	Santander Consumer USA Holdings Inc.	22,752	442,299
Western Digital Corp.	58,728	5,420,595	SLM Corp.	116,864	971,140
		202,434,954	Springleaf Holdings Inc. <sup>a,b</sup>	6,380	165,561
<b>CONSTRUCTION &amp; ENGINEERING — 0.28%</b>			World Acceptance Corp. <sup>a,b</sup>	2,411	183,139
AECOM Technology Corp. <sup>a</sup>	27,394	882,087			51,033,401
Aegion Corp. <sup>a</sup>	10,454	243,265	<b>CONTAINERS &amp; PACKAGING — 0.36%</b>		
Ameresco Inc. Class A <sup>a</sup>	5,267	37,027	AEP Industries Inc. <sup>a</sup>	1,096	38,218
Argan Inc.	3,194	119,104	AptarGroup Inc.	17,619	1,180,649
Chicago Bridge & Iron Co. NV	26,464	1,804,845	Avery Dennison Corp.	25,129	1,287,861
Comfort Systems USA Inc.	9,770	154,366	Ball Corp.	37,184	2,330,693
Dycom Industries Inc. <sup>a</sup>	8,850	277,093	Bemis Co. Inc.	27,304	1,110,181
EMCOR Group Inc.	17,653	786,088	Berry Plastics Group Inc. <sup>a</sup>	23,633	609,731
Fluor Corp.	42,004	3,230,108	Crown Holdings Inc. <sup>a</sup>	36,583	1,820,370
Foster Wheeler AG	26,319	896,688			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>
Graphic Packaging Holding Co. <sup>a</sup>	86,071	\$ 1,007,031	Leucadia National Corp.	97,182	\$ 2,548,112
Greif Inc. Class A	8,201	447,447	MarketAxess Holdings Inc.	9,654	521,895
MeadWestvaco Corp.	44,307	1,961,028	Marlin Business Services Corp.	2,194	39,909
Myers Industries Inc.	7,020	141,032	McGraw Hill Financial Inc.	71,845	5,965,290
Owens-Illinois Inc. <sup>a,b</sup>	43,072	1,492,014	Moody's Corp.	49,902	4,374,409
Packaging Corp. of America	25,866	1,849,160	MSCI Inc. Class A <sup>a</sup>	30,803	1,412,318
Rock-Tenn Co. Class A	18,909	1,996,601	NASDAQ OMX Group Inc. (The)	30,926	1,194,362
Sealed Air Corp.	56,916	1,944,820	NewStar Financial Inc. <sup>a,b</sup>	6,872	96,620
Silgan Holdings Inc.	11,609	589,969	PHH Corp. <sup>a,b</sup>	14,881	341,965
Sonoco Products Co.	26,611	1,169,021	PICO Holdings Inc. <sup>a</sup>	6,009	142,774
UFP Technologies Inc. <sup>a,b</sup>	1,390	33,485	Resource America Inc. Class A	3,166	29,602
		<u>21,009,311</u>	Tiptree Financial Inc.	2,068	17,992
			Voya Financial Inc.	37,888	<u>1,376,850</u>
<b>DISTRIBUTORS — 0.12%</b>					<u>92,434,074</u>
Core-Mark Holding Co. Inc.	6,044	275,788	<b>DIVERSIFIED TELECOMMUNICATION SERVICES — 2.02%</b>		
Genuine Parts Co.	40,543	3,559,675	8x8 Inc. <sup>a</sup>	25,141	203,139
LKQ Corp. <sup>a</sup>	80,045	2,136,401	AT&T Inc.	1,369,997	48,443,094
Pool Corp.	12,547	709,658	Atlantic Tele-Network Inc.	2,307	133,806
VOXX International Corp. <sup>a</sup>	4,701	44,237	Cbeyond Inc. <sup>a</sup>	7,140	71,043
Weyco Group Inc.	1,740	47,693	CenturyLink Inc.	151,172	5,472,426
		<u>6,773,452</u>	Cincinnati Bell Inc. <sup>a</sup>	51,735	203,319
<b>DIVERSIFIED CONSUMER SERVICES — 0.18%</b>			Cogent Communications Holdings Inc.	12,412	428,835
2U Inc. <sup>a</sup>	2,708	45,521	Consolidated Communications Holdings Inc.		
American Public Education Inc. <sup>a</sup>	4,833	166,158	Enventis Corp.	10,571	235,099
Apollo Education Group Inc. <sup>a</sup>	25,423	794,469	Fairpoint Communications Inc. <sup>a,b</sup>	3,528	55,883
Ascent Media Corp. Class A <sup>a</sup>	3,764	248,462	Frontier Communications Corp.	5,620	78,511
Bridgepoint Education Inc. <sup>a</sup>	4,631	61,500	General Communication Inc. Class A <sup>a</sup>	263,627	1,539,582
Bright Horizons Family Solutions Inc. <sup>a</sup>	8,040	345,238	Globalstar Inc. <sup>a</sup>	9,686	107,321
Capella Education Co.	2,911	158,329	Hawaiian Telcom Holdco Inc. <sup>a,b</sup>	72,465	307,976
Career Education Corp. <sup>a</sup>	13,462	63,002	IDT Corp. Class B	2,747	78,592
Carriage Services Inc.	4,166	71,364	inContact Inc. <sup>a</sup>	3,977	69,279
Collectors Universe Inc.	1,821	35,673	Intelligent Inc.	14,617	134,330
DeVry Education Group Inc.	16,427	695,519	Intelsat SA <sup>a,b</sup>	7,824	108,519
Education Management Corp. <sup>a,b</sup>	6,989	11,811	Iridium Communications Inc. <sup>a,b</sup>	5,889	110,949
Graham Holdings Co. Class B	1,210	868,913	Level 3 Communications Inc. <sup>a</sup>	25,766	217,980
Grand Canyon Education Inc. <sup>a</sup>	11,930	548,422	Lumos Networks Corp.	47,482	2,084,935
H&R Block Inc.	71,527	2,397,585	magicJack VocalTec Ltd. a,b	3,880	56,144
Houghton Mifflin Harcourt Co. <sup>a,b</sup>	28,636	548,666	ORBCOMM Inc. <sup>a</sup>	3,979	60,162
ITT Educational Services Inc. <sup>a,b</sup>	6,287	104,930	Premiere Global Services Inc. <sup>a</sup>	9,945	65,538
JTH Holding Inc. Class A <sup>a</sup>	1,186	39,506	tw telecom Inc. <sup>a</sup>	13,116	175,099
K12 Inc. <sup>a,b</sup>	9,356	225,199	Verizon Communications Inc.	37,248	1,501,467
LifeLock Inc. <sup>a,b</sup>	21,057	293,956	Vonage Holdings Corp. <sup>a</sup>	1,093,026	53,481,762
Matthews International Corp. Class A	7,491	311,401	Windstream Holdings Inc. <sup>b</sup>	52,900	198,375
Regis Corp.	12,524	176,338		161,542	<u>1,608,958</u>
Service Corp. International	55,711	1,154,332			<u>117,232,123</u>
Sotheby's	16,082	675,283	<b>ELECTRIC UTILITIES — 1.65%</b>		
Steiner Leisure Ltd. <sup>a</sup>	4,020	174,026	ALLETE Inc.	11,443	587,598
Strayer Education Inc. <sup>a</sup>	3,098	162,676	American Electric Power Co. Inc.	129,144	7,202,361
Universal Technical Institute Inc.	5,658	68,688	Cleco Corp.	16,060	946,737
Weight Watchers International Inc. <sup>b</sup>	6,992	141,029	Duke Energy Corp.	187,353	13,899,719
		<u>10,587,996</u>	Edison International	86,812	5,044,645
<b>DIVERSIFIED FINANCIAL SERVICES — 1.59%</b>			El Paso Electric Co.	10,584	425,583
Berkshire Hathaway Inc. Class B <sup>a</sup>	483,051	61,134,935	Empire District Electric Co. (The)	11,095	284,920
CBOE Holdings Inc.	22,804	1,122,185	Entergy Corp.	47,576	3,905,514
CME Group Inc.	84,414	5,989,173	Exelon Corp.	226,572	8,265,347
GAIN Capital Holdings Inc. <sup>b</sup>	3,955	31,126	FirstEnergy Corp.	112,074	3,891,209
Interactive Brokers Group Inc. Class A	14,919	347,463	Great Plains Energy Inc.	40,425	1,086,220
Intercontinental Exchange Inc.	30,424	5,747,094	Hawaiian Electric Industries Inc. <sup>b</sup>	25,577	647,610
			IDACORP Inc.	13,133	759,481
			ITC Holdings Corp.	42,670	1,556,602

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

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Security	Shares	Value	Security	Shares	Value
MGE Energy Inc.	9,126	\$ 360,568	Badger Meter Inc.	3,837	\$ 202,018
NextEra Energy Inc.	115,085	11,793,911	Belden Inc.	11,456	895,401
Northeast Utilities	83,990	3,970,207	Benchmark Electronics Inc. <sup>a</sup>	15,095	384,621
NRG Yield Inc. Class A	5,906	307,407	CDW Corp.	22,851	728,490
OGE Energy Corp.	52,426	2,048,808	Checkpoint Systems Inc. <sup>a,b</sup>	10,703	149,735
Otter Tail Corp.	9,644	292,117	Cognex Corp. <sup>a</sup>	22,491	863,654
Pepco Holdings Inc.	65,989	1,813,378	Coherent Inc. <sup>a</sup>	6,179	408,864
Pinnacle West Capital Corp.	29,173	1,687,366	Control4 Corp. <sup>a,b</sup>	3,078	60,206
PNM Resources Inc.	21,038	617,044	Corning Inc.	346,804	7,612,348
Portland General Electric Co.	19,957	691,909	CTS Corp.	8,867	165,813
PPL Corp.	168,225	5,977,034	CUI Global Inc. <sup>a</sup>	5,445	45,738
Southern Co. (The)	235,242	10,675,282	Daktronics Inc.	9,591	114,325
UIL Holdings Corp.	15,352	594,276	Dolby Laboratories Inc. Class A <sup>a</sup>	13,268	573,178
UtiliCorp.	3,681	124,528	DTS Inc. <sup>a</sup>	4,821	88,755
UNS Energy Corp.	10,647	643,185	Electro Rent Corp.	5,048	84,453
Westar Energy Inc.	33,764	1,289,447	Electro Scientific Industries Inc.	6,098	41,527
Xcel Energy Inc.	133,094	4,289,620	Fabrinet <sup>a,b</sup>	9,932	204,599
		95,679,633	FARO Technologies Inc. <sup>a</sup>	4,531	222,563
<b>ELECTRICAL EQUIPMENT — 0.72%</b>			FEI Co.	10,970	995,308
Acuity Brands Inc.	11,685	1,615,451	FLIR Systems Inc.	37,324	1,296,262
AMETEK Inc.	65,308	3,414,302	GSI Group Inc. <sup>a</sup>	7,725	98,339
AZZ Inc.	6,667	307,215	II-VI Inc. <sup>a</sup>	13,874	200,618
Babcock & Wilcox Co. (The)	29,512	957,960	Ingram Micro Inc. Class A <sup>a</sup>	40,184	1,173,775
Capstone Turbine Corp. <sup>a,b</sup>	78,840	119,048	Insight Enterprises Inc. <sup>a</sup>	11,678	358,982
Eaton Corp. PLC	125,976	9,722,828	InvenSense Inc. <sup>a,b</sup>	18,641	422,964
Emerson Electric Co.	185,220	12,291,199	IPG Photonics Corp. <sup>a,b</sup>	8,465	582,392
Encore Wire Corp.	5,479	268,690	Itron Inc. <sup>a,b</sup>	10,567	428,492
EnerSys	12,653	870,400	Jabil Circuit Inc.	53,283	1,113,615
Enphase Energy Inc. <sup>a,b</sup>	2,105	17,998	Kemet Corp. <sup>a</sup>	11,799	67,844
Franklin Electric Co. Inc.	12,442	501,786	Knowles Corp. <sup>a</sup>	22,513	692,050
FuelCell Energy Inc. <sup>a,b</sup>	62,274	149,458	Littelfuse Inc.	5,726	532,232
Generac Holdings Inc. <sup>a,b</sup>	18,115	882,925	Maxwell Technologies Inc. <sup>a,b</sup>	7,869	119,058
General Cable Corp.	13,056	335,017	Measurement Specialties Inc. <sup>a</sup>	3,969	341,612
Global Power Equipment Group Inc.	4,603	74,384	Mercury Systems Inc. <sup>a</sup>	8,066	91,468
GraffTech International Ltd. <sup>a,b</sup>	31,102	325,327	Mesa Laboratories Inc.	733	61,543
Hubbell Inc. Class B	15,653	1,927,667	Methode Electronics Inc.	9,942	379,884
LSI Industries Inc.	5,018	40,044	MTS Systems Corp.	4,195	284,253
Plug Power Inc. <sup>a</sup>	44,099	206,383	Multi-Fineline Electronix Inc. <sup>a</sup>	2,282	25,193
Polypore International Inc. <sup>a,b</sup>	12,199	582,258	National Instruments Corp.	26,621	862,254
Powell Industries Inc.	2,315	151,355	Newport Corp. <sup>a</sup>	10,109	187,016
Power Solutions International Inc. <sup>a</sup>	1,382	99,463	OSI Systems Inc. <sup>a</sup>	5,186	346,165
PowerSecure International Inc. <sup>a,b</sup>	4,981	48,515	Park Electrochemical Corp.	5,546	156,453
Preformed Line Products Co.	681	36,658	PC Connection Inc.	2,342	48,433
Regal Beloit Corp.	11,830	929,365	Plexus Corp. <sup>a</sup>	9,156	396,363
Revolution Lighting Technologies Inc. <sup>a,b</sup>	7,808	17,958	RealD Inc. <sup>a,b</sup>	11,630	148,399
Rockwell Automation Inc.	36,542	4,573,597	Rofin-Sinar Technologies Inc. <sup>a,b</sup>	7,535	181,141
Solarcity Corp. <sup>a,b</sup>	11,170	788,602	Rogers Corp. <sup>a</sup>	5,540	367,579
Thermon Group Holdings Inc. <sup>a,b</sup>	9,400	247,408	Sanmina Corp. <sup>a</sup>	21,612	492,321
Vicor Corp. <sup>a</sup>	5,043	42,260	ScanSource Inc. <sup>a</sup>	7,213	274,671
		41,545,521	Speed Commerce Inc. <sup>a,b</sup>	10,559	39,491
<b>ELECTRONIC EQUIPMENT, INSTRUMENTS &amp; COMPONENTS — 0.69%</b>			SYNNEX Corp. <sup>a</sup>	7,756	565,025
Aeroflex Holding Corp. <sup>a</sup>	5,098	53,529	Tech Data Corp. <sup>a</sup>	9,931	620,886
Agilysys Inc. <sup>a</sup>	3,856	54,292	Trimble Navigation Ltd. <sup>a</sup>	68,754	2,540,460
Amphenol Corp. Class A	41,475	3,995,701	TTM Technologies Inc. <sup>a</sup>	14,074	115,407
Anixter International Inc.	7,086	709,096	Universal Display Corp. <sup>a</sup>	10,522	337,756
Arrow Electronics Inc. <sup>a</sup>	26,298	1,588,662	Viasystems Group Inc. <sup>a</sup>	1,021	11,119
Audience Inc. <sup>a,b</sup>	1,661	19,866	Vishay Intertechnology Inc.	34,757	538,386
Avnet Inc.	36,080	1,598,705	Vishay Precision Group Inc. <sup>a</sup>	3,146	51,783
AVX Corp.	12,729	169,041	Zebra Technologies Corp. Class A <sup>a</sup>	13,680	1,126,138
					39,708,310

