

## Schedule of Investments (Unaudited)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>			
<b>COMMON STOCKS — 99.67%</b>								
<b>ADVERTISING — 0.15%</b>								
Clear Channel Outdoor Holdings Inc. Class A <sup>a</sup>	9,872	\$ 73,645	Archer-Daniels-Midland Co.	157,833	\$ 5,352,117			
Harte-Hanks Inc.	10,770	92,622	Bunge Ltd.	35,210	2,491,812			
Interpublic Group of Companies Inc. (The)	102,599	1,492,815	Griffin Land & Nurseries Inc.	715	20,392			
Lamar Advertising Co. Class A <sup>a</sup>	18,578	806,285	Limoneira Co.	1,873	38,827			
Marchex Inc. Class B	6,025	36,271	Lorillard Inc.	90,470	3,951,730			
Marin Software Inc. <sup>a</sup>	2,197	22,497	Philip Morris International Inc.	391,693	33,928,448			
MDC Partners Inc.	6,224	112,281	Reynolds American Inc.	75,481	3,651,016			
Millennial Media Inc. <sup>a,b</sup>	8,450	73,600	Tejon Ranch Co. <sup>a,b</sup>	3,188	90,826			
Omnicom Group Inc.	61,929	3,893,476	Universal Corp.	5,564	321,877			
Valuevision Media Inc. Class A <sup>a</sup>	9,406	48,065	Vector Group Ltd.	13,322	216,083			
		6,651,557			67,248,377			
<b>AEROSPACE &amp; DEFENSE — 1.77%</b>								
AAR Corp.	9,729	213,843	<b>AIRLINES — 0.30%</b>					
AeroVironment Inc. <sup>a,b</sup>	4,203	84,817	Alaska Air Group Inc. <sup>a</sup>	17,132	890,864			
Alliant Techsystems Inc.	7,951	654,606	Allegiant Travel Co.	3,588	380,292			
API Technologies Corp. <sup>a,b</sup>	7,833	21,932	Copa Holdings SA Class A	7,947	1,042,011			
Astronics Corp. <sup>a</sup>	2,888	118,033	Delta Air Lines Inc. <sup>a</sup>	205,044	3,836,373			
B/E Aerospace Inc. <sup>a</sup>	23,525	1,483,957	Hawaiian Holdings Inc. <sup>a,b</sup>	12,421	75,892			
Boeing Co. (The)	182,114	18,655,758	JetBlue Airways Corp. <sup>a,b</sup>	56,052	353,127			
Cubic Corp.	4,752	228,571	Republic Airways Holdings Inc. <sup>a,b</sup>	11,385	128,992			
Curtiss-Wright Corp.	11,314	419,297	SkyWest Inc.	12,229	165,581			
Ducommun Inc. <sup>a</sup>	2,540	54,000	Southwest Airlines Co.	172,985	2,229,777			
Erickson Air-Crane Inc. <sup>a</sup>	903	16,986	Spirit Airlines Inc. <sup>a</sup>	14,440	458,759			
Esterline Technologies Corp. <sup>a</sup>	7,360	532,054	United Continental Holdings Inc. <sup>a</sup>	80,490	2,518,532			
Exelis Inc.	44,763	617,282	US Airways Group Inc. <sup>a,b</sup>	39,221	644,009			
GenCorp Inc. <sup>a,b</sup>	14,347	233,282			12,724,209			
General Dynamics Corp.	71,532	5,603,102	<b>APPAREL — 0.74%</b>					
HEICO Corp.	12,655	637,432	American Apparel Inc. <sup>a</sup>	13,879	26,648			
Innovative Solutions and Support Inc.	3,013	19,283	Carter's Inc.	14,190	1,051,053			
Kaman Corp.	6,386	220,700	Coach Inc.	67,295	3,841,872			
Kratos Defense & Security Solutions Inc. <sup>a</sup>	9,685	62,759	Columbia Sportswear Co.	2,908	182,186			
L-3 Communications Holdings Inc.	21,715	1,861,844	Crocs Inc. <sup>a,b</sup>	21,554	355,641			
LMI Aerospace Inc. <sup>a,b</sup>	2,132	39,954	Deckers Outdoor Corp. <sup>a</sup>	8,251	416,758			
Lockheed Martin Corp.	62,173	6,743,284	G-III Apparel Group Ltd. <sup>a,b</sup>	3,986	191,806			
M/A-COM Technology Solutions Holdings Inc. <sup>a</sup>	1,491	21,769	Hanesbrands Inc.	23,481	1,207,393			
Moog Inc. Class A <sup>a</sup>	10,917	562,553	Iconix Brand Group Inc. <sup>a</sup>	13,787	405,476			
National Presto Industries Inc. <sup>b</sup>	1,145	82,474	Jones Group Inc. (The)	19,594	269,417			
Northrop Grumman Corp.	56,322	4,663,462	Maidenform Brands Inc. <sup>a</sup>	5,661	98,105			
Orbital Sciences Corp. <sup>a,b</sup>	14,128	245,403	Michael Kors Holdings Ltd. <sup>a</sup>	48,258	2,992,961			
Raytheon Co.	77,743	5,140,367	Nike Inc. Class B	169,636	10,802,420			
Rockwell Collins Inc.	32,842	2,082,511	Oxford Industries Inc.	3,379	210,850			
Spirit AeroSystems Holdings Inc. Class A <sup>a</sup>	28,591	614,135	Perry Ellis International Inc.	2,847	57,823			
Teledyne Technologies Inc. <sup>a</sup>	8,861	685,398	Quiksilver Inc. <sup>a</sup>	31,273	201,398			
TransDigm Group Inc.	12,549	1,967,307	R.G. Barry Corp.	2,204	35,793			
Triumph Group Inc.	12,356	977,977	Ralph Lauren Corp.	14,368	2,496,296			
United Technologies Corp.	220,167	20,462,321	SKECHERS U.S.A. Inc. Class A <sup>a</sup>	9,156	219,836			
		76,028,453	Steven Madden Ltd. <sup>a,b</sup>	9,452	457,288			
<b>AGRICULTURE — 1.56%</b>			True Religion Apparel Inc.	6,172	195,405			
Alico Inc.	846	33,933	Under Armour Inc. Class A <sup>a,b</sup>	20,053	1,197,365			
Alliance One International Inc. <sup>a,b</sup>	21,615	82,137	Unifi Inc. <sup>a,b</sup>	3,297	68,149			
Altria Group Inc.	481,061	16,832,324	VF Corp.	20,969	4,048,275			
Andersons Inc. (The)	4,453	236,855	Weyco Group Inc.	1,564	39,413			
			Wolverine World Wide Inc.	11,729	640,521			
					31,710,148			
<b>AUTO MANUFACTURERS — 0.67%</b>								
Ford Motor Co.	924,521	14,302,340						
General Motors Co. <sup>a,b</sup>	199,432	6,643,080						
Navistar International Corp. <sup>a</sup>	13,375	371,290						
Oshkosh Corp. <sup>a</sup>	21,074	800,180						
PACCAR Inc.	84,714	4,545,753						

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Tesla Motors Inc. <sup>a,b</sup>	20,025	\$ 2,151,286	Bridge Bancorp Inc.	2,053	\$ 46,192
Wabash National Corp. <sup>a,b</sup>	16,434	<u>167,298</u>	Bridge Capital Holdings <sup>a,b</sup>	2,131	33,798
		<u>28,981,227</u>	Bryn Mawr Bank Corp.	2,728	65,281
<b>AUTO PARTS &amp; EQUIPMENT — 0.51%</b>			C&F Financial Corp.	783	43,637
Accuride Corp. <sup>a,b</sup>	11,404	57,704	Camden National Corp.	1,889	67,003
Allison Transmission Holdings Inc.	8,205	189,371	Capital Bank Financial Corp. <sup>a</sup>	5,925	112,516
American Axle & Manufacturing Holdings Inc. <sup>a,b</sup>	15,998	298,043	Capital City Bank Group Inc. <sup>a</sup>	2,688	30,993
BorgWarner Inc. <sup>a</sup>	27,712	2,387,389	Capital One Financial Corp.	139,903	8,787,307
Commercial Vehicle Group Inc. <sup>a,b</sup>	5,875	43,828	CapitalSource Inc.	46,951	440,400
Cooper Tire & Rubber Co.	15,035	498,711	Cardinal Financial Corp.	7,090	103,798
Dana Holding Corp.	35,470	683,152	Cascade Bancorp <sup>a,b</sup>	1,435	8,911
Delphi Automotive PLC	74,877	3,795,515	Cass Information Systems Inc.	2,512	115,803
Dorman Products Inc.	5,908	269,582	Cathay General Bancorp	18,904	384,696
Douglas Dynamics Inc.	5,328	69,157	Center Bancorp Inc.	2,835	35,976
Federal-Mogul Corp. Class A <sup>a,b</sup>	4,317	44,077	CenterState Banks Inc.	7,075	61,411
Fuel Systems Solutions Inc. <sup>a,b</sup>	3,523	63,026	Central Pacific Financial Corp. <sup>a,b</sup>	5,213	93,834
Gentherm Inc. <sup>a</sup>	7,070	131,290	Century Bancorp Inc. Class A	816	28,560
Goodyear Tire & Rubber Co. (The) <sup>a</sup>	58,924	900,948	Chemical Financial Corp.	6,585	171,144
Johnson Controls Inc.	164,285	5,879,760	Chemung Financial Corp.	863	28,902
Lear Corp.	22,358	1,351,765	CIT Group Inc. <sup>a</sup>	48,541	2,263,467
Meritor Inc. <sup>a</sup>	23,256	163,955	Citigroup Inc.	728,750	34,958,137
Miller Industries Inc.	2,588	39,803	Citizens & Northern Corp.	2,856	55,178
Modine Manufacturing Co. <sup>a,b</sup>	11,433	124,391	City Holding Co.	3,526	137,338
Remy International Inc.	3,355	62,302	City National Corp.	11,274	714,433
Spartan Motors Inc.	8,464	51,800	CNB Financial Corp.	3,070	52,006
Standard Motor Products Inc.	4,667	160,265	CoBiz Financial Inc.	8,338	69,205
Superior Industries International Inc.	5,486	94,414	Columbia Banking System Inc.	12,782	304,339
Tenneco Inc. <sup>a</sup>	14,610	661,541	Comerica Inc.	45,143	1,798,046
Titan International Inc.	14,293	241,123	Commerce Bancshares Inc.	18,974	826,507
Tower International Inc. <sup>a,b</sup>	1,401	27,726	Community Bank System Inc.	9,515	293,538
TRW Automotive Holdings Corp. <sup>a</sup>	25,775	1,712,491	Community Trust Bancorp Inc.	3,381	120,431
Visteon Corp. <sup>a</sup>	11,918	752,264	CommunityOne Bancorp <sup>a</sup>	2,435	19,748
WABCO Holdings Inc. <sup>a</sup>	13,983	<u>1,044,390</u>	ConnectOne Bancorp Inc. <sup>a</sup>	414	12,726
		<u>21,799,783</u>	Crescent Financial Bancshares Inc. <sup>a,b</sup>	705	3,088
<b>BANKS — 7.13%</b>			CU Bancorp <sup>a</sup>	2,251	35,566
1st Source Corp.	3,548	84,300	Cullen/Frost Bankers Inc.	12,462	832,088
1st United Bancorp Inc.	7,315	49,157	Customers Bancorp Inc. <sup>a</sup>	4,782	77,707
Access National Corp.	1,790	23,234	CVB Financial Corp.	21,163	248,877
American National Bankshares Inc.	1,881	43,714	Eagle Bancorp Inc. <sup>a,b</sup>	5,147	115,190
Ameris Bancorp <sup>a,b</sup>	5,888	99,213	East West Bancorp Inc.	32,612	896,830
Ames National Corp.	1,942	44,200	Enterprise Bancorp Inc.	1,396	25,812
Arrow Financial Corp.	2,454	60,736	Enterprise Financial Services Corp.	4,309	68,772
Associated Banc-Corp	40,166	624,581	F.N.B. Corp.	33,463	404,233
BancFirst Corp.	1,556	72,432	Farmers Capital Bank Corp. <sup>a</sup>	1,790	38,825
Banco Latinoamericano de Comercio Exterior SA			Fidelity Southern Corp. <sup>a</sup>	2,407	29,775
Class E	6,762	151,401	Fifth Third Bancorp	209,472	3,780,970
Bancorp Inc. (The) <sup>a,b</sup>	6,904	103,491	Financial Institutions Inc.	3,275	60,293
BancorpSouth Inc.	22,671	401,277	First Bancorp (North Carolina)	3,556	50,140
Bank of America Corp.	2,581,829	33,202,321	First BanCorp (Puerto Rico) <sup>a,b</sup>	16,923	119,815
Bank of Hawaii Corp.	10,904	548,689	First Bancorp Inc. (Maine)	2,048	35,799
Bank of Kentucky Financial Corp.	1,507	42,859	First Busey Corp.	17,836	80,262
Bank of Marin Bancorp	1,231	49,240	First Citizens BancShares Inc. Class A	1,810	347,610
Bank of New York Mellon Corp. (The)	277,967	7,796,974	First Commonwealth Financial Corp.	25,258	186,151
Bank of the Ozarks Inc.	7,023	304,307	First Community Bancshares Inc.	4,289	67,252
BankUnited Inc.	15,416	400,970	First Connecticut Bancorp Inc.	4,222	58,770
Banner Corp.	4,622	156,177	First Financial Bancorp	14,102	210,120
Bar Harbor Banksshares	936	34,211	First Financial Bankshares Inc.	7,561	420,845
BB&T Corp.	168,051	5,693,568	First Financial Corp.	2,726	84,479
BBCN Bancorp Inc.	18,730	266,341	First Horizon National Corp.	57,771	647,035
BNC Bancorp	4,387	50,100	First Interstate BancSystem Inc.	3,916	81,179
BOK Financial Corp.	6,197	396,918	First M&F Corp.	1,987	31,414
Boston Private Financial Holdings Inc.	18,851	200,575	First Merchants Corp.	6,902	118,369
			First Midwest Bancorp Inc.	18,103	248,373
			First NBC Bank Holding Co. <sup>a</sup>	998	24,351
			First of Long Island Corp. (The)	1,899	63,028

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
First Republic Bank	27,879	\$ 1,072,784	Prosperity Bancshares Inc.	14,435	\$ 747,589
First Security Group Inc <sup>a</sup>	14,950	32,442	Regions Financial Corp.	338,495	3,225,857
FirstMerit Corp.	39,469	790,564	Renasant Corp.	6,108	148,669
Franklin Financial Corp.	3,471	62,513	Republic Bancorp Inc. Class A	2,366	51,863
Fulton Financial Corp.	48,187	553,187	S&T Bancorp Inc.	6,961	136,436
German American Bancorp Inc.	3,080	69,362	S.Y. Bancorp Inc.	2,832	69,469
Glacier Bancorp Inc.	17,205	381,779	Sandy Spring Bancorp Inc.	5,884	127,212
Goldman Sachs Group Inc. (The)	109,810	16,608,762	SCBT Financial Corp.	4,948	249,330
Great Southern Bancorp Inc.	2,510	67,670	Seacoast Banking Corp. of Florida <sup>a</sup>	17,055	37,521
Guaranty Bancorp <sup>b</sup>	3,682	41,791	Sierra Bancorp	2,792	41,322
Hampton Roads Bankshares Inc. <sup>a</sup>	8,078	10,421	Signature Bank <sup>a</sup>	11,319	939,703
Hancock Holding Co.	20,330	611,323	Simmons First National Corp. Class A	4,092	106,760
Hanmi Financial Corp. <sup>a,b</sup>	7,464	131,889	Southside Bancshares Inc.	4,302	102,732
Heartland Financial USA Inc.	3,499	96,188	Southwest Bancorp Inc. <sup>a</sup>	4,569	60,311
Heritage Commerce Corp. <sup>a</sup>	4,883	34,181	State Bank Financial Corp.	7,676	115,370
Heritage Financial Corp.	3,677	53,868	State Street Corp.	109,226	7,122,627
Heritage Oaks Bancorp <sup>a</sup>	4,832	29,813	Stellar One Corp.	5,634	110,708
Home Bancshares Inc.	10,576	274,659	Sterling Bancorp	7,292	84,733
Horizon Bancorp	1,577	32,187	Sterling Financial Corp.	8,137	193,498
Hudson Valley Holding Corp.	3,671	62,334	Suffolk Bancorp <sup>a</sup>	2,310	37,745
Huntington Bancshares Inc.	200,877	1,582,911	Sun Bancorp Inc. (New Jersey) <sup>a,b</sup>	9,178	31,113
IBERIABANK Corp.	7,134	382,454	SunTrust Banks Inc.	129,367	4,084,116
Independent Bank Corp. (Massachusetts)	5,532	190,854	Susquehanna Bancshares Inc.	45,050	578,892
Independent Bank Group Inc. <sup>a</sup>	908	27,603	SVB Financial Group <sup>a</sup>	10,666	888,691
International Bancshares Corp.	12,835	289,814	Synovus Financial Corp.	198,513	579,658
Intervest Bancshares Corp. <sup>a</sup>	4,288	28,644	Taylor Capital Group Inc. <sup>a,b</sup>	3,897	65,820
J.P. Morgan Chase & Co.	905,207	47,785,878	TCF Financial Corp.	38,882	551,347
KeyCorp	220,456	2,433,834	Texas Capital Bancshares Inc. <sup>a</sup>	9,662	428,606
Lakeland Bancorp Inc.	7,552	78,767	Tompkins Financial Corp.	3,462	156,448
Lakeland Financial Corp.	3,917	108,697	TowneBank	6,395	94,134
LCNB Corp.	1,452	32,467	TriCo Bancshares	3,830	81,694
M&T Bank Corp.	30,896	3,452,628	Tristate Capital Holdings Inc. <sup>a</sup>	1,571	21,601
Macatawa Bank Corp. <sup>a</sup>	5,683	28,642	TrustCo Bank Corp. NY	22,416	121,943
MainSource Financial Group Inc.	5,040	67,687	Trustmark Corp.	15,567	382,637
MB Financial Inc.	13,149	352,393	U.S. Bancorp	442,976	16,013,582
Mercantile Bank Corp.	2,058	36,982	UMB Financial Corp.	7,780	433,113
Merchants Bancshares Inc.	1,227	36,282	Umpqua Holdings Corp.	26,830	402,718
Metro Bancorp Inc. <sup>a,b</sup>	3,529	70,686	Union First Market Bankshares Corp.	5,016	103,279
MetroCorp Bancshares Inc. <sup>b</sup>	3,798	37,068	United Bankshares Inc.	8,668	229,269
Middleburg Financial Corp.	1,273	24,314	United Community Banks Inc. <sup>a,b</sup>	9,725	120,794
MidSouth Bancorp Inc.	2,012	31,246	Univest Corp. of Pennsylvania	4,174	79,598
MidWestOne Financial Group Inc.	1,649	39,675	Valley National Bancorp	47,318	448,101
Morgan Stanley	364,682	8,909,181	ViewPoint Financial Group	9,568	199,110
National Bankshares Inc. <sup>b</sup>	1,642	58,340	Virginia Commerce Bancorp Inc. <sup>a</sup>	6,445	89,972
National Penn Bancshares Inc.	29,777	302,534	Walker & Dunlop Inc. <sup>a,b</sup>	2,778	48,615
NBT Bancorp Inc.	10,388	219,914	Washington Banking Co.	3,827	54,343
NewBridge Bancorp <sup>a</sup>	6,049	36,234	Washington Trust Bancorp Inc.	3,496	99,706
Northern Trust Corp.	57,296	3,317,438	Webster Financial Corp.	21,616	555,099
Northrim BanCorp Inc.	1,577	38,148	Wells Fargo & Co.	1,156,269	47,719,222
OFG Bancorp	10,927	197,888	WesBanco Inc.	6,221	164,421
Old National Bancorp	24,702	341,629	West Bancorporation Inc.	3,657	42,970
OmniAmerican Bancorp Inc. <sup>a</sup>	2,764	60,891	Westamerica Bancorp	6,653	303,976
Pacific Continental Corp.	4,346	51,283	Western Alliance Bancorp <sup>a,b</sup>	17,784	281,521
PacWest Bancorp <sup>b</sup>	8,872	271,927	Wilshire Bancorp Inc.	14,546	96,295
Palmetto Bancshares Inc. <sup>a</sup>	1,067	13,871	Wintrust Financial Corp.	8,731	334,223
Park National Corp.	2,716	186,834	Yadkin Financial Corp. <sup>a</sup>	3,445	48,368
Park Sterling Corp. <sup>a,b</sup>	10,472	61,890	Zions Bancorp	44,282	1,278,864
Peapack-Gladstone Financial Corp.	2,119	37,082			306,500,559
Penns Woods Bancorp Inc.	902	37,758			
Peoples Bancorp Inc.	2,495	52,595			
Pinnacle Financial Partners Inc. <sup>a,b</sup>	8,370	215,193			
PNC Financial Services Group Inc. (The) <sup>c</sup>	126,794	9,245,818			
Popular Inc. <sup>a</sup>	24,698	749,090			
Preferred Banks <sup>a,b</sup>	2,824	46,540			
PrivateBancorp Inc.	14,553	308,669			

### BEVERAGES — 1.98%

Beam Inc.	38,532	2,431,754
Boston Beer Co. Inc. (The) Class A <sup>a,b</sup>	1,861	317,561
Brown-Forman Corp. Class B NVS	36,131	2,440,649
Coca-Cola Bottling Co. Consolidated	1,114	68,121