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

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Security	Shares	Value	Security	Shares	Value			
<b>ENERGY EQUIPMENT &amp; SERVICES — 1.96%</b>								
Atwood Oceanics Inc. <sup>a</sup>	16,918	\$ 887,857	Andersons Inc. (The)	7,335	\$ 378,339			
Baker Hughes Inc.	115,073	8,567,185	Casey's General Stores Inc.	10,037	705,501			
Basic Energy Services Inc. <sup>a</sup>	8,105	236,828	Chefs' Warehouse Inc. (The) <sup>a,b</sup>	5,940	117,434			
Bristow Group Inc.	9,481	764,358	Costco Wholesale Corp.	115,847	13,340,940			
C&J Energy Services Inc. <sup>a</sup>	11,760	397,253	CVS Caremark Corp.	308,610	23,259,936			
Cameron International Corp. <sup>a</sup>	53,894	3,649,163	Fairway Group Holdings Corp. <sup>a,b</sup>	4,111	27,338			
CARBO Ceramics Inc.	5,158	794,951	Fresh Market Inc. (The) <sup>a,b</sup>	10,803	361,576			
CHC Group Ltd. <sup>a</sup>	10,931	92,258	Ingles Markets Inc. Class A	3,213	84,663			
Dawson Geophysical Co.	2,035	58,303	Kroger Co. (The)	134,493	6,647,989			
Diamond Offshore Drilling Inc.	17,917	889,221	Liberator Medical Holdings Inc.	8,313	31,174			
Dresser-Rand Group Inc. <sup>a</sup>	19,947	1,271,222	Natural Grocers by Vitamin Cottage Inc. <sup>a,b</sup>	1,970	42,178			
Dril-Quip Inc. <sup>a</sup>	10,662	1,164,717	Pantry Inc. (The) <sup>a</sup>	6,167	99,905			
ERA Group Inc. <sup>a</sup>	5,613	160,981	PriceSmart Inc.	4,811	418,749			
Exterran Holdings Inc.	15,107	679,664	Rite Aid Corp. <sup>a</sup>	257,097	1,843,385			
FMC Technologies Inc. <sup>a</sup>	62,075	3,790,920	Rounds' Inc.	5,502	30,316			
Forum Energy Technologies Inc. <sup>a,b</sup>	15,658	570,421	Safeway Inc.	60,786	2,087,391			
Frank's International NV	9,041	222,408	SpartanNash Co.	9,655	202,852			
Geospace Technologies Corp. <sup>a,b</sup>	3,326	183,196	Sprouts Farmers Market Inc. <sup>a,b</sup>	25,715	841,395			
Glori Energy Inc. <sup>a</sup>	3,216	34,926	SUPERVALU Inc. <sup>a</sup>	55,828	458,906			
Gulf Island Fabrication Inc.	3,833	82,486	Susser Holdings Corp. <sup>a</sup>	4,762	384,389			
GulfMark Offshore Inc. Class A	7,045	318,293	Sysco Corp.	154,293	5,778,273			
Halliburton Co.	222,905	15,828,484	United Natural Foods Inc. <sup>a</sup>	12,907	840,246			
Helix Energy Solutions Group Inc. <sup>a</sup>	27,890	733,786	Village Super Market Inc. Class A	1,354	31,995			
Helmerich & Payne Inc.	25,506	2,961,502	Wal-Mart Stores Inc.	420,519	31,568,361			
Hercules Offshore Inc. <sup>a,b</sup>	41,726	167,738	Walgreen Co.	251,681	18,657,113			
Hornbeck Offshore Services Inc. <sup>a,b</sup>	9,238	433,447	Weis Markets Inc.	2,936	134,263			
ION Geophysical Corp. <sup>a</sup>	35,144	148,308	Whole Foods Market Inc.	97,018	3,747,805			
Key Energy Services Inc. <sup>a</sup>	39,728	363,114			112,122,412			
Matrix Service Co. <sup>a</sup>	6,788	222,578	<b>FOOD PRODUCTS — 1.61%</b>					
McDermott International Inc. <sup>a,b</sup>	62,100	502,389	Alico Inc.	934	35,016			
Mitcham Industries Inc. <sup>a</sup>	3,267	45,673	Annie's Inc. <sup>a</sup>	3,632	122,834			
Nabors Industries Ltd.	79,517	2,335,414	Archer-Daniels-Midland Co.	172,742	7,619,650			
National Oilwell Varco Inc.	113,094	9,313,291	B&G Foods Inc. Class A	13,821	451,808			
Natural Gas Services Group Inc. <sup>a</sup>	3,125	103,312	Boulder Brands Inc. <sup>a</sup>	15,548	220,471			
Newpark Resources Inc. <sup>a</sup>	23,719	295,539	Bunge Ltd.	39,580	2,993,831			
North Atlantic Drilling Ltd.	18,786	199,507	Cal-Maine Foods Inc.	3,865	287,247			
Nuverra Environmental Solutions Inc. <sup>a,b</sup>	3,544	71,270	Calavo Growers Inc.	3,036	102,708			
Oceaneering International Inc.	28,423	2,220,689	Campbell Soup Co.	46,160	2,114,590			
Oil States International Inc. <sup>a</sup>	12,391	794,139	Chiquita Brands International Inc. <sup>a</sup>	11,850	128,573			
Parker Drilling Co. <sup>a</sup>	31,523	205,530	ConAgra Foods Inc.	111,643	3,313,564			
Patterson-UTI Energy Inc.	38,121	1,331,948	Darling Ingredients Inc. <sup>a</sup>	44,661	933,415			
PHI Inc. <sup>a</sup>	3,575	159,338	Dean Foods Co.	26,329	463,127			
Pioneer Energy Services Corp. <sup>a</sup>	16,109	282,552	Diamond Foods Inc. <sup>a</sup>	5,801	163,588			
Profire Energy Inc.	3,519	15,871	Farmer Bros. Co. <sup>a,b</sup>	1,779	38,444			
RigNet Inc. <sup>a</sup>	3,213	172,924	Flowers Foods Inc.	44,299	933,823			
Rowan Companies PLC Class A	32,739	1,045,356	Fresh Del Monte Produce Inc. <sup>b</sup>	10,016	306,990			
RPC Inc.	16,113	378,494	General Mills Inc.	162,191	8,521,515			
Schlumberger Ltd.	343,269	40,488,578	Hain Celestial Group Inc. <sup>a</sup>	13,198	1,171,191			
SEACOR Holdings Inc. <sup>a</sup>	5,233	430,414	Hershey Co. (The)	39,463	3,842,512			
Seadrill Ltd. <sup>b</sup>	93,226	3,724,379	Hillshire Brands Co. (The)	30,959	1,928,746			
Superior Energy Services Inc.	41,607	1,503,677	Hormel Foods Corp.	35,507	1,752,270			
Tesco Corp.	8,017	171,083	Ingredion Inc.	20,265	1,520,686			
TETRA Technologies Inc. <sup>a</sup>	20,705	243,905	Inventure Foods Inc. <sup>a,b</sup>	3,550	40,009			
Tidewater Inc.	12,997	729,781	J&J Snack Foods Corp.	3,908	367,821			
Unit Corp. <sup>a</sup>	12,795	880,680	J.M. Smucker Co. (The)	27,368	2,916,608			
Vantage Drilling Co. <sup>a,b</sup>	50,538	97,033	John B. Sanfilippo & Son Inc.	2,089	55,296			
Willbros Group Inc. <sup>a</sup>	10,060	124,241	Kellogg Co.	67,786	4,453,540			
		113,542,575	Keurig Green Mountain Inc.	37,328	4,651,442			
			Kraft Foods Group Inc.	157,359	9,433,672			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Lancaster Colony Corp.	4,871	\$ 463,524	CryoLife Inc.	7,172	\$ 64,189
Lifeway Foods Inc.	1,156	16,161	Cyberonics Inc. <sup>a,b</sup>	7,196	449,462
Limoneira Co.	2,049	45,017	Cynosure Inc. Class A <sup>a</sup>	5,027	106,824
McCormick & Co. Inc. NVS	34,670	2,482,025	DENTSPLY International Inc.	37,674	1,783,864
Mead Johnson Nutrition Co. Class A	53,343	4,969,967	Derma Sciences Inc. <sup>a</sup>	3,855	44,564
Mondelez International Inc. Class A	446,450	16,790,984	DexCom Inc. <sup>a,b</sup>	19,763	783,801
Omega Protein Corp. <sup>a</sup>	4,991	68,277	Edwards Lifesciences Corp. <sup>a</sup>	28,356	2,434,079
Pilgrim's Pride Corp. <sup>a,b</sup>	15,795	432,151	Endologix Inc. <sup>a,b</sup>	16,837	256,091
Pinnacle Foods Inc.	14,283	469,911	Exactech Inc. <sup>a,b</sup>	2,164	54,598
Post Holdings Inc. <sup>a,b</sup>	11,765	598,956	GenMark Diagnostics Inc. <sup>a,b</sup>	12,385	167,569
Sanderson Farms Inc.	6,031	586,213	Globus Medical Inc. Class A <sup>a</sup>	17,254	412,716
Seaboard Corp. <sup>a</sup>	73	220,480	Greatbatch Inc. <sup>a</sup>	6,253	306,772
Seneca Foods Corp. Class A <sup>a</sup>	2,327	71,206	Haemonetics Corp. <sup>a</sup>	13,410	473,105
Snyders-Lance Inc.	12,656	334,878	HeartWare International Inc. <sup>a,b</sup>	4,250	376,125
Tootsie Roll Industries Inc.	5,280	155,443	Hill-Rom Holdings Inc.	15,581	646,767
TreeHouse Foods Inc. <sup>a,b</sup>	9,525	762,667	Hologic Inc. <sup>a</sup>	63,418	1,607,646
Tyson Foods Inc. Class A	70,825	2,658,770	ICU Medical Inc. <sup>a</sup>	3,248	197,511
WhiteWave Foods Co. (The) Class A <sup>a</sup>	45,814	1,482,999	IDEXX Laboratories Inc. <sup>a</sup>	13,542	1,808,805
		93,494,616	Inogen Inc. <sup>a</sup>	1,350	30,456
			Insulet Corp. <sup>a</sup>	14,029	556,530
<b>GAS UTILITIES — 0.21%</b>			Integra LifeSciences Holdings Corp. <sup>a</sup>	6,512	306,455
AGL Resources Inc.	31,268	1,720,678	Intuitive Surgical Inc. <sup>a</sup>	10,189	4,195,830
Atmos Energy Corp.	26,047	1,390,910	Invacare Corp.	8,465	155,502
Chesapeake Utilities Corp.	2,614	186,457	K2M Group Holdings Inc. <sup>a</sup>	2,329	34,655
Laclede Group Inc. (The)	8,589	416,996	LDR Holding Corp. <sup>a</sup>	4,286	107,193
National Fuel Gas Co.	22,140	1,733,562	Masimo Corp. <sup>a</sup>	13,091	308,948
New Jersey Resources Corp.	10,971	627,102	Medtronic Inc.	263,678	16,812,109
Northwest Natural Gas Co.	7,073	333,492	Meridian Bioscience Inc.	10,817	223,263
ONE GAS Inc.	13,552	511,588	Merit Medical Systems Inc. <sup>a,b</sup>	11,039	166,689
Piedmont Natural Gas Co.	19,846	742,439	Natus Medical Inc. <sup>a,b</sup>	7,811	196,369
Questar Corp.	45,994	1,140,651	Neogen Corp. <sup>a,b</sup>	9,244	374,105
South Jersey Industries Inc.	8,447	510,283	NuVasive Inc. <sup>a</sup>	13,508	480,480
Southwest Gas Corp.	12,121	639,868	NxStage Medical Inc. <sup>a,b</sup>	15,715	225,825
UGI Corp.	30,889	1,559,894	OraSure Technologies Inc. <sup>a</sup>	14,178	122,073
WGL Holdings Inc.	13,611	586,634	Orthofix International NV <sup>a</sup>	4,936	178,930
		12,100,554	Oxford Immunotec Global PLC <sup>a</sup>	2,975	50,069
<b>HEALTH CARE EQUIPMENT &amp; SUPPLIES — 2.14%</b>			PhotoMedex Inc. <sup>a,b</sup>	3,540	43,365
Abaxis Inc.	5,739	254,295	Quidel Corp. <sup>a,b</sup>	7,608	168,213
Abbott Laboratories	396,426	16,213,823	ResMed Inc. <sup>b</sup>	37,367	1,891,891
ABIMED Inc. <sup>a,b</sup>	10,156	255,322	Rockwell Medical Technologies Inc. <sup>a,b</sup>	8,824	105,800
Accuray Inc. <sup>a,b</sup>	18,871	166,065	RTI Surgical Inc. <sup>a</sup>	15,126	65,798
Aleke Inc. <sup>a,b</sup>	21,235	794,614	Sirona Dental Systems Inc. <sup>a,b</sup>	15,184	1,252,073
Align Technology Inc. <sup>a</sup>	21,499	1,204,804	Spectranetics Corp. (The) <sup>a,b</sup>	10,632	243,260
Analogic Corp.	3,186	249,273	St. Jude Medical Inc.	75,515	5,229,414
AngioDynamics Inc. <sup>a</sup>	6,518	106,439	Staar Surgical Co. <sup>a,b</sup>	9,634	161,851
Anika Therapeutics Inc. <sup>a</sup>	4,383	203,064	Steris Corp.	15,151	810,275
Antares Pharma Inc. <sup>a,b</sup>	27,837	74,325	Stryker Corp.	88,943	7,499,674
AtriCure Inc. <sup>a,b</sup>	7,490	137,666	SurModics Inc. <sup>a</sup>	4,103	87,886
Atrion Corp.	398	129,748	Symmetry Medical Inc. <sup>a</sup>	9,820	87,005
Baxter International Inc.	143,215	10,354,444	Tandem Diabetes Care Inc. <sup>a,b</sup>	2,416	39,284
Becton, Dickinson and Co.	50,995	6,032,708	Teleflex Inc.	10,807	1,141,219
Boston Scientific Corp. <sup>a,b</sup>	349,111	4,458,147	Thoratec Corp. <sup>a</sup>	15,502	540,400
C.R. Bard Inc.	20,161	2,883,225	Tornier NV <sup>a,b</sup>	9,372	219,117
Cantel Medical Corp.	8,455	309,622	TransEnterix Inc. <sup>a</sup>	7,566	38,133
Cardiovascular Systems Inc. <sup>a,b</sup>	8,125	253,175	TriVascular Technologies Inc. <sup>a</sup>	1,961	30,533
CareFusion Corp. <sup>a</sup>	54,982	2,438,452	Unilife Corp. <sup>a,b</sup>	22,515	66,644
Cerus Corp. <sup>a,b</sup>	15,898	65,977	Utah Medical Products Inc.	889	45,730
CONMED Corp.	7,489	330,639	Varian Medical Systems Inc. <sup>a</sup>	27,437	2,281,112
Cooper Companies Inc. (The)	12,632	1,712,015	Vascular Solutions Inc. <sup>a</sup>	4,316	95,772
Covidien PLC	119,005	10,731,871	Veracyte Inc. <sup>a</sup>	1,715	29,361
			Volcano Corp. <sup>a,b</sup>	14,004	246,610
			West Pharmaceutical Services Inc.	19,265	812,598
			Wright Medical Group Inc. <sup>a,b</sup>	13,091	411,057

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>			
Zeltiq Aesthetics Inc. <sup>a,b</sup>	8,308	\$ 126,198	Providence Service Corp. (The) <sup>a</sup>	3,293	\$ 120,491			
Zimmer Holdings Inc.	44,295	4,600,479	Quest Diagnostics Inc.	38,765	2,275,118			
<b>HEALTH CARE PROVIDERS &amp; SERVICES — 2.21%</b>								
Acadia Healthcare Co. Inc. <sup>a,b</sup>	9,273	421,921	RadNet Inc. <sup>a</sup>	8,630	57,217			
Addus HomeCare Corp. <sup>a,b</sup>	1,396	31,382	Select Medical Holdings Corp.	20,615	321,594			
Aetna Inc.	94,498	7,661,898	Skilled Healthcare Group Inc. Class A <sup>a</sup>	4,992	31,400			
Air Methods Corp. <sup>a</sup>	10,069	520,064	Surgical Care Affiliates Inc. <sup>a,b</sup>	2,965	86,222			
Alliance HealthCare Services Inc. <sup>a</sup>	1,280	34,560	Team Health Holdings Inc. <sup>a</sup>	18,034	900,618			
Almost Family Inc. <sup>a</sup>	2,103	46,434	Tenet Healthcare Corp. <sup>a</sup>	25,775	1,209,878			
Amedisys Inc. <sup>a</sup>	7,867	131,694	Triple-S Management Corp. Class B <sup>a</sup>	6,475	116,097			
AmerisourceBergen Corp.	59,609	4,331,190	U.S. Physical Therapy Inc.	3,150	107,698			
AMN Healthcare Services Inc. <sup>a</sup>	10,804	132,889	UnitedHealth Group Inc.	258,627	21,142,757			
AmSurg Corp. <sup>a,b</sup>	8,275	377,092	Universal American Corp.	9,906	82,517			
Bio-Reference Laboratories Inc. <sup>a</sup>	6,574	198,666	Universal Health Services Inc. Class B	23,453	2,245,859			
BioScrip Inc. <sup>a</sup>	15,372	128,202	VCA Inc. <sup>a</sup>	22,987	806,614			
BioTelemetry Inc. <sup>a</sup>	6,966	49,946	WellCare Health Plans Inc. <sup>a</sup>	11,406	851,572			
Brookdale Senior Living Inc. <sup>a</sup>	33,019	1,100,853	WellPoint Inc.	73,817	7,943,447			
Capital Senior Living Corp. <sup>a</sup>	7,534	179,611			127,906,463			
Cardinal Health Inc.	89,794	6,156,277	<b>HEALTH CARE TECHNOLOGY — 0.16%</b>					
Catamaran Corp. <sup>a</sup>	54,326	2,399,036	Allscripts Healthcare Solutions Inc. <sup>a</sup>	45,938	737,305			
Centene Corp. <sup>a</sup>	14,354	1,085,306	athenahealth Inc. <sup>a,b</sup>	10,140	1,268,818			
Chemed Corp. <sup>b</sup>	5,041	472,443	Castlight Health Inc. <sup>a</sup>	3,417	51,938			
Chindex International Inc. <sup>a</sup>	2,938	69,601	Cerner Corp. <sup>a</sup>	79,268	4,088,644			
Cigna Corp.	71,203	6,548,540	Computer Programs and Systems Inc.	2,927	186,157			
Community Health Systems Inc. <sup>a</sup>	30,807	1,397,714	HealthStream Inc. <sup>a,b</sup>	5,118	124,367			
CorVel Corp. <sup>a</sup>	3,226	145,751	HMS Holdings Corp. <sup>a</sup>	22,717	463,654			
Cross Country Healthcare Inc. <sup>a</sup>	7,137	46,533	IMS Health Holdings Inc. <sup>a</sup>	19,730	506,666			
DaVita HealthCare Partners Inc. <sup>a</sup>	46,913	3,392,748	MedAssets Inc. <sup>a</sup>	15,433	352,490			
Emeritus Corp. <sup>a</sup>	10,621	336,155	Medidata Solutions Inc. <sup>a</sup>	13,858	593,261			
Ensign Group Inc. (The)	4,645	144,367	Merge Healthcare Inc. <sup>a</sup>	14,872	33,760			
Envision Healthcare Holdings Inc. <sup>a</sup>	21,344	766,463	Omnicell Inc. <sup>a</sup>	8,806	252,820			
ExamWorks Group Inc. <sup>a</sup>	9,602	304,671	Quality Systems Inc.	14,204	227,974			
Express Scripts Holding Co. <sup>a</sup>	204,181	14,155,869	Veeva Systems Inc. <sup>a,b</sup>	9,880	251,446			
Five Star Quality Care Inc. <sup>a</sup>	9,498	47,585	Vocera Communications Inc. <sup>a,b</sup>	5,578	73,630			
Gentiva Health Services Inc. <sup>a</sup>	7,899	118,959			9,212,930			
Hanger Inc. <sup>a,b</sup>	8,974	282,232	<b>HOTELS, RESTAURANTS &amp; LEISURE — 1.97%</b>					
HCA Holdings Inc. <sup>a</sup>	86,116	4,855,220	Aramark	11,061	286,259			
Health Net Inc. <sup>a</sup>	20,850	866,109	Bally Technologies Inc. <sup>a</sup>	10,130	665,744			
HealthSouth Corp.	22,912	821,853	Belmond Ltd. <sup>a</sup>	25,534	371,264			
Healthways Inc. <sup>a,b</sup>	8,789	154,159	Biglari Holdings Inc. <sup>a</sup>	361	152,692			
Henry Schein Inc. <sup>a</sup>	22,891	2,716,475	BJ's Restaurants Inc. <sup>a</sup>	6,530	227,962			
Humana Inc.	40,854	5,217,873	Bloomin' Brands Inc. <sup>a</sup>	20,259	454,409			
IPC The Hospitalist Co. Inc. <sup>a,b</sup>	4,320	191,030	Bob Evans Farms Inc.	6,516	326,126			
Kindred Healthcare Inc.	14,028	324,047	Boyd Gaming Corp. <sup>a,b</sup>	20,713	251,249			
Laboratory Corp. of America Holdings <sup>a,b</sup>	22,382	2,291,917	Bravo Brio Restaurant Group Inc. <sup>a</sup>	5,145	80,313			
Landauer Inc.	2,547	106,974	Brinker International Inc.	17,094	831,623			
LHC Group Inc. <sup>a</sup>	4,062	86,805	Buffalo Wild Wings Inc. <sup>a,b</sup>	4,894	810,985			
LifePoint Hospitals Inc. <sup>a</sup>	12,247	760,539	Burger King Worldwide Inc.	28,650	779,853			
Magellan Health Inc. <sup>a</sup>	7,145	444,705	Caesars Acquisition Co. <sup>a</sup>	12,064	149,232			
McKesson Corp.	60,846	11,330,134	Caesars Entertainment Corp. <sup>a,b</sup>	13,687	247,461			
MEDNAX Inc. <sup>a,b</sup>	26,203	1,523,704	Carnival Corp.	111,858	4,211,454			
Molina Healthcare Inc. <sup>a,b</sup>	7,892	352,220	Carrols Restaurant Group Inc. <sup>a</sup>	13,896	98,940			
MWI Veterinary Supply Inc. <sup>a</sup>	3,298	468,283	Cheesecake Factory Inc. (The)	14,154	657,029			
National Healthcare Corp.	2,821	158,794	Chipotle Mexican Grill Inc. <sup>a</sup>	8,259	4,893,540			
National Research Corp. Class A <sup>a</sup>	2,036	28,484	Choice Hotels International Inc.	9,139	430,538			
Omnicare Inc.	26,137	1,739,940	Churchill Downs Inc.	3,383	304,842			
Owens & Minor Inc. <sup>b</sup>	16,811	571,238	Chuy's Holdings Inc. <sup>a</sup>	4,238	153,839			
Patterson Companies Inc.	22,962	907,229	ClubCorp Holdings Inc.	5,469	101,395			
PharMerica Corp. <sup>a</sup>	7,876	225,175	Cracker Barrel Old Country Store Inc.	5,044	502,231			
Premier Inc. <sup>a,b</sup>	8,545	247,805	Darden Restaurants Inc.	35,326	1,634,534			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>
Del Frisco's Restaurant Group Inc. <sup>a</sup>	6,143	\$ 169,301	<b>HOUSEHOLD DURABLES — 0.54%</b>		
Denny's Corp. <sup>a,b</sup>	25,347	165,262	Beazer Homes USA Inc. <sup>a,b</sup>	6,517	\$ 136,727
Diamond Resorts International Inc. <sup>a</sup>	9,225	214,666	Cavco Industries Inc. <sup>a</sup>	2,574	219,562
DineEquity Inc.	4,058	322,570	CSS Industries Inc.	2,631	69,379
Domino's Pizza Inc.	14,792	1,081,147	D.R. Horton Inc.	76,497	1,880,296
Dunkin' Brands Group Inc.	27,993	1,282,359	Dixie Group Inc. <sup>a</sup>	3,951	41,841
Einstein Noah Restaurant Group Inc.	1,778	28,555	Ethan Allen Interiors Inc.	6,480	160,315
Empire Resorts Inc. <sup>a</sup>	3,982	28,511	Flexsteel Industries	1,165	38,853
Famous Dave's of America Inc. <sup>a</sup>	1,234	35,416	Garmin Ltd.	34,389	2,094,290
Fiesta Restaurant Group Inc. <sup>a,b</sup>	6,628	307,606	Harman International Industries Inc.	17,858	1,918,485
Hilton Worldwide Holdings Inc. <sup>a</sup>	35,555	828,432	Helen of Troy Ltd. <sup>a</sup>	8,283	502,198
Hyatt Hotels Corp. Class A <sup>a</sup>	10,947	667,548	Hovnanian Enterprises Inc. Class A <sup>a,b</sup>	26,961	138,849
Ignite Restaurant Group Inc. <sup>a,b</sup>	1,792	26,092	Installed Building Products Inc. <sup>a</sup>	2,261	27,697
International Game Technology	63,852	1,015,885	iRobot Corp. <sup>a,b</sup>	7,191	294,471
International Speedway Corp. Class A	7,232	240,681	Jarden Corp. <sup>a</sup>	34,386	2,040,809
Interval Leisure Group Inc.	10,152	222,735	KB Home	21,011	392,486
Intrawest Resorts Holdings Inc. <sup>a</sup>	3,547	40,649	La-Z-Boy Inc.	13,678	316,919
Isle of Capri Casinos Inc. <sup>a</sup>	5,854	50,110	Leggett & Platt Inc.	37,098	1,271,719
Jack in the Box Inc.	10,568	632,389	Lennar Corp. Class A	46,896	1,968,694
Jamba Inc. <sup>a,b</sup>	3,689	44,637	LGI Homes Inc. <sup>a,b</sup>	4,262	77,782
Krispy Kreme Doughnuts Inc. <sup>a</sup>	15,891	253,938	Libbey Inc. <sup>a</sup>	5,300	141,192
La Quinta Holdings Inc. <sup>a</sup>	11,688	223,708	Lifetime Brands Inc.	2,299	36,140
Las Vegas Sands Corp.	99,252	7,564,987	M.D.C. Holdings Inc.	10,043	304,203
Life Time Fitness Inc. <sup>a,b</sup>	11,223	547,009	M/I Homes Inc. <sup>a</sup>	5,623	136,470
Marcus Corp. (The)	5,220	95,265	Meritage Homes Corp. <sup>a,b</sup>	11,031	465,619
Marriott International Inc. Class A	58,475	3,748,248	Mohawk Industries Inc. <sup>a</sup>	16,372	2,264,903
Marriott Vacations Worldwide Corp. <sup>a</sup>	7,686	450,630	NACCO Industries Inc. Class A <sup>a</sup>	1,380	69,828
McDonald's Corp.	260,885	26,281,555	New Home Co. Inc.(The) <sup>a</sup>	2,214	31,284
MGM Resorts International <sup>a</sup>	97,739	2,580,310	Newell Rubbermaid Inc.	73,033	2,263,293
Monarch Casino & Resort Inc. <sup>a</sup>	2,254	34,126	NVR Inc. <sup>a</sup>	1,171	1,347,353
Morgans Hotel Group Co. <sup>a</sup>	5,730	45,439	PulteGroup Inc.	101,959	2,055,493
Multimedia Games Holding Co. Inc. <sup>a</sup>	7,176	212,697	Ryland Group Inc. (The)	12,445	490,831
Nathan's Famous Inc. <sup>a</sup>	753	40,805	Skullcandy Inc. <sup>a</sup>	4,228	30,653
Noodles & Co. <sup>a,b</sup>	3,338	114,794	Standard-Pacific Corp. <sup>a,b</sup>	39,015	335,529
Norwegian Cruise Line Holdings Ltd. <sup>a,b</sup>	23,813	754,872	Taylor Morrison Home Corp. Class A <sup>a</sup>	8,305	186,198
Panera Bread Co. Class A <sup>a,b</sup>	6,464	968,501	Tempur Sealy International Inc. <sup>a</sup>	15,708	937,768
Papa John's International Inc.	8,385	355,440	Toll Brothers Inc. <sup>a</sup>	47,059	1,736,477
Papa Murphy's Holdings Inc. <sup>a</sup>	1,540	14,753	TRI Pointe Homes Inc. <sup>a,b</sup>	4,135	65,002
Penn National Gaming Inc. <sup>a</sup>	18,327	222,490	Tupperware Brands Corp.	13,899	1,163,346
Pinnacle Entertainment Inc. <sup>a,b</sup>	14,372	361,887	Turtle Beach Corp. <sup>a</sup>	1,851	17,103
Popeyes Louisiana Kitchen Inc. <sup>a</sup>	6,482	283,328	UCP Inc. <sup>a</sup>	5,060	69,170
Potbelly Corp. <sup>a</sup>	2,269	36,213	Universal Electronics Inc. <sup>a</sup>	3,890	190,143
Red Robin Gourmet Burgers Inc. <sup>a</sup>	3,885	276,612	WCI Communities Inc. <sup>a</sup>	3,792	73,224
Royal Caribbean Cruises Ltd.	44,061	2,449,792	Whirlpool Corp.	20,807	2,896,751
Ruby Tuesday Inc. <sup>a</sup>	16,780	127,360	William Lyon Homes Class A <sup>a</sup>	3,647	111,015
Ruth's Hospitality Group Inc.	9,060	111,891			31,010,360
Scientific Games Corp. Class A <sup>a</sup>	12,528	139,311	<b>HOUSEHOLD PRODUCTS — 1.60%</b>		
SeaWorld Entertainment Inc.	17,874	506,370	Central Garden & Pet Co. Class A <sup>a</sup>	10,108	92,993
Six Flags Entertainment Corp.	19,173	815,811	Church & Dwight Co. Inc.	36,352	2,542,822
Sonic Corp. <sup>a,b</sup>	15,924	351,602	Clorox Co. (The)	33,940	3,102,116
Speedway Motorsports Inc.	3,037	55,425	Colgate-Palmolive Co.	241,609	16,472,902
Starbucks Corp.	198,607	15,368,210	Energizer Holdings Inc.	16,403	2,001,658
Starwood Hotels & Resorts Worldwide Inc.	50,676	4,095,634	Harbinger Group Inc. <sup>a</sup>	21,747	276,187
Texas Roadhouse Inc.	18,728	486,928	Kimberly-Clark Corp.	99,451	11,060,940
Vail Resorts Inc.	9,562	737,995	Oil-Dri Corp. of America	1,244	38,029
Wendy's Co. (The)	73,784	629,378	Orchids Paper Products Co.	1,596	51,136
Wyndham Worldwide Corp.	33,730	2,554,036	Procter & Gamble Co. (The)	714,218	56,130,393
Wynn Resorts Ltd.	21,515	4,465,653	Spectrum Brands Holdings Inc.	5,591	480,994
Yum! Brands Inc.	116,499	9,459,719	WD-40 Co.	4,197	315,698
Zoe's Kitchen Inc. <sup>a</sup>	1,540	52,945			92,565,868
		113,903,732			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>
<b>INDEPENDENT POWER PRODUCERS &amp; ENERGY TRADERS — 0.18%</b>					
AES Corp. (The)					
AES Corp. (The)	191,277	\$ 2,974,357	FBL Financial Group Inc. Class A	2,589	\$ 119,094
Atlantic Power Corp. <sup>b</sup>	30,179	123,734	Federated National Holding Co.	2,986	76,143
Calpine Corp. <sup>a</sup>	111,638	2,658,101	Fidelity & Guaranty Life	3,529	84,484
Dynegy Inc. <sup>a</sup>	26,325	916,110	Fidelity National Financial Inc. Class A	72,368	2,370,776
NRG Energy Inc.	88,942	3,308,642	First American Financial Corp.	27,962	777,064
Ormat Technologies Inc. <sup>b</sup>	4,682	134,982	Genworth Financial Inc. Class A <sup>a</sup>	130,035	2,262,609
Pattern Energy Group Inc.	10,335	<u>342,192</u>	Global Indemnity PLC <sup>a</sup>	2,726	70,849
		10,458,118	Greenlight Capital Re Ltd. Class A <sup>a</sup>	7,464	245,864
<b>INDUSTRIAL CONGLOMERATES — 1.94%</b>					
3M Co.	172,692	24,736,402	Hallmark Financial Services Inc. <sup>a</sup>	3,808	40,936
Carlisle Companies Inc.	17,355	1,503,290	Hanover Insurance Group Inc. (The)	11,851	748,391
Danaher Corp.	160,333	12,623,017	Hartford Financial Services Group Inc. (The)	118,693	4,250,396
General Electric Co.	2,646,755	69,556,721	HCC Insurance Holdings Inc.	26,726	1,307,970
Raven Industries Inc.	9,619	318,774	HCI Group Inc.	3,509	142,465
Roper Industries Inc.	26,502	<u>3,869,557</u>	Heritage Insurance Holdings Inc. <sup>a</sup>	1,821	27,697
		112,607,761	Hilltop Holdings Inc. <sup>a</sup>	19,857	422,160
<b>INSURANCE — 3.04%</b>					
ACE Ltd.	89,133	9,243,092	Horace Mann Educators Corp.	10,555	330,055
Aflac Inc.	119,868	7,461,783	Independence Holding Co.	2,070	29,249
Alleghany Corp. <sup>a,b</sup>	4,346	1,904,070	Infinity Property and Casualty Corp.	3,085	207,405
Allied World Assurance Co. Holdings Ltd.	27,223	1,035,018	Kansas City Life Insurance Co.	1,088	49,482
Allstate Corp. (The)	115,028	6,754,444	Kemper Corp.	12,946	477,190
Ambac Financial Group Inc. <sup>a</sup>	10,474	286,045	Lincoln National Corp.	69,614	3,580,944
American Equity Investment Life Holding Co.	19,066	469,024	Loews Corp.	85,898	3,780,371
American Financial Group Inc.	19,131	1,139,442	Maiden Holdings Ltd.	13,482	162,997
American International Group Inc.	381,832	20,840,391	Markel Corp. <sup>a,b</sup>	3,654	2,395,709
American National Insurance Co.	1,908	217,894	Marsh & McLennan Companies Inc.	145,063	7,517,165
Amerisafe Inc.	4,790	194,809	MBIA Inc. <sup>a</sup>	37,274	411,505
AmTrust Financial Services Inc.	7,794	325,867	Meadowbrook Insurance Group Inc.	13,176	94,735
Aon PLC	78,307	7,054,678	Mercury General Corp.	5,805	273,067
Arch Capital Group Ltd. <sup>a</sup>	35,040	2,012,698	MetLife Inc.	246,909	13,718,264
Argo Group International Holdings Ltd.	7,504	383,529	Montpelier Re Holdings Ltd.	12,048	384,934
Arthur J. Gallagher & Co.	41,409	1,929,659	National General Holdings Corp.	9,368	163,003
Aspen Insurance Holdings Ltd.	17,458	792,942	National Interstate Corp.	1,680	47,074
Assurant Inc.	19,156	1,255,676	National Western Life Insurance Co. Class A	628	156,629
Assured Guaranty Ltd.	47,308	1,159,046	Navigators Group Inc. (The) <sup>a</sup>	2,677	179,493
Atlas Financial Holdings Inc. <sup>a</sup>	3,037	46,041	Old Republic International Corp.	68,505	1,133,073
Axis Capital Holdings Ltd.	29,646	1,312,725	OneBeacon Insurance Group Ltd. Class A	5,991	93,100
Baldwin & Lyons Inc. Class B	2,345	60,829	PartnerRe Ltd.	13,538	1,478,485
Brown & Brown Inc.	31,259	959,964	Phoenix Companies Inc. (The) <sup>a</sup>	1,578	76,359
Chubb Corp. (The)	64,530	5,947,730	Platinum Underwriters Holdings Ltd.	7,109	461,019
Cincinnati Financial Corp.	43,014	2,066,393	Primerica Inc.	14,968	716,219
Citizens Inc. <sup>a,b</sup>	10,164	75,214	Principal Financial Group Inc.	78,645	3,970,000
CNA Financial Corp.	7,011	283,385	ProAssurance Corp.	16,138	716,527
CNO Financial Group Inc.	58,399	1,039,502	Progressive Corp. (The)	156,256	3,962,652
Crawford & Co. Class B	6,695	67,486	Protective Life Corp.	20,650	1,431,664
Donegal Group Inc. Class A	1,995	30,523	Prudential Financial Inc.	121,419	10,778,365
eHealth Inc. <sup>a</sup>	5,517	209,480	Reinsurance Group of America Inc.	18,233	1,438,584
EMC Insurance Group Inc.	1,159	35,674	RenaissanceRe Holdings Ltd.	10,998	1,176,786
Employers Holdings Inc.	7,538	159,655	RLI Corp.	11,276	516,215
Endurance Specialty Holdings Ltd.	11,519	594,265	Safety Insurance Group Inc.	3,287	168,886
Enstar Group Ltd. <sup>a,b</sup>	2,546	383,759	Selective Insurance Group Inc.	14,494	358,292
Erie Indemnity Co. Class A	6,500	489,190	StanCorp Financial Group Inc.	11,703	748,992
Everest Re Group Ltd.	12,170	1,953,163	State Auto Financial Corp.	4,014	94,048
			Stewart Information Services Corp.	5,239	162,461
			Symetra Financial Corp.	20,445	464,919
			Third Point Reinsurance Ltd. <sup>a</sup>	14,820	226,153
			Torchmark Corp.	23,177	1,898,660
			Travelers Companies Inc. (The)	91,713	8,627,442
			United Fire Group Inc.	5,240	153,637
			United Insurance Holdings Corp.	4,389	75,754
			Universal Insurance Holdings Inc.	10,104	131,049
			Unum Group	67,941	2,361,629
			Validus Holdings Ltd.	24,778	947,511
			W.R. Berkley Corp.	26,487	1,226,613