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Coca-Cola Co. (The)	916,027	\$36,741,843	Merrimack Pharmaceuticals Inc. <sup>a</sup>	21,761	\$ 146,451
Coca-Cola Enterprises Inc.	65,631	2,307,586	Momenta Pharmaceuticals Inc. <sup>a,b</sup>	11,271	169,741
Constellation Brands Inc. Class A <sup>a</sup>	36,830	1,919,580	Myriad Genetics Inc. <sup>a</sup>	19,076	512,572
Craft Brew Alliance Inc. <sup>a,b</sup>	2,464	20,303	Nanosphere Inc. <sup>a</sup>	10,056	30,872
Dr Pepper Snapple Group Inc.	48,870	2,244,599	NeoGenomics Inc. <sup>a</sup>	7,876	31,346
Farmer Bros. Co. <sup>a,b</sup>	1,603	22,538	NewLink Genetics Corp. <sup>a</sup>	3,028	59,712
Green Mountain Coffee Roasters Inc. <sup>a</sup>	35,730	2,681,894	Novavax Inc. <sup>a,b</sup>	27,956	57,310
Molson Coors Brewing Co. Class B NVS	33,460	1,601,396	NPS Pharmaceuticals Inc. <sup>a</sup>	25,059	378,391
Monster Beverage Corp. <sup>a</sup>	32,139	1,953,087	Omeros Corp. <sup>a,b</sup>	6,164	31,067
National Beverage Corp.	2,636	46,051	OncoGenex Pharmaceutical Inc. <sup>a,b</sup>	3,507	34,369
PepsiCo Inc.	370,356	<u>30,291,417</u>	OvaScience Inc. <sup>a</sup>	2,147	29,478
		85,088,379	Pacific Biosciences of California Inc. <sup>a</sup>	7,885	19,870
<b>BIOTECHNOLOGY — 2.12%</b>			PDL BioPharma Inc. <sup>b</sup>	33,858	261,384
Acorda Therapeutics Inc. <sup>a,b</sup>	9,689	319,640	Peregrine Pharmaceuticals Inc. <sup>a</sup>	32,837	42,360
Aegerion Pharmaceuticals Inc. <sup>a</sup>	6,903	437,236	Prothena Corp. PLC <sup>a</sup>	2,844	36,716
Alexion Pharmaceuticals Inc. <sup>a</sup>	46,538	4,292,665	Puma Biotechnology Inc. <sup>a</sup>	5,304	235,338
Alnylam Pharmaceuticals Inc. <sup>a,b</sup>	13,632	422,728	Regeneron Pharmaceuticals Inc. <sup>a</sup>	19,180	4,313,198
AMAG Pharmaceuticals Inc. <sup>a,b</sup>	5,215	116,034	Repligen Corp. <sup>a,b</sup>	7,430	61,223
Amgen Inc.	179,614	17,720,717	Rigel Pharmaceuticals Inc. <sup>a,b</sup>	20,360	68,002
Arena Pharmaceuticals Inc. <sup>a,b</sup>	52,132	401,416	RTI Biologics Inc. <sup>a,b</sup>	13,806	51,911
ARIAD Pharmaceuticals Inc. <sup>a,b</sup>	43,748	765,152	Sangamo BioSciences Inc. <sup>a,b</sup>	12,897	100,726
ArQule Inc. <sup>a,b</sup>	14,129	32,779	Seattle Genetics Inc. <sup>a,b</sup>	24,045	756,456
Astex Pharmaceuticals Inc. <sup>a</sup>	22,431	92,191	Sequenom Inc. <sup>a,b</sup>	27,204	114,529
Bio-Rad Laboratories Inc. Class A <sup>a</sup>	4,957	556,175	Spectrum Pharmaceuticals Inc.	14,292	106,618
Biogen Idec Inc. <sup>a</sup>	56,849	12,233,905	Stemline Therapeutics Inc. <sup>a</sup>	2,190	52,210
Biotime Inc. <sup>a,b</sup>	7,352	29,114	Sunesis Pharmaceuticals Inc. <sup>a</sup>	6,669	34,745
Cambrex Corp. <sup>a,b</sup>	7,197	100,542	Trius Therapeutics Inc. <sup>a,b</sup>	14,322	116,295
Celgene Corp. <sup>a</sup>	99,897	11,678,958	United Therapeutics Corp. <sup>a</sup>	11,140	733,235
Cell Therapeutics Inc. <sup>a</sup>	26,974	28,323	Verastem Inc. <sup>a,b</sup>	6,476	89,887
Celldex Therapeutics Inc. <sup>a,b</sup>	20,077	313,402	Vertex Pharmaceuticals Inc. <sup>a,b</sup>	53,024	4,235,027
Charles River Laboratories International Inc. <sup>a</sup>	11,797	484,031	Vical Inc. <sup>a,b</sup>	18,176	56,891
Chelsea Therapeutics International Ltd. <sup>a</sup>	16,066	36,952	XOMA Corp. <sup>a,b</sup>	20,275	73,598
Coronado Biosciences Inc. <sup>a</sup>	4,322	37,169	ZIOPHARM Oncology Inc. <sup>a,b</sup>	15,987	33,573
Cubist Pharmaceuticals Inc. <sup>a,b</sup>	15,208	734,546			91,177,912
Curis Inc. <sup>a,b</sup>	19,414	61,931	<b>BUILDING MATERIALS — 0.29%</b>		
Cytokinetics Inc. <sup>a</sup>	5,933	68,645	AAON Inc.	4,429	146,511
Dendreon Corp. <sup>a,b</sup>	32,948	135,746	Apogee Enterprises Inc.	6,861	164,664
Dynavax Technologies Corp. <sup>a,b</sup>	41,892	46,081	Armstrong World Industries Inc. <sup>a</sup>	6,591	314,984
Emergent BioSolutions Inc. <sup>a,b</sup>	6,227	89,793	Boise Cascade Co. <sup>a</sup>	3,257	82,760
Enzon Pharmaceuticals Inc.	10,137	20,274	Builders FirstSource Inc. <sup>a,b</sup>	10,707	64,028
Epizyme Inc. <sup>a</sup>	1,417	39,860	Comfort Systems USA Inc.	8,890	132,639
Exact Sciences Corp. <sup>a,b</sup>	15,324	213,157	Drew Industries Inc.	5,487	215,749
Exelixis Inc. <sup>a,b</sup>	44,107	200,246	Eagle Materials Inc.	11,723	776,883
Fibrocell Science Inc. <sup>a</sup>	4,038	24,713	Fortune Brands Home & Security Inc.	39,520	1,531,005
Galena Biopharma Inc. <sup>a</sup>	19,989	44,376	Gibraltar Industries Inc. <sup>a,b</sup>	7,352	107,045
Geron Corp. <sup>a</sup>	31,396	47,094	Griffon Corp.	10,892	122,535
Gilead Sciences Inc. <sup>a</sup>	365,313	18,707,679	Headwaters Inc. <sup>a,b</sup>	17,504	154,735
GTx Inc. <sup>a,b</sup>	6,406	42,280	Lennox International Inc.	12,305	794,165
Halozyme Therapeutics Inc. <sup>a,b</sup>	21,586	171,393	Louisiana-Pacific Corp. <sup>a</sup>	33,008	488,188
Harvard Bioscience Inc. <sup>a,b</sup>	5,455	25,802	LSI Industries Inc.	4,578	37,036
Illumina Inc. <sup>a,b</sup>	29,864	2,235,022	Martin Marietta Materials Inc.	11,094	1,091,872
ImmunoGen Inc. <sup>a,b</sup>	20,001	331,817	Masco Corp.	86,512	1,686,119
Immunomedics Inc. <sup>a,b</sup>	15,463	84,119	NCI Building Systems Inc. <sup>a,b</sup>	4,331	66,221
Incyte Corp. <sup>a</sup>	24,648	542,256	Nortek Inc. <sup>a</sup>	1,858	119,711
Insmed Inc. <sup>a</sup>	6,766	80,921	Owens Corning <sup>a</sup>	28,472	1,112,686
Intercept Pharmaceuticals Inc. <sup>a,b</sup>	1,521	68,202	Patrick Industries Inc. <sup>a,b</sup>	962	20,000
InterMune Inc. <sup>a,b</sup>	19,548	188,052	PGT Inc. <sup>a</sup>	7,945	68,883
Kythera Biopharmaceuticals Inc. <sup>a,b</sup>	1,949	52,720	Ply Gem Holdings Inc. <sup>a</sup>	3,781	75,847
Lexicon Pharmaceuticals Inc. <sup>a,b</sup>	53,628	116,373	Quanex Building Products Corp.	8,823	148,579
Life Technologies Corp. <sup>a</sup>	41,211	3,050,026	Simpson Manufacturing Co. Inc.	9,607	282,638
Ligand Pharmaceuticals Inc. Class B <sup>a,b</sup>	4,190	156,790	Texas Industries Inc. <sup>a</sup>	5,452	355,143
Medicines Co. (The) <sup>a,b</sup>	13,243	407,355	Trex Co. Inc. <sup>a,b</sup>	4,117	195,516
MEI Pharma Inc. <sup>a</sup>	2,302	16,413	Universal Forest Products Inc.	4,760	190,019

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<b>Security</b>	<b>Shares</b>	<b>Value</b>	<b>Security</b>	<b>Shares</b>	<b>Value</b>
US Concrete Inc. <sup>a</sup>	3,223	\$ 52,922			
USG Corp. <sup>a</sup>	17,568	404,943			
Vulcan Materials Co.	31,149	<u>1,507,923</u>			
		12,511,949			
<b>CHEMICALS — 2.39%</b>					
A. Schulman Inc.	7,081	189,912	<b>COAL — 0.08%</b>		
Aceto Corp.	6,591	91,813	Alpha Natural Resources Inc. <sup>a</sup>	52,820	\$ 276,777
Air Products and Chemicals Inc.	49,895	4,568,885	Arch Coal Inc.	50,954	192,606
Airgas Inc.	15,687	1,497,481	Cloud Peak Energy Inc. <sup>a,b</sup>	14,648	241,399
Albemarle Corp.	21,037	1,310,395	CONSOL Energy Inc.	55,000	1,490,500
American Pacific Corp. <sup>a</sup>	1,416	40,144	Hallador Energy Co.	1,610	12,960
American Vanguard Corp.	6,656	155,950	L&L Energy Inc. <sup>a</sup>	7,198	25,769
Ashland Inc.	18,991	1,585,748	Peabody Energy Corp.	66,278	970,310
Axiall Corp.	16,652	709,042	SunCoke Energy Inc. <sup>a,b</sup>	16,950	237,639
Balchem Corp.	7,074	316,561	Walter Energy Inc. <sup>b</sup>	15,033	156,343
Cabot Corp.	15,286	572,002	Westmoreland Coal Co. <sup>a,b</sup>	2,616	<u>29,378</u>
Celanese Corp. Series A	37,969	1,701,011			3,633,681
CF Industries Holdings Inc.	14,199	2,435,128			
Chemtura Corp. <sup>a</sup>	23,649	480,075			
Cytec Industries Inc.	10,045	735,796			
Dow Chemical Co. (The)	290,024	9,330,072			
E.I. du Pont de Nemours and Co.	220,445	11,573,362			
Eastman Chemical Co.	36,865	2,580,919			
Ecolab Inc.	62,800	5,349,932			
Ferro Corp. <sup>a,b</sup>	20,858	144,963			
FMC Corp.	32,601	1,990,617			
H.B. Fuller Co.	11,990	453,342			
Hawkins Inc. <sup>b</sup>	2,194	86,422			
Huntsman Corp.	46,493	769,924			
Innophos Holdings Inc.	5,249	247,595			
Innospic Inc.	5,519	221,753			
International Flavors & Fragrances Inc.	19,504	1,465,921			
Intrepid Potash Inc.	12,893	245,612			
KMG Chemicals Inc.	1,878	39,626			
Kraton Performance Polymers Inc. <sup>a,b</sup>	7,797	165,296			
Kronos Worldwide Inc. <sup>b</sup>	4,860	78,926			
Landec Corp. <sup>a,b</sup>	6,214	82,087			
LyondellBasell Industries NV Class A	97,225	6,442,128			
Minerals Technologies Inc.	8,540	353,044			
Monsanto Co.	127,852	12,631,778			
Mosaic Co. (The)	71,863	3,866,948			
NewMarket Corp.	2,271	596,274			
Oil-Dri Corp. of America	1,156	31,755			
Olin Corp.	19,179	458,762			
OM Group Inc. <sup>a,b</sup>	7,799	241,145			
OMNOVA Solutions Inc. <sup>a</sup>	11,024	88,302			
Penford Corp. <sup>a</sup>	2,302	30,824			
PolyOne Corp.	23,787	589,442			
PPG Industries Inc.	34,163	5,001,805			
Praxair Inc.	70,830	8,156,783			
Quaker Chemical Corp.	3,060	189,751			
Rentech Inc.	48,306	101,443			
Rockwood Holdings Inc.	18,604	1,191,214			
RPM International Inc.	31,637	1,010,486			
Sensient Technologies Corp.	12,011	486,085			
Sherwin-Williams Co. (The)	21,296	3,760,874			
Sigma-Aldrich Corp.	28,819	2,315,895			
Stepan Co.	4,515	251,079			
Taminco Corp. <sup>a</sup>	3,781	77,094			
Valspar Corp. (The)	21,343	1,380,252			
W.R. Grace & Co. <sup>a</sup>	17,942	1,507,846			
Westlake Chemical Corp.	4,794	462,189			
Zep Inc.	5,390	85,324			
Zoltek Companies Inc. <sup>a,b</sup>	6,522	84,199			
		102,609,033			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
EVERTEC Inc. <sup>a</sup>	7,066	\$ 155,240	Quanta Services Inc. <sup>a</sup>	50,647	\$ 1,340,120
ExamWorks Group Inc. <sup>a,b</sup>	7,037	149,396	R.R. Donnelley & Sons Co. <sup>b</sup>	43,203	605,274
ExlService Holdings Inc. <sup>a</sup>	7,815	231,011	Rent-A-Center Inc.	14,260	535,463
FleetCor Technologies Inc. <sup>a</sup>	16,261	1,322,019	Resources Connection Inc.	10,164	117,902
Forrester Research Inc.	3,390	124,379	Robert Half International Inc.	33,419	1,110,513
Franklin Covey Co. <sup>a,b</sup>	3,191	42,951	Rollins Inc.	15,359	397,798
FTI Consulting Inc. <sup>a</sup>	10,142	333,570	RPX Corp. <sup>a</sup>	7,759	130,351
Gartner Inc. <sup>a</sup>	22,424	1,277,944	SAIC Inc.	68,370	952,394
Genpact Ltd.	40,252	774,448	SEI Investments Co.	34,524	981,517
Global Cash Access Inc. <sup>a,b</sup>	14,999	93,894	Service Corp. International	50,695	914,031
Global Payments Inc.	18,256	845,618	ServiceSource International Inc. <sup>a,b</sup>	14,625	136,305
Grand Canyon Education Inc. <sup>a,b</sup>	10,874	350,469	Sotheby's	16,246	615,886
Great Lakes Dredge & Dock Corp.	14,340	112,139	Standard Parking Corp. <sup>a,b</sup>	3,725	79,938
Green Dot Corp. Class A <sup>a,b</sup>	5,736	114,433	Steiner Leisure Ltd. <sup>a,b</sup>	3,668	193,890
H&E Equipment Services Inc.	6,925	145,910	Stewart Enterprises Inc. Class A	18,199	238,225
H&R Block Inc.	65,994	1,831,333	Strayer Education Inc. <sup>b</sup>	2,834	138,384
Hackett Group Inc. (The)	5,959	30,927	Swisher Hygiene Inc. <sup>a,b</sup>	27,086	23,291
Healthcare Services Group Inc.	16,115	395,140	Team Health Holdings Inc. <sup>a,b</sup>	16,450	675,601
Heartland Payment Systems Inc.	9,315	346,984	Team Inc. <sup>a,b</sup>	4,784	181,074
Heidrick & Struggles International Inc.	4,340	72,565	TeleTech Holdings Inc. <sup>a,b</sup>	5,494	128,724
Hertz Global Holdings Inc. <sup>a</sup>	82,942	2,056,962	TMS International Corp. Class A	3,010	44,638
HMS Holdings Corp. <sup>a,b</sup>	20,693	482,147	Total System Services Inc.	38,930	953,006
Huron Consulting Group Inc. <sup>a,b</sup>	5,496	254,135	Towers Watson & Co. Class A	15,611	1,279,165
ICF International Inc. <sup>a,b</sup>	4,740	149,357	Tree.com Inc.	1,490	25,539
Insperity Inc.	5,514	167,074	TrueBlue Inc. <sup>a,b</sup>	9,734	204,901
Intersections Inc.	2,146	18,820	United Rentals Inc. <sup>a,b</sup>	22,733	1,134,604
Iron Mountain Inc.	41,585	1,106,577	Universal Technical Institute Inc.	5,130	52,993
ITT Educational Services Inc. <sup>a,b</sup>	5,759	140,520	Valassis Communications Inc.	9,563	235,154
JTH Holding Inc. Class A <sup>a</sup>	1,098	17,843	Vantiv Inc. Class A <sup>a</sup>	20,944	578,054
K12 Inc. <sup>a</sup>	6,401	168,154	Verisk Analytics Inc. Class A <sup>a</sup>	36,247	2,163,946
KAR Auction Services Inc.	18,182	415,822	Viad Corp.	4,786	117,353
Kelly Services Inc. Class A	6,297	110,009	VistaPrint NV <sup>a,b</sup>	8,191	404,390
Kforce Inc.	6,844	99,922	Weight Watchers International Inc.	6,376	293,296
Korn/Ferry International <sup>a,b</sup>	11,494	215,398	Western Union Co.	133,425	2,282,902
Landauer Inc.	2,283	110,292	WEX Inc. <sup>a</sup>	9,463	725,812
Lender Processing Services Inc.	20,396	659,811	Xoom Corp. <sup>a</sup>	1,749	40,087
LifeLock Inc. <sup>a,b</sup>	14,532	170,170			89,720,624
Lincoln Educational Services Corp.	5,318	28,026			
Live Nation Entertainment Inc. <sup>a</sup>	33,505	519,327			
Mac-Gray Corp.	2,792	39,646			
Manpowergroup Inc.	18,473	1,012,320			
MasterCard Inc. Class A	27,987	16,078,531			
Matthews International Corp. Class A	6,787	255,870			
MAXIMUS Inc.	8,134	605,820			
McGrath RentCorp	5,986	204,482			
McGraw Hill Financial Inc.	65,645	3,491,658			
Medifast Inc. <sup>a,b</sup>	3,300	85,008			
MoneyGram International Inc. <sup>a,b</sup>	5,175	117,214			
Monro Muffler Brake Inc. <sup>b</sup>	7,409	356,002			
Monster Worldwide Inc. <sup>a,b</sup>	29,019	142,483			
Moody's Corp.	46,573	2,837,693			
Morningstar Inc.	4,953	384,254			
Multi-Color Corp.	3,270	99,212			
National Research Corp. Class A <sup>a</sup>	1,860	33,480			
Navigant Consulting Inc. <sup>a,b</sup>	12,394	148,728			
Odyssey Marine Exploration Inc. <sup>a,b</sup>	17,053	50,477			
On Assignment Inc. <sup>a</sup>	10,341	276,312			
PAREXEL International Corp. <sup>a</sup>	13,615	625,473			
Paychex Inc.	78,497	2,866,710			
Pendrell Corp. <sup>a,b</sup>	38,455	100,752			
Performant Financial Corp. <sup>a,b</sup>	5,350	62,007			
PHH Corp. <sup>a,b</sup>	13,561	276,373			
PRGX Global Inc. <sup>a</sup>	5,071	27,840			
Providence Service Corp. (The) <sup>a,b</sup>	3,029	88,114			
Quad Graphics Inc.	6,141	147,998			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Hutchinson Technology Inc. <sup>a</sup>	5,605	\$ 26,512	Genuine Parts Co.	37,112	\$ 2,897,334
iGATE Corp. <sup>a</sup>	7,745	127,173	Houston Wire & Cable Co.	4,199	58,114
IHS Inc. Class A <sup>a,b</sup>	15,743	1,643,254	Ingram Micro Inc. Class A <sup>a</sup>	36,576	694,578
Imation Corp. <sup>a</sup>	7,582	32,072	LKQ Corp. <sup>a</sup>	70,942	1,826,757
Immersion Corp. <sup>a</sup>	6,679	88,497	MWI Veterinary Supply Inc. <sup>a,b</sup>	3,034	373,910
Insight Enterprises Inc. <sup>a,b</sup>	10,622	188,434	Navarre Corp. <sup>a</sup>	9,591	26,471
International Business Machines Corp.	249,317	47,646,972	Owens & Minor Inc.	15,315	518,107
j2 Global Inc.	11,137	473,434	Pool Corp.	11,403	597,631
Jack Henry & Associates Inc.	20,997	989,589	Rentrak Corp. <sup>a,b</sup>	2,280	45,760
Keyw Holding Corp. (The) <sup>a,b</sup>	10,856	143,842	ScanSource Inc. <sup>a,b</sup>	6,597	211,104
Lexmark International Inc. Class A	15,092	461,362	Titan Machinery Inc. <sup>a,b</sup>	4,088	80,247
LivePerson Inc. <sup>a,b</sup>	13,224	118,421	United Stationers Inc.	9,758	327,381
Manhattan Associates Inc. <sup>a,b</sup>	4,886	377,004	W.W. Grainger Inc.	14,108	3,557,755
Maxwell Technologies Inc. <sup>a,b</sup>	7,165	51,230	Watsco Inc.	6,151	516,438
Mentor Graphics Corp.	22,334	436,630	WESCO International Inc. <sup>a</sup>	10,479	712,153
Mercury Systems Inc. <sup>a,b</sup>	7,362	67,878			18,612,055
MICROS Systems Inc. <sup>a</sup>	19,349	834,909			
Mitek Systems Inc. <sup>a</sup>	5,323	30,767			
MTS Systems Corp.	3,843	217,514			
NCR Corp. <sup>a</sup>	39,373	1,298,915			
NetApp Inc. <sup>a</sup>	86,314	3,260,943			
NetScout Systems Inc. <sup>a,b</sup>	8,808	205,579			
Qualys Inc. <sup>a,b</sup>	3,790	61,095			
Quantum Corp. <sup>a,b</sup>	56,298	77,128			
RadiSys Corp. <sup>a,b</sup>	5,514	26,522			
RealID Inc. <sup>a,b</sup>	10,574	146,979			
Riverbed Technology Inc. <sup>a,b</sup>	39,193	609,843			
SanDisk Corp. <sup>a</sup>	58,285	3,561,213			
Silicon Graphics International Corp. <sup>a,b</sup>	7,815	104,565			
Silver Spring Networks Inc. <sup>a</sup>	1,419	35,390			
Spanson Inc. Class A <sup>a,b</sup>	11,565	144,794			
STEC Inc. <sup>a,b</sup>	8,784	59,028			
Stratasys Ltd. <sup>a,b</sup>	7,602	636,591			
Super Micro Computer Inc. <sup>a,b</sup>	7,010	74,586			
Sykes Enterprises Inc. <sup>a</sup>	9,306	146,663			
Synaptics Inc. <sup>a</sup>	8,082	311,642			
Synopsys Inc. <sup>a</sup>	37,019	1,323,429			
Syntel Inc.	3,684	231,613			
Teradata Corp. <sup>a</sup>	39,134	1,965,701			
Uni-Pixel Inc. <sup>a</sup>	2,421	35,613			
Unisys Corp. <sup>a,b</sup>	10,489	231,492			
Virtusa Corp. <sup>a</sup>	4,480	99,277			
Vocera Communications Inc. <sup>a,b</sup>	5,050	74,235			
Western Digital Corp.	50,595	3,141,443			
		211,331,245			
<b>COSMETICS &amp; PERSONAL CARE — 1.62%</b>					
Avon Products Inc.	104,520	2,198,056			
Colgate-Palmolive Co.	223,384	12,797,669			
Elizabeth Arden Inc. <sup>a,b</sup>	6,064	273,304			
Estee Lauder Companies Inc. (The) Class A	55,540	3,652,866			
Inter Parfums Inc.	3,953	112,740			
Procter & Gamble Co. (The)	656,398	50,536,082			
Revlon Inc. Class A <sup>a,b</sup>	2,774	61,194			
		69,631,911			
<b>DISTRIBUTION &amp; WHOLESALE — 0.43%</b>					
Arrow Electronics Inc. <sup>a</sup>	25,144	1,001,988			
Beacon Roofing Supply Inc. <sup>a,b</sup>	11,273	427,021			
BlueLinx Holdings Inc. <sup>a,b</sup>	8,053	17,314			
Core-Mark Holding Co. Inc.	2,758	175,133			
Fastenal Co.	71,413	3,274,286			
Fossil Group Inc. <sup>a</sup>	12,318	1,272,573			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Imperial Holdings Inc. <sup>a</sup>	4,133	\$ 28,311	Cleco Corp.	14,652	\$ 680,292
Interactive Brokers Group Inc. Class A	11,213	179,072	CMS Energy Corp.	63,314	1,720,241
IntercontinentalExchange Inc. <sup>a,b</sup>	17,562	3,121,821	Consolidated Edison Inc.	70,146	4,090,213
INTL FCStone Inc. <sup>a,b</sup>	3,380	58,981	Dominion Resources Inc.	138,349	7,860,990
Invesco Ltd.	106,490	3,386,382	DTE Energy Co.	41,659	2,791,570
Investment Technology Group Inc. <sup>a,b</sup>	9,262	129,483	Duke Energy Corp.	169,020	11,408,850
Janus Capital Group Inc.	35,736	304,113	Dynegy Inc. <sup>a</sup>	23,949	540,050
JMP Group Inc.	3,493	23,194	Edison International	78,535	3,782,246
Knight Capital Group Inc. Class A <sup>a,b</sup>	44,181	158,610	El Paso Electric Co.	9,616	339,541
Ladenburg Thalmann Financial Services Inc. <sup>a</sup>	25,053	41,337	Empire District Electric Co. (The)	10,127	225,933
Lazard Ltd. Class A	30,682	986,426	EnerNOC Inc. <sup>a,b</sup>	5,994	79,480
Legg Mason Inc.	26,617	825,393	Entergy Corp.	42,816	2,983,419
LPL Financial Holdings Inc.	13,563	512,139	Exelon Corp.	204,971	6,329,504
Manning & Napier Inc.	3,274	58,146	FirstEnergy Corp.	100,160	3,739,974
MarketAxess Holdings Inc.	8,774	410,184	Genie Energy Ltd. Class B	3,684	33,709
Marlin Business Services Corp.	2,018	45,970	Great Plains Energy Inc.	36,817	829,855
Medley Capital Corp.	6,875	93,362	Hawaiian Electric Industries Inc.	23,289	589,445
NASDAQ OMX Group Inc. (The)	26,687	875,067	IDACORP Inc.	11,989	572,595
National Financial Partners Corp. <sup>a</sup>	9,740	246,519	Integrys Energy Group Inc.	18,821	1,101,593
Nationstar Mortgage Holdings Inc. <sup>a,b</sup>	4,600	172,224	ITC Holdings Corp.	12,373	1,129,655
Nelnet Inc. Class A	5,703	205,821	MDU Resources Group Inc.	45,419	1,176,806
Netspend Holdings Inc. <sup>a</sup>	7,449	118,961	MGE Energy Inc.	5,556	304,247
NewStar Financial Inc. <sup>a,b</sup>	6,256	83,330	National Fuel Gas Co.	17,411	1,008,967
Nicholas Financial Inc.	2,531	38,269	NextEra Energy Inc.	101,520	8,271,850
NYSE Euronext Inc.	58,197	2,409,356	Northeast Utilities	75,644	3,178,561
Ocwen Financial Corp. <sup>a</sup>	24,819	1,023,039	NorthWestern Corp.	8,798	351,040
Oppenheimer Holdings Inc. Class A	2,443	46,515	NRG Energy Inc.	77,381	2,066,073
Outerwall Inc. <sup>a</sup>	6,736	395,201	NV Energy Inc.	56,719	1,330,628
PennyMac Financial Services Inc. Class A <sup>a,c</sup>	3,059	65,065	OGE Energy Corp.	23,876	1,628,343
Piper Jaffray Companies Inc. <sup>a,b</sup>	3,631	114,776	Ormat Technologies Inc. <sup>b</sup>	4,242	99,772
Portfolio Recovery Associates Inc. <sup>a</sup>	4,152	637,872	Otter Tail Corp.	8,764	248,898
Pzena Investment Management Inc. Class A	2,705	17,637	Pepco Holdings Inc.	60,093	1,211,475
Raymond James Financial Inc.	29,199	1,254,973	PG&E Corp.	105,897	4,842,670
Regional Management Corp. <sup>a,b</sup>	1,155	28,875	Pike Electric Corp.	6,213	76,420
SLM Corp.	106,392	2,432,121	Pinnacle West Capital Corp.	26,533	1,471,785
Stifel Financial Corp. <sup>a,b</sup>	14,684	523,778	PNM Resources Inc.	19,190	425,826
SWS Group Inc. <sup>a,b</sup>	6,879	37,491	Portland General Electric Co.	18,197	556,646
T. Rowe Price Group Inc.	62,379	4,563,024	PPL Corp.	142,082	4,299,401
TD Ameritrade Holding Corp.	55,779	1,354,872	Public Service Enterprise Group Inc.	121,176	3,957,608
Teton Advisors Inc. Class B <sup>b</sup>	32	640	SCANA Corp.	33,408	1,640,333
Virtus Investment Partners Inc. <sup>a,b</sup>	1,473	259,646	Southern Co. (The)	208,454	9,199,075
Visa Inc. Class A	125,125	22,866,594	TECO Energy Inc.	51,893	892,041
Waddell & Reed Financial Inc. Class A	20,730	901,755	UIL Holdings Corp.	12,179	465,847
WageWorks Inc. <sup>a</sup>	5,978	205,942	Utili Corp.	3,329	96,142
Walter Investment Management Corp. <sup>a</sup>	8,583	290,191	UNS Energy Corp.	9,679	432,942
Westwood Holdings Group Inc.	1,613	69,230	Westar Energy Inc.	30,363	970,401
WhiteHorse Finance Inc.	1,605	25,279	Wisconsin Energy Corp.	54,777	2,245,309
WisdomTree Investments Inc. <sup>a,b</sup>	24,059	278,363	Xcel Energy Inc.	119,086	3,374,897
World Acceptance Corp. <sup>a,b</sup>	2,513	218,480			120,527,211
ZAIIS Financial Corp.	1,363	24,766			
<b>ELECTRIC — 2.80%</b>		112,498,461			
Ameresco Inc. Class A <sup>a,b</sup>	4,827	43,491	<b>ELECTRICAL COMPONENTS &amp; EQUIPMENT — 0.48%</b>		
AES Corp. (The)	148,694	1,782,841	Acuity Brands Inc.	10,172	768,189
ALLETE Inc.	9,139	455,579	Advanced Energy Industries Inc. <sup>a</sup>	9,545	166,178
Alliant Energy Corp.	26,690	1,345,710	American Superconductor Corp. <sup>a,b</sup>	9,331	24,634
Ameren Corp.	58,657	2,020,147	AMETEK Inc.	58,259	2,464,356
American Electric Power Co. Inc.	116,405	5,212,616	Belden Inc.	10,901	544,287
Atlantic Power Corp.	27,451	108,157	Capstone Turbine Corp. <sup>a,b</sup>	71,800	84,006
Avista Corp.	14,095	380,847	Coleman Cable Inc.	1,959	35,380
Black Hills Corp.	10,619	517,676	Emerson Electric Co.	172,163	9,389,770
Calpine Corp. <sup>a</sup>	94,511	2,006,469	Encore Wire Corp.	4,951	168,829
CH Energy Group Inc.	8	520	Energizer Holdings Inc.	14,907	1,498,303
			EnerSys Inc.	11,509	564,401
			Generac Holdings Inc.	12,345	456,888
			General Cable Corp.	11,912	366,294