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
White Mountains Insurance Group Ltd.	1,656	\$ 1,007,577	eBay Inc. <sup>a</sup>	334,506	\$ 16,745,370
XL Group PLC	73,165	<u>2,394,690</u>	Endurance International Group Holdings Inc. <sup>a,b</sup>	9,740	148,925
		176,078,615	Envestnet Inc. <sup>a</sup>	8,935	437,100
<b>INTERNET &amp; CATALOG RETAIL — 1.21%</b>			Equinix Inc. <sup>a</sup>	13,252	2,784,113
1-800-FLOWERS.COM Inc. Class A <sup>a</sup>	6,742	39,104	Everyday Health Inc. <sup>a</sup>	1,996	36,886
Amazon.com Inc. <sup>a</sup>	99,153	32,202,911	Facebook Inc. Class A <sup>a</sup>	521,115	35,065,828
Blue Nile Inc. <sup>a</sup>	3,217	90,076	Five9 Inc. <sup>a</sup>	3,219	23,177
Coupons.com Inc. <sup>a</sup>	3,184	83,771	Global Eagle Entertainment Inc. <sup>a,b</sup>	11,271	139,760
Expedia Inc.	26,704	2,103,207	Gogo Inc. <sup>a,b</sup>	14,613	285,830
FTD Companies Inc. <sup>a,b</sup>	4,767	151,543	Google Inc. Class A <sup>a</sup>	74,082	43,313,523
Gaiam Inc. Class A <sup>a</sup>	3,959	30,405	Google Inc. Class C <sup>a</sup>	74,958	43,121,838
Groupon Inc. <sup>a,b</sup>	126,597	838,072	GrubHub Inc. <sup>a</sup>	2,357	83,461
HomeAway Inc. <sup>a</sup>	24,608	856,851	GTT Communications Inc. <sup>a</sup>	3,718	37,961
HSN Inc.	8,892	526,762	IAC/InterActiveCorp	19,644	1,359,954
Lands' End Inc. <sup>a,b</sup>	3,437	115,415	Internap Network Services Corp. <sup>a,b</sup>	13,965	98,453
Liberty Interactive Corp. Series A <sup>a</sup>	129,549	3,803,559	Intralinks Holdings Inc. <sup>a</sup>	9,685	86,100
Liberty Ventures Series A <sup>a</sup>	19,290	1,423,602	j2 Global Inc.	12,193	620,136
Netflix Inc. <sup>a,b</sup>	15,817	6,968,970	Limelight Networks Inc. <sup>a</sup>	16,676	51,028
NutriSystem Inc.	7,572	129,557	LinkedIn Corp. Class A <sup>a</sup>	27,519	4,718,683
Orbitz Worldwide Inc. <sup>a</sup>	13,418	119,420	Liquidity Services Inc. <sup>a</sup>	6,164	97,145
Overstock.com Inc. <sup>a</sup>	2,987	47,105	LivePerson Inc. <sup>a</sup>	14,544	147,622
PetMed Express Inc.	5,210	70,231	LogMeIn Inc. <sup>a</sup>	6,409	298,788
Priceline Group Inc. (The) <sup>a</sup>	13,614	16,377,642	Marchex Inc. Class B	6,641	79,825
RetailMeNot Inc. <sup>a</sup>	8,031	213,705	Marin Software Inc. <sup>a,b</sup>	7,568	89,075
Shutterfly Inc. <sup>a</sup>	9,974	429,480	Marketo Inc. <sup>a,b</sup>	6,673	194,051
TripAdvisor Inc. <sup>a</sup>	29,480	3,203,297	Millennial Media Inc. <sup>a,b</sup>	22,695	113,248
Valuevision Media Inc. Class A <sup>a</sup>	10,286	51,327	Monster Worldwide Inc. <sup>a</sup>	22,317	145,953
Vitacost.com Inc. <sup>a</sup>	6,066	37,973	Move Inc. <sup>a,b</sup>	10,895	161,137
zulily Inc. <sup>a</sup>	3,498	<u>143,243</u>	NIC Inc.	17,034	269,989
		70,057,228	OpenTable Inc. <sup>a</sup>	5,936	614,970
<b>INTERNET SOFTWARE &amp; SERVICES — 3.21%</b>			OPOWER Inc. <sup>a</sup>	2,050	38,642
Aerohive Networks Inc. <sup>a</sup>	2,515	20,673	Pandora Media Inc. <sup>a,b</sup>	54,137	1,597,041
Akamai Technologies Inc. <sup>a</sup>	46,693	2,851,075	Perficient Inc. <sup>a,b</sup>	8,497	165,437
Amber Road Inc. <sup>a</sup>	2,355	37,986	Q2 Holdings Inc. <sup>a</sup>	2,610	37,219
Angie's List Inc. <sup>a</sup>	11,085	132,355	QuinStreet Inc. <sup>a</sup>	8,668	47,761
AOL Inc. <sup>a</sup>	20,398	811,636	Rackspace Hosting Inc. <sup>a</sup>	31,325	1,054,399
Bankrate Inc. <sup>a</sup>	17,548	307,792	RealNetworks Inc. <sup>a</sup>	5,895	44,979
Bazaarvoice Inc. <sup>a,b</sup>	12,655	99,848	Reis Inc.	2,171	45,765
Benefitfocus Inc. <sup>a,b</sup>	1,333	61,611	Rocket Fuel Inc. <sup>a,b</sup>	4,756	147,864
Blucora Inc. <sup>a</sup>	10,625	200,494	SciQuest Inc. <sup>a</sup>	5,982	105,822
Borderfree Inc. <sup>a</sup>	1,577	26,131	Shutterstock Inc. <sup>a,b</sup>	3,986	330,758
Brightcove Inc. <sup>a</sup>	7,440	78,418	SPS Commerce Inc. <sup>a,b</sup>	3,948	249,474
Carbonite Inc. <sup>a</sup>	2,995	35,850	Stamps.com Inc. <sup>a</sup>	3,769	126,978
Care.com Inc. <sup>a</sup>	1,734	21,952	TechTarget Inc. <sup>a,b</sup>	4,351	38,376
ChannelAdvisor Corp. <sup>a,b</sup>	5,364	141,395	Textura Corp. <sup>a,b</sup>	4,806	113,614
Chegg Inc. <sup>a,b</sup>	19,108	134,520	Travelzoo Inc. <sup>a</sup>	1,902	36,804
comScore Inc. <sup>a</sup>	9,251	328,225	Tremor Video Inc. <sup>a</sup>	9,362	44,189
Constant Contact Inc. <sup>a</sup>	7,999	256,848	TrueCar Inc. <sup>a</sup>	2,052	30,329
Conversant Inc. <sup>a,b</sup>	19,469	494,513	Trulia Inc. <sup>a,b</sup>	9,689	459,065
Cornerstone OnDemand Inc. <sup>a,b</sup>	13,971	642,945	Twitter Inc. <sup>a,b</sup>	126,397	5,178,485
CoStar Group Inc. <sup>a,b</sup>	7,513	1,188,331	Unwired Planet Inc. <sup>a,b</sup>	21,775	48,558
Cvent Inc. <sup>a,b</sup>	4,645	135,123	VeriSign Inc. <sup>a,b</sup>	31,815	1,552,890
Dealertrack Technologies Inc. <sup>a</sup>	14,083	638,523	VistaPrint NV <sup>a,b</sup>	8,476	342,939
Demand Media Inc. <sup>a</sup>	7,906	38,107	Web.com Group Inc. <sup>a,b</sup>	13,577	391,968
Demandware Inc. <sup>a,b</sup>	7,891	547,399	WebMD Health Corp. <sup>a</sup>	10,174	491,404
Dice Holdings Inc. <sup>a</sup>	11,979	91,160	Wix.com Ltd. <sup>a,b</sup>	2,187	43,390
Digital River Inc. <sup>a</sup>	9,734	150,196	XO Group Inc. <sup>a</sup>	7,001	85,552
E2open Inc. <sup>a,b</sup>	6,963	143,925	Xoom Corp. <sup>a,b</sup>	8,059	212,435
EarthLink Holdings Corp.	27,897	103,777	Yahoo! Inc. <sup>a</sup>	265,662	9,332,706
			Yelp Inc. <sup>a</sup>	13,382	1,026,132
			YuMe Inc. <sup>a</sup>	4,784	28,226
			Zillow Inc. Class A <sup>a,b</sup>	8,186	1,170,025
			Zix Corp. <sup>a,b</sup>	15,963	54,593
					185,764,556

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>			
<b>IT SERVICES — 3.09%</b>								
Accenture PLC Class A	166,964	\$13,497,370	Total System Services Inc.	44,640	\$ 1,402,142			
Axiom Corp. <sup>a</sup>	19,029	412,739	Unisys Corp. <sup>a,b</sup>	14,309	354,005			
Alliance Data Systems Corp. <sup>a</sup>	14,299	4,021,594	Vantiv Inc. Class A <sup>a</sup>	32,802	1,102,803			
Armdocs Ltd.	42,336	1,961,427	VeriFone Systems Inc. <sup>a</sup>	30,080	1,105,440			
Automatic Data Processing Inc.	127,247	10,088,142	Virtusa Corp. <sup>a</sup>	6,948	248,738			
Blackhawk Network Holdings Inc. <sup>a,b</sup>	13,951	393,697	Visa Inc. Class A	132,350	27,887,469			
Booz Allen Hamilton Holding Corp.	19,507	414,329	Western Union Co.	142,245	2,466,528			
Broadridge Financial Solutions Inc.	31,848	1,326,151	WEX Inc. <sup>a</sup>	10,431	1,094,942			
CACI International Inc. Class A <sup>a,b</sup>	6,111	429,053	Xerox Corp.	308,106	3,832,839			
Cardtronics Inc. <sup>a,b</sup>	11,654	397,168			178,903,289			
Cass Information Systems Inc.	2,776	137,357	<b>LEISURE EQUIPMENT &amp; PRODUCTS — 0.17%</b>					
CIBER Inc. <sup>a</sup>	19,310	95,391	Arctic Cat Inc.	3,292	129,771			
Cognizant Technology Solutions Corp. Class A <sup>a</sup>	160,216	7,836,165	Black Diamond Inc. <sup>a,b</sup>	5,607	62,911			
Computer Sciences Corp.	38,237	2,416,578	Brunswick Corp.	25,078	1,056,536			
Computer Task Group Inc.	4,100	67,486	Callaway Golf Co.	25,482	212,010			
Convergys Corp.	27,626	592,301	Escalade Inc.	2,614	42,190			
CoreLogic Inc. <sup>a</sup>	25,380	770,537	Hasbro Inc.	30,482	1,617,070			
CSG Systems International Inc.	8,931	233,188	JAKKS Pacific Inc. <sup>b</sup>	5,800	44,892			
Datalink Corp. <sup>a</sup>	4,026	40,260	Johnson Outdoors Inc. Class A	1,576	40,661			
DST Systems Inc.	7,983	735,793	LeapFrog Enterprises Inc. <sup>a,b</sup>	16,758	123,171			
EPAM Systems Inc. <sup>a</sup>	9,338	408,538	Malibu Boats Inc. Class A <sup>a</sup>	1,885	37,889			
Euronet Worldwide Inc. <sup>a,b</sup>	13,405	646,657	Marine Products Corp.	2,684	22,277			
EVERTEC Inc.	17,230	417,655	Mattel Inc.	89,543	3,489,491			
ExlService Holdings Inc. <sup>a</sup>	8,607	253,476	Nautilus Inc. <sup>a</sup>	8,133	90,195			
Fidelity National Information Services Inc.	75,962	4,158,160	Polaris Industries Inc.	17,456	2,273,469			
Fiserv Inc. <sup>a</sup>	66,483	4,010,255	Smith & Wesson Holding Corp. <sup>a,b</sup>	17,062	248,081			
FleetCor Technologies Inc. <sup>a</sup>	21,870	2,882,466	Sturm, Ruger & Co. Inc. <sup>b</sup>	5,034	297,056			
Forrester Research Inc.	3,742	141,747			9,787,670			
Gartner Inc. <sup>a</sup>	23,814	1,679,363	<b>LIFE SCIENCES TOOLS &amp; SERVICES — 0.66%</b>					
Genpact Ltd. <sup>a</sup>	44,212	775,036	Accelerate Diagnostics Inc. <sup>a,b</sup>	5,903	153,478			
Global Cash Access Inc. <sup>a</sup>	16,665	148,319	Affymetrix Inc. <sup>a,b</sup>	18,042	160,754			
Global Payments Inc.	18,989	1,383,349	Agilent Technologies Inc.	88,004	5,054,950			
Hackett Group Inc. (The)	6,575	39,253	Albany Molecular Research Inc. <sup>a</sup>	6,099	122,712			
Heartland Payment Systems Inc.	9,523	392,443	Bio-Rad Laboratories Inc. Class A <sup>a</sup>	5,485	656,609			
Higher One Holdings Inc. <sup>a</sup>	8,559	32,610	Bruker Corp. <sup>a</sup>	28,759	697,981			
iGATE Corp. <sup>a</sup>	10,483	381,476	Cambrex Corp. <sup>a</sup>	7,901	163,551			
Information Services Group Inc. <sup>a</sup>	8,619	41,457	Charles River Laboratories International Inc. <sup>a</sup>	12,941	692,602			
International Business Machines Corp.	249,679	45,259,312	Covance Inc. <sup>a</sup>	15,382	1,316,392			
Jack Henry & Associates Inc.	22,490	1,336,581	Enzo Biochem Inc. <sup>a</sup>	9,019	47,350			
Leidos Holdings Inc.	16,948	649,786	Fluidigm Corp. <sup>a,b</sup>	6,502	191,159			
Lionbridge Technologies Inc. <sup>a</sup>	14,795	87,882	Furiex Pharmaceuticals Inc. <sup>a</sup>	1,940	205,989			
Luxoft Holding Inc. <sup>a,b</sup>	2,474	89,212	Illumina Inc. <sup>a</sup>	33,875	6,048,043			
ManTech International Corp. Class A	6,100	180,072	Luminex Corp. <sup>a,b</sup>	9,673	165,892			
MasterCard Inc. Class A	265,350	19,495,265	Mettler-Toledo International Inc. <sup>a,b</sup>	7,712	1,952,524			
MAXIMUS Inc.	17,852	767,993	NanoString Technologies Inc. <sup>a</sup>	2,652	39,647			
ModusLink Global Solutions Inc. <sup>a,b</sup>	10,210	38,185	Pacific Biosciences of California Inc. <sup>a,b</sup>	18,288	113,020			
MoneyGram International Inc. <sup>a</sup>	5,703	84,005	PAREXEL International Corp. <sup>a</sup>	14,935	789,165			
NeuStar Inc. Class A <sup>a,b</sup>	15,753	409,893	PerkinElmer Inc.	29,242	1,369,695			
Paychex Inc.	87,191	3,623,658	QIAGEN NV <sup>a,b</sup>	62,155	1,519,690			
PRGX Global Inc. <sup>a</sup>	5,599	35,778	Quintiles Transnational Holdings Inc. <sup>a</sup>	14,873	792,582			
Sabre Corp. <sup>a</sup>	11,929	239,177	Sequenom Inc. <sup>a,b</sup>	29,844	115,496			
Sapient Corp. <sup>a</sup>	28,980	470,925	TECHNE Corp.	9,761	903,576			
Science Applications International Corp.	11,453	505,765	Thermo Fisher Scientific Inc.	105,275	12,422,450			
ServiceSource International Inc. <sup>a,b</sup>	16,033	92,991	Waters Corp. <sup>a,b</sup>	22,546	2,354,704			
Sykes Enterprises Inc. <sup>a</sup>	10,186	221,342			38,050,011			
Syntel Inc. <sup>a</sup>	4,036	346,935	<b>MACHINERY — 2.16%</b>					
TeleTech Holdings Inc. <sup>a</sup>	4,876	141,355	Accuride Corp. <sup>a,b</sup>	12,548	61,360			
Teradata Corp. <sup>a,b</sup>	41,624	1,673,285						

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Actuant Corp. Class A	19,282	\$ 666,579	Nordson Corp.	16,961	\$ 1,360,103
AGCO Corp.	25,658	1,442,493	Omega Flex Inc.	751	14,735
Alamo Group Inc.	1,857	100,445	Oshkosh Corp.	23,186	1,287,519
Albany International Corp. Class A	7,226	274,299	PACCAR Inc.	94,142	5,914,942
Allison Transmission Holdings Inc.	35,553	1,105,698	Pall Corp.	29,294	2,501,415
Altra Industrial Motion Corp.	7,101	258,405	Parker Hannifin Corp.	39,311	4,942,572
American Railcar Industries Inc.	2,579	174,779	Pentair PLC	51,306	3,700,189
ARC Group Worldwide Inc. <sup>a</sup>	810	12,312	Proto Labs Inc. <sup>a,b</sup>	5,941	486,687
Astec Industries Inc.	5,205	228,395	RBC Bearings Inc.	5,842	374,180
Barnes Group Inc.	14,428	556,055	Rexnord Corp. <sup>a,b</sup>	19,739	555,653
Blount International Inc. <sup>a</sup>	13,032	183,881	Snap-on Inc.	15,403	1,825,563
Briggs & Stratton Corp.	12,805	261,990	SPX Corp.	11,565	1,251,449
Caterpillar Inc.	164,762	17,904,686	Standex International Corp.	3,259	242,730
Chart Industries Inc. <sup>a</sup>	7,875	651,577	Stanley Black & Decker Inc.	41,191	3,617,394
CIRCOR International Inc.	4,694	362,048	Sun Hydraulics Corp.	5,551	225,371
CLARCOR Inc.	13,371	826,996	Tennant Co.	4,946	377,479
Colfax Corp. <sup>a</sup>	25,165	1,875,799	Terex Corp.	29,155	1,198,270
Columbus McKinnon Corp.	5,161	139,605	Timken Co. (The)	21,512	1,459,374
Commercial Vehicle Group Inc. <sup>a,b</sup>	6,491	65,170	Titan International Inc. <sup>b</sup>	14,063	236,540
Crane Co.	12,901	959,318	Toro Co. (The)	15,133	962,459
Cummins Inc.	48,536	7,488,619	TriMas Corp. <sup>a</sup>	11,790	449,553
Deere & Co.	96,021	8,694,701	Trinity Industries Inc.	40,889	1,787,667
Donaldson Co. Inc.	38,539	1,630,970	Twin Disc Inc.	2,155	71,223
Douglas Dynamics Inc.	5,856	103,183	Valmont Industries Inc. <sup>b</sup>	7,023	1,067,145
Dover Corp.	43,944	3,996,707	Wabash National Corp. <sup>a</sup>	18,018	256,756
Dynamic Materials Corp.	3,709	82,080	WABCO Holdings Inc. <sup>a</sup>	15,391	1,644,067
Energy Recovery Inc. <sup>a,b</sup>	11,827	58,189	Wabtec Corp.	25,476	2,104,063
EnPro Industries Inc. <sup>a,b</sup>	6,461	472,687	Watts Water Technologies Inc. Class A	7,471	461,185
ESCO Technologies Inc.	7,072	244,974	Woodward Inc.	18,286	917,591
ExOne Co. (The) <sup>a,b</sup>	3,322	131,618	Xerium Technologies Inc. <sup>a</sup>	2,877	40,163
Federal Signal Corp.	16,016	234,634	Xylem Inc.	48,996	1,914,764
Flowserve Corp.	36,248	2,695,039			125,211,348
FreightCar America Inc.	3,075	76,998	<b>MARINE — 0.05%</b>		
Global Brass & Copper Holdings Inc.	5,644	95,384	Baltic Trading Ltd.	12,985	77,650
Gorman-Rupp Co. (The)	5,068	179,255	International Shipholding Corp.	1,343	30,782
Graco Inc.	15,955	1,245,766	Kirby Corp. <sup>a</sup>	15,403	1,804,307
Graham Corp.	2,750	95,727	Matson Inc.	11,144	299,105
Greenbrier Companies Inc. (The) <sup>a</sup>	7,237	416,851	Navios Maritime Holdings Inc.	20,943	211,943
Harsco Corp.	21,385	569,482	Safe Bulkers Inc.	10,270	100,235
Hillenbrand Inc.	16,497	538,132	Scorpio Bulkers Inc. <sup>a</sup>	34,708	308,901
Hurco Companies Inc.	1,709	48,194	Ultrapetrol (Bahamas) Ltd. <sup>a</sup>	5,646	16,769
Hyster-Yale Materials Handling Inc.	2,659	235,428			2,849,692
IDEX Corp.	21,630	1,746,406	<b>MEDIA — 3.47%</b>		
Illinois Tool Works Inc.	90,144	7,893,009	A.H. Belo Corp. Class A	4,963	58,811
Ingersoll-Rand PLC	71,361	4,460,776	AMC Entertainment Holdings Inc. Class A	5,531	137,556
ITT Corp.	24,753	1,190,619	AMC Networks Inc. Class A <sup>a</sup>	15,795	971,234
John Bean Technologies Corp.	7,636	236,640	Cablevision NY Group Class A	51,242	904,421
Joy Global Inc.	26,477	1,630,454	Carmike Cinemas Inc. <sup>a,b</sup>	5,352	188,016
Kadant Inc.	3,021	116,157	CBS Corp. Class B NVS <sup>b</sup>	149,998	9,320,876
Kennametal Inc.	20,520	949,666	CBS Outdoor Americas Inc.	5,923	193,564
L.B. Foster Co. Class A	2,539	137,411	Central European Media Enterprises Ltd. Class A <sup>a,b</sup>	20,096	56,671
Lincoln Electric Holdings Inc.	21,228	1,483,413	Charter Communications Inc. Class A <sup>a</sup>	20,927	3,314,418
Lindsay Corp. <sup>b</sup>	3,297	278,498	Cinemark Holdings Inc.	30,412	1,075,368
Lydall Inc. <sup>a</sup>	4,512	123,493	Clear Channel Outdoor Holdings Inc. Class A	10,840	88,671
Manitex International Inc. <sup>a</sup>	3,208	52,098	Comcast Corp. Class A	683,703	36,701,177
Manitowoc Co. Inc. (The)	34,811	1,143,889	Crown Media Holdings Inc. Class A <sup>a</sup>	8,994	32,648
Meritor Inc. <sup>a</sup>	25,544	333,094	Cumulus Media Inc. Class A <sup>a</sup>	36,188	238,479
Middleby Corp. (The) <sup>a,b</sup>	14,823	1,226,159	Daily Journal Corp. <sup>a,b</sup>	220	45,472
Miller Industries Inc.	2,852	58,694	Dex Media Inc. <sup>a,b</sup>	4,544	50,620
Mueller Industries Inc.	14,884	437,738			
Mueller Water Products Inc. Class A	41,374	357,471			
Navistar International Corp. <sup>a,b</sup>	14,695	550,769			
NN Inc.	4,284	109,585			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

Security	Shares	Value	Security	Shares	Value
DIRECTV <sup>a</sup>	123,459	\$ 10,495,250	Alcoa Inc.	310,422	\$ 4,622,184
Discovery Communications Inc. Series A <sup>a</sup>	60,581	4,499,957	Allegheny Technologies Inc.	28,369	1,279,442
DISH Network Corp. Class A <sup>a</sup>	56,249	3,660,685	Allied Nevada Gold Corp. <sup>a,b</sup>	27,345	102,817
DreamWorks Animation SKG Inc. Class A <sup>a,b</sup>	19,433	452,012	Ampco-Pittsburgh Corp.	2,169	49,757
E.W. Scripps Co. (The) Class A <sup>a</sup>	7,860	166,318	Carpenter Technology Corp.	13,972	883,729
Entercom Communications Corp. Class A <sup>a</sup>	6,202	66,547	Century Aluminum Co. <sup>a,b</sup>	13,687	214,612
Entravision Communications Corp. Class A	12,964	80,636	Cliffs Natural Resources Inc. <sup>b</sup>	40,298	606,485
Eros International PLC <sup>a</sup>	5,169	78,414	Coeur Mining Inc. <sup>a</sup>	26,335	241,755
Gannett Co. Inc.	60,184	1,884,361	Commercial Metals Co.	30,629	530,188
Global Sources Ltd. <sup>a,b</sup>	4,881	40,415	Compass Minerals International Inc.	8,739	836,672
Gray Television Inc. <sup>a</sup>	13,187	173,145	Freeport-McMoRan Copper & Gold Inc.	273,635	9,987,678
Harte-Hanks Inc.	11,826	85,029	Gerber Scientific Inc. Escrow <sup>a,d</sup>	5,665	57
Hemisphere Media Group Inc. <sup>a</sup>	2,236	28,084	Globe Specialty Metals Inc.	16,115	334,870
Interpublic Group of Companies Inc. (The)	112,719	2,199,148	Gold Resource Corp.	7,868	39,812
John Wiley & Sons Inc. Class A	11,770	713,144	Handy & Harman Ltd. <sup>a,b</sup>	1,577	42,216
Journal Communications Inc. Class A <sup>a</sup>	11,117	98,608	Haynes International Inc.	3,177	179,786
Lamar Advertising Co. Class A	20,426	1,082,578	Hecla Mining Co.	84,783	292,501
Lee Enterprises Inc. <sup>a</sup>	14,146	62,950	Horsehead Holding Corp. <sup>a,b</sup>	11,892	217,148
Liberty Media Corp. <sup>a</sup>	25,412	3,473,312	Kaiser Aluminum Corp.	5,061	368,795
Lions Gate Entertainment Corp.	21,240	607,039	Materion Corp.	5,327	197,046
Live Nation Entertainment Inc. <sup>a</sup>	39,250	969,082	Molycorp Inc. <sup>a,b</sup>	48,782	125,370
Loral Space & Communications Inc. <sup>a</sup>	3,382	245,838	Newmont Mining Corp.	132,311	3,365,992
Madison Square Garden Inc. Class A <sup>a,b</sup>	15,962	996,827	Noranda Aluminum Holding Corp.	8,812	31,106
Martha Stewart Living Omnimedia Inc. Class A <sup>a</sup>	7,013	32,961	Nucor Corp.	84,828	4,177,779
McClatchy Co. (The) Class A <sup>a</sup>	14,894	82,662	Olympic Steel Inc.	2,307	57,098
MDC Partners Inc.	10,242	220,101	Reliance Steel & Aluminum Co.	20,913	1,541,497
Media General Inc. Class A <sup>a,b</sup>	14,229	292,121	Royal Gold Inc.	16,985	1,292,898
Meredith Corp.	9,570	462,805	RTI International Metals Inc. <sup>a</sup>	7,929	210,832
Morningstar Inc.	5,481	393,591	Schnitzer Steel Industries Inc. Class A	6,693	174,487
National CineMedia Inc.	14,779	258,780	Southern Copper Corp.	38,486	1,168,820
New Media Investment Group Inc. <sup>a</sup>	7,923	111,793	Steel Dynamics Inc.	57,913	1,039,538
New York Times Co. (The) Class A	37,202	565,842	Stillwater Mining Co. <sup>a</sup>	30,486	535,029
News Corp. Class A NVS <sup>a</sup>	130,688	2,344,543	SunCoke Energy Inc. <sup>a</sup>	18,622	400,373
Nexstar Broadcasting Group Inc.	7,736	399,255	Tahoe Resources Inc. <sup>a</sup>	22,147	580,251
Omnicom Group Inc.	68,214	4,858,201	United States Steel Corp. <sup>b</sup>	38,022	990,093
Radio One Inc. Class D <sup>a</sup>	6,099	30,068	Universal Stainless & Alloy Products Inc. <sup>a</sup>	1,828	59,373
ReachLocal Inc. <sup>a,b</sup>	2,632	18,503	US Silica Holdings Inc.	14,141	783,977
Reading International Inc. Class A <sup>a,b</sup>	4,520	38,556	Walter Energy Inc. <sup>b</sup>	16,529	90,083
Regal Entertainment Group Class A	21,659	457,005	Worthington Industries Inc.	13,757	592,101
RentalCorp. <sup>a,b</sup>	2,544	133,433			38,553,087
Saga Communications Inc. Class A	1,226	52,375	<b>MULTI-UTILITIES — 1.07%</b>		
Salem Communications Corp. Class A	2,746	25,977	Alliant Energy Corp.	29,330	1,785,024
Scholastic Corp.	6,836	233,039	Ameren Corp.	63,651	2,602,053
Scripps Networks Interactive Inc. Class A	27,887	2,262,751	Avista Corp.	15,503	519,661
SFX Entertainment Inc. <sup>a,b</sup>	12,711	102,959	Black Hills Corp.	11,675	716,728
Sinclair Broadcast Group Inc. Class A	17,969	624,423	CenterPoint Energy Inc.	115,113	2,939,986
Sirius XM Holdings Inc. <sup>a</sup>	727,933	2,518,648	CMS Energy Corp.	71,963	2,241,647
Sizmek Inc. <sup>a,b</sup>	7,008	66,786	Consolidated Edison Inc.	78,216	4,516,192
Starz Series A <sup>a</sup>	24,702	735,873	Dominion Resources Inc.	153,742	10,995,628
Thomson Reuters Corp.	93,788	3,410,132	DTE Energy Co.	46,640	3,631,857
Time Inc. <sup>a</sup>	29,340	710,615	Integrys Energy Group Inc.	20,669	1,470,186
Time Warner Cable Inc.	73,538	10,832,147	MDU Resources Group Inc.	49,907	1,751,736
Time Warner Inc.	232,823	16,355,816	NiSource Inc.	83,679	3,291,932
Twenty-First Century Fox Inc. Class A	502,623	17,667,198	NorthWestern Corp.	10,842	565,844
Viacom Inc. Class B NVS	113,448	9,839,345	PG&E Corp.	123,307	5,921,202
Walt Disney Co. (The)	457,108	39,192,440	Public Service Enterprise Group Inc.	134,787	5,497,962
World Wrestling Entertainment Inc. Class A <sup>b</sup>	7,022	83,772	SCANA Corp.	37,797	2,033,857
		200,951,897	Sempra Energy	64,768	6,781,857
<b>METALS &amp; MINING — 0.67%</b>			TECO Energy Inc.	56,997	1,053,304
A.M. Castle & Co. <sup>a,b</sup>	4,264	47,075	Vectren Corp.	21,705	922,462
AK Steel Holding Corp. <sup>a,b</sup>	32,885	261,765	Wisconsin Energy Corp.	60,145	2,822,003
					62,061,121