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

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Security	Shares	Value	Security	Shares	Value
GrafTech International Ltd. <sup>a,b</sup>	28,286	\$ 205,922	Trimble Navigation Ltd. <sup>a</sup>	60,558	\$ 1,575,114
Graham Corp.	2,486	74,655	TTM Technologies Inc. <sup>a</sup>	12,842	107,873
Hubbell Inc. Class B	14,245	1,410,255	Viasystems Group Inc. <sup>a,b</sup>	933	10,757
Insteel Industries Inc.	4,166	72,988	Vishay Intertechnology Inc. <sup>a</sup>	31,677	439,993
Littelfuse Inc.	5,198	387,823	Vishay Precision Group Inc. <sup>a</sup>	2,882	43,633
Molex Inc.	33,236	975,144	Waters Corp. <sup>a</sup>	20,522	2,053,226
Powell Industries Inc. <sup>a,b</sup>	2,139	110,479	Watts Water Technologies Inc. Class A	6,767	306,816
Power-One Inc. <sup>a,b</sup>	16,075	101,594	Woodward Inc.	16,614	664,560
PowerSecure International Inc. <sup>a</sup>	4,541	68,251	Zagg Inc. <sup>a,b</sup>	6,139	32,844
Revolution Lighting Technologies Inc. <sup>a</sup>	7,104	28,416	Zygo Corp. <sup>a,b</sup>	3,908	61,785
SunPower Corp. <sup>a,b</sup>	9,544	197,561			48,411,651
Universal Display Corp. <sup>a,b</sup>	9,554	268,563			
Vicor Corp. <sup>a</sup>	4,603	31,531			
		20,464,697			
<b>ELECTRONICS — 1.13%</b>			<b>ENERGY — ALTERNATE SOURCES — 0.02%</b>		
Agilent Technologies Inc.	83,143	3,555,195	Amyris Inc. <sup>a,b</sup>	7,309	21,123
American Science and Engineering Inc.	2,003	112,168	Clean Energy Fuels Corp. <sup>a,b</sup>	15,876	209,563
Amphenol Corp. Class A	38,277	2,983,309	Enphase Energy Inc. <sup>a,b</sup>	1,929	14,911
Analogic Corp.	2,922	212,809	FuelCell Energy Inc. <sup>a,b</sup>	35,598	45,210
Avnet Inc. <sup>a</sup>	32,824	1,102,886	FutureFuel Corp.	4,695	66,528
AVX Corp.	11,585	136,124	Green Plains Renewable Energy Inc. <sup>a</sup>	6,029	80,306
Badger Meter Inc.	3,485	155,257	KIOR Inc. Class A <sup>a,b</sup>	6,351	36,264
Bel Fuse Inc. Class B	2,641	35,521	Renewable Energy Group Inc. <sup>a,b</sup>	5,066	72,089
Benchmark Electronics Inc. <sup>a</sup>	13,775	276,877	REX American Resources Corp. <sup>a,b</sup>	1,492	42,925
Brady Corp. Class A	11,761	361,415	SolarCity Corp. <sup>a,b</sup>	5,164	195,045
Checkpoint Systems Inc. <sup>a,b</sup>	9,735	138,140	Solazyme Inc. <sup>a,b</sup>	11,453	134,229
Coherent Inc.	5,651	311,201			918,193
CTS Corp.	8,075	110,143			
Electro Scientific Industries Inc.	5,570	59,933	<b>ENGINEERING &amp; CONSTRUCTION — 0.27%</b>		
ESCO Technologies Inc.	6,456	209,045	AECOM Technology Corp. <sup>a</sup>	24,930	792,525
FARO Technologies Inc. <sup>a,b</sup>	4,091	138,358	Aegion Corp. <sup>a,b</sup>	9,486	213,530
FEI Co.	9,087	663,260	Argan Inc.	2,397	37,393
FLIR Systems Inc.	33,980	916,441	Chicago Bridge & Iron Co. NV	24,088	1,437,090
Fluidigm Corp. <sup>a,b</sup>	5,886	102,769	Dycom Industries Inc. <sup>a,b</sup>	8,058	186,462
Garmin Ltd.	29,368	1,061,947	EMCOR Group Inc.	16,069	653,205
Gentex Corp.	34,772	801,495	Engility Holdings Inc. <sup>a,b</sup>	3,860	109,701
GSI Group Inc. <sup>a,b</sup>	7,021	56,449	Exponent Inc.	3,228	190,807
Honeywell International Inc.	188,429	14,949,957	Fluor Corp.	39,008	2,313,564
II-VI Inc. <sup>a,b</sup>	12,642	205,559	Granite Construction Inc.	9,313	277,155
InvenSense Inc. <sup>a,b</sup>	13,594	209,076	Jacobs Engineering Group Inc. <sup>a</sup>	31,042	1,711,345
Itron Inc. <sup>a,b</sup>	9,599	407,286	KBR Inc.	35,718	1,160,835
Jabil Circuit Inc.	48,531	989,062	Layne Christensen Co. <sup>a,b</sup>	4,768	93,024
Kemet Corp. <sup>a,b</sup>	10,743	44,154	MasTec Inc. <sup>a,b</sup>	14,228	468,101
Measurement Specialties Inc. <sup>a,b</sup>	3,617	168,299	McDermott International Inc. <sup>a</sup>	56,556	462,628
Mesa Laboratories Inc.	645	34,914	Michael Baker Corp.	2,083	56,470
Methode Electronics Inc.	9,062	154,145	Mistras Group Inc. <sup>a,b</sup>	3,743	65,802
Mettler-Toledo International Inc. <sup>a</sup>	7,229	1,454,475	MYR Group Inc. <sup>a,b</sup>	4,974	96,744
Multi-Fineline Electronix Inc. <sup>a,b</sup>	2,106	31,190	National Technical Systems Inc. <sup>a</sup>	1,640	22,944
National Instruments Corp.	22,385	625,437	Orion Marine Group Inc. <sup>a,b</sup>	6,351	76,784
Newport Corp. <sup>a,b</sup>	9,229	128,560	Sterling Construction Co. Inc. <sup>a,b</sup>	3,857	34,944
NVE Corp. <sup>a,b</sup>	1,113	52,111	Tutor Perini Corp. <sup>a,b</sup>	8,608	155,719
OSI Systems Inc. <sup>a,b</sup>	4,746	305,737	URS Corp.	18,222	860,443
Park Electrochemical Corp.	5,018	120,482	VSE Corp.	968	39,756
PerkinElmer Inc.	27,362	889,265			11,516,971
Plexus Corp. <sup>a</sup>	8,364	250,000	<b>ENTERTAINMENT — 0.21%</b>		
Rofin-Sinar Technologies Inc. <sup>a,b</sup>	6,831	170,365	Bally Technologies Inc. <sup>a</sup>	9,250	521,885
Rogers Corp. <sup>a,b</sup>	3,885	183,838	Carmike Cinemas Inc. <sup>a,b</sup>	4,278	82,822
Sanmina Corp. <sup>a</sup>	19,676	282,351	Churchill Downs Inc.	3,095	244,041
Sparton Corp. <sup>a</sup>	2,449	42,221	Cinemark Holdings Inc.	27,684	772,937
Stoneridge Inc. <sup>a,b</sup>	6,660	77,522	Dolby Laboratories Inc. Class A <sup>b</sup>	10,796	361,126
Taser International Inc. <sup>a,b</sup>	13,245	112,847	DreamWorks Animation SKG Inc. Class A <sup>a,b</sup>	17,673	453,489
Tech Data Corp. <sup>a</sup>	9,572	450,745	International Game Technology	62,365	1,042,119
Thermo Fisher Scientific Inc.	85,959	7,274,710	International Speedway Corp. Class A	6,616	208,206

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

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<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Isle of Capri Casinos Inc. <sup>a,b</sup>	5,326	\$ 39,945	Hershey Co. (The)	36,202	\$ 3,232,115
Lions Gate Entertainment Corp. <sup>a,b</sup>	20,205	555,031	Hillshire Brands Co.	29,475	975,033
Madison Square Garden Inc. Class A <sup>a</sup>	14,554	862,324	Hormel Foods Corp.	32,339	1,247,639
Marriott Vacations Worldwide Corp. <sup>a</sup>	6,982	301,902	Ingles Markets Inc. Class A	2,949	74,462
Multimedia Games Holding Co. Inc. <sup>a</sup>	6,560	171,019	Ingredion Inc.	18,417	1,208,524
National CineMedia Inc.	13,459	227,323	Inventure Foods Inc. <sup>a,b</sup>	3,198	26,735
Penn National Gaming Inc. <sup>a</sup>	15,905	840,738	J&J Snack Foods Corp.	3,556	276,657
Pinnacle Entertainment Inc. <sup>a</sup>	15,153	298,059	J.M. Smucker Co. (The)	25,688	2,649,717
Reading International Inc. Class A <sup>a</sup>	4,080	25,949	John B. Sanfilippo & Son Inc.	1,913	38,566
Regal Entertainment Group Class Ab <sup>b</sup>	19,723	353,042	Kellogg Co.	62,219	3,996,326
Scientific Games Corp. Class A <sup>a,b</sup>	13,587	152,854	Kraft Foods Group Inc.	142,372	7,954,324
SeaWorld Entertainment Inc.	7,297	256,125	Kroger Co. (The)	124,552	4,302,026
SHFL Entertainment Inc. <sup>a</sup>	13,005	230,319	Lancaster Colony Corp.	4,431	345,574
Six Flags Entertainment Corp.	15,820	556,231	Lifeway Foods Inc.	1,068	18,540
Speedway Motorsports Inc.	2,773	48,250	McCormick & Co. Inc. NVS	31,590	2,222,672
Vail Resorts Inc.	8,682	534,117	Mondelez International Inc. Class A	427,365	12,192,723
		9,139,853	Nash-Finch Co.	2,993	65,876
<b>ENVIRONMENTAL CONTROL — 0.31%</b>			Pilgrim's Pride Corp. <sup>a</sup>	14,387	214,942
ADA-ES Inc. <sup>a</sup>	2,142	90,221	Pinnacle Foods Inc.	8,009	193,417
Calgon Carbon Corp. <sup>a</sup>	13,728	228,983	Post Holdings Inc. <sup>a</sup>	7,825	341,640
Casella Waste Systems Inc. Class A <sup>a,b</sup>	8,942	38,540	Safeway Inc.	57,858	1,368,920
CECO Environmental Corp.	1,751	21,537	Sanderson Farms Inc.	5,503	365,509
Clean Harbors Inc. <sup>a,b</sup>	14,497	732,533	Seaboard Corp.	73	197,684
Covanta Holding Corp.	26,086	522,242	Seneca Foods Corp. Class A <sup>a,b</sup>	2,151	65,993
Darling International Inc. <sup>a</sup>	28,355	529,104	Smithfield Foods Inc. <sup>a</sup>	33,233	1,088,381
Energy Recovery Inc. <sup>a,b</sup>	10,771	44,484	Snyders-Lance Inc.	12,925	367,199
GSE Holding Inc. <sup>a,b</sup>	1,944	11,256	Spartan Stores Inc.	5,204	95,962
Heritage-Crystal Clean Inc. <sup>a,b</sup>	1,851	27,043	SUPERVALU Inc.	50,812	316,051
Met-Pro Corp.	3,458	46,476	Sysco Corp.	142,137	4,855,400
Mine Safety Appliances Co.	6,601	307,277	Tootsie Roll Industries Inc.	4,688	148,985
Nuverra Environmental Solutions Inc. <sup>a,b</sup>	32,153	93,244	TreeHouse Foods Inc. <sup>a,b</sup>	8,645	566,593
Pure Cycle Corp. <sup>a</sup>	4,124	23,053	Tyson Foods Inc. Class A	67,075	1,722,486
Republic Services Inc.	64,756	2,197,819	United Natural Foods Inc. <sup>a,b</sup>	11,763	635,084
Stericycle Inc. <sup>a</sup>	20,579	2,272,539	Village Super Market Inc. Class A	2,012	66,577
Tetra Tech Inc. <sup>a</sup>	15,221	357,846	Weis Markets Inc.	2,672	120,427
TRC Companies Inc. <sup>a,b</sup>	3,614	25,298	WhiteWave Foods Co. Class A <sup>a,b</sup>	33,122	538,232
US Ecology Inc.	4,457	122,300	Whole Foods Market Inc.	88,826	4,572,762
Waste Connections Inc.	29,674	1,220,788			76,290,297
Waste Management Inc.	111,850	4,510,910			
		13,423,493			
<b>FOOD — 1.78%</b>					
Annie's Inc. <sup>a</sup>	3,280	140,187	<b>FOREST PRODUCTS &amp; PAPER — 0.21%</b>		
Arden Group Inc. Class A	251	27,708	Boise Inc.	24,134	206,104
B&G Foods Inc. Class A	12,589	428,655	Buckeye Technologies Inc.	9,287	343,991
Boulder Brands Inc. <sup>a,b</sup>	14,140	170,387	Clearwater Paper Corp. <sup>a,b</sup>	5,600	263,536
Cal-Maine Foods Inc.	3,513	163,390	Deltic Timber Corp.	2,642	152,761
Calavo Growers Inc. <sup>b</sup>	2,772	75,371	Domtar Corp.	7,907	525,816
Campbell Soup Co.	42,024	1,882,255	International Paper Co.	106,881	4,735,897
Chefs' Warehouse Inc. (The) <sup>a,b</sup>	2,653	45,632	KapStone Paper and Packaging Corp.	9,712	390,228
Chiquita Brands International Inc. <sup>a,b</sup>	10,794	117,870	MeadWestvaco Corp.	41,897	1,429,107
ConAgra Foods Inc.	100,202	3,500,056	Neenah Paper Inc.	3,844	122,124
Dean Foods Co. <sup>a,b</sup>	43,270	433,565	Orchids Paper Products Co.	1,420	37,275
Diamond Foods Inc. <sup>a,b</sup>	5,273	109,415	P.H. Glatfelter Co.	10,223	256,597
Dole Food Co. Inc. <sup>a</sup>	12,297	156,787	Resolute Forest Products Inc. <sup>a,b</sup>	16,720	220,202
Fairway Group Holdings Corp. <sup>a</sup>	3,759	90,855	Schweitzer-Mauduit International Inc.	7,462	372,205
Flowers Foods Inc.	40,339	889,475	Wausau Paper Corp.	10,576	120,566
Fresh Del Monte Produce Inc. <sup>b</sup>	9,136	254,712	Xerium Technologies Inc. <sup>a</sup>	2,613	26,600
Fresh Market Inc. (The) <sup>a,b</sup>	9,835	488,996			9,203,009
General Mills Inc.	154,391	7,492,595			
Hain Celestial Group Inc. <sup>a,b</sup>	9,197	597,529			
Harris Teeter Supermarkets Inc.	11,846	555,104			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