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

Security	Shares	Value	Security	Shares	Value
<b>MULTILINE RETAIL — 0.57%</b>					
Big Lots Inc. <sup>a</sup>	15,093	\$ 689,750	Diamondback Energy Inc. <sup>a,b</sup>	10,022	\$ 889,954
Bon-Ton Stores Inc. (The) <sup>b</sup>	3,608	37,198	Dorian LPG Ltd. <sup>a</sup>	1,932	44,417
Burlington Stores Inc. <sup>a,b</sup>	7,482	238,377	Emerald Oil Inc. <sup>a,b</sup>	19,307	147,699
Dillard's Inc. Class A	7,081	825,715	Energen Corp.	18,992	1,688,009
Dollar General Corp. <sup>a</sup>	81,957	4,701,054	Energy XXI (Bermuda) Ltd.	24,982	590,325
Dollar Tree Inc. <sup>a</sup>	55,300	3,011,638	EOG Resources Inc.	144,601	16,898,073
Family Dollar Stores Inc.	25,267	1,671,159	EP Energy Corp. Class A <sup>a,b</sup>	9,253	213,282
Fred's Inc. Class A	9,705	148,389	EQT Corp.	40,223	4,299,839
J.C. Penney Co. Inc. <sup>a,b</sup>	61,722	558,584	Equal Energy Ltd.	9,407	50,986
Kohl's Corp.	54,868	2,890,446	Evolution Petroleum Corp.	4,087	44,753
Macy's Inc.	95,892	5,563,654	EXCO Resources Inc. <sup>b</sup>	40,077	236,054
Nordstrom Inc.	36,593	2,485,763	Exxon Mobil Corp.	1,133,469	114,117,659
Sears Holdings Corp. <sup>a,b</sup>	7,036	281,159	Forest Oil Corp. <sup>a</sup>	31,115	70,942
Target Corp.	167,262	9,692,833	Frontline Ltd. <sup>a,b</sup>	13,388	39,093
Tuesday Morning Corp. <sup>a,b</sup>	11,095	197,713	FX Energy Inc. <sup>a,b</sup>	13,705	49,475
		32,993,432	GasLog Ltd. <sup>b</sup>	11,394	363,355
<b>OIL, GAS &amp; CONSUMABLE FUELS — 7.82%</b>					
Abraxas Petroleum Corp. <sup>a</sup>	21,323	133,482	Gastar Exploration Inc. <sup>a,b</sup>	14,969	130,380
Adams Resources & Energy Inc.	624	48,753	Golar LNG Ltd. <sup>b</sup>	11,511	691,811
Alon USA Energy Inc.	6,101	75,896	Goodrich Petroleum Corp. <sup>a,b</sup>	10,570	291,732
Alpha Natural Resources Inc. <sup>a,b</sup>	58,012	215,224	Green Plains Inc.	9,793	321,896
American Eagle Energy Corp. <sup>a</sup>	8,028	48,088	Gulfport Energy Corp. <sup>a</sup>	22,458	1,410,362
Amyris Inc. <sup>a,b</sup>	8,013	29,888	Halcon Resources Corp. <sup>a,b</sup>	69,145	504,067
Anadarko Petroleum Corp.	133,124	14,573,084	Hallador Energy Co.	1,786	16,949
Antero Resources Corp. <sup>a,b</sup>	13,957	915,998	Harvest Natural Resources Inc. <sup>a</sup>	11,110	55,439
Apache Corp.	101,804	10,243,518	Hess Corp.	73,344	7,252,988
Apco Oil and Gas International Inc. <sup>a,b</sup>	2,334	33,680	HollyFrontier Corp.	53,394	2,332,784
Approach Resources Inc. <sup>a,b</sup>	9,058	205,888	Isramco Inc. <sup>a</sup>	237	30,127
Arch Coal Inc. <sup>b</sup>	55,970	204,290	Jones Energy Inc. Class A <sup>a</sup>	2,924	59,942
Ardmore Shipping Corp.	4,764	65,886	Kinder Morgan Inc.	173,376	6,286,614
Athlon Energy Inc. <sup>a</sup>	13,463	642,185	Knightsbridge Tankers Ltd. <sup>b</sup>	10,572	150,017
Bill Barrett Corp. <sup>a,b</sup>	12,700	340,106	Kodiak Oil & Gas Corp. <sup>a,b</sup>	69,759	1,014,993
Bonanza Creek Energy Inc. <sup>a,b</sup>	8,762	501,099	Kosmos Energy Ltd. <sup>a</sup>	26,585	298,550
BPZ Resources Inc. <sup>a</sup>	27,297	84,075	Laredo Petroleum Inc. <sup>a,b</sup>	20,405	632,147
Cabot Oil & Gas Corp.	110,141	3,760,214	Magnum Hunter Resources Corp. <sup>a</sup>	52,145	427,589
Callon Petroleum Co. <sup>a,b</sup>	10,778	125,564	Marathon Oil Corp.	178,446	7,123,564
Carrizo Oil & Gas Inc. <sup>a</sup>	11,986	830,150	Marathon Petroleum Corp.	66,368	5,181,350
Cheniere Energy Inc. <sup>a</sup>	62,792	4,502,186	Matador Resources Co. <sup>a,b</sup>	20,259	593,183
Chesapeake Energy Corp.	139,014	4,320,555	Midstates Petroleum Co. Inc. <sup>a,b</sup>	6,281	45,412
Chevron Corp.	502,458	65,595,892	Miller Energy Resources Inc. <sup>a,b</sup>	9,798	62,707
Cimarex Energy Co.	23,226	3,332,002	Murphy Oil Corp.	47,208	3,138,388
Clayton Williams Energy Inc. <sup>a,b</sup>	1,625	223,226	Navios Maritime Acquisition Corp.	21,703	80,518
Clean Energy Fuels Corp. <sup>a,b</sup>	17,460	204,631	Newfield Exploration Co. <sup>a</sup>	35,568	1,572,106
Cloud Peak Energy Inc. <sup>a</sup>	16,056	295,751	Noble Energy Inc.	95,278	7,380,234
Cobalt International Energy Inc. <sup>a</sup>	92,533	1,697,981	Nordic American Tankers Ltd.	22,794	217,227
Comstock Resources Inc.	12,753	367,796	Northern Oil and Gas Inc. <sup>a,b</sup>	16,711	272,222
Concho Resources Inc. <sup>a</sup>	29,914	4,322,573	Oasis Petroleum Inc. <sup>a</sup>	26,582	1,485,668
ConocoPhillips	324,301	27,802,325	Occidental Petroleum Corp.	207,357	21,281,049
CONSOL Energy Inc.	60,368	2,781,154	ONEOK Inc.	55,277	3,763,258
Contango Oil & Gas Co. <sup>a</sup>	5,210	220,435	Pacific Ethanol Inc. <sup>a</sup>	5,349	81,786
Continental Resources Inc. <sup>a</sup>	11,613	1,835,318	Panhandle Oil and Gas Inc.	1,840	103,095
CVR Energy Inc.	4,330	208,663	Parsley Energy Inc. Class A <sup>a</sup>	13,197	317,652
Delek US Holdings Inc.	15,579	439,795	PBF Energy Inc.	18,145	483,564
Denbury Resources Inc.	92,958	1,716,005	PDC Energy Inc. <sup>a,b</sup>	9,387	592,789
Devon Energy Corp.	107,832	8,561,861	Peabody Energy Corp.	70,926	1,159,640
DHT Holdings Inc.	18,322	131,918	Penn Virginia Corp. <sup>a,b</sup>	17,819	302,032
			PetroCorp Inc. Escrow <sup>a,d</sup>	1,248	—
			PetroQuest Energy Inc. <sup>a</sup>	14,643	110,115
			Phillips 66	149,351	12,012,301
			Pioneer Natural Resources Co.	37,746	8,674,408
			QEP Resources Inc.	47,117	1,625,536
			Quicksilver Resources Inc. <sup>a,b</sup>	30,627	81,774
			Range Resources Corp.	43,517	3,783,803
			Renewable Energy Group Inc. <sup>a,b</sup>	10,835	124,277

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

Security	Shares	Value	Security	Shares	Value
Rentech Inc. <sup>a</sup>	48,306	\$ 125,113	IGI Laboratories Inc. <sup>a</sup>	7,588	\$ 40,292
Resolute Energy Corp. <sup>a,b</sup>	17,733	153,213	Inter Parfums Inc.	4,305	127,213
REX American Resources Corp. <sup>a</sup>	1,668	122,281	Medifast Inc. <sup>a</sup>	3,652	111,058
Rex Energy Corp. <sup>a</sup>	11,453	202,833	Nature's Sunshine Products Inc.	3,093	52,488
Ring Energy Inc. <sup>a</sup>	4,915	85,767	Nu Skin Enterprises Inc. Class A	15,398	1,138,836
Rosetta Resources Inc. <sup>a</sup>	15,989	876,997	Nutraceutical International Corp. <sup>a</sup>	2,122	50,631
RSP Permian Inc. <sup>a</sup>	6,045	196,100	Revlon Inc. Class A <sup>a</sup>	3,038	92,659
Sanchez Energy Corp. <sup>a,b</sup>	11,977	450,215	Synutra International Inc. <sup>a</sup>	4,537	30,443
SandRidge Energy Inc. <sup>a,b</sup>	129,486	925,825	USANA Health Sciences Inc. <sup>a,b</sup>	1,628	<u>127,212</u>
Scorpio Tankers Inc.	50,068	509,192			9,799,109
SemGroup Corp. Class A	10,993	866,798			
Ship Finance International Ltd. <sup>b</sup>	17,367	322,853			
SM Energy Co.	17,457	1,468,134			
Solazyme Inc. <sup>a,b</sup>	19,829	233,586			
Southwestern Energy Co. <sup>a</sup>	94,061	4,278,835			
Spectra Energy Corp.	177,843	7,554,771			
Stone Energy Corp. <sup>a</sup>	14,820	693,428			
Swift Energy Co. <sup>a,b</sup>	11,399	147,959			
Synergy Resources Corp. <sup>a</sup>	17,382	230,311			
Targa Resources Corp.	9,943	1,387,744			
Teekay Corp.	11,968	745,008			
Teekay Tankers Ltd. Class A <sup>b</sup>	16,656	71,454			
Tesoro Corp.	34,134	2,002,642			
TransAtlantic Petroleum Ltd. <sup>a</sup>	5,974	68,044			
Triangle Petroleum Corp. <sup>a,b</sup>	17,831	209,514			
Ultra Petroleum Corp. <sup>a,b</sup>	40,411	1,199,803			
Vaalco Energy Inc. <sup>a,b</sup>	15,336	110,879			
Valero Energy Corp.	140,846	7,056,385			
Vertex Energy Inc. <sup>a</sup>	3,114	30,237			
W&T Offshore Inc.	9,124	149,360			
Warren Resources Inc. <sup>a</sup>	18,494	114,663			
Western Refining Inc.	14,082	528,779			
Westmoreland Coal Co. <sup>a</sup>	2,880	104,486			
Whiting Petroleum Corp. <sup>a</sup>	31,119	2,497,300			
Williams Companies Inc. (The)	181,298	10,553,357			
World Fuel Services Corp.	18,976	934,188			
WPX Energy Inc. <sup>a</sup>	52,521	1,255,777			
		453,402,926			
<b>PAPER &amp; FOREST PRODUCTS — 0.17%</b>					
Boise Cascade Co. <sup>a</sup>	10,312	295,336			
Clearwater Paper Corp. <sup>a</sup>	6,128	378,220			
Deltic Timber Corp.	2,906	175,581			
Domtar Corp.	17,398	745,504			
International Paper Co.	114,337	5,770,588			
KapStone Paper and Packaging Corp. <sup>a</sup>	21,360	707,657			
Louisiana-Pacific Corp. <sup>a</sup>	36,264	544,685			
Neenah Paper Inc.	4,196	223,017			
P.H. Glatfelter Co.	11,191	296,897			
Resolute Forest Products Inc. <sup>a</sup>	18,392	308,618			
Schweitzer-Mauduit International Inc.	8,166	356,528			
Wausau Paper Corp.	11,632	125,858			
		9,928,489			
<b>PERSONAL PRODUCTS — 0.17%</b>					
Avon Products Inc.	113,471	1,657,811			
Coty Inc. Class A	18,550	317,762			
Elizabeth Arden Inc. <sup>a,b</sup>	6,680	143,086			
Estee Lauder Companies Inc. (The) Class A	60,531	4,495,032			
Female Health Co. (The)	5,259	28,977			
Herbalife Ltd. <sup>b</sup>	21,469	1,385,609			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>
Salix Pharmaceuticals Ltd. <sup>a,b</sup>	16,716	\$ 2,061,919	Altisource Residential Corp.	14,896	\$ 387,743
SciClone Pharmaceuticals Inc. <sup>a,b</sup>	14,958	78,679	American Assets Trust Inc.	8,223	284,105
Sucampo Pharmaceuticals Inc. Class A <sup>a</sup>	2,798	19,306	American Campus Communities Inc.	27,342	1,045,558
Supernus Pharmaceuticals Inc. <sup>a,b</sup>	11,789	129,090	American Capital Agency Corp.	93,765	2,195,039
TherapeuticsMD Inc. <sup>a,b</sup>	20,542	90,796	American Capital Mortgage Investment Corp.	15,368	307,667
Theravance Biopharma Inc. <sup>a,b</sup>	5,902	188,156	American Homes 4 Rent Class A	36,726	652,254
Theravance Inc. <sup>a,b</sup>	20,659	615,225	American Realty Capital Healthcare Trust Inc.	44,686	486,631
VIVUS Inc. <sup>a,b</sup>	26,310	139,969	American Realty Capital Properties Inc.	239,449	3,000,296
XenoPort Inc. <sup>a</sup>	11,437	55,241	American Residential Properties Inc. <sup>a,b</sup>	8,355	156,656
Zoetis Inc.	133,834	4,318,823	American Tower Corp.	104,676	9,418,746
Zogenix Inc. <sup>a,b</sup>	30,474	61,253	AmREIT Inc.	4,224	77,299
		<u>298,264,361</u>	Annaly Capital Management Inc.	249,152	2,847,807
<b>PROFESSIONAL SERVICES — 0.41%</b>			Anworth Mortgage Asset Corp. <sup>b</sup>	36,201	186,797
Acacia Research Corp. <sup>b</sup>	13,049	231,620	Apartment Investment and Management Co. Class A	37,965	1,225,131
Advisory Board Co. (The) <sup>a,b</sup>	9,039	468,220	Apollo Commercial Real Estate Finance Inc.	14,460	238,445
Barrett Business Services Inc.	1,871	87,937	Apollo Residential Mortgage Inc.	7,994	133,660
CBIZ Inc. <sup>a,b</sup>	10,137	91,537	Ares Commercial Real Estate Corp.	7,687	95,396
CDI Corp.	3,669	52,870	Armada Hoffler Properties Inc.	4,991	48,313
Corporate Executive Board Co. (The)	8,828	602,246	ARMOUR Residential REIT Inc.	97,980	424,253
Corporate Resource Services Inc. <sup>a</sup>	4,634	13,809	Ashford Hospitality Prime Inc.	3,954	67,851
CRA International Inc. <sup>a</sup>	2,825	65,116	Ashford Hospitality Trust Inc.	19,814	228,654
Dun & Bradstreet Corp. (The)	9,770	1,076,654	Associated Estates Realty Corp.	17,640	317,873
Equifax Inc.	32,537	2,360,234	AvalonBay Communities Inc.	34,566	4,914,940
Exponent Inc.	3,580	265,314	Aviv REIT Inc.	5,113	144,033
Franklin Covey Co. <sup>a,b</sup>	3,543	71,321	BioMed Realty Trust Inc. <sup>b</sup>	49,546	1,081,589
FTI Consulting Inc. <sup>a</sup>	10,271	388,449	Boston Properties Inc.	40,487	4,784,754
GP Strategies Corp. <sup>a,b</sup>	3,849	99,612	Brandywine Realty Trust	42,293	659,771
Heidrick & Struggles International Inc.	4,780	88,430	Brixmor Property Group Inc.	12,520	287,334
Hill International Inc. <sup>a</sup>	6,358	39,610	Camden Property Trust	22,297	1,586,432
Huron Consulting Group Inc. <sup>a</sup>	6,174	437,243	Campus Crest Communities Inc.	16,992	147,151
ICF International Inc. <sup>a</sup>	5,180	183,165	Capstead Mortgage Corp.	24,561	322,977
IHS Inc. Class A <sup>a</sup>	17,943	2,434,327	CareTrust REIT Inc. <sup>a</sup>	4,665	92,367
Insperity Inc.	6,042	199,386	CatchMark Timber Trust Inc. Class A	3,192	43,635
Kelly Services Inc. Class A	6,913	118,696	CBL & Associates Properties Inc. <sup>b</sup>	42,933	815,727
Kforce Inc.	7,548	163,414	Cedar Realty Trust Inc.	26,526	165,787
Korn/Ferry International <sup>a</sup>	12,638	371,178	Chambers Street Properties	65,516	526,749
Manpowergroup Inc.	21,036	1,784,905	Chatham Lodging Trust	7,471	163,615
Mistras Group Inc. <sup>a,b</sup>	4,095	100,409	Chesapeake Lodging Trust	12,531	378,812
Navigant Consulting Inc. <sup>a</sup>	13,626	237,774	Chimera Investment Corp. <sup>b</sup>	271,558	866,270
Nielsen NV	74,330	3,598,315	Colony Financial Inc.	24,815	576,204
On Assignment Inc. <sup>a</sup>	14,267	507,477	Columbia Property Trust Inc.	32,984	857,914
Paylocity Holding Corp. <sup>a</sup>	2,211	47,824	CommonWealth REIT	31,289	823,526
Pendrell Corp. <sup>a</sup>	42,239	74,341	CoreSite Realty Corp.	5,503	181,984
Resources Connection Inc.	11,132	145,941	Corporate Office Properties Trust	22,565	627,533
Robert Half International Inc.	36,675	1,750,865	Corrections Corp. of America	31,371	1,030,537
RPX Corp. <sup>a,b</sup>	13,843	245,713	Cousins Properties Inc.	52,161	649,404
Towers Watson & Co. Class A	17,107	1,783,063	Crown Castle International Corp.	88,103	6,542,529
TriNet Group Inc. <sup>a</sup>	4,149	99,866	CubeSmart	39,837	729,814
TrueBlue Inc. <sup>a</sup>	10,702	295,054	CyrusOne Inc.	5,002	124,550
Verisk Analytics Inc. Class A <sup>a</sup>	43,874	2,633,317	CYS Investments Inc.	46,089	415,723
VSE Corp.	1,056	74,258	DCT Industrial Trust Inc.	84,541	694,082
WageWorks Inc. <sup>a,b</sup>	9,214	444,207	DDR Corp. <sup>b</sup>	78,046	1,375,951
		<u>23,733,717</u>	DiamondRock Hospitality Co.	49,870	639,333
<b>REAL ESTATE INVESTMENT TRUSTS (REITS) — 3.56%</b>			Digital Realty Trust Inc. <sup>b</sup>	35,974	2,098,004
Acadia Realty Trust	14,098	396,013	Douglas Emmett Inc.	36,986	1,043,745
AG Mortgage Investment Trust Inc.	7,187	136,050	Duke Realty Corp.	88,164	1,601,058
Agree Realty Corp.	3,190	96,434	DuPont Fabros Technology Inc. <sup>b</sup>	16,093	433,867
Alexander's Inc. <sup>b</sup>	620	229,071	Dynex Capital Inc.	14,533	128,617
Alexandria Real Estate Equities Inc. <sup>b</sup>	18,846	1,463,203	EastGroup Properties Inc.	7,950	510,628
			Education Realty Trust Inc.	29,808	320,138
			Empire State Realty Trust Inc. Class A	25,355	418,357
			EPR Properties	13,895	776,314
			Equity Lifestyle Properties, Inc.	21,822	963,660