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<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Laclede Group Inc. (The)	7,797	\$ 356,011	Greatbatch Inc. <sup>a,b</sup>	5,725	\$ 187,723
New Jersey Resources Corp.	10,003	415,425	Haemonetics Corp. <sup>a,b</sup>	12,178	503,560
NiSource Inc.	74,428	2,131,618	Hanger Inc. <sup>a,b</sup>	8,182	258,797
Northwest Natural Gas Co.	6,457	274,293	HeartWare International Inc. <sup>a,b</sup>	4,151	394,802
Piedmont Natural Gas Co.	18,086	610,222	Henry Schein Inc. <sup>a,b</sup>	20,867	1,998,015
Questar Corp.	42,897	1,023,093	Hill-Rom Holdings Inc.	14,906	502,034
Sempra Energy	58,335	4,769,470	Hologic Inc. <sup>a</sup>	63,606	1,227,596
South Jersey Industries Inc.	7,655	439,474	Hospira Inc. <sup>a</sup>	39,711	1,521,328
Southwest Gas Corp.	11,065	517,731	ICU Medical Inc. <sup>a,b</sup>	2,984	215,027
UGI Corp.	27,039	1,057,495	IDEXX Laboratories Inc. <sup>a,b</sup>	12,956	1,163,190
Vectren Corp.	19,769	668,785	Insulet Corp. <sup>a,b</sup>	12,797	401,954
WGL Holdings Inc.	12,379	535,020	Integra LifeSciences Holdings Corp. <sup>a,b</sup>	4,644	170,110
		17,490,122	Intuitive Surgical Inc. <sup>a</sup>	9,619	4,872,793
<b>HAND &amp; MACHINE TOOLS — 0.17%</b>			Invacare Corp.	7,673	110,184
Franklin Electric Co. Inc.	11,298	380,178	Luminex Corp. <sup>a,b</sup>	9,997	206,038
Hardinge Inc.	2,814	41,591	MAKO Surgical Corp. <sup>a,b</sup>	8,695	104,775
Kennametal Inc.	19,306	749,652	Masimo Corp.	11,947	253,276
Lincoln Electric Holdings Inc.	20,117	1,152,101	Medical Action Industries Inc. <sup>a</sup>	3,484	26,827
Regal Beloit Corp.	10,774	698,586	Medtronic Inc.	243,329	12,524,144
Snap-on Inc.	13,995	1,250,873	Merge Healthcare Inc. <sup>a,b</sup>	13,552	48,787
Stanley Black & Decker Inc.	38,637	2,986,640	Meridian Bioscience Inc.	9,849	211,753
		7,259,621	Merit Medical Systems Inc. <sup>a,b</sup>	10,071	112,292
<b>HEALTH CARE — PRODUCTS — 1.97%</b>			MiMedx Group Inc. <sup>a</sup>	20,168	142,386
Abaxis Inc.	5,211	247,575	Natus Medical Inc. <sup>a,b</sup>	7,107	97,011
ABIMED Inc. <sup>a,b</sup>	9,276	199,991	Navidea Biopharmaceuticals Inc. <sup>a,b</sup>	23,321	62,267
Accelerate Diagnostics Inc. <sup>a</sup>	2,489	20,211	NuVasive Inc. <sup>a,b</sup>	10,389	257,543
Accuray Inc. <sup>a,b</sup>	17,199	98,722	NxStage Medical Inc. <sup>a,b</sup>	14,307	204,304
Affymetrix Inc. <sup>a,b</sup>	16,458	73,074	OraSure Technologies Inc. <sup>a,b</sup>	12,946	50,230
Aleze Inc. <sup>a</sup>	19,299	472,825	Orthofix International NV <sup>a,b</sup>	4,496	120,942
Alphatec Holdings Inc. <sup>a</sup>	12,682	25,998	PhotoMedex Inc. <sup>a,b</sup>	3,188	50,817
AngioDynamics Inc. <sup>a,b</sup>	5,902	66,575	QIAGEN NV <sup>a</sup>	56,611	1,127,125
ArthroCare Corp. <sup>a</sup>	6,615	228,416	Quidel Corp. <sup>a,b</sup>	6,904	176,259
AtriCure Inc. <sup>a,b</sup>	3,638	34,561	ResMed Inc. <sup>b</sup>	34,567	1,560,009
Atrion Corp.	398	87,047	Rochester Medical Corp. <sup>a,b</sup>	2,573	37,900
Baxter International Inc.	129,794	8,990,830	Rockwell Medical Technologies Inc. <sup>a,b</sup>	5,050	18,230
Becton, Dickinson and Co.	46,522	4,597,769	Sirona Dental Systems Inc. <sup>a</sup>	13,388	882,001
Biolase Inc. <sup>a</sup>	7,599	27,204	Solta Medical Inc. <sup>a,b</sup>	16,525	37,677
Boston Scientific Corp. <sup>a</sup>	323,099	2,995,128	Spectranetics Corp. <sup>a,b</sup>	9,664	180,524
Bruker Corp. <sup>a</sup>	26,207	423,243	St. Jude Medical Inc.	68,107	3,107,722
C.R. Bard Inc.	19,276	2,094,916	Staar Surgical Co. <sup>a,b</sup>	8,754	88,853
Can tel Medical Corp.	5,109	173,042	Steris Corp.	13,831	593,073
Cardiovascular Systems Inc. <sup>a,b</sup>	7,089	150,287	Stryker Corp.	79,486	5,141,154
CareFusion Corp. <sup>a</sup>	52,643	1,939,895	SurModics Inc. <sup>a</sup>	3,751	75,058
Cepheid Inc. <sup>a,b</sup>	15,782	543,216	Symmetry Medical Inc. <sup>a,b</sup>	8,940	75,275
Cerus Corp. <sup>a,b</sup>	13,067	57,756	TearLab Corp. <sup>a</sup>	6,123	65,026
Chindex International Inc. <sup>a</sup>	2,674	43,372	TECHNE Corp.	8,881	613,499
CONMED Corp.	6,785	211,963	Teleflex Inc.	9,839	762,424
Cooper Companies Inc. (The)	11,412	1,358,599	Thoratec Corp. <sup>a</sup>	14,094	441,283
Covidien PLC	112,676	7,080,560	Tornier NV <sup>a,b</sup>	6,228	108,990
CryoLife Inc.	6,556	41,041	Unilife Corp. <sup>a,b</sup>	19,428	61,587
Cutera Inc. <sup>a</sup>	3,515	30,932	Utah Medical Products Inc.	801	43,494
Cyberonics Inc. <sup>a,b</sup>	6,580	341,897	Varian Medical Systems Inc. <sup>a</sup>	25,968	1,751,542
Cynosure Inc. Class A <sup>a</sup>	4,587	119,170	Vascular Solutions Inc. <sup>a,b</sup>	3,964	58,310
DexCom Inc. <sup>a,b</sup>	16,433	368,921	Volcano Corp. <sup>a,b</sup>	12,772	231,556
Edwards Lifesciences Corp. <sup>a</sup>	27,053	1,817,962	West Pharmaceutical Services Inc.	8,122	570,652
Endologix Inc. <sup>a,b</sup>	18,281	242,772	Wright Medical Group Inc. <sup>a,b</sup>	9,673	253,529
Exactech Inc. <sup>a</sup>	1,988	39,263	Zeltiq Aesthetics Inc. <sup>a,b</sup>	4,125	26,359
Female Health Co. (The)	4,819	47,515	Zimmer Holdings Inc.	40,321	3,021,656
GenMark Diagnostics Inc. <sup>a</sup>	6,973	72,101			84,817,618
Genomic Health Inc. <sup>a,b</sup>	3,829	121,418			
Globus Medical Inc. Class A <sup>a,b</sup>	13,083	220,579			
			<b>HEALTH CARE — SERVICES — 1.39%</b>		
Acadia Healthcare Co. Inc. <sup>a,b</sup>			Acadia Healthcare Co. Inc. <sup>a,b</sup>	8,481	280,467
Addus HomeCare Corp. <sup>a</sup>			Addus HomeCare Corp. <sup>a</sup>	1,308	25,820
Aetna Inc.			Aetna Inc.	90,587	5,755,898

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Air Methods Corp.	9,189	\$ 311,323	Medallion Financial Corp.	4,367	\$ 60,745
Alliance HealthCare Services Inc. <sup>a</sup>	1,192	18,643	MVC Capital Inc.	5,641	71,020
Almost Family Inc.	1,927	36,613	National Bank Holdings Corp. Class A	12,517	246,585
Amedisys Inc. <sup>a,b</sup>	7,163	83,234	New Mountain Finance Corp.	7,867	111,397
AmSurg Corp. <sup>a,b</sup>	7,571	265,742	NGP Capital Resources Co.	5,108	31,312
Assisted Living Concepts Inc. Class A	4,591	54,908	PennantPark Floating Rate Capital Ltd.	2,468	34,898
Bio-Reference Laboratories Inc. <sup>a,b</sup>	5,958	171,293	PennantPark Investment Corp.	15,621	172,612
Brookdale Senior Living Inc. <sup>a</sup>	23,421	619,251	Primoris Services Corp.	10,572	208,480
Capital Senior Living Corp. <sup>a,b</sup>	6,830	163,237	Prospect Capital Corp.	58,255	629,154
Centene Corp. <sup>a,b</sup>	13,034	683,764	Resource America Inc. Class A	2,902	24,667
Cigna Corp.	68,332	4,953,387	Solar Capital Ltd.	11,703	270,222
Community Health Systems Inc.	22,574	1,058,269	Solar Senior Capital Ltd.	2,318	42,674
Covance Inc. <sup>a,b</sup>	13,367	1,017,763	Stellus Capital Investment Corp. <sup>b</sup>	3,402	51,200
DaVita HealthCare Partners Inc. <sup>a</sup>	22,058	2,664,606	TCP Capital Corp.	6,222	104,343
Emeritus Corp. <sup>a</sup>	9,653	223,757	THL Credit Inc.	6,302	95,727
Ensign Group Inc. (The)	4,199	147,889	TICC Capital Corp.	12,583	121,049
Five Star Quality Care Inc. <sup>a</sup>	8,928	50,086	Triangle Capital Corp.	6,567	180,658
Gentiva Health Services Inc. <sup>a</sup>	7,195	71,662			8,046,332
HCA Holdings Inc.	64,089	2,311,049			
Health Management Associates Inc. Class A <sup>a</sup>	61,517	967,047	<b>HOME BUILDERS — 0.24%</b>		
Health Net Inc. <sup>a</sup>	19,002	604,644	Beazer Homes USA Inc. <sup>a,b</sup>	5,901	103,386
HealthSouth Corp. <sup>a,b</sup>	20,888	601,574	Cavco Industries Inc. <sup>a</sup>	1,683	84,907
Healthways Inc. <sup>a,b</sup>	7,997	138,988	D.R. Horton Inc.	66,843	1,422,419
Humana Inc.	37,720	3,182,814	Hovnanian Enterprises Inc. Class AA <sup>a,b</sup>	23,674	132,811
IPC The Hospitalist Co. Inc. <sup>a,b</sup>	3,968	203,797	KB Home	19,163	376,170
Kindred Healthcare Inc. <sup>a,b</sup>	12,796	168,011	Lennar Corp. Class A	39,165	1,411,507
Laboratory Corp. of America Holdings <sup>a</sup>	22,249	2,227,125	M.D.C. Holdings Inc.	9,163	297,889
LHC Group Inc. <sup>a,b</sup>	3,710	72,642	M/I Homes Inc. <sup>a,b</sup>	5,095	116,981
LifePoint Hospitals Inc. <sup>a</sup>	11,693	571,086	Meritage Homes Corp. <sup>a</sup>	8,658	375,411
Magellan Health Services Inc. <sup>a,b</sup>	6,529	366,146	NVR Inc. <sup>a</sup>	1,192	1,099,024
MEDNAX Inc. <sup>a,b</sup>	11,832	1,083,575	PulteGroup Inc. <sup>a</sup>	92,807	1,760,549
Molina Healthcare Inc. <sup>a,b</sup>	7,188	267,250	Ryland Group Inc. (The)	11,301	453,170
National Healthcare Corp.	2,557	122,225	Standard-Pacific Corp. <sup>a,b</sup>	35,495	295,673
Quest Diagnostics Inc.	38,199	2,316,005	Taylor Morrison Home Corp. Class A <sup>a</sup>	7,601	185,312
Select Medical Holdings Corp.	11,652	95,546	Thor Industries Inc.	10,259	504,538
Skilled Healthcare Group Inc. Class A <sup>a,b</sup>	4,552	30,407	Toll Brothers Inc. <sup>a</sup>	40,513	1,321,939
Tenet Healthcare Corp. <sup>a</sup>	24,870	1,146,507	TRI Pointe Homes Inc. <sup>a</sup>	3,783	62,722
Triple-S Management Corp. Class B <sup>a,b</sup>	7,600	163,172	William Lyon Homes Class A <sup>a</sup>	3,295	83,067
U.S. Physical Therapy Inc.	2,886	79,769	Winnebago Industries Inc. <sup>a,b</sup>	7,137	149,806
UnitedHealth Group Inc.	244,286	15,995,847			10,237,281
Universal American Corp. <sup>b</sup>	9,026	80,241			
Universal Health Services Inc. Class B	21,526	1,441,381	<b>HOME FURNISHINGS — 0.13%</b>		
USMD Holdings Inc. <sup>a</sup>	259	7,664	American Woodmark Corp. <sup>a</sup>	2,576	89,387
Vanguard Health Systems Inc. <sup>a</sup>	7,678	159,242	Bassett Furniture Industries Inc.	2,720	42,242
WellCare Health Plans Inc. <sup>a</sup>	10,398	577,609	Daktronics Inc.	8,711	89,375
WellPoint Inc.	71,934	5,887,079	DTS Inc. <sup>a,b</sup>	4,381	90,161
		59,526,054	Ethan Allen Interiors Inc.	5,864	168,883
<b>HOLDING COMPANIES — DIVERSIFIED — 0.19%</b>			Flexsteel Industries	1,077	26,257
American Capital Ltd. <sup>a</sup>	72,589	919,703	Harman International Industries Inc.	16,274	882,051
Apollo Investment Corp.	56,616	438,208	Hooker Furniture Corp. <sup>b</sup>	2,614	42,504
Ares Capital Corp.	64,907	1,116,401	iRobot Corp. <sup>a,b</sup>	6,575	261,488
BlackRock Kelso Capital Corp. <sup>c</sup>	16,110	150,790	Kimball International Inc. Class B	7,860	76,321
Capital Southwest Corp.	730	100,616	La-Z-Boy Inc.	12,446	252,280
Fifth Street Finance Corp.	27,203	284,271	Select Comfort Corp. <sup>a,b</sup>	13,597	340,741
Gladstone Capital Corp.	4,977	40,662	Skullcandy Inc. <sup>a,b</sup>	3,876	21,163
Gladstone Investment Corp.	6,638	48,789	Tempur Sealy International Inc. <sup>a</sup>	14,300	627,770
Golub Capital BDC Inc.	8,300	145,250	TiVo Inc. <sup>a</sup>	29,904	330,439
Harbinger Group Inc. <sup>a,b</sup>	9,906	74,691	Universal Electronics Inc. <sup>a</sup>	3,538	99,524
Horizon Pharma Inc. <sup>a,b</sup>	9,930	24,428	VOXX International Corp. <sup>a,b</sup>	4,261	52,282
KCAP Financial Inc. <sup>b</sup>	5,259	59,216	Whirlpool Corp.	18,959	2,168,151
Leucadia National Corp.	70,851	1,857,713			5,661,019
Main Street Capital Corp.	8,327	230,575			
MCG Capital Corp.	18,863	98,276			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
<b>HOUSEHOLD PRODUCTS &amp; WARES — 0.45%</b>					
A.T. Cross Co. Class A <sup>a,b</sup>	2,199	\$ 37,273	Eastern Insurance Holdings Inc.	1,618	\$ 30,338
ACCO Brands Corp. <sup>a,b</sup>	27,098	172,343	eHealth Inc. <sup>a</sup>	4,989	113,350
American Greetings Corp. Class A	8,363	152,374	EMC Insurance Group Inc.	1,071	28,124
Avery Dennison Corp.	23,850	1,019,826	Employers Holdings Inc.	7,130	174,329
Blyth Inc. <sup>b</sup>	2,537	35,417	Endurance Specialty Holdings Ltd.	10,463	538,321
Central Garden & Pet Co. Class A <sup>a,b</sup>	9,228	63,673	Enstar Group Ltd. <sup>a,b</sup>	2,282	303,460
Church & Dwight Co. Inc.	33,096	2,042,354	Erie Indemnity Co. Class A	6,198	493,919
Clorox Co. (The)	31,453	2,615,002	Everest Re Group Ltd.	11,968	1,535,016
CSS Industries Inc.	2,367	59,009	FBL Financial Group Inc. Class A	2,325	101,161
Helen of Troy Ltd. <sup>a,b</sup>	7,579	290,806	Fidelity National Financial Inc. Class A	53,579	1,275,716
Jarden Corp. <sup>a</sup>	26,946	1,178,888	First American Financial Corp.	25,498	561,976
Kimberly-Clark Corp.	92,110	8,947,565	Fortegra Financial Corp. <sup>a,b</sup>	1,807	12,414
Prestige Brands Holdings Inc. <sup>a</sup>	12,055	351,283	Genworth Financial Inc. Class A <sup>a</sup>	118,419	1,351,161
Scotts Miracle-Gro Co. (The) Class A	10,062	486,095	Global Indemnity PLC <sup>a</sup>	2,462	57,980
Spectrum Brands Holdings Inc.	5,503	312,956	Greenlight Capital Re Ltd. Class A <sup>a,b</sup>	6,760	165,823
Tumi Holdings Inc. <sup>a,b</sup>	11,467	275,208	Hallmark Financial Services Inc. <sup>a,b</sup>	3,456	31,588
Tupperware Brands Corp.	12,667	984,099	Hanover Insurance Group Inc. (The)	10,795	528,199
WD-40 Co.	3,845	209,476	Hartford Financial Services Group Inc. (The)	109,183	3,375,938
		19,233,647	HCC Insurance Holdings Inc.	24,350	1,049,728
			HCI Group Inc.	1,739	53,422
<b>HOUSEWARES — 0.06%</b>					
EveryWare Global Inc.	2,342	28,432	Health Insurance Innovations Inc. <sup>a,b</sup>	1,064	11,193
Libbey Inc. <sup>a,b</sup>	4,860	116,494	Hilltop Holdings Inc. <sup>a</sup>	14,862	243,737
Lifetime Brands Inc.	2,123	28,830	Horace Mann Educators Corp.	9,587	233,731
Newell Rubbermaid Inc.	69,094	1,813,718	Independence Holding Co.	1,894	22,387
Toro Co. (The)	14,354	651,815	Infinity Property and Casualty Corp.	2,821	168,583
		2,639,289	ING U.S. Inc. <sup>a</sup>	17,954	485,835
			Investors Title Co.	281	19,934
<b>INSURANCE — 4.32%</b>					
ACE Ltd.	81,469	7,289,846	Kansas City Life Insurance Co.	1,000	38,270
Aflac Inc.	111,659	6,489,621	Kemper Corp.	11,802	404,218
Alleghany Corp. <sup>a</sup>	4,019	1,540,523	Lincoln National Corp.	64,736	2,360,922
Allied World Assurance Co. Holdings Ltd.	8,281	757,794	Loews Corp.	73,549	3,265,576
Allstate Corp. (The)	112,237	5,400,844	Maiden Holdings Ltd.	12,250	137,445
Ambac Financial Group Inc. <sup>a</sup>	10,777	256,816	Markel Corp. <sup>a</sup>	3,302	1,739,989
American Equity Investment Life Holding Co.	14,552	228,466	Marsh & McLennan Companies Inc.	132,006	5,269,680
American Financial Group Inc.	18,827	920,829	MBIA Inc. <sup>a</sup>	33,930	451,608
American International Group Inc. <sup>a</sup>	353,576	15,804,847	Meadowbrook Insurance Group Inc.	12,032	96,617
American National Insurance Co.	1,732	172,282	Mercury General Corp.	5,805	255,188
American Safety Insurance Holdings Ltd. <sup>a</sup>	2,138	61,895	MetLife Inc.	214,116	9,797,948
Amerisafe Inc.	4,350	140,897	MGIC Investment Corp. <sup>a,b</sup>	75,832	460,300
AmTrust Financial Services Inc. <sup>b</sup>	6,458	230,551	Montpelier Re Holdings Ltd. <sup>b</sup>	11,982	299,670
Aon PLC	74,034	4,764,088	National Interstate Corp.	1,504	43,992
Arch Capital Group Ltd. <sup>a</sup>	31,872	1,638,540	National Western Life Insurance Co. Class A	540	102,519
Argo Group International Holdings Ltd.	6,800	288,252	Navigators Group Inc. (The) <sup>a</sup>	2,413	137,638
Arthur J. Gallagher & Co.	30,357	1,326,297	Old Republic International Corp.	62,345	802,380
Aspen Insurance Holdings Ltd.	15,874	588,767	OneBeacon Insurance Group Ltd. Class A	5,463	79,104
Assurant Inc.	18,440	938,780	PartnerRe Ltd.	13,843	1,253,622
Assured Guaranty Ltd.	41,209	909,071	Phoenix Companies Inc. (The) <sup>a</sup>	1,402	60,286
Axis Capital Holdings Ltd. <sup>b</sup>	28,552	1,307,111	Platinum Underwriters Holdings Ltd.	7,605	435,158
Baldwin & Lyons Inc. Class B	2,169	52,663	Primerica Inc.	13,648	510,981
Berkshire Hathaway Inc. Class B <sup>a</sup>	431,005	48,238,080	Principal Financial Group Inc.	70,271	2,631,649
Brown & Brown Inc.	28,443	917,002	ProAssurance Corp.	14,730	768,317
Chubb Corp. (The)	62,076	5,254,733	Progressive Corp. (The)	144,455	3,672,046
Cincinnati Financial Corp.	39,142	1,796,618	Protective Life Corp.	19,443	746,806
Citizens Inc. <sup>a,b</sup>	9,284	55,518	Prudential Financial Inc.	111,126	8,115,532
CNA Financial Corp.	6,395	208,605	Radian Group Inc.	41,594	483,322
CNO Financial Group Inc.	53,207	689,563	Reinsurance Group of America Inc.	17,735	1,225,666
Crawford & Co. Class B	6,079	34,164	RenaissanceRe Holdings Ltd.	10,660	925,181
Donegal Group Inc. Class A	1,819	25,411	RLI Corp.	5,108	390,302
			Safety Insurance Group Inc.	3,023	146,646
			Selective Insurance Group Inc.	13,174	303,265
			StanCorp Financial Group Inc.	10,647	526,068
			State Auto Financial Corp.	3,662	66,539
			Stewart Information Services Corp.	4,446	116,441
			Symetra Financial Corp.	18,597	297,366
			Torchmark Corp.	22,477	1,464,152

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

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<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Tower Group International Ltd. <sup>b</sup>	13,754	\$ 282,095	OpenTable Inc. <sup>a,b</sup>	5,408	\$ 345,842
Travelers Companies Inc. (The)	90,150	7,204,788	Orbitz Worldwide Inc. <sup>a,b</sup>	5,881	47,224
United Fire Group Inc.	4,800	119,184	Overstock.com Inc. <sup>a,b</sup>	2,723	76,789
Universal Insurance Holdings Inc.	4,417	31,272	Pandora Media Inc. <sup>a,b</sup>	30,944	569,370
Unum Group	64,607	1,897,508	PCTEL Inc.	4,463	37,846
Validus Holdings Ltd.	24,906	899,605	Perficient Inc. <sup>a</sup>	7,705	102,785
W.R. Berkley Corp.	25,969	1,061,093	Priceline.com Inc. <sup>a</sup>	12,353	10,217,537
White Mountains Insurance Group Ltd. <sup>b</sup>	1,480	850,911	QuinStreet Inc. <sup>a,b</sup>	7,876	67,970
XL Group PLC	69,904	2,119,489	Rackspace Hosting Inc. <sup>a</sup>	27,054	1,025,076
		185,644,191	ReachLocal Inc. <sup>a,b</sup>	2,368	29,032
<b>INTERNET — 3.77%</b>			RealNetworks Inc. <sup>a</sup>	5,367	40,575
1-800-FLOWERS.COM Inc. <sup>a,b</sup>	6,126	37,920	Reis Inc. <sup>a</sup>	1,995	36,888
Active Network Inc. (The) <sup>a,b</sup>	12,928	97,865	Responsys Inc. <sup>a,b</sup>	8,612	123,238
Amazon.com Inc. <sup>a</sup>	88,054	24,451,715	Safeguard Scientifics Inc. <sup>a,b</sup>	5,090	81,694
Angie's List Inc. <sup>a,b</sup>	10,117	268,606	Sapient Corp. <sup>a</sup>	26,428	345,150
AOL Inc. <sup>a</sup>	18,550	676,704	Shutterfly Inc. <sup>a,b</sup>	9,094	507,354
Bankrate Inc. <sup>a,b</sup>	11,066	158,908	Shutterstock Inc. <sup>a,b</sup>	1,913	106,707
Bazaarvoice Inc. <sup>a</sup>	11,511	108,434	Sourcefire Inc. <sup>a,b</sup>	7,459	414,347
Blucoral Inc. <sup>a,b</sup>	9,657	179,041	Spark Networks Inc. <sup>a,b</sup>	2,784	23,525
Blue Nile Inc. <sup>a,b</sup>	2,953	111,564	Splunk Inc. <sup>a</sup>	24,576	1,139,343
Boingo Wireless Inc. <sup>a</sup>	3,792	23,548	SPS Commerce Inc. <sup>a,b</sup>	3,596	197,780
Brightcove Inc. <sup>a</sup>	6,736	59,007	Stamps.com Inc. <sup>a,b</sup>	3,417	134,596
BroadSoft Inc. <sup>a,b</sup>	6,577	181,525	Support.com Inc. <sup>a,b</sup>	11,425	52,212
ChannelAdvisor Corp. <sup>a</sup>	1,436	22,588	Symantec Corp.	166,839	3,748,872
Cogent Communications Group Inc.	11,268	317,194	TechTarget Inc. <sup>a,b</sup>	3,999	17,876
comScore Inc. <sup>a</sup>	8,459	206,315	TeleCommunication Systems Inc. <sup>a</sup>	11,393	26,546
Constant Contact Inc. <sup>a,b</sup>	7,295	117,231	TIBCO Software Inc. <sup>a</sup>	39,640	848,296
CyrusOne Inc.	4,562	94,616	Towerstream Corp. <sup>a</sup>	11,456	29,213
Dealertrack Technologies Inc. <sup>a,b</sup>	10,162	360,040	Travelzoo Inc. <sup>a</sup>	1,726	47,051
Dice Holdings Inc. <sup>a,b</sup>	10,923	100,601	TripAdvisor Inc. <sup>a,b</sup>	26,840	1,633,751
eBay Inc. <sup>a</sup>	310,812	16,075,197	Trulia Inc. <sup>a,b</sup>	5,741	178,488
eGain Communications Corp. <sup>a</sup>	3,129	30,101	United Online Inc.	21,705	164,524
ePlus Inc.	993	59,471	Unwired Planet Inc. <sup>a,b</sup>	20,058	39,113
Equinix Inc. <sup>a</sup>	11,820	2,183,390	ValueClick Inc. <sup>a,b</sup>	18,012	444,536
ExactTarget Inc. <sup>a</sup>	10,249	345,596	Vasco Data Security International Inc. <sup>a,b</sup>	6,814	56,624
Expedia Inc.	25,524	1,535,269	VeriSign Inc. <sup>a</sup>	34,150	1,525,139
F5 Networks Inc. <sup>a</sup>	19,175	1,319,240	VirnetX Holding Corp. <sup>a,b</sup>	10,054	200,979
Facebook Inc. Class A <sup>a</sup>	408,023	10,143,452	Vitacost.com Inc. <sup>a,b</sup>	5,538	46,796
Global Eagle Entertainment Inc. <sup>a</sup>	5,142	51,728	Vocus Inc. <sup>a</sup>	4,987	52,463
Global Sources Ltd. <sup>a,b</sup>	4,552	30,544	Web.com Group Inc. <sup>a,b</sup>	10,039	256,998
Google Inc. Class A <sup>a</sup>	64,585	56,858,696	WebMD Health Corp. <sup>a,b</sup>	8,404	246,825
Groupon Inc. <sup>a</sup>	100,546	854,641	XO Group Inc. <sup>a</sup>	6,385	71,512
HealthStream Inc. <sup>a,b</sup>	4,678	118,447	Yahoo! Inc. <sup>a</sup>	227,283	5,707,076
HomeAway Inc. <sup>a</sup>	13,526	437,431	Yelp Inc. <sup>a</sup>	7,129	247,875
IAC/InterActiveCorp	17,884	850,563	Zillow Inc. Class A <sup>a,b</sup>	4,989	280,881
ICG Group Inc. <sup>a,b</sup>	9,088	103,603	Zix Corp. <sup>a,b</sup>	14,555	61,568
Internap Network Services Corp. <sup>a,b</sup>	12,733	105,302	Zynga Inc. Class A <sup>a</sup>	139,693	388,347
IntraLinks Holdings Inc. <sup>a</sup>	8,805	63,924			161,809,458
Keynote Systems Inc.	3,767	74,436			
Liberty Interactive Corp. Series A <sup>a</sup>	126,860	2,919,049	<b>IRON &amp; STEEL — 0.20%</b>		
Liberty Ventures Series A <sup>a</sup>	9,060	770,191	AK Steel Holding Corp. <sup>b</sup>	38,105	115,839
Limelight Networks Inc. <sup>a,b</sup>	15,180	34,155	Allegheny Technologies Inc.	25,817	679,245
LinkedIn Corp. Class A <sup>a</sup>	21,666	3,863,048	Carpenter Technology Corp.	10,666	480,717
Lionbridge Technologies Inc. <sup>a,b</sup>	13,475	39,077	Cliffs Natural Resources Inc. <sup>b</sup>	38,209	620,896
Liquidity Services Inc. <sup>a,b</sup>	5,636	195,400	Commercial Metals Co.	27,901	412,098
magicJack VocalTec Ltd. <sup>a,b</sup>	3,627	51,467	Nucor Corp.	76,504	3,314,153
Marketo Inc. <sup>a</sup>	1,669	41,508	Reliance Steel & Aluminum Co.	18,067	1,184,473
ModusLink Global Solutions Inc. <sup>a</sup>	9,330	29,669	Schnitzer Steel Industries Inc. Class A	6,077	142,080
Move Inc. <sup>a,b</sup>	9,927	127,264	Shiloh Industries Inc.	1,204	12,570
NET Element International Inc. <sup>a</sup>	537	2,787	Steel Dynamics Inc.	52,721	786,070
Netflix Inc. <sup>a,b</sup>	12,030	2,539,413	United States Steel Corp. <sup>b</sup>	34,590	606,363
NIC Inc.	15,538	256,843	Universal Stainless & Alloy Products Inc. <sup>a,b</sup>	1,652	48,701
NutriSystem Inc.	6,868	80,905			8,403,205

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>			
<b>LEISURE TIME — 0.27%</b>								
Arctic Cat Inc.	3,028	\$ 136,199	Graco Inc.	14,547	\$ 919,516			
Black Diamond Inc. <sup>a,b</sup>	5,079	47,743	Hurco Companies Inc. <sup>b</sup>	1,533	44,104			
Brunswick Corp.	21,524	687,692	Hyster-Yale Materials Handling Inc.	2,794	175,435			
Callaway Golf Co.	15,601	102,655	IDEX Corp.	19,694	1,059,734			
Carnival Corp.	100,172	3,434,898	Intermec Inc. <sup>a,b</sup>	14,548	143,007			
Harley-Davidson Inc.	53,680	2,942,738	Joy Global Inc.	25,616	1,243,144			
Interval Leisure Group Inc.	9,272	184,698	Kadant Inc.	2,757	83,179			
Johnson Outdoors Inc. Class A <sup>a,b</sup>	1,400	34,860	Lindsay Corp.	3,033	227,414			
Life Time Fitness Inc. <sup>a,b</sup>	10,255	513,878	Manitex International Inc. <sup>a</sup>	2,944	32,237			
Marine Products Corp.	2,420	19,408	Manitowoc Co. Inc. (The)	31,731	568,302			
Nautilus Inc. <sup>a</sup>	7,429	64,558	Middleby Corp. (The) <sup>a,b</sup>	4,501	765,575			
Norwegian Cruise Line Holdings Ltd. <sup>a</sup>	6,504	197,136	NACCO Industries Inc. Class A	1,292	74,006			
Polaris Industries Inc.	15,657	1,487,415	Nordson Corp.	15,465	1,071,879			
Royal Caribbean Cruises Ltd.	39,119	1,304,228	Power Solutions International Inc. <sup>a</sup>	463	15,552			
Town Sports International Holdings Inc.	5,564	59,924	Rockwell Automation Inc.	33,447	2,780,784			
WMS Industries Inc. <sup>a</sup>	13,220	<u>337,242</u>	Roper Industries Inc.	23,713	2,945,629			
		11,555,272	Tecumseh Products Co. Class A <sup>a</sup>	4,426	48,376			
<b>LODGING — 0.40%</b>								
Ameristar Casinos Inc.	7,941	208,769	Tennant Co.	4,506	217,505			
Boyd Gaming Corp. <sup>a,b</sup>	13,325	150,572	Terex Corp. <sup>a</sup>	26,515	697,345			
Caesars Entertainment Corp. <sup>a,b</sup>	8,806	120,642	Twin Disc Inc.	1,979	46,902			
Choice Hotels International Inc.	6,388	253,540	Wabtec Corp.	23,188	1,238,935			
Hyatt Hotels Corp. Class A <sup>a</sup>	10,835	437,301	Xylem Inc.	44,596	1,201,416			
Las Vegas Sands Corp.	93,613	4,954,936	Zebra Technologies Corp. Class A <sup>a</sup>	12,448	540,741			
Marcus Corp.	4,780	60,802			49,712,013			
Marriott International Inc. Class A	55,770	2,251,435	<b>MANUFACTURING — 3.05%</b>					
MGM Resorts International <sup>a</sup>	89,027	1,315,819	3M Co.	165,296	18,075,118			
Monarch Casino & Resort Inc. <sup>a,b</sup>	2,078	35,035	A.O. Smith Corp.	18,989	688,921			
Morgans Hotel Group Co. <sup>a,b</sup>	5,202	41,928	Actuant Corp. Class A	17,522	577,700			
Orient-Express Hotels Ltd. Class A <sup>a</sup>	23,246	282,671	American Railcar Industries Inc.	2,315	77,576			
Starwood Hotels & Resorts Worldwide Inc.	46,597	2,944,464	AptarGroup Inc.	16,035	885,292			
Wyndham Worldwide Corp.	32,743	1,873,882	AZZ Inc.	6,051	233,327			
Wynn Resorts Ltd.	19,227	<u>2,461,056</u>	Barnes Group Inc.	13,108	393,109			
		17,392,852	Blount International Inc. <sup>a,b</sup>	11,888	140,516			
<b>MACHINERY — 1.16%</b>			Carlisle Companies Inc.	14,980	933,404			
AGCO Corp.	23,370	1,172,940	Chase Corp.	1,524	34,077			
Alamo Group Inc.	1,681	68,618	CLARCOR Inc.	12,139	633,777			
Albany International Corp. Class A	6,610	217,998	Colfax Corp. <sup>a</sup>	20,504	1,068,463			
Altra Holdings Inc.	6,485	177,559	Crane Co.	11,757	704,479			
Applied Industrial Technologies Inc.	10,099	488,085	Danaher Corp.	143,364	9,074,941			
Astec Industries Inc.	4,765	163,392	Donaldson Co. Inc.	35,799	1,276,592			
Babcock & Wilcox Co. (The)	26,872	806,966	Dover Corp.	40,979	3,182,429			
Briggs & Stratton Corp.	11,661	230,888	Eaton Corp. PLC	113,303	7,456,470			
Caterpillar Inc.	157,515	12,993,412	EnPro Industries Inc. <sup>a,b</sup>	4,968	252,176			
Chart Industries Inc. <sup>a</sup>	7,171	674,719	Fabrineta <sup>a</sup>	5,313	74,382			
CNH Global NV	7,297	303,993	Federal Signal Corp. <sup>a,b</sup>	14,608	127,820			
Cognex Corp.	10,250	463,505	FreightCar America Inc.	2,811	47,759			
Columbus McKinnon Corp. <sup>a</sup>	4,721	100,652	General Electric Co.	2,476,390	57,427,484			
Cummins Inc.	45,442	4,928,639	GP Strategies Corp. <sup>a,b</sup>	3,497	83,299			
Deere & Co.	92,934	7,550,888	Handy & Harman Ltd. <sup>a,b</sup>	1,401	25,050			
DXP Enterprises Inc. <sup>a,b</sup>	2,090	139,194	Harsco Corp.	19,449	451,022			
ExOne Co. (The) <sup>a,b</sup>	1,469	90,667	Hexcel Corp. <sup>a</sup>	23,905	813,965			
Flow International Corp. <sup>a,b</sup>	11,122	41,040	Hillenbrand Inc.	13,234	313,778			
Flowserve Corp.	34,590	1,868,206	Illinois Tool Works Inc.	90,458	6,256,980			
Gardner Denver Inc.	12,036	904,866	Ingersoll-Rand PLC	72,025	3,998,828			
Gerber Scientific Inc. Escrow <sup>a,d</sup>	5,665	57	ITT Corp.	22,230	653,784			
Global Power Equipment Group Inc.	4,163	67,108	John Bean Technologies Corp.	6,932	145,641			
Gorman-Rupp Co. (The)	3,703	117,904	Koppers Holdings Inc.	5,062	193,267			
			Leggett & Platt Inc.	33,754	1,049,412			
			LSB Industries Inc. <sup>a,b</sup>	4,524	137,575			
			Lydall Inc. <sup>a</sup>	4,072	59,451			
			Movado Group Inc.	4,235	143,270			
			Myers Industries Inc.	8,050	120,831			
			NL Industries Inc.	1,582	17,877			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Pall Corp.	26,654	\$ 1,770,625	Sinclair Broadcast Group Inc. Class A	16,385	\$ 481,391
Park-Ohio Holdings Corp. <sup>a,b</sup>	2,112	69,654	Sirius XM Radio Inc.	738,706	2,474,665
Parker Hannifin Corp.	35,745	3,410,073	Starz Class A <sup>a</sup>	27,814	614,689
Pentair Ltd. Registered	48,930	2,822,772	Thomson Reuters Corp.	89,693	2,921,301
PMFG Inc. <sup>a,b</sup>	4,968	34,379	Time Warner Cable Inc.	69,684	7,838,056
Polypore International Inc. <sup>a</sup>	11,143	449,063	Time Warner Inc.	223,249	12,908,257
Proto Labs Inc. <sup>a,b</sup>	4,088	265,597	Viacom Inc. Class B NVS	116,135	7,902,987
Raven Industries Inc. <sup>b</sup>	8,739	261,995	Walt Disney Co. (The)	431,313	27,237,416
Smith & Wesson Holding Corp. <sup>a,b</sup>	15,566	155,349	Washington Post Co. (The) Class B <sup>b</sup>	1,038	502,153
SPX Corp.	11,208	806,752	World Wrestling Entertainment Inc. Class A	6,406	66,046
Standex International Corp.	2,995	157,986			148,829,106
Sturm, Ruger & Co. Inc. <sup>b</sup>	4,594	220,696			
Textron Inc.	66,544	1,733,471			
Tredegar Corp.	5,750	147,775			
TriMas Corp. <sup>a,b</sup>	9,507	354,421			
Trinity Industries Inc.	19,374	744,737			
		131,235,187			
<b>MEDIA — 3.46%</b>					
A.H. Belo Corp. Class A	4,523	31,028			
AMC Networks Inc. Class A <sup>a</sup>	14,387	941,054			
Beasley Broadcast Group Inc. Class A	1,081	9,059			
Belo Corp. Class A	24,853	346,699			
Cablevision NY Group Class A	46,666	784,922			
CBS Corp. Class B NVS	146,950	7,181,446			
Central European Media Enterprises Ltd. Class A <sup>a</sup>	18,336	60,692			
Charter Communications Inc. Class A <sup>a</sup>	15,853	1,963,394			
Comcast Corp. Class A	628,419	26,318,188			
Courier Corp.	2,129	30,402			
Crown Media Holdings Inc. Class A <sup>a,b</sup>	8,202	20,259			
Cumulus Media Inc. Class A <sup>a,b</sup>	14,979	50,779			
Daily Journal Corp. <sup>a,b</sup>	220	24,860			
Demand Media Inc. <sup>a,b</sup>	7,202	43,212			
Dex Media Inc. <sup>a</sup>	4,104	72,107			
Digital Generation Inc. <sup>a,b</sup>	6,441	47,470			
DIRECTV <sup>a</sup>	125,037	7,704,780			
Discovery Communications Inc. Series A <sup>a</sup>	58,607	4,525,046			
DISH Network Corp. Class A	50,995	2,168,307			
E.W. Scripps Co. (The) Class A <sup>a</sup>	7,156	111,490			
Entercom Communications Corp. Class A <sup>a,b</sup>	5,674	53,563			
Entravision Communications Corp. Class A	11,820	72,693			
FactSet Research Systems Inc.	10,534	1,073,836			
Fisher Communications Inc.	2,144	88,076			
Gannett Co. Inc.	54,816	1,340,799			
Gray Television Inc. <sup>a</sup>	12,043	86,710			
Hemisphere Media Group Inc. <sup>a</sup>	2,060	28,222			
John Wiley & Sons Inc. Class A	11,328	454,140			
Journal Communications Inc. Class A <sup>a,b</sup>	10,149	76,016			
Liberty Global PLC Series A <sup>a</sup>	88,919	6,587,119			
Liberty Global PLC Series C NVS <sup>a</sup>	1	68			
Liberty Media Corp. <sup>a</sup>	24,175	3,064,423			
Lin TV Corp. Class A <sup>a,b</sup>	7,812	119,524			
Martha Stewart Living Omnimedia Inc. Class A <sup>a</sup>	6,397	15,417			
McClatchy Co. (The) Class A <sup>a,b</sup>	13,574	30,949			
Media General Inc. Class A <sup>a</sup>	4,693	51,764			
Meredith Corp.	8,690	414,513			
New York Times Co. (The) Class A <sup>a,b</sup>	32,624	360,821			
News Corp. Class A NVS	475,938	15,515,579			
Nexstar Broadcasting Group Inc.	7,032	249,355			
Nielsen Holdings NV	52,310	1,757,093			
Saga Communications Inc. Class A	1,138	52,246			
Salem Communications Corp. Class A	2,482	18,590			
Scholastic Corp.	6,220	182,184			
Scripps Networks Interactive Inc. Class A	26,262	1,753,251			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Ur-Energy Inc.	29,065	\$ 38,947	Evolution Petroleum Corp. <sup>a,b</sup>	3,735	\$ 40,749
Uranium Energy Corp. <sup>a,b</sup>	20,431	36,571	EXCO Resources Inc.	29,698	226,893
US Silica Holdings Inc. <sup>b</sup>	5,136	<u>106,726</u>	Exxon Mobil Corp.	1,064,876	96,211,547
		<u>17,695,576</u>	Forest Oil Corp. <sup>a,b</sup>	28,299	115,743
<b>OFFICE &amp; BUSINESS EQUIPMENT — 0.08%</b>			FX Energy Inc. <sup>a,b</sup>	12,473	40,038
Pitney Bowes Inc.	48,252	708,340	Gastar Exploration Ltd. <sup>a,b</sup>	13,649	36,443
Xerox Corp.	294,074	<u>2,667,251</u>	Goodrich Petroleum Corp. <sup>a,b</sup>	6,327	80,986
		<u>3,375,591</u>	Gulfport Energy Corp. <sup>a</sup>	18,185	855,968
<b>OFFICE FURNISHINGS — 0.03%</b>			Halcon Resources Corp. <sup>a,b</sup>	49,563	281,022
CompX International Inc.	268	3,741	Helmerich & Payne Inc.	23,077	1,441,159
Herman Miller Inc.	14,022	379,576	Hercules Offshore Inc. <sup>a,b</sup>	38,030	267,731
HNI Corp.	10,916	393,740	Hess Corp.	73,483	4,885,885
Interface Inc.	14,083	238,988	HollyFrontier Corp.	48,642	2,080,905
Knoll Inc.	11,500	163,415	Isramco Inc. <sup>a,b</sup>	237	22,084
Steelcase Inc. Class A	20,194	<u>294,429</u>	Kodiak Oil & Gas Corp. <sup>a</sup>	63,511	564,613
		<u>1,473,889</u>	Kosmos Energy Ltd. <sup>a</sup>	24,209	245,963
<b>OIL &amp; GAS — 7.38%</b>			Laredo Petroleum Holdings Inc. <sup>a</sup>	9,275	190,694
Abraxas Petroleum Corp. <sup>a,b</sup>	19,387	40,713	Magnum Hunter Resources Corp. <sup>a,b</sup>	35,498	129,568
Adams Resources & Energy Inc.	536	36,925	Marathon Oil Corp.	169,756	5,870,162
Alon USA Energy Inc.	5,573	80,586	Marathon Petroleum Corp.	77,785	5,527,402
Anadarko Petroleum Corp.	120,100	10,320,193	Matador Resources Co. <sup>a,b</sup>	11,861	142,095
Apache Corp.	93,847	7,867,194	Midstates Petroleum Co. Inc. <sup>a,b</sup>	5,753	31,124
Apco Oil and Gas International Inc. <sup>a,b</sup>	2,158	24,882	Miller Energy Resources Inc. <sup>a</sup>	8,918	35,672
Approach Resources Inc. <sup>a,b</sup>	8,266	203,096	Murphy Oil Corp.	45,737	2,784,926
Arabian American Development Co. <sup>a,b</sup>	4,787	41,647	Nabors Industries Ltd.	69,801	1,068,653
Atwood Oceanics Inc. <sup>a</sup>	13,674	711,732	Newfield Exploration Co. <sup>a</sup>	32,400	774,036
Berry Petroleum Co. Class A	12,556	531,370	Noble Energy Inc.	85,870	5,155,635
Bill Barrett Corp. <sup>a,b</sup>	11,556	233,662	Northern Oil and Gas Inc. <sup>a</sup>	15,215	202,968
Bonanza Creek Energy Inc. <sup>a</sup>	7,049	249,958	Oasis Petroleum Inc. <sup>a,b</sup>	22,412	871,154
BPZ Resources Inc. <sup>a</sup>	24,833	44,451	Occidental Petroleum Corp.	192,946	17,216,572
Cabot Oil & Gas Corp.	50,662	<u>3,598,015</u>	Panhandle Oil and Gas Inc.	1,664	47,424
Callon Petroleum Co. <sup>a,b</sup>	9,810	33,060	Parker Drilling Co. <sup>a,b</sup>	28,707	142,961
Carrizo Oil & Gas Inc. <sup>a,b</sup>	9,558	270,778	Patterson-UTI Energy Inc.	34,689	671,406
Cheniere Energy Inc. <sup>a</sup>	57,796	1,604,417	PBF Energy Inc.	5,622	145,610
Chesapeake Energy Corp.	138,761	2,827,949	PDC Energy Inc. <sup>a</sup>	7,188	370,038
Chevron Corp.	464,258	54,940,292	Penn Virginia Corp.	12,972	60,968
Cimarex Energy Co.	20,607	1,339,249	PetroCorp Inc. Escrow <sup>a,d</sup>	1,248	—
Clayton Williams Energy Inc. <sup>a,b</sup>	1,449	63,031	PetroQuest Energy Inc. <sup>a</sup>	13,323	52,759
Cobalt International Energy Inc. <sup>a</sup>	65,948	1,752,238	Phillips 66	148,303	8,736,530
Comstock Resources Inc.	11,609	182,610	Pioneer Natural Resources Co.	32,635	4,723,916
Concho Resources Inc. <sup>a</sup>	25,124	2,103,381	QEP Resources Inc.	42,893	1,191,567
ConocoPhillips	292,820	<u>17,715,610</u>	Quicksilver Resources Inc. <sup>a,b</sup>	27,899	46,870
Contango Oil & Gas Co.	3,039	102,566	Range Resources Corp.	39,222	3,032,645
Continental Resources Inc. <sup>a</sup>	10,137	872,390	Resolute Energy Corp. <sup>a,b</sup>	19,252	153,631
Crimson Exploration Inc. <sup>a</sup>	5,152	14,529	Rex Energy Corp. <sup>a,b</sup>	10,397	182,779
CVR Energy Inc.	3,978	188,557	Rosetta Resources Inc. <sup>a</sup>	14,581	619,984
Delek US Holdings Inc.	8,893	255,940	Rowan Companies PLC Class A <sup>a</sup>	29,835	1,016,478
Denbury Resources Inc. <sup>a</sup>	89,371	1,547,906	Sanchez Energy Corp. <sup>a,b</sup>	6,810	156,358
Devon Energy Corp.	97,235	5,044,552	SandRidge Energy Inc. <sup>a,b</sup>	117,870	561,061
Diamond Offshore Drilling Inc.	16,687	1,147,899	Seadrill Ltd.	84,634	3,447,989
Diamondback Energy Inc. <sup>a,b</sup>	3,644	121,418	SM Energy Co.	15,873	952,062
Emerald Oil Inc. <sup>a</sup>	8,756	60,066	Southwestern Energy Co. <sup>a</sup>	84,235	3,077,105
Endeavour International Corp. <sup>a,b</sup>	11,109	42,659	Stone Energy Corp. <sup>a</sup>	11,935	262,928
Energen Corp.	17,320	905,143	Swift Energy Co. <sup>a</sup>	10,343	124,013
Energy XXI (Bermuda) Ltd.	18,993	421,265	Synergy Resources Corp. <sup>a</sup>	9,489	69,459
EOG Resources Inc.	65,162	<u>8,580,532</u>	Tesoro Corp.	32,526	1,701,760
EPL Oil & Gas Inc. <sup>a</sup>	6,622	194,422	Triangle Petroleum Corp. <sup>a,b</sup>	10,699	75,000
EQT Corp.	36,028	2,859,542	Ultra Petroleum Corp. <sup>a,b</sup>	36,803	729,435
Equal Energy Ltd.	8,527	34,449	Unit Corp. <sup>a</sup>	11,651	496,100
			VAALCO Energy Inc. <sup>a,b</sup>	13,928	79,668
			Valero Energy Corp.	130,612	4,541,379
			Vantage Drilling Co. <sup>a,b</sup>	46,050	93,942
			W&T Offshore Inc.	8,332	119,064
			Warren Resources Inc. <sup>a,b</sup>	16,822	42,896
			Western Refining Inc.	13,731	385,429