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>
Equity One Inc.	15,827	\$ 373,359	Post Properties Inc.	14,381	\$ 768,808
Equity Residential	95,837	6,037,731	Potlatch Corp.	10,702	443,063
Essex Property Trust Inc.	16,486	3,048,426	Prologis Inc.	132,743	5,454,410
Excel Trust Inc.	13,414	178,809	PS Business Parks Inc.	4,860	405,761
Extra Space Storage Inc.	30,553	1,626,947	Public Storage	38,039	6,517,983
Federal Realty Investment Trust	17,619	2,130,489	QTS Realty Trust Inc. Class A	3,720	106,504
FelCor Lodging Trust Inc.	33,227	349,216	RAIT Financial Trust <sup>b</sup>	25,531	211,141
First Industrial Realty Trust Inc.	28,295	533,078	Ramco-Gershenson Properties Trust	16,437	273,183
First Potomac Realty Trust	15,477	203,058	Rayonier Inc.	33,175	1,179,371
Franklin Street Properties Corp.	24,397	306,914	Realty Income Corp. <sup>b</sup>	58,790	2,611,452
Gaming and Leisure Properties Inc.	22,260	756,172	Redwood Trust Inc. <sup>b</sup>	20,878	406,495
General Growth Properties Inc.	148,919	3,508,532	Regency Centers Corp.	25,056	1,395,118
GEO Group Inc. (The)	19,086	681,943	Resource Capital Corp. <sup>b</sup>	33,163	186,708
Getty Realty Corp.	6,869	131,061	Retail Opportunity Investments Corp.	17,858	280,906
Gladstone Commercial Corp.	2,996	53,539	Retail Properties of America Inc. Class A	62,268	957,682
Glimcher Realty Trust <sup>b</sup>	36,792	398,457	Rexford Industrial Realty Inc.	8,700	123,888
Government Properties Income Trust <sup>b</sup>	13,242	336,214	RLJ Lodging Trust	34,984	1,010,688
Gramercy Property Trust Inc. <sup>b</sup>	26,956	163,084	Rouse Properties Inc.	9,649	165,094
Hannon Armstrong Sustainable Infrastructure Capital Inc.	3,881	55,654	Ryman Hospitality Properties Inc.	11,621	559,551
Hatteras Financial Corp.	25,834	511,772	Sabra Healthcare REIT Inc.	12,726	365,363
HCP Inc.	121,184	5,014,594	Saul Centers Inc.	1,984	96,422
Health Care REIT Inc.	81,038	5,078,651	Select Income REIT	9,625	285,285
Healthcare Realty Trust Inc. <sup>b</sup>	25,693	653,116	Senior Housing Properties Trust	53,866	1,308,405
Healthcare Trust of America Inc. Class A	62,416	751,489	Silver Bay Realty Trust Corp.	3,640	59,405
Hersha Hospitality Trust	53,262	357,388	Simon Property Group Inc.	81,996	13,634,295
Highwoods Properties Inc.	24,899	1,044,513	SL Green Realty Corp.	23,974	2,622,995
Home Properties Inc.	15,001	959,464	Sovran Self Storage Inc.	9,141	706,142
Hospitality Properties Trust	39,491	1,200,526	Spirit Realty Capital Inc.	106,192	1,206,341
Host Hotels & Resorts Inc.	199,110	4,382,411	STAG Industrial Inc.	13,741	329,921
Hudson Pacific Properties Inc.	14,392	364,693	Starwood Property Trust Inc.	58,974	1,401,812
Inland Real Estate Corp.	20,694	219,977	Starwood Waypoint Residential Trust <sup>a</sup>	10,234	268,233
Invesco Mortgage Capital Inc.	32,489	564,009	Strategic Hotels & Resorts Inc. <sup>a</sup>	65,042	761,642
Investors Real Estate Trust <sup>b</sup>	32,941	303,387	Summit Hotel Properties Inc.	24,232	256,859
iStar Financial Inc. <sup>a</sup>	22,313	334,249	Sun Communities Inc. <sup>b</sup>	11,333	564,837
Kilroy Realty Corp.	21,384	1,331,796	Sunstone Hotel Investors Inc.	48,270	720,671
Kimco Realty Corp.	108,024	2,482,391	Tanger Factory Outlet Centers Inc.	24,516	857,325
Kite Realty Group Trust	34,482	211,719	Taubman Centers Inc.	16,748	1,269,666
LaSalle Hotel Properties	27,861	983,215	Terreno Realty Corp.	8,964	173,274
Lexington Realty Trust <sup>b</sup>	54,157	596,269	Trade Street Residential Inc.	4,900	36,701
Liberty Property Trust <sup>b</sup>	38,912	1,475,932	Two Harbors Investment Corp.	94,667	992,110
LTC Properties Inc.	9,048	353,234	UDR Inc.	66,240	1,896,451
Macerich Co. (The) <sup>b</sup>	37,096	2,476,158	UMH Properties Inc.	3,366	33,761
Mack-Cali Realty Corp.	23,308	500,656	Universal Health Realty Income Trust	2,895	125,875
Medical Properties Trust Inc.	45,424	601,414	Urstadt Biddle Properties Inc. Class A	5,967	124,591
MFA Financial Inc.	94,450	775,434	Ventas Inc.	76,763	4,920,508
Mid-America Apartment Communities Inc.	19,581	1,430,392	Vornado Realty Trust	49,830	5,318,356
Monmouth Real Estate Investment Corp. Class A	18,039	181,112	Washington Prime Group Inc. <sup>a</sup>	40,852	765,566
National Health Investors Inc.	8,682	543,146	Washington Real Estate Investment Trust	17,557	456,131
National Retail Properties Inc. <sup>b</sup>	32,445	1,206,630	Weingarten Realty Investors	32,117	1,054,722
New Residential Investment Corp.	77,754	489,850	Western Asset Mortgage Capital Corp.	12,277	173,965
New York Mortgage Trust Inc. <sup>b</sup>	26,911	210,175	Weyerhaeuser Co. <sup>b</sup>	155,406	5,142,385
New York REIT Inc.	46,491	514,190	Whitestone REIT Class B	4,453	66,394
NorthStar Realty Finance Corp.	97,659	1,697,313	Winthrop Realty Trust	7,768	119,239
Omega Healthcare Investors Inc. <sup>b</sup>	32,703	1,205,433	WP Carey Inc.	26,182	1,686,121
One Liberty Properties Inc.	3,041	64,895			206,203,292
Owens Realty Mortgage Inc.	2,842	55,277			
Parkway Properties Inc.	18,659	385,308	<b>REAL ESTATE MANAGEMENT &amp; DEVELOPMENT — 0.18%</b>		
Pebblebrook Hotel Trust	16,115	595,610	Alexander & Baldwin Inc.	12,798	530,477
Pennsylvania Real Estate Investment Trust	18,609	350,221	Altisource Asset Management Corp. <sup>a</sup>	372	268,978
PennyMac Mortgage Investment Trust <sup>c</sup>	14,647	321,355	Altisource Portfolio Solutions SA <sup>a</sup>	3,851	441,248
Physicians Realty Trust	8,504	122,373	AV Homes Inc. <sup>a</sup>	2,554	41,758
Piedmont Office Realty Trust Inc. Class A	40,719	771,218	CBRE Group Inc. Class A <sup>a</sup>	73,426	2,352,569
Plum Creek Timber Co. Inc.	46,690	2,105,719			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Consolidated-Tomoka Land Co.	1,069	\$ 49,067	CEVA Inc. <sup>a</sup>	6,047	\$ 89,314
Forest City Enterprises Inc. Class A <sup>a</sup>	43,764	869,591	Cirrus Logic Inc. <sup>a</sup>	17,017	386,967
Forestar Group Inc. <sup>a</sup>	9,078	173,299	Cohu Inc.	6,137	65,666
Howard Hughes Corp. (The) <sup>a</sup>	10,429	1,646,009	Cree Inc. <sup>a,b</sup>	32,131	1,604,943
Jones Lang LaSalle Inc.	11,570	1,462,332	Cypress Semiconductor Corp.	45,925	501,042
Kennedy-Wilson Holdings Inc.	19,373	519,584	Diodes Inc. <sup>a</sup>	9,238	267,532
RE/MAX Holdings Inc. Class A	3,059	90,516	DSP Group Inc. <sup>a</sup>	6,098	51,772
Realogy Holdings Corp. <sup>a</sup>	38,498	1,451,759	Entegris Inc. <sup>a</sup>	36,211	497,720
St. Joe Co. (The) <sup>a,b</sup>	16,187	411,635	Entropic Communications Inc. <sup>a</sup>	23,412	77,962
Tejon Ranch Co. <sup>a</sup>	3,540	113,953	Exar Corp. <sup>a</sup>	9,891	111,768
		10,422,775	Fairchild Semiconductor International Inc. <sup>a</sup>	33,678	525,377
<b>ROAD &amp; RAIL — 1.02%</b>			First Solar Inc. <sup>a</sup>	19,303	1,371,671
AMERCO	1,928	560,585	FormFactor Inc. <sup>a</sup>	13,015	108,285
ArcBest Corp.	6,622	288,123	Freescale Semiconductor Ltd. <sup>a,b</sup>	27,657	649,940
Avis Budget Group Inc. <sup>a</sup>	27,819	1,660,516	GT Advanced Technologies Inc. <sup>a,b</sup>	35,729	664,559
Celadon Group Inc.	5,161	110,033	Hittite Microwave Corp.	8,283	645,660
Con-way Inc.	14,775	744,808	Inphi Corp. <sup>a</sup>	6,142	90,165
CSX Corp.	265,094	8,167,546	Integrated Device Technology Inc. <sup>a</sup>	34,061	526,583
Genesee & Wyoming Inc. Class A <sup>a</sup>	13,722	1,440,810	Integrated Silicon Solution Inc. <sup>a</sup>	7,224	106,698
Heartland Express Inc.	15,504	330,855	Intel Corp.	1,313,907	40,599,726
Hertz Global Holdings Inc. <sup>a</sup>	118,072	3,309,558	International Rectifier Corp. <sup>a</sup>	18,289	510,263
J.B. Hunt Transport Services Inc.	24,799	1,829,670	Intersil Corp. Class A	33,565	501,797
Kansas City Southern Industries Inc.	29,546	3,176,491	IXYS Corp.	6,613	81,472
Knight Transportation Inc.	15,156	360,258	KLA-Tencor Corp.	43,600	3,167,104
Landstar System Inc.	12,485	799,040	Kopin Corp. <sup>a,b</sup>	17,719	57,764
Marten Transport Ltd.	6,025	134,659	Lam Research Corp.	42,753	2,889,248
Norfolk Southern Corp.	81,729	8,420,539	Lattice Semiconductor Corp. <sup>a</sup>	30,887	254,818
Old Dominion Freight Line Inc. <sup>a</sup>	16,602	1,057,215	Linear Technology Corp.	62,700	2,951,289
P.A.M. Transportation Services Inc. <sup>a</sup>	850	23,766	M/A-COM Technology Solutions Holdings Inc. <sup>a</sup>	4,352	97,833
Patriot Transportation Holding Inc. <sup>a</sup>	1,662	58,120	Marvell Technology Group Ltd.	107,873	1,545,820
Quality Distribution Inc. <sup>a,b</sup>	5,686	84,494	Maxim Integrated Products Inc.	74,620	2,522,902
Roadrunner Transportation Systems Inc. <sup>a</sup>	7,263	204,090	MaxLinear Inc. Class A <sup>a</sup>	5,885	59,262
Ryder System Inc.	14,277	1,257,661	Micrel Inc.	12,782	144,181
Saia Inc. <sup>a,b</sup>	6,343	278,648	Microchip Technology Inc.	53,045	2,589,126
Swift Transportation Co. <sup>a,b</sup>	23,521	593,435	Micron Technology Inc. <sup>a</sup>	282,438	9,306,332
Union Pacific Corp.	239,086	23,848,829	Microsemi Corp. <sup>a</sup>	25,966	694,850
Universal Truckload Services Inc.	1,355	34,363	MKS Instruments Inc.	13,857	432,893
USA Truck Inc. <sup>a</sup>	1,653	30,729	Monolithic Power Systems Inc.	9,688	410,287
Werner Enterprises Inc.	11,650	308,842	Nanometrics Inc. <sup>a</sup>	6,156	112,347
YRC Worldwide Inc. <sup>a,b</sup>	7,520	211,387	NVE Corp. <sup>a</sup>	1,201	66,764
		59,325,070	NVIDIA Corp.	147,271	2,730,404
<b>SEMICONDUCTORS &amp; SEMICONDUCTOR EQUIPMENT — 2.40%</b>			Omnivision Technologies Inc. <sup>a</sup>	13,708	301,302
Advanced Energy Industries Inc. <sup>a</sup>	10,513	202,375	ON Semiconductor Corp. <sup>a</sup>	120,164	1,098,299
Advanced Micro Devices Inc. <sup>a,b</sup>	159,073	666,516	PDF Solutions Inc. <sup>a,b</sup>	9,359	198,598
Alpha & Omega Semiconductor Ltd. <sup>a</sup>	4,608	42,716	Peregrine Semiconductor Corp. <sup>a,b</sup>	6,946	47,650
Altera Corp.	84,240	2,928,182	Pericom Semiconductor Corp. <sup>a</sup>	6,041	54,611
Ambarella Inc. <sup>a,b</sup>	7,522	234,536	Photronics Inc. <sup>a,b</sup>	15,765	135,579
Amkor Technology Inc. <sup>a</sup>	24,820	277,488	PLX Technology Inc. <sup>a</sup>	9,766	63,186
Analog Devices Inc.	82,362	4,453,313	PMC-Sierra Inc. <sup>a</sup>	45,760	348,234
Applied Materials Inc.	322,463	7,271,541	Power Integrations Inc.	7,532	433,391
Applied Micro Circuits Corp. <sup>a,b</sup>	22,381	241,939	QuickLogic Corp. <sup>a</sup>	14,555	75,249
Atmel Corp. <sup>a</sup>	112,774	1,056,692	Rambus Inc. <sup>a,b</sup>	29,180	417,274
Avago Technologies Ltd.	65,729	4,737,089	RF Micro Devices Inc. <sup>a</sup>	73,447	704,357
Axcelis Technologies Inc. <sup>a,b</sup>	27,442	54,884	Rubicon Technology Inc. <sup>a,b</sup>	4,587	40,136
Broadcom Corp. Class A	141,184	5,240,750	Rudolph Technologies Inc. <sup>a</sup>	8,626	85,225
Brooks Automation Inc.	17,475	188,206	Semtech Corp. <sup>a</sup>	17,338	453,389
Cabot Microelectronics Corp. <sup>a,b</sup>	6,114	272,990	Silicon Image Inc. <sup>a</sup>	21,932	110,537
Cascade Microtech Inc. <sup>a</sup>	3,373	46,075	Silicon Laboratories Inc. <sup>a</sup>	11,229	553,028
Cavium Inc. <sup>a</sup>	14,388	714,508	Skyworks Solutions Inc.	50,041	2,349,925
			Spansion Inc. Class A <sup>a</sup>	15,811	333,138
			SunEdison Inc. <sup>a,b</sup>	69,912	1,580,011
			SunPower Corp. <sup>a,b</sup>	12,633	517,700
			Synaptics Inc. <sup>a</sup>	9,544	865,068