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

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<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Whiting Petroleum Corp. <sup>a</sup>	28,303	\$ 1,304,485	Silgan Holdings Inc.	10,553	\$ 495,569
WPX Energy Inc. <sup>a</sup>	47,857	906,412	Sonoco Products Co.	24,235	837,804
ZaZa Energy Corp. <sup>a,b</sup>	6,021	7,225	UFP Technologies Inc. <sup>a</sup>	1,302	25,493
		316,938,600			11,539,841
<b>OIL &amp; GAS SERVICES — 1.48%</b>			<b>PHARMACEUTICALS — 6.39%</b>		
Baker Hughes Inc.	105,854	4,883,045	Abbott Laboratories	373,338	13,022,029
Basic Energy Services Inc. <sup>a,b</sup>	7,401	89,478	Abbvie Inc.	379,292	15,679,931
Bolt Technology Corp.	2,053	35,065	ACADIA Pharmaceuticals Inc. <sup>a</sup>	16,783	304,611
C&J Energy Services Inc. <sup>a,b</sup>	10,704	207,337	AcelRx Pharmaceuticals Inc. <sup>a</sup>	5,003	46,378
Cal Dive International Inc. <sup>a,b</sup>	22,384	42,082	Achillion Pharmaceuticals Inc. <sup>a,b</sup>	22,447	183,616
Cameron International Corp. <sup>a</sup>	59,407	3,633,332	Actavis Inc. <sup>a</sup>	31,926	4,029,700
CARBO Ceramics Inc. <sup>b</sup>	4,718	318,135	Akorn Inc. <sup>a,b</sup>	13,677	184,913
Dawson Geophysical Co. <sup>a</sup>	1,859	68,523	Align Technology Inc. <sup>a,b</sup>	17,225	638,014
Dresser-Rand Group Inc. <sup>a</sup>	18,187	1,090,856	Alimera Sciences Inc. <sup>a</sup>	4,060	19,813
Dril-Quip Inc. <sup>a</sup>	9,694	875,271	Alkermes PLC <sup>a</sup>	30,275	868,287
Edgen Group Inc. <sup>a,b</sup>	3,617	23,076	Allergan Inc.	70,985	5,979,776
Exterran Holdings Inc. <sup>a,b</sup>	13,787	387,690	AmerisourceBergen Corp.	55,301	3,087,455
Flotek Industries Inc. <sup>a,b</sup>	11,715	210,167	Amicus Therapeutics Inc. <sup>a,b</sup>	7,265	16,927
FMC Technologies Inc. <sup>a</sup>	56,804	3,162,847	Ampio Pharmaceuticals Inc. <sup>a,b</sup>	6,486	37,424
Forum Energy Technologies Inc. <sup>a</sup>	9,422	286,711	Anacor Pharmaceuticals Inc. <sup>a,b</sup>	5,130	28,677
Geospace Technologies Corp. <sup>a</sup>	3,062	211,523	Anika Therapeutics Inc. <sup>a,b</sup>	2,831	48,127
Global Geophysical Services Inc. <sup>a,b</sup>	4,719	22,274	Antares Pharma Inc. <sup>a,b</sup>	25,373	105,552
Gulf Island Fabrication Inc.	3,481	66,661	Array BioPharma Inc. <sup>a,b</sup>	30,774	139,714
Halliburton Co.	223,217	9,312,613	Auxilium Pharmaceuticals Inc. <sup>a</sup>	11,613	193,124
Helix Energy Solutions Group Inc. <sup>a</sup>	25,426	585,815	AVANIR Pharmaceuticals Inc.		
Hornbeck Offshore Services Inc. <sup>a,b</sup>	8,446	451,861	Class A <sup>a</sup>	32,581	149,873
ION Geophysical Corp. <sup>a,b</sup>	31,976	192,496	BioDelivery Sciences International Inc. <sup>a,b</sup>	5,174	21,006
Key Energy Services Inc. <sup>a,b</sup>	36,208	215,438	BioMarin Pharmaceutical Inc. <sup>a</sup>	33,292	1,857,361
Lufkin Industries Inc.	8,105	717,049	BioScrip Inc. <sup>a,b</sup>	13,964	230,406
Matrix Service Co. <sup>a</sup>	6,172	96,160	Bristol-Myers Squibb Co.	393,380	17,580,152
Mitcham Industries Inc. <sup>a,b</sup>	3,003	50,390	Cadence Pharmaceuticals Inc. <sup>a,b</sup>	14,487	98,801
MRC Global Inc. <sup>a</sup>	19,883	549,169	Cardinal Health Inc.	81,864	3,863,981
National Oilwell Varco Inc.	102,331	7,050,606	Catamaran Corp. <sup>a,b</sup>	49,486	2,410,958
Natural Gas Services Group Inc. <sup>a,b</sup>	2,861	67,205	Cempra Inc. <sup>a</sup>	1,066	8,347
Newpark Resources Inc. <sup>a,b</sup>	21,607	237,461	ChemoCentryx Inc. <sup>a,b</sup>	5,888	83,256
Oceaneering International Inc.	26,218	1,892,940	Chimerix Inc. <sup>a</sup>	2,032	49,256
Oil States International Inc. <sup>a</sup>	13,180	1,220,995	Clovis Oncology Inc. <sup>a</sup>	3,307	221,503
Pioneer Energy Services Corp. <sup>a,b</sup>	14,701	97,321	Corcept Therapeutics Inc. <sup>a,b</sup>	11,919	20,620
RPC Inc.	14,705	203,076	Cornerstone Therapeutics Inc. <sup>a,b</sup>	1,887	15,096
Schlumberger Ltd.	318,394	22,816,114	Cytori Therapeutics Inc. <sup>a,b</sup>	12,869	29,599
SEACOR Holdings Inc.	5,085	422,309	DENTSPLY International Inc.	34,330	1,406,157
Superior Energy Services Inc. <sup>a</sup>	37,911	983,411	Depomed Inc. <sup>a,b</sup>	13,239	74,271
Targa Resources Corp.	7,880	506,920	Derma Sciences Inc. <sup>a</sup>	2,276	30,385
Tesco Corp. <sup>a,b</sup>	7,313	96,897	Durata Therapeutics Inc. <sup>a,b</sup>	2,155	15,516
TETRA Technologies Inc. <sup>a</sup>	18,857	193,473	Dyax Corp. <sup>a,b</sup>	23,236	80,397
TGC Industries Inc.	3,695	30,373	Eli Lilly and Co.	237,401	11,661,137
Thermon Group Holdings Inc. <sup>a,b</sup>	6,492	132,437	Enanta Pharmaceuticals Inc. <sup>a</sup>	872	15,443
Willbros Group Inc. <sup>a,b</sup>	9,180	56,365	Endo Health Solutions Inc. <sup>a</sup>	26,881	988,952
		63,792,967	Endocyte Inc. <sup>a,b</sup>	7,131	93,630
<b>PACKAGING &amp; CONTAINERS — 0.27%</b>			Express Scripts Holding Co. <sup>a</sup>	195,794	12,078,532
AEP Industries Inc. <sup>a,b</sup>	1,008	74,985	Forest Laboratories Inc. <sup>a</sup>	64,196	2,632,036
Ball Corp.	35,628	1,479,987	Furiex Pharmaceuticals Inc. <sup>a,b</sup>	1,764	60,099
Bemis Co. Inc.	24,840	972,238	Herbalife Ltd. <sup>b</sup>	20,417	921,623
Berry Plastics Group Inc. <sup>a</sup>	13,260	292,648	Hi-Tech Pharmacal Co. Inc.	2,624	87,117
Crown Holdings Inc. <sup>a</sup>	34,448	1,416,846	Hyperion Therapeutics Inc. <sup>a,b</sup>	3,817	83,974
Graphic Packaging Holding Co. <sup>a</sup>	50,277	389,144	Idenix Pharmaceuticals Inc. <sup>a,b</sup>	21,691	78,304
Greif Inc. Class A	7,497	394,867	Impax Laboratories Inc. <sup>a,b</sup>	16,088	320,956
Owens-Illinois Inc. <sup>a</sup>	40,090	1,114,101	Infinity Pharmaceuticals Inc. <sup>a,b</sup>	11,467	186,339
Packaging Corp. of America	23,578	1,154,379	Insys Therapeutics Inc. <sup>a</sup>	1,212	16,774
Rock-Tenn Co. Class A	17,636	1,761,484	Ironwood Pharmaceuticals Inc. Class A <sup>a,b</sup>	23,106	229,905
Sealed Air Corp.	47,194	1,130,296	Isis Pharmaceuticals Inc. <sup>a,b</sup>	27,469	738,092
			Jazz Pharmaceuticals PLC <sup>a</sup>	12,420	853,627
			Johnson & Johnson	672,710	57,758,881
			KaloBios Pharmaceuticals Inc. <sup>a</sup>	2,100	11,886

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Keryx Biopharmaceuticals Inc. <sup>a,b</sup>	19,571	\$ 146,195	XenoPort Inc. <sup>a,b</sup>	10,381	\$ 51,386
Lannett Co. Inc. <sup>a,b</sup>	3,807	45,341	Zoetis Inc.	119,737	3,698,676
Lifevantage Corp. <sup>a</sup>	27,187	63,074	Zogenix Inc. <sup>a,b</sup>	12,878	22,021
MannKind Corp. <sup>a,b</sup>	37,373	242,924			274,422,499
McKesson Corp.	54,273	6,214,258	<b>PIPELINES — 0.46%</b>		
Mead Johnson Nutrition Co. Class A	48,491	3,841,942	Crosstex Energy Inc.	11,400	225,264
Medivation Inc. <sup>a,b</sup>	18,788	924,370	Kinder Morgan Inc.	158,615	6,051,162
Merck & Co. Inc.	723,177	33,591,572	ONEOK Inc.	49,361	2,039,103
Mylan Inc. <sup>a</sup>	91,874	2,850,850	SemGroup Corp. Class A	10,025	539,947
Natural Grocers by Vitamin Cottage Inc. <sup>a,b</sup>	1,794	55,614	Spectra Energy Corp.	160,268	5,522,835
Nature's Sunshine Products Inc.	2,829	46,254	Williams Companies Inc. (The)	163,465	5,307,709
Nektar Therapeutics <sup>a,b</sup>	27,426	316,770			19,686,020
Neogen Corp. <sup>a</sup>	5,635	313,081	<b>REAL ESTATE — 0.18%</b>		
Neurocrine Biosciences Inc. <sup>a,b</sup>	15,943	213,317	Alexander & Baldwin Inc. <sup>a</sup>	10,137	402,946
Nutraceutical International Corp.	1,946	39,776	AV Homes Inc. <sup>a,b</sup>	2,383	42,251
Omega Protein Corp. <sup>a</sup>	4,551	40,868	CBRE Group Inc. Class A <sup>a</sup>	66,826	1,561,055
Omnicare Inc.	24,974	1,191,510	Consolidated-Tomoka Land Co.	981	37,435
Omthera Pharmaceuticals Inc. <sup>a</sup>	1,412	18,780	Forest City Enterprises Inc.		
Onyx Pharmaceuticals Inc. <sup>a,b</sup>	17,292	1,501,291	Class A <sup>a</sup>	37,161	665,554
Opko Health Inc. <sup>a,b</sup>	34,050	241,755	Forestar Group Inc. <sup>a,b</sup>	8,286	166,217
Optimer Pharmaceuticals Inc. <sup>a,b</sup>	11,368	164,495	HFF Inc. Class A	7,853	139,548
Orexigen Therapeutics Inc. <sup>a,b</sup>	24,558	143,664	Howard Hughes Corp. (The) <sup>a</sup>	9,461	1,060,483
Osiris Therapeutics Inc. <sup>a,b</sup>	3,904	39,313	Jones Lang LaSalle Inc.	10,514	958,246
Pacira Pharmaceuticals Inc. <sup>a</sup>	6,599	191,371	Kennedy-Wilson Holdings Inc.	12,550	208,832
Patterson Companies Inc.	20,938	787,269	Realogy Holdings Corp. <sup>a</sup>	28,766	1,381,919
Pernix Therapeutics Holdings <sup>a</sup>	2,185	7,888	St. Joe Co. (The) <sup>a</sup>	16,123	339,389
Perrigo Co.	22,546	2,728,066	Thomas Properties Group Inc.	7,783	41,250
Pfizer Inc.	1,601,757	44,865,214	WP Carey Inc.	13,750	909,837
Pharmacyclics Inc. <sup>a,b</sup>	13,875	1,102,646			7,914,962
PharMerica Corp. <sup>a,b</sup>	7,172	99,404	<b>REAL ESTATE INVESTMENT TRUSTS — 3.53%</b>		
Portola Pharmaceuticals Inc. <sup>a</sup>	2,320	57,002	Acadia Realty Trust	12,866	317,662
POZEN Inc. <sup>a,b</sup>	6,231	31,217	AG Mortgage Investment Trust Inc.	7,881	148,242
Progenics Pharmaceuticals Inc. <sup>a,b</sup>	7,270	32,424	Agree Realty Corp.	2,705	79,852
Questcor Pharmaceuticals Inc. <sup>b</sup>	12,892	586,070	Alexander's Inc. <sup>b</sup>	532	156,254
Quintiles Transnational Holdings Inc. <sup>a</sup>	6,522	277,576	Alexandria Real Estate Equities Inc. <sup>b</sup>	17,174	1,128,675
Raptor Pharmaceutical Corp. <sup>a,b</sup>	11,748	109,844	American Assets Trust Inc.	7,944	245,152
Receptos Inc. <sup>a</sup>	1,385	27,548	American Campus Communities Inc.	24,878	1,011,539
Regulus Therapeutics Inc. <sup>a,b</sup>	3,109	30,499	American Capital Agency Corp.	95,411	2,193,499
Repros Therapeutics Inc. <sup>a</sup>	4,378	80,774	American Capital Mortgage Investment Corp.	13,960	250,861
Sagent Pharmaceuticals Inc. a <sup>b</sup>	3,995	83,815	American Realty Capital Properties Inc.	36,887	562,896
Salix Pharmaceuticals Ltd. <sup>a</sup>	14,681	971,148	American Residential Properties Inc. <sup>a</sup>	3,282	56,450
Santarus Inc. <sup>a,b</sup>	13,047	274,639	American Tower Corp.	94,717	6,930,443
Sarepta Therapeutics Inc. <sup>a</sup>	7,643	290,816	AmREIT Inc.	3,872	74,884
SciClone Pharmaceuticals Inc. <sup>a,b</sup>	13,638	67,644	Annaly Capital Management Inc.	226,888	2,851,982
SIGA Technologies Inc. <sup>a,b</sup>	8,092	22,981	Anworth Mortgage Asset Corp.	32,945	184,492
Star Scientific Inc. <sup>a,b</sup>	34,983	48,626	Apartment Investment and Management Co.		
Sucampo Pharmaceuticals Inc. Class A <sup>a,b</sup>	2,534	16,674	Class A	34,533	1,037,371
Supernus Pharmaceuticals Inc. <sup>a,b</sup>	856	5,504	Apollo Commercial Real Estate Finance Inc.	9,388	149,081
Synageva BioPharma Corp. <sup>a,b</sup>	4,092	171,864	Apollo Residential Mortgage Inc.	8,787	144,810
Synergy Pharmaceuticals Inc. <sup>a</sup>	19,294	83,350	Ares Commercial Real Estate Corp.	1,855	23,763
Synta Pharmaceuticals Corp. <sup>a,b</sup>	8,938	44,601	Armada Hoffler Properties Inc.	4,551	53,611
Synutra International Inc. <sup>a</sup>	4,097	20,854	ARMOUR Residential REIT Inc.	89,180	420,038
Targacept Inc. <sup>a</sup>	6,471	27,631	Ashford Hospitality Trust Inc. <sup>b</sup>	13,027	149,159
TESARO Inc. <sup>a</sup>	3,205	104,932	Associated Estates Realty Corp.	11,825	190,146
Tetraphase Pharmaceuticals Inc. <sup>a</sup>	2,758	19,389	AvalonBay Communities Inc.	30,986	4,180,321
TG Therapeutics Inc.	3,058	19,541	Aviv REIT Inc.	2,754	69,649
TherapeuticsMD Inc. <sup>a</sup>	18,694	56,643	BioMed Realty Trust Inc.	45,146	913,304
Theravance Inc. <sup>a,b</sup>	17,482	673,581	Boston Properties Inc.	36,733	3,874,230
Threshold Pharmaceuticals Inc. <sup>a,b</sup>	10,811	56,866	Brandywine Realty Trust <sup>b</sup>	38,509	520,642
USANA Health Sciences Inc. <sup>a,b</sup>	1,452	105,096	BRE Properties Inc. Class A	18,466	923,669
Vanda Pharmaceuticals Inc. <sup>a,b</sup>	6,594	53,280	Camden Property Trust	20,273	1,401,675
VCA Antech Inc. <sup>a</sup>	20,963	546,925			
ViroPharma Inc. <sup>a,b</sup>	15,641	448,115			
VIVUS Inc. <sup>a,b</sup>	23,934	301,090			
Warner Chilcott PLC Class A	60,094	1,194,669			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Campus Crest Communities Inc.	15,496	\$ 178,824	Kimco Realty Corp.	98,344	\$ 2,107,512
CapLease Inc.	21,279	179,595	Kite Realty Group Trust	26,109	157,437
Capstead Mortgage Corp.	23,703	286,806	LaSalle Hotel Properties <sup>b</sup>	22,952	566,914
CBL & Associates Properties Inc.	39,061	836,687	Lexington Realty Trust <sup>b</sup>	40,417	472,071
Cedar Realty Trust Inc.	14,145	73,271	Liberty Property Trust <sup>b</sup>	25,682	949,207
Chambers Street Properties	59,620	596,200	LTC Properties Inc. <sup>b</sup>	8,887	347,037
Chatham Lodging Trust	3,273	56,230	Macerich Co. (The)	32,931	2,007,803
Chesapeake Lodging Trust	12,580	261,538	Mack-Cali Realty Corp.	21,196	519,090
Chimera Investment Corp.	247,270	741,810	Medical Properties Trust Inc.	37,362	535,024
Colonial Properties Trust	21,115	509,294	MFA Financial Inc.	86,002	726,717
Colony Financial Inc.	15,569	309,667	Mid-America Apartment Communities Inc. <sup>b</sup>	10,231	693,355
CommonWealth REIT	28,473	658,296	Monmouth Real Estate Investment Corp. Class A	9,682	95,561
CoreSite Realty Corp.	4,975	158,255	MPG Office Trust Inc. <sup>a</sup>	13,730	43,112
Corporate Office Properties Trust	20,541	523,796	National Health Investors Inc.	5,898	353,054
Corrections Corp. of America	27,528	932,373	National Retail Properties Inc. <sup>b</sup>	27,878	959,003
Cousins Properties Inc.	27,529	278,043	New Residential Investment Corp.	60,597	408,424
CubeSmart <sup>b</sup>	31,905	509,842	New York Mortgage Trust Inc. <sup>b</sup>	15,263	103,331
CYS Investments Inc.	41,953	386,387	NorthStar Realty Finance Corp.	46,829	426,144
DCT Industrial Trust Inc.	67,738	484,327	Omega Healthcare Investors Inc. <sup>b</sup>	27,737	860,402
DDR Corp. <sup>b</sup>	63,235	1,052,863	One Liberty Properties Inc.	2,777	60,983
DiamondRock Hospitality Co. <sup>b</sup>	45,382	422,960	Parkway Properties Inc.	10,433	174,857
Digital Realty Trust Inc. <sup>b</sup>	30,901	1,884,961	Pebblebrook Hotel Trust	14,707	380,176
Douglas Emmett Inc. <sup>b</sup>	33,642	839,368	Pennsylvania Real Estate Investment Trust <sup>b</sup>	16,937	319,771
Duke Realty Corp.	77,236	1,204,109	PennyMac Mortgage Investment Trust <sup>c</sup>	14,647	308,319
DuPont Fabros Technology Inc. <sup>b</sup>	14,685	354,643	Piedmont Office Realty Trust Inc. Class A	40,153	717,936
Dynex Capital Inc.	13,213	134,640	Plum Creek Timber Co. Inc.	39,059	1,822,884
EastGroup Properties Inc. <sup>b</sup>	7,246	407,732	Post Properties Inc.	13,061	646,389
Education Realty Trust Inc.	27,168	277,929	Potlatch Corp.	9,734	393,643
Ellington Residential Mortgage REIT	1,545	27,578	Prologis Inc.	119,321	4,500,788
EPR Properties <sup>b</sup>	11,300	568,051	PS Business Parks Inc.	4,420	318,991
Equity Lifestyle Properties, Inc. <sup>b</sup>	9,943	781,420	Public Storage	34,290	5,257,686
Equity One Inc.	14,419	326,302	RAIT Financial Trust <sup>b</sup>	19,200	144,384
Equity Residential	86,255	5,007,965	Ramco-Gershenson Properties Trust	14,941	232,034
Essex Property Trust Inc. <sup>b</sup>	9,144	1,453,164	Rayonier Inc.	30,183	1,671,836
Excel Trust Inc.	12,182	156,051	Realty Income Corp. <sup>b</sup>	46,325	1,941,944
Extra Space Storage Inc.	26,564	1,113,829	Redwood Trust Inc.	19,030	323,510
Federal Realty Investment Trust	15,451	1,601,960	Regency Centers Corp.	21,613	1,098,157
FelCor Lodging Trust Inc. <sup>a,b</sup>	30,235	178,689	Resource Capital Corp. <sup>b</sup>	34,197	210,312
First Industrial Realty Trust Inc. <sup>b</sup>	25,743	390,521	Retail Opportunity Investments Corp.	16,274	226,209
First Potomac Realty Trust	14,069	183,741	Retail Properties of America Inc. Class A	32,075	458,031
Franklin Street Properties Corp.	22,197	293,000	RLJ Lodging Trust	29,543	664,422
General Growth Properties Inc.	142,390	2,829,289	Rouse Properties Inc. <sup>b</sup>	5,330	104,575
GEO Group Inc. (The)	16,769	569,308	Ryman Hospitality Properties Inc.	10,565	412,141
Getty Realty Corp.	6,253	129,124	Sabra Healthcare REIT Inc.	8,881	231,883
Gladstone Commercial Corp.	2,732	50,924	Saul Centers Inc.	1,808	80,384
Glimcher Realty Trust <sup>b</sup>	33,536	366,213	Select Income REIT	4,136	115,973
Government Properties Income Trust	13,092	330,180	Senior Housing Properties Trust	45,235	1,172,944
Gramercy Property Trust Inc. <sup>a,b</sup>	11,070	49,815	Silver Bay Realty Trust Corp.	3,640	60,278
Hatteras Financial Corp.	23,546	580,173	Simon Property Group Inc.	72,237	11,407,667
HCP Inc.	108,845	4,945,917	SL Green Realty Corp.	21,181	1,867,952
Health Care REIT Inc.	68,148	4,567,960	Sovran Self Storage Inc.	7,898	511,711
Healthcare Realty Trust Inc.	20,897	532,874	Spirit Realty Capital Inc.	13,790	244,359
Healthcare Trust of America Inc. Class A	26,685	299,673	STAG Industrial Inc.	10,274	204,966
Hersha Hospitality Trust	48,510	273,596	Starwood Property Trust Inc.	40,114	992,821
Highwoods Properties Inc.	19,098	680,080	Strategic Hotels & Resorts Inc. <sup>a</sup>	43,362	384,187
Home Properties Inc. <sup>b</sup>	12,576	822,093	Summit Hotel Properties Inc.	16,408	155,056
Hospitality Properties Trust	33,640	884,059	Sun Communities Inc. <sup>b</sup>	8,636	429,727
Host Hotels & Resorts Inc.	178,357	3,008,883	Sunstone Hotel Investors Inc. <sup>a</sup>	38,489	464,947
Hudson Pacific Properties Inc.	11,281	240,060	Tanger Factory Outlet Centers Inc.	22,316	746,693
Inland Real Estate Corp.	18,572	189,806	Taubman Centers Inc.	13,046	980,407
Invesco Mortgage Capital Inc.	32,096	531,510	Terreno Realty Corp.	4,604	85,312
Investors Real Estate Trust	21,831	187,747	Two Harbors Investment Corp.	86,219	883,745
iStar Financial Inc. <sup>a,b</sup>	20,289	229,063	UDR Inc.	58,122	1,481,530
Javelin Mortgage Investment Corp. <sup>b</sup>	2,771	39,043	UMH Properties Inc.	3,102	31,858
Kilroy Realty Corp.	17,954	951,742	Universal Health Realty Income Trust <sup>b</sup>	2,895	124,861

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Urstadt Biddle Properties Inc. Class A <sup>b</sup>	5,913	\$ 119,265	Destination Maternity Corp.	3,240	\$ 79,704
Ventas Inc.	70,211	4,876,856	Destination XL Group Inc. <sup>a,b</sup>	9,913	62,848
Vornado Realty Trust	44,739	3,706,626	Dick's Sporting Goods Inc.	23,957	1,199,287
Washington Real Estate Investment Trust	15,973	429,833	Dillard's Inc. Class A	6,465	529,936
Weingarten Realty Investors <sup>b</sup>	29,213	898,884	DineEquity Inc.	3,696	254,544
Western Asset Mortgage Capital Corp.	8,133	142,002	Diversified Restaurant Holdings Inc. <sup>a</sup>	2,568	20,441
Weyerhaeuser Co.	131,162	3,736,805	Dollar General Corp. <sup>a</sup>	78,364	3,951,897
Whitestone REIT Class B	3,365	53,032	Dollar Tree Inc. <sup>a</sup>	53,607	2,725,380
Winthrop Realty Trust <sup>b</sup>	7,064	84,980	Domino's Pizza Inc.	13,472	783,397
		151,584,921	DSW Inc. Class A	8,527	626,479
<b>RETAIL — 6.35%</b>			Dunkin' Brands Group Inc.	25,529	1,093,152
Abercrombie & Fitch Co. Class A	18,865	853,641	Einstein Noah Restaurant Group Inc.	1,602	22,748
Advance Auto Parts Inc.	17,690	1,435,897	Express Inc. <sup>a,b</sup>	21,467	450,163
Aeropostale Inc. <sup>a</sup>	19,536	269,597	EZCORP Inc. Class A NVS <sup>a</sup>	11,520	194,458
AFC Enterprises Inc. <sup>a</sup>	5,866	210,824	Family Dollar Stores Inc.	23,381	1,456,870
America's Car-Mart Inc. <sup>a,b</sup>	1,908	82,502	Fiesta Restaurant Group Inc. <sup>a,b</sup>	4,747	163,249
American Eagle Outfitters Inc.	47,140	860,776	Fifth & Pacific Companies Inc. <sup>a</sup>	29,568	660,549
ANN INC. <sup>a</sup>	11,732	389,502	Finish Line Inc. (The) Class A	12,207	266,845
Asbury Automotive Group Inc. <sup>a,b</sup>	7,464	299,306	First Cash Financial Services Inc. <sup>a,b</sup>	6,879	338,516
Ascena Retail Group Inc. <sup>a</sup>	29,472	514,286	Five Below Inc. <sup>a,b</sup>	7,854	288,713
AutoNation Inc. <sup>a,b</sup>	12,171	528,100	Foot Locker Inc.	36,531	1,283,334
AutoZone Inc. <sup>a</sup>	8,494	3,598,823	Francesca's Holdings Corp. <sup>a,b</sup>	10,544	293,018
Barnes & Noble Inc. <sup>a</sup>	9,677	154,445	Fred's Inc. Class A	8,825	136,699
bebe stores inc.	9,037	50,698	GameStop Corp. Class A	28,466	1,196,426
Bed Bath & Beyond Inc. <sup>a,b</sup>	52,349	3,711,544	Gap Inc. (The)	66,864	2,790,235
Best Buy Co. Inc.	64,729	1,769,044	Genesco Inc. <sup>a,b</sup>	5,899	395,174
Big 5 Sporting Goods Corp.	3,950	86,703	GNC Holdings Inc. Class A	23,546	1,040,969
Big Lots Inc. <sup>a</sup>	14,556	458,951	Gordmans Stores Inc. <sup>a,b</sup>	2,024	27,547
Biglari Holdings Inc. <sup>a,b</sup>	301	123,530	Group 1 Automotive Inc.	5,501	353,879
BJ's Restaurants Inc. <sup>a,b</sup>	5,914	219,409	Guess? Inc.	14,213	441,029
Bloomin' Brands Inc. <sup>a</sup>	13,247	329,585	Haverty Furniture Companies Inc.	4,462	102,671
Bob Evans Farms Inc.	6,998	328,766	hhgregg Inc. <sup>a,b</sup>	3,740	59,728
Body Central Corp. <sup>a,b</sup>	3,883	51,722	Hibbett Sports Inc. <sup>a,b</sup>	6,325	351,037
Bon-Ton Stores Inc. (The)	3,256	58,771	Home Depot Inc. (The)	349,850	27,102,879
Bravo Brio Restaurant Group Inc. <sup>a,b</sup>	4,705	83,843	HSN Inc.	8,100	435,132
Brinker International Inc.	16,896	666,209	Ignite Restaurant Group Inc. <sup>a</sup>	1,616	30,494
Brown Shoe Co. Inc.	10,402	223,955	J.C. Penney Co. Inc. <sup>a</sup>	40,954	699,494
Buckle Inc. (The) <sup>b</sup>	6,633	345,049	Jack in the Box Inc. <sup>a</sup>	10,701	420,442
Buffalo Wild Wings Inc. <sup>a,b</sup>	4,454	437,205	Jamba Inc. <sup>a</sup>	3,337	49,821
Burger King Worldwide Inc.	24,036	468,942	Jos. A. Bank Clothiers Inc. <sup>a,b</sup>	6,682	276,100
Cabela's Inc. <sup>a</sup>	11,396	738,005	Kirkland's Inc. <sup>a,b</sup>	3,041	52,457
CarMax Inc. <sup>a</sup>	53,781	2,482,531	Kohl's Corp.	53,169	2,685,566
Carrols Restaurant Group Inc. <sup>a</sup>	3,686	23,812	Krispy Kreme Doughnuts Inc. <sup>a,b</sup>	14,614	255,014
Casey's General Stores Inc.	9,157	550,885	L Brands Inc.	57,483	2,831,038
Cash America International Inc. <sup>b</sup>	7,044	320,220	Lithia Motors Inc. Class A	5,193	276,839
Cato Corp. (The) Class A	6,616	165,135	Lowe's Companies Inc.	260,691	10,662,262
CEC Entertainment Inc.	4,395	180,371	Luby's Inc. <sup>a,b</sup>	4,974	42,030
Cheesecake Factory Inc. (The)	12,922	541,303	Lumber Liquidators Holdings Inc. <sup>a</sup>	6,587	512,930
Chico's FAS Inc.	40,359	688,525	Macy's Inc.	91,894	4,410,912
Children's Place Retail Stores Inc. (The) <sup>a</sup>	5,788	317,182	MarineMax Inc. <sup>a,b</sup>	4,856	55,018
Chipotle Mexican Grill Inc. <sup>a</sup>	7,402	2,696,919	Mattress Firm Holding Corp. <sup>a,b</sup>	4,320	174,096
Christopher & Banks Corp. <sup>a</sup>	8,698	58,625	McDonald's Corp.	240,104	23,770,296
Chuy's Holdings Inc. <sup>a</sup>	3,886	148,989	Men's Wearhouse Inc. (The)	12,229	462,868
Citi Trends Inc. <sup>a,b</sup>	3,528	51,262	MSC Industrial Direct Co. Inc. Class A	11,323	877,080
Conn's Inc. <sup>a,b</sup>	5,375	278,210	Nathan's Famous Inc. <sup>a,b</sup>	665	34,746
Copart Inc. <sup>a</sup>	26,750	823,900	New York & Co. Inc. <sup>a,b</sup>	6,392	40,589
Costco Wholesale Corp.	104,509	11,555,560	Nordstrom Inc.	34,733	2,081,896
Cracker Barrel Old Country Store Inc.	4,604	435,815	Nu Skin Enterprises Inc. Class A	13,990	855,069
CST Brands Inc. <sup>a</sup>	14,818	456,543	O'Reilly Automotive Inc. <sup>a</sup>	26,458	2,979,700
CVS Caremark Corp.	293,233	16,767,063	Office Depot Inc. <sup>a,b</sup>	58,932	228,067
Darden Restaurants Inc.	30,957	1,562,709	OfficeMax Inc.	20,941	214,226
Del Frisco's Restaurant Group Inc. <sup>a</sup>	4,540	97,201	Pacific Sunwear of California Inc. <sup>a</sup>	11,056	40,354
Denny's Corp. <sup>a,b</sup>	23,059	129,592	Panera Bread Co. Class A <sup>a</sup>	6,836	1,271,086
			Pantry Inc. (The) <sup>a</sup>	5,639	68,683
			Papa John's International Inc. <sup>a,b</sup>	3,836	250,759