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

Security	Shares	Value	Security	Shares	Value
Teradyne Inc.	52,297	\$ 1,025,021	Mavenir Systems Inc. <sup>a,b</sup>	4,244	\$ 64,297
Tessera Technologies Inc.	13,697	302,430	Mentor Graphics Corp.	24,534	529,198
Texas Instruments Inc.	284,887	13,614,750	MICROS Systems Inc. <sup>a</sup>	19,748	1,340,889
TriQuint Semiconductor Inc. <sup>a</sup>	44,402	701,996	Microsoft Corp.	2,180,275	90,917,468
Ultra Clean Holdings Inc. <sup>a</sup>	6,539	59,178	MicroStrategy Inc. Class A <sup>a</sup>	2,245	315,692
Ultratech Inc. <sup>a,b</sup>	6,906	153,175	Model N Inc. <sup>a</sup>	7,392	81,682
Veeco Instruments Inc. <sup>a,b</sup>	10,172	379,009	Monotype Imaging Holdings Inc.	9,787	275,700
Vitesse Semiconductor Corp. <sup>a</sup>	12,713	43,860	NetScout Systems Inc. <sup>a</sup>	9,688	429,566
Xcerra Corp. <sup>a,b</sup>	12,786	116,353	NetSuite Inc. <sup>a,b</sup>	10,932	949,772
Xilinx Inc.	70,794	<u>3,349,264</u>	Nuance Communications Inc. <sup>a,b</sup>	68,764	1,290,700
		<u>139,210,829</u>	Oracle Corp.	866,922	35,136,349
<b>SOFTWARE — 3.78%</b>			Park City Group Inc. <sup>a</sup>	2,518	27,421
A10 Networks Inc. <sup>a</sup>	3,357	44,648	Paycom Software Inc. <sup>a</sup>	1,720	25,095
ACI Worldwide Inc. <sup>a,b</sup>	10,527	587,722	Pegasystems Inc.	9,192	194,135
Activision Blizzard Inc.	130,640	2,913,272	Progress Software Corp. <sup>a</sup>	14,525	349,181
Actuate Corp. <sup>a</sup>	12,983	61,929	Proofpoint Inc. <sup>a,b</sup>	9,694	363,137
Adobe Systems Inc. <sup>a</sup>	131,372	9,506,078	PROS Holdings Inc. <sup>a,b</sup>	5,776	152,717
Advent Software Inc.	13,506	439,890	PTC Inc. <sup>a</sup>	31,614	1,226,623
American Software Inc. Class A	6,238	61,631	QAD Inc. Class A	1,718	36,628
ANSYS Inc. <sup>a</sup>	24,401	1,850,084	QLIK Technologies Inc. <sup>a,b</sup>	22,550	510,081
Aspen Technology Inc. <sup>a</sup>	24,641	1,143,342	Qualys Inc. <sup>a,b</sup>	4,142	106,325
Autodesk Inc. <sup>a</sup>	60,101	3,388,494	Rally Software Development Corp. <sup>a</sup>	7,588	82,633
AVG Technologies <sup>a,b</sup>	9,216	185,518	RealPage Inc. <sup>a,b</sup>	12,202	274,301
Barracuda Networks Inc. <sup>a,b</sup>	2,046	63,467	Red Hat Inc. <sup>a</sup>	49,896	2,757,752
Blackbaud Inc.	11,882	424,663	Rosetta Stone Inc. <sup>a</sup>	2,852	27,721
Bottomline Technologies Inc. <sup>a,b</sup>	9,461	283,073	Rovi Corp. <sup>a</sup>	27,235	652,551
BroadSoft Inc. <sup>a</sup>	7,193	189,823	Rubicon Project Inc. (The) <sup>a</sup>	2,089	26,823
CA Inc.	86,279	2,479,658	Salesforce.com Inc. <sup>a,b</sup>	162,016	9,409,889
Cadence Design Systems Inc. <sup>a</sup>	74,602	1,304,789	Sapiens International Corp. <sup>a</sup>	3,701	29,608
Callidus Software Inc. <sup>a</sup>	14,430	172,294	SeaChange International Inc. <sup>a</sup>	7,604	60,908
Cinedigm Corp. <sup>a</sup>	20,197	50,291	ServiceNow Inc. <sup>a,b</sup>	37,982	2,353,365
Citrix Systems Inc. <sup>a</sup>	43,431	2,716,609	Silver Spring Networks Inc. <sup>a</sup>	9,047	120,597
CommVault Systems Inc. <sup>a,b</sup>	12,187	599,235	SolarWinds Inc. <sup>a</sup>	17,271	667,697
Compuware Corp.	57,660	576,023	Solera Holdings Inc.	17,907	1,202,455
Converse Inc. <sup>a</sup>	5,712	152,396	Splunk Inc. <sup>a,b</sup>	31,154	1,723,751
Concur Technologies Inc. <sup>a,b</sup>	12,845	1,198,952	SS&C Technologies Holdings Inc. <sup>a</sup>	17,920	792,422
Covisint Corp. <sup>a</sup>	1,976	9,603	Symantec Corp.	182,568	4,180,807
Cyan Inc. <sup>a,b</sup>	2,092	8,431	Synchronoss Technologies Inc. <sup>a</sup>	9,236	322,891
Digimarc Corp.	1,891	61,647	Synopsys Inc. <sup>a</sup>	40,627	1,577,140
Ebix Inc. <sup>b</sup>	7,590	108,613	Tableau Software Inc. Class A <sup>a,b</sup>	10,019	714,655
Electronic Arts Inc. <sup>a</sup>	82,949	2,975,381	Take-Two Interactive Software Inc. <sup>a</sup>	26,002	578,284
Ellie Mae Inc. <sup>a,b</sup>	6,660	207,326	Tangoe Inc. <sup>a</sup>	11,797	177,663
EPIQ Systems Inc.	8,488	119,256	TeleCommunication Systems Inc. <sup>a</sup>	12,537	41,247
ePlus Inc. <sup>a</sup>	1,081	62,914	TeleNav Inc. <sup>a,b</sup>	4,211	23,961
FactSet Research Systems Inc.	11,590	1,394,045	TIBCO Software Inc. <sup>a</sup>	43,512	877,637
Fair Isaac Corp.	9,083	579,132	TiVo Inc. <sup>a</sup>	32,808	423,551
FireEye Inc. <sup>a</sup>	22,557	914,686	Tyler Technologies Inc. <sup>a</sup>	8,926	814,140
FleetMatics Group PLC <sup>a</sup>	9,778	316,221	Ultimate Software Group Inc. (The) <sup>a,b</sup>	7,674	1,060,317
Fortinet Inc. <sup>a</sup>	34,849	875,755	Varonis Systems Inc. <sup>a,b</sup>	2,174	63,068
Gigamon Inc. <sup>a,b</sup>	6,248	119,587	Vasco Data Security International Inc. <sup>a</sup>	7,518	87,209
Glu Mobile Inc. <sup>a,b</sup>	29,172	145,860	Verint Systems Inc. <sup>a</sup>	13,850	679,343
Guidance Software Inc. <sup>a,b</sup>	3,944	35,969	VirnetX Holding Corp. <sup>a,b</sup>	11,022	194,097
Guidewire Software Inc. <sup>a</sup>	17,869	726,554	VMware Inc. Class A <sup>a,b</sup>	23,128	2,239,022
Imperva Inc. <sup>a</sup>	5,275	138,100	Vringo Inc. <sup>a,b</sup>	17,641	60,332
Infoblox Inc. <sup>a</sup>	15,104	198,618	Workday Inc. Class A <sup>a,b</sup>	24,690	2,218,643
Informatica Corp. <sup>a</sup>	28,620	1,020,303	Zendesk Inc. <sup>a</sup>	2,999	52,123
Interactive Intelligence Group Inc. <sup>a</sup>	3,942	221,264	Zynga Inc. Class A <sup>a,b</sup>	190,566	<u>611,717</u>
Intuit Inc.	74,930	6,034,113			<u>219,116,317</u>
Jive Software Inc. <sup>a,b</sup>	10,450	88,930	<b>SPECIALTY RETAIL — 2.17%</b>		
Kofax Ltd. <sup>a</sup>	19,583	168,414	Aaron's Inc.	17,046	607,519
Manhattan Associates Inc. <sup>a</sup>	20,004	688,738	Abercrombie & Fitch Co. Class A	19,208	830,746

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

Security	Shares	Value	Security	Shares	Value
Advance Auto Parts Inc.	19,656	\$ 2,651,988	PetSmart Inc.	26,185	\$ 1,565,863
Aeropostale Inc. <sup>a,b</sup>	21,472	74,937	Pier 1 Imports Inc.	25,577	394,142
America's Car-Mart Inc. <sup>a,b</sup>	2,084	82,422	Rent-A-Center Inc.	14,924	428,020
American Eagle Outfitters Inc.	50,278	564,119	Restoration Hardware Holdings Inc. <sup>a,b</sup>	8,200	763,010
ANN INC. <sup>a</sup>	12,876	529,719	Ross Stores Inc.	56,065	3,707,578
Asbury Automotive Group Inc. <sup>a</sup>	8,168	561,468	Sally Beauty Holdings Inc. <sup>a</sup>	44,620	1,119,070
Ascena Retail Group Inc. <sup>a</sup>	32,571	556,964	Sears Hometown and Outlet Stores Inc. <sup>a,b</sup>	2,066	44,357
AutoNation Inc. <sup>a,b</sup>	19,155	1,143,170	Select Comfort Corp. <sup>a</sup>	14,917	308,185
AutoZone Inc. <sup>a</sup>	8,608	4,615,954	Shoe Carnival Inc.	3,798	78,429
Barnes & Noble Inc. <sup>a,b</sup>	10,645	242,600	Signet Jewelers Ltd.	21,307	2,356,341
bebe stores inc.	9,917	30,247	Sonic Automotive Inc. Class A	10,647	284,062
Bed Bath & Beyond Inc. <sup>a</sup>	54,074	3,102,766	Sportsman's Warehouse Holdings Inc. <sup>a</sup>	2,569	20,552
Best Buy Co. Inc.	75,730	2,348,387	Stage Stores Inc.	8,040	150,268
Big 5 Sporting Goods Corp.	4,302	52,786	Staples Inc.	174,578	1,892,426
Brown Shoe Co. Inc.	11,458	327,813	Stein Mart Inc.	7,069	98,188
Buckle Inc. (The) <sup>b</sup>	7,249	321,566	Systemax Inc. <sup>a</sup>	3,074	44,173
Build-A-Bear Workshop Inc. <sup>a</sup>	3,254	43,473	Tiffany & Co.	29,996	3,007,099
Cabela's Inc. <sup>a,b</sup>	13,526	844,022	Tile Shop Holdings Inc. (The) <sup>a,b</sup>	8,580	131,188
CarMax Inc. <sup>a</sup>	59,061	3,071,763	Tilly's Inc. Class A <sup>a,b</sup>	2,366	19,023
Cato Corp. (The) Class A	7,232	223,469	TJX Companies Inc. (The)	184,842	9,824,352
Chico's FAS Inc.	42,697	724,141	Tractor Supply Co.	36,715	2,217,586
Children's Place Inc. (The)	6,316	313,463	Ulta Salon, Cosmetics & Fragrance Inc. <sup>a</sup>	16,721	1,528,467
Christopher & Banks Corp. <sup>a</sup>	9,578	83,903	Urban Outfitters Inc. <sup>a</sup>	28,174	953,972
Citi Trends Inc. <sup>a</sup>	3,880	83,265	Vitamin Shoppe Inc. <sup>a</sup>	7,776	334,524
Conn's Inc. <sup>a,b</sup>	7,256	358,374	West Marine Inc. <sup>a,b</sup>	3,825	39,245
Container Store Group Inc. (The) <sup>a,b</sup>	3,794	105,397	Williams-Sonoma Inc.	24,844	1,783,302
CST Brands Inc.	19,885	686,032	Winmark Corp.	641	44,633
Destination Maternity Corp.	3,592	81,790	Zumiez Inc. <sup>a,b</sup>	5,792	159,801
Destination XL Group Inc. <sup>a</sup>	10,881	59,954			126,019,196
Dick's Sporting Goods Inc.	25,755	1,199,153			
DSW Inc. Class A	18,770	524,434			
Express Inc. <sup>a</sup>	22,308	379,905			
Finish Line Inc. (The) Class A	13,439	399,676			
Five Below Inc. <sup>a,b</sup>	14,257	568,997			
Foot Locker Inc.	39,349	1,995,781			
Francesca's Holdings Corp. <sup>a,b</sup>	11,600	170,984			
GameStop Corp. Class A	31,282	1,265,983			
Gap Inc. (The)	69,839	2,903,207			
Genesco Inc. <sup>a</sup>	6,515	535,077			
GNC Holdings Inc. Class A	24,029	819,389			
Group 1 Automotive Inc.	6,364	536,549			
Guess? Inc.	15,621	421,767			
Haverty Furniture Companies Inc.	4,902	123,187			
hhgregg Inc. <sup>a,b</sup>	4,092	41,616			
Hibbett Sports Inc. <sup>a,b</sup>	6,941	375,994			
Home Depot Inc. (The)	360,973	29,224,374			
Kirkland's Inc. <sup>a</sup>	3,305	61,308			
L Brands Inc.	64,333	3,773,774			
Lithia Motors Inc. Class A	5,721	538,174			
Lowe's Companies Inc.	268,898	12,904,415			
Lumber Liquidators Holdings Inc. <sup>a</sup>	7,203	547,068			
MarineMax Inc. <sup>a</sup>	5,296	88,655			
Mattress Firm Holding Corp. <sup>a,b</sup>	3,674	175,434			
Men's Wearhouse Inc. (The)	12,096	674,957			
Monro Muffler Brake Inc. <sup>b</sup>	8,113	431,530			
Murphy USA Inc. <sup>a</sup>	12,569	614,498			
New York & Co. Inc. <sup>a</sup>	7,008	25,860			
O'Reilly Automotive Inc. <sup>a</sup>	27,999	4,216,649			
Office Depot Inc. <sup>a</sup>	140,669	800,407			
Outerwall Inc. <sup>a,b</sup>	5,380	319,303			
Pacific Sunwear of California Inc. <sup>a</sup>	12,112	28,827			
Penske Automotive Group Inc.	11,123	550,588			
Pep Boys — Manny, Moe & Jack (The) <sup>a</sup>	13,927	159,603			
					46,766,903

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2014

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>			
<b>THRIFTS &amp; MORTGAGE FINANCE — 0.25%</b>								
Astoria Financial Corp.	22,880	\$ 307,736	Lorillard Inc.	95,690	\$ 5,834,219			
Banc of California Inc.	9,196	100,236	Philip Morris International Inc.	415,149	35,001,212			
Bank Mutual Corp.	11,876	68,881	Reynolds American Inc.	81,487	4,917,741			
BankFinancial Corp.	5,513	61,525	Universal Corp.	6,062	335,532			
BBX Capital Corp. <sup>a</sup>	1,904	34,272	Vector Group Ltd.	15,972	330,301			
Beneficial Mutual Bancorp Inc. <sup>a</sup>	8,633	117,064			68,501,274			
Berkshire Hills Bancorp Inc.	6,499	150,907	<b>TRADING COMPANIES &amp; DISTRIBUTORS — 0.37%</b>					
BofI Holding Inc. <sup>a</sup>	3,779	277,643	Aceto Corp.	7,207	130,735			
Brookline Bancorp Inc.	18,506	173,401	Air Lease Corp.	26,834	1,035,256			
Capitol Federal Financial Inc.	39,195	476,611	Aircastle Ltd.	17,979	319,487			
Charter Financial Corp.	5,977	66,345	Applied Industrial Technologies Inc.	11,067	561,429			
Clifton Bancorp Inc.	6,869	87,030	Beacon Roofing Supply Inc. <sup>a</sup>	12,417	411,251			
Dime Community Bancshares Inc.	8,221	129,810	CAI International Inc. <sup>a</sup>	4,553	100,211			
ESB Financial Corp.	3,252	42,081	DXP Enterprises Inc. <sup>a</sup>	3,704	279,800			
Essent Group Ltd. <sup>a</sup>	10,870	218,378	Fastenal Co.	79,261	3,922,627			
EverBank Financial Corp.	24,182	487,509	GATX Corp.	12,403	830,257			
Federal Agricultural Mortgage Corp. Class C NVS	2,716	84,413	General Finance Corp. <sup>a</sup>	2,922	27,759			
First Defiance Financial Corp.	2,577	73,960	H&E Equipment Services Inc. <sup>a</sup>	7,629	277,238			
First Financial Northwest Inc.	4,199	45,643	HD Supply Holdings Inc. <sup>a</sup>	27,908	792,308			
Flagstar Bancorp Inc. <sup>a</sup>	5,193	93,993	Houston Wire & Cable Co.	4,639	57,570			
Fox Chase Bancorp Inc.	3,176	53,547	Kaman Corp.	7,002	299,195			
Franklin Financial Corp. <sup>a</sup>	3,823	82,959	MRC Global Inc. <sup>a</sup>	26,817	758,653			
Home Loan Servicing Solutions Ltd.	19,876	451,782	MSC Industrial Direct Co. Inc. Class A	12,467	1,192,344			
HomeStreet Inc.	5,362	98,500	NOW Inc. <sup>a,b</sup>	28,274	1,023,802			
Hudson City Bancorp Inc.	139,653	1,372,789	Rush Enterprises Inc. Class A <sup>a,b</sup>	8,787	304,645			
Kearny Financial Corp. <sup>a</sup>	4,000	60,560	Stock Building Supply Holdings Inc. <sup>a</sup>	4,193	82,728			
Ladder Capital Corp. Class A <sup>a,b</sup>	4,615	83,393	TAL International Group Inc.	8,897	394,671			
Meridian Interstate Bancorp Inc. <sup>a,b</sup>	2,227	57,189	Textainer Group Holdings Ltd.	5,630	217,431			
Meta Financial Group Inc.	1,404	56,160	Titan Machinery Inc. <sup>a,b</sup>	4,528	74,531			
MGIC Investment Corp. <sup>a</sup>	89,757	829,355	United Rentals Inc. <sup>a,b</sup>	25,650	2,686,324			
NASB Financial Inc. <sup>b</sup>	1,097	25,944	W.W. Grainger Inc.	15,386	3,912,198			
Nationstar Mortgage Holdings Inc. <sup>a,b</sup>	5,562	201,901	Watsco Inc.	6,767	695,377			
New York Community Bancorp Inc.	116,022	1,854,032	WESCO International Inc. <sup>a</sup>	11,535	996,393			
NMI Holdings Inc. Class A <sup>a</sup>	13,340	140,070			21,384,220			
Northfield Bancorp Inc	15,349	201,225	<b>TRANSPORTATION INFRASTRUCTURE — 0.00%</b>					
Northwest Bancshares Inc.	25,665	348,274	Wesco Aircraft Holdings Inc. <sup>a</sup>	13,772	274,889			
OceanFirst Financial Corp.	3,811	63,110			274,889			
Ocwen Financial Corp. <sup>a,b</sup>	27,283	1,012,199	<b>WATER UTILITIES — 0.08%</b>					
Oritani Financial Corp.	11,929	183,587	American States Water Co.	9,984	331,768			
PennyMac Financial Services Inc. Class A <sup>a,c</sup>	3,152	47,879	American Water Works Co. Inc.	46,860	2,317,227			
People's United Financial Inc.	81,456	1,235,688	Aqua America Inc.	45,925	1,204,154			
Provident Financial Services Inc.	15,870	274,868	Artesian Resources Corp. Class A	2,048	46,039			
Radian Group Inc.	51,024	755,665	California Water Service Group	12,575	304,315			
Stonegate Mortgage Corp. <sup>a</sup>	3,773	52,633	Connecticut Water Service Inc.	4,298	145,573			
Territorial Bancorp Inc.	2,904	60,636	Middlesex Water Co.	4,021	85,165			
TFS Financial Corp. <sup>a</sup>	21,460	306,020	SJW Corp.	3,818	103,850			
Tree.com Inc. <sup>a</sup>	1,666	48,547	York Water Co. (The)	3,555	74,015			
TrustCo Bank Corp. NY	24,616	164,435			4,612,106			
United Community Financial Corp. <sup>a</sup>	10,455	43,179	<b>WIRELESS TELECOMMUNICATION SERVICES — 0.15%</b>					
United Financial Bancorp Inc.	15,310	207,451	Boingo Wireless Inc. <sup>a,b</sup>	4,144	28,304			
Walker & Dunlop Inc. <sup>a,b</sup>	6,868	96,908	Leap Wireless International Inc. <sup>b</sup>	13,915	35,066			
Washington Federal Inc.	28,200	632,526	NTELOS Holdings Corp.	3,885	48,407			
Waterstone Financial Inc.	8,855	101,036	RingCentral Inc. Class A <sup>a,b</sup>	7,448	112,688			
WSFS Financial Corp.	2,005	147,708	SBA Communications Corp. Class A <sup>a</sup>	34,270	3,505,821			
		14,449,193	Shenandoah Telecommunications Co.	6,128	186,659			
<b>TOBACCO — 1.18%</b>								
22nd Century Group Inc.	10,849	33,306						
Alliance One International Inc. <sup>a</sup>	23,727	59,318						
Altria Group Inc.	524,312	21,989,645						