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
PC Connection Inc.	2,166	\$ 33,465	BBX Capital Corp. <sup>a</sup>	1,728	\$ 22,308
Penske Automotive Group Inc.	10,155	310,134	Beneficial Mutual Bancorp Inc. <sup>a</sup>	7,841	65,864
Pep Boys — Manny, Moe & Jack (The) <sup>a</sup>	12,695	147,008	Berkshire Hills Bancorp Inc.	5,883	163,312
PetMed Express Inc.	4,770	60,102	BofI Holding Inc. <sup>a,b</sup>	2,701	123,760
PetSmart Inc.	24,839	1,663,965	Brookline Bancorp Inc.	16,834	146,119
Pier 1 Imports Inc.	23,289	547,059	Capitol Federal Financial Inc.	35,675	433,095
PriceSmart Inc.	4,371	383,031	Charter Financial Corp.	5,449	54,926
PVH Corp.	19,410	2,427,220	Clifton Savings Bancorp Inc. <sup>b</sup>	1,998	23,676
RadioShack Corp. <sup>b</sup>	23,835	75,319	Dime Community Bancshares Inc.	7,517	115,160
Red Robin Gourmet Burgers Inc. <sup>a,b</sup>	3,533	194,951	ESB Financial Corp.	2,988	36,244
Regis Corp.	11,380	186,860	ESSA Bancorp Inc.	2,130	23,345
Restoration Hardware Holdings Inc. <sup>a,b</sup>	4,236	317,700	EverBank Financial Corp.	19,277	319,227
Rite Aid Corp. <sup>a</sup>	174,873	500,137	First Defiance Financial Corp.	2,313	52,158
Ross Stores Inc.	52,643	3,411,793	First Federal Bancshares of Arkansas Inc. <sup>a</sup>	865	6,834
Roundsy's Inc.	4,974	41,433	First Financial Holdings Inc.	3,871	82,104
Ruby Tuesday Inc. <sup>a,b</sup>	15,284	141,071	First Financial Northwest Inc.	3,847	39,663
rue21 Inc. <sup>a,b</sup>	3,656	152,126	First Niagara Financial Group Inc.	84,592	851,841
Rush Enterprises Inc. Class A <sup>a,b</sup>	7,995	197,876	First PacTrust Bancorp Inc.	2,396	32,538
Ruth's Hospitality Group Inc. <sup>b</sup>	8,268	99,795	Flagstar Bancorp Inc. <sup>a</sup>	4,753	66,352
Saks Inc. <sup>a</sup>	26,316	358,950	Flushing Financial Corp.	7,379	121,385
Sally Beauty Holdings Inc. <sup>a</sup>	40,660	1,264,526	Fox Chase Bancorp Inc.	2,912	49,504
Sears Holdings Corp. <sup>a,b</sup>	10,379	436,748	Hingham Institution for Savings	290	19,685
Sears Hometown and Outlet Stores Inc. <sup>a,b</sup>	1,890	82,631	Home Bancorp Inc. <sup>a,b</sup>	1,661	30,729
Shoe Carnival Inc.	3,446	82,738	Home Federal Bancorp Inc.	3,618	46,093
Signet Jewelers Ltd.	19,371	1,306,187	HomeStreet Inc.	2,090	44,831
Sonic Automotive Inc. Class A	9,679	204,614	HomeTrust Bancshares Inc. <sup>a,b</sup>	5,316	90,159
Sonic Corp. <sup>a,b</sup>	14,516	211,353	Hudson City Bancorp Inc.	127,157	1,164,758
Stage Stores Inc.	7,336	172,396	Investors Bancorp Inc.	10,606	223,574
Staples Inc.	159,002	2,521,772	Kearny Financial Corp. <sup>a</sup>	3,648	38,268
Starbucks Corp.	179,308	11,742,881	Meridian Interstate Bancorp Inc. <sup>a</sup>	2,051	38,620
Stein Mart Inc.	6,453	88,083	Meta Financial Group Inc.	1,316	34,584
Steinway Musical Instruments Inc. <sup>a</sup>	1,692	51,488	NASB Financial Inc. <sup>a,b</sup>	1,009	26,406
Susser Holdings Corp. <sup>a,b</sup>	4,322	206,937	New York Community Bancorp Inc.	105,638	1,478,932
Systemax Inc.	2,810	26,442	Northfield Bancorp Inc	13,941	163,389
Target Corp.	153,685	10,582,749	Northwest Bancshares Inc.	23,377	315,823
Texas Roadhouse Inc.	14,978	374,750	OceanFirst Financial Corp.	3,459	53,787
Tiffany & Co.	26,754	1,948,761	Oritani Financial Corp.	10,873	170,489
Tile Shop Holdings Inc. (The) <sup>a</sup>	4,420	128,003	Pacific Premier Bancorp Inc. <sup>a</sup>	3,697	45,177
Tilly's Inc. Class A <sup>a</sup>	2,190	35,040	People's United Financial Inc.	79,925	1,190,883
TJX Companies Inc. (The)	172,380	8,629,343	Provident Financial Holdings Inc.	2,375	37,715
Tractor Supply Co.	16,714	1,965,734	Provident Financial Services Inc.	14,462	228,210
Trans World Entertainment Corp.	2,536	12,325	Provident New York Bancorp	9,554	89,234
Tuesday Morning Corp. <sup>a,b</sup>	10,127	105,017	Rockville Financial Inc.	6,870	89,860
Ulta Salon, Cosmetics & Fragrance Inc. <sup>a</sup>	15,225	1,524,936	Roma Financial Corp.	1,769	32,125
Urban Outfitters Inc. <sup>a</sup>	25,622	1,030,517	Territorial Bancorp Inc.	2,640	59,690
Vera Bradley Inc. <sup>a,b</sup>	4,741	102,690	TFS Financial Corp. <sup>a</sup>	19,524	218,669
Vitamin Shoppe Inc. <sup>a</sup>	7,072	317,108	United Community Financial Corp. <sup>a</sup>	9,487	44,115
Wal-Mart Stores Inc.	385,665	28,728,186	United Financial Bancorp Inc.	5,215	79,007
Walgreen Co.	226,916	10,029,687	Washington Federal Inc.	25,648	484,234
Wendy's Co. (The)	67,184	391,683	Waterstone Financial Inc. <sup>a,b</sup>	1,811	18,400
West Marine Inc. <sup>a,b</sup>	3,473	38,203	Westfield Financial Inc.	5,734	40,138
Wet Seal Inc. Class A <sup>a,b</sup>	21,363	100,620	WSFS Financial Corp.	1,829	95,821
Williams-Sonoma Inc.	23,397	1,307,658			9,851,046
Winmark Corp.	553	35,873	<b>SEMICONDUCTORS — 2.76%</b>		
World Fuel Services Corp.	17,304	691,814	Advanced Micro Devices Inc. <sup>a,b</sup>	150,885	615,611
Yum! Brands Inc.	107,733	7,470,206	Aeroflex Holding Corp. <sup>a,b</sup>	4,658	36,752
Zale Corp. <sup>a</sup>	7,778	70,780	Alpha & Omega Semiconductor Ltd. <sup>a,b</sup>	4,168	31,844
Zumiez Inc. <sup>a,b</sup>	5,264	151,340	Altera Corp.	76,672	2,529,409
		272,892,661	Ambarella Inc. <sup>a,b</sup>	4,431	74,574
<b>SAVINGS &amp; LOANS — 0.23%</b>			Amkor Technology Inc. <sup>a,b</sup>	17,664	74,365
Astoria Financial Corp.	20,856	224,828	ANADIGICS Inc. <sup>a,b</sup>	17,561	38,634
Bank Mutual Corp.	10,820	61,025	Analog Devices Inc.	73,803	3,325,563
BankFinancial Corp.	4,985	42,373	Applied Materials Inc.	287,775	4,290,725

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

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<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
Applied Micro Circuits Corp.a,b	14,845	\$ 130,636	Rambus Inc.a,b	26,540	\$ 227,979
Atmel Corp.a,b	102,654	754,507	Richardson Electronics Ltd.	2,992	35,126
ATMI Inc.a,b	7,656	181,064	Rovi Corp. <sup>a</sup>	24,771	565,770
Avago Technologies Ltd.	58,918	2,202,355	Rubicon Technology Inc.a,b	4,147	33,217
Axcelis Technologies Inc. <sup>a</sup>	24,978	45,460	Rudolph Technologies Inc.a,b	7,834	87,741
Broadcom Corp. Class A	136,751	4,616,714	Semtech Corp.a,b	15,754	551,863
Brooks Automation Inc.	15,891	154,619	Sigma Designs Inc. <sup>a</sup>	7,999	40,395
Cabot Microelectronics Corp. <sup>a</sup>	5,586	184,394	Silicon Image Inc.a,b	19,996	116,977
Cavium Inc. <sup>a</sup>	11,911	421,292	Silicon Laboratories Inc. <sup>a</sup>	10,261	424,908
CEVA Inc.a,b	5,519	106,848	Skyworks Solutions Inc.a,b	45,599	998,162
Cirrus Logic Inc.a,b	15,521	269,445	SunEdison Inc. <sup>a</sup>	55,861	456,384
Cohu Inc.	5,609	70,113	Supertex Inc.	2,455	58,699
Cree Inc. <sup>a</sup>	27,971	1,786,228	Teradyne Inc.a,b	44,793	787,013
Cypress Semiconductor Corp.	35,214	377,846	Tessera Technologies Inc.	12,465	259,272
Diodes Inc. <sup>a</sup>	8,446	219,343	Texas Instruments Inc.	265,634	9,262,658
DSP Group Inc.a,b	5,570	46,287	TriQuint Semiconductor Inc.a,b	40,442	280,263
Emulex Corp. <sup>a</sup>	21,000	136,920	Ultra Clean Holdings Inc.a,b	5,923	35,834
Entegris Inc. <sup>a</sup>	32,955	309,447	Ultratech Inc.a,b	6,290	230,969
Entropic Communications Inc.a,b	21,300	90,951	Veeco Instruments Inc.a,b	9,292	329,123
Exar Corp.a,b	9,011	97,048	Volterra Semiconductor Corp.a,b	6,103	86,174
Fairchild Semiconductor International Inc. <sup>a</sup>	30,686	423,467	Xilinx Inc.	63,747	2,525,019
First Solar Inc.a,b	14,517	649,345			118,736,202
FormFactor Inc. <sup>a</sup>	11,871	80,129	<b>SHIPBUILDING — 0.02%</b>		
Freescale Semiconductor Ltd. <sup>a</sup>	12,060	163,413	Huntington Ingalls Industries Inc.	11,850	669,288
GSI Technology Inc.a,b	4,730	29,894			669,288
GT Advanced Technologies Inc.a,b	28,677	119,010	<b>SOFTWARE — 3.83%</b>		
Hittite Microwave Corp.a,b	7,579	439,582	Accelrys Inc. <sup>a</sup>	13,464	113,098
Inphi Corp.a,b	5,614	61,754	ACI Worldwide Inc. <sup>a</sup>	9,559	444,302
Integrated Device Technology Inc.a,b	34,100	270,754	Activision Blizzard Inc.	101,849	1,452,367
Integrated Silicon Solution Inc.a,b	6,608	72,424	Actuate Corp.a,b	11,839	78,611
Intel Corp.	1,190,522	28,834,443	Axiom Corp.a,b	18,440	418,219
Intermolecular Inc.a,b	3,368	24,485	Adobe Systems Inc. <sup>a</sup>	119,924	5,463,737
International Rectifier Corp. <sup>a</sup>	16,617	347,960	Advent Software Inc.a	7,539	264,317
Intersil Corp. Class A	30,573	239,081	Akamai Technologies Inc. <sup>a</sup>	42,557	1,810,800
IXYS Corp.	5,997	66,327	Allscripts Healthcare Solutions Inc. <sup>a</sup>	41,153	532,520
KLA-Tencor Corp.	39,728	2,214,041	American Software Inc. Class A	5,710	49,620
Kopin Corp.a,b	16,135	59,861	ANSYS Inc. <sup>a</sup>	22,543	1,647,893
Lam Research Corp. <sup>a</sup>	38,969	1,727,885	Aspen Technology Inc. <sup>a</sup>	22,441	646,076
Lattice Semiconductor Corp.a,b	28,159	142,766	athenahealth Inc.a,b	8,652	732,997
Linear Technology Corp.	55,659	2,050,478	Audience Inc.a,b	1,485	19,617
LSI Corp. <sup>a</sup>	131,616	939,738	Autodesk Inc. <sup>a</sup>	53,742	1,824,003
LTX-Credence Corp.a,b	11,642	69,736	AVG Technologies <sup>a,b</sup>	5,732	111,487
Marvell Technology Group Ltd.	94,492	1,106,501	Avid Technology Inc.a,b	7,308	42,971
Maxim Integrated Products Inc.	69,710	1,936,544	Blackbaud Inc.	10,826	352,603
MaxLinear Inc. Class A <sup>a</sup>	5,357	37,499	BMC Software Inc. <sup>a</sup>	34,453	1,555,208
Micrel Inc.	11,638	114,983	Bottomline Technologies Inc.a,b	8,358	211,374
Microchip Technology Inc.	46,867	1,745,796	Broadridge Financial Solutions Inc.	29,032	771,671
Micron Technology Inc. <sup>a</sup>	246,703	3,535,254	CA Inc.	78,535	2,248,457
Microsemi Corp. <sup>a</sup>	21,338	485,439	Callidus Software Inc.a,b	8,337	54,941
Mindspeed Technologies Inc.a,b	8,809	28,541	Cerner Corp. <sup>a</sup>	35,512	3,412,348
MKS Instruments Inc.	12,625	335,067	Citrix Systems Inc.a	44,911	2,709,481
Monolithic Power Systems Inc.	8,808	212,361	CommVault Systems Inc. <sup>a</sup>	11,131	844,732
MoSys Inc.a,b	8,614	34,628	Computer Programs and Systems Inc.	2,663	130,860
Nanometrics Inc.a,b	5,628	82,563	Compuware Corp.	52,468	543,044
NVIDIA Corp.	139,799	1,961,380	Concur Technologies Inc.a,b	10,961	892,006
OmniVision Technologies Inc.a,b	12,476	232,677	Cornerstone OnDemand Inc. <sup>a</sup>	9,668	418,528
ON Semiconductor Corp. <sup>a</sup>	109,428	884,178	CSG Systems International Inc.a,b	8,139	176,616
Peregrine Semiconductor Corp.a,b	6,330	69,060	Demandware Inc.a,b	3,851	163,321
Pericom Semiconductor Corp.a,b	5,513	39,253	Digi International Inc.a,b	6,286	58,900
Photronics Inc.a,b	14,357	115,717	Digital River Inc.a,b	8,854	166,190
PLX Technology Inc.a,b	9,766	46,486	Dun & Bradstreet Corp. (The)	9,567	932,304
PMC-Sierra Inc.a,b	50,031	317,697			
Power Integrations Inc.	6,828	276,944			
QLogic Corp. <sup>a</sup>	23,359	223,312			
QUALCOMM Inc.	413,805	25,275,209			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
E2open Inc.a,b	3,535	\$ 61,863	Verint Systems Inc.a,b	12,618	\$ 447,560
Ebiz Inc.b	6,886	63,764	VMware Inc. Class Aa	20,479	1,371,888
Electronic Arts Inc.a	71,741	1,647,891	Workday Inc. Class Aa,b	8,870	568,478
Envestnet Inc.a,b	5,021	123,517			164,480,157
EPAM Systems Inc.a,b	5,235	142,287	<b>STORAGE &amp; WAREHOUSING — 0.01%</b>		
EPIQ Systems Inc.	7,696	103,665	Mobile Mini Inc.a,b	9,167	303,886
Fair Isaac Corp.	8,209	376,218	Wesco Aircraft Holdings Inc.a	9,861	183,119
Fidelity National Information Services Inc.	70,198	3,007,282			487,005
Fiserv Inc.a	31,892	2,787,680	<b>TELECOMMUNICATIONS — 3.76%</b>		
Glu Mobile Inc.a,b	13,037	28,681	8x8 Inc.a,b	17,009	140,154
Greenway Medical Technologies Inc.a	1,855	22,891	ADTRAN Inc.	14,196	349,364
Guidance Software Inc.a,b	3,592	31,394	Alliance Fiber Optic Products Inc.	1,379	27,594
Guidewire Software Inc.a,b	10,043	422,308	Amdocs Ltd.	38,552	1,429,894
Imperva Inc.a,b	4,835	217,768	Anaren Inc.a,b	3,335	76,505
inContact Inc.a,b	17,910	147,220	Anixter International Inc.a	6,790	514,750
Infoblox Inc.a	11,992	350,886	ARRIS Group Inc.a	27,087	388,698
Informatica Corp.a	26,068	911,859	Aruba Networks Inc.a,b	26,835	412,186
InnerWorkings Inc.a,b	10,618	115,205	AT&T Inc.	1,288,474	45,611,980
Interactive Intelligence Group Inc.a,b	3,590	185,244	Atlantic Tele-Network Inc.	2,131	105,825
Intuit Inc.	71,007	4,333,557	Aviat Networks Inc.a,b	14,270	37,387
Jive Software Inc.a,b	9,482	172,288	Black Box Corp.	4,216	106,749
ManTech International Corp. Class A	5,572	145,541	CalAmp Corp.a,b	6,928	101,149
Market Leader Inc.a,b	5,337	57,106	Calix Inc.a,b	9,551	96,465
MedAssets Inc.a,b	14,025	248,804	Cbeyond Inc.a,b	6,783	53,179
Medidata Solutions Inc.a,b	6,313	488,942	CenturyLink Inc.	145,863	5,156,257
Microsoft Corp.	2,000,034	69,061,174	Ciena Corp.a,b	23,817	462,526
MicroStrategy Inc. Class Aa	2,028	176,355	Cincinnati Bell Inc.a,b	47,071	144,037
Model N Inc.a	1,943	45,388	Cisco Systems Inc.	1,279,932	31,115,147
Monotype Imaging Holdings Inc.	8,907	226,327	Clearwire Corp. Class Aa	132,035	657,534
MSCI Inc. Class Aa	29,245	972,981	Comtech Telecommunications Corp.	4,312	115,950
NetSuite Inc.a	8,276	759,240	Converse Inc.a	5,184	154,276
Nuance Communications Inc.a,b	62,604	1,150,662	Consolidated Communications Holdings Inc.	9,603	167,188
Omnicell Inc.a	8,014	164,688	Corning Inc.	353,273	5,027,075
Oracle Corp.	850,305	26,121,370	Crown Castle International Corp.a	70,357	5,093,143
PDF Solutions Inc.a,b	5,865	108,092	Cyan Inc.a	1,916	20,022
Pegasystems Inc.	4,153	137,547	DigitalGlobe Inc.a,b	17,839	553,187
Planet Payment Inc.a	10,179	28,094	EarthLink Inc.	25,433	157,939
Progress Software Corp.a	13,205	303,847	EchoStar Corp. Class Aa	9,335	365,092
Proofpoint Inc.a,b	5,225	126,602	Extreme Networks Inc.a,b	22,523	77,704
PROS Holdings Inc.a	5,248	157,178	Fairpoint Communications Inc.a,b	5,092	42,518
PTC Inc.a	28,798	706,415	Finisar Corp.a,b	21,877	370,815
QAD Inc. Class A	1,542	17,702	Frontier Communications Corp.b	240,043	972,174
QLIK Technologies Inc.a	20,526	580,270	General Communication Inc. Class Aa	8,806	68,951
Quality Systems Inc.	9,516	178,044	Globecom Systems Inc.a,b	5,571	70,417
Rally Software Development Corp.a	1,653	41,027	Harmonic Inc.a,b	24,375	154,781
RealPage Inc.a,b	11,146	204,418	Harris Corp.	26,244	1,292,517
Red Hat Inc.a	45,408	2,171,411	Hawaiian Telcom Holdco Inc.a,b	2,483	62,472
Rosetta Stone Inc.a	2,588	38,147	Hickory Tech Corp.	3,176	33,761
Salesforce.com Inc.a	141,286	5,394,300	IDT Corp. Class B	3,649	68,200
Sapiens International Corp.	3,349	19,223	Infinera Corp.a,b	26,318	280,813
Schawk Inc.	2,769	36,357	Inteliquent Inc.	7,120	40,940
SciQuest Inc.a	5,454	136,623	Intelsat SAa	5,361	107,220
SeaChange International Inc.a,b	6,900	80,799	InterDigital Inc.	9,855	440,026
ServiceNow Inc.a,b	18,908	763,694	IPG Photonics Corp.b	7,673	465,981
SolarWinds Inc.a	15,687	608,812	Iridium Communications Inc.a,b	15,373	119,294
Solera Holdings Inc.	16,763	932,861	Ixiaa,b	13,525	248,860
SS&C Technologies Holdings Inc.a,b	13,952	459,021	JDS Uniphase Corp.a	55,519	798,363
Synchronoss Technologies Inc.a,b	6,614	204,174	Juniper Networks Inc.a	121,244	2,341,222
SYNNEX Corp.a,b	6,308	266,702	KVH Industries Inc.a,b	3,506	46,665
Tableau Software Inc. Class Aa	2,259	125,194	Leap Wireless International Inc.a,b	12,711	85,545
Take-Two Interactive Software Inc.a	18,775	281,062	Level 3 Communications Inc.a,b	39,141	825,092
Tangoe Inc.a,b	7,161	110,494			
Tyler Technologies Inc.a	7,221	495,000			
Ultimate Software Group Inc. (The)a,b	6,620	776,460			
VeriFone Systems Inc.a	25,901	435,396			

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
LogMeIn Inc. <sup>a,b</sup>	5,304	\$ 129,736	<b>TRANSPORTATION — 1.65%</b>		
Loral Space & Communications Inc.	3,118	187,018	Air Transport Services Group Inc. <sup>a,b</sup>	12,661	\$ 83,689
Lumos Networks Corp.	3,528	60,329	Arkansas Best Corp.	6,006	137,838
Motorola Solutions Inc.	57,985	3,347,474	Atlas Air Worldwide Holdings Inc. <sup>a,b</sup>	6,369	278,707
Neonode Inc. <sup>a</sup>	5,423	32,267	Bristow Group Inc.	8,601	561,817
NeoPhotonics Corp. <sup>a,b</sup>	4,717	40,991	C.H. Robinson Worldwide Inc.	38,453	2,165,288
NETGEAR Inc. <sup>a,b</sup>	9,104	278,036	CAI International Inc. <sup>a,b</sup>	4,113	96,943
NeuStar Inc. Class A <sup>a</sup>	15,753	766,856	Celadon Group Inc.	4,721	86,158
NII Holdings Inc. <sup>a,b</sup>	41,354	275,831	Con-way Inc.	13,455	524,207
NTELOS Holdings Corp.	3,533	58,153	CSX Corp.	244,752	5,675,799
Numerex Corp. Class A <sup>a,b</sup>	2,571	28,692	Echo Global Logistics Inc. <sup>a,b</sup>	3,555	69,287
Oplink Communications Inc. <sup>a,b</sup>	4,598	79,867	ERA Group Inc. <sup>a,b</sup>	5,085	132,973
ORBCOMM Inc. <sup>a,b</sup>	9,065	40,702	Expeditors International of Washington Inc.	49,481	1,880,773
Palo Alto Networks Inc. <sup>a</sup>	7,984	336,605	FedEx Corp.	75,889	7,481,138
ParkerVision Inc. <sup>a,b</sup>	18,274	83,147	Forward Air Corp.	6,985	267,386
Plantronics Inc.	10,169	446,623	Frontline Ltd. <sup>a,b</sup>	12,156	21,516
Polycom Inc. <sup>a</sup>	42,794	451,049	GasLog Ltd. <sup>b</sup>	5,640	72,192
Preformed Line Products Co.	593	39,322	Genesee & Wyoming Inc. Class A <sup>a,b</sup>	10,367	879,536
Premiere Global Services Inc. <sup>a,b</sup>	11,972	144,502	Golar LNG Ltd. <sup>b</sup>	10,455	333,410
Primus Telecommunications Group Inc.	2,912	34,769	GulfMark Offshore Inc. Class A	6,429	289,884
Procura Networks Inc. <sup>a,b</sup>	4,579	62,870	Heartland Express Inc.	11,512	159,671
RF Micro Devices Inc. <sup>a</sup>	66,847	357,631	Hub Group Inc. Class A <sup>a</sup>	8,943	325,704
RigNet Inc. <sup>a,b</sup>	2,949	75,141	International Shipholding Corp.	1,255	29,279
Ruckus Wireless Inc. <sup>a,b</sup>	10,427	133,570	J.B. Hunt Transport Services Inc.	21,756	1,571,653
SBA Communications Corp. Class A <sup>a</sup>	30,558	2,264,959	Kansas City Southern Industries Inc.	26,557	2,813,980
Shenandoah Telecommunications Co.	5,600	93,408	Kirby Corp. <sup>a</sup>	13,410	1,066,631
ShoreTel Inc. <sup>a</sup>	11,806	47,578	Knight Transportation Inc.	13,836	232,722
Sonus Networks Inc. <sup>a,b</sup>	50,765	152,803	Knightsbridge Tankers Ltd.	5,910	43,498
Sprint Nextel Corp. <sup>a</sup>	581,035	4,078,866	Landstar System Inc.	11,341	584,062
Symmetricom Inc. <sup>a,b</sup>	10,163	45,632	Marten Transport Ltd.	5,497	86,138
T-Mobile US Inc.	41,259	1,023,636	Matson Inc.	10,176	254,400
TeleNav Inc. <sup>a</sup>	3,859	20,183	Nordic American Tankers Ltd. <sup>b</sup>	12,855	97,312
Telephone & Data Systems Inc.	22,933	565,298	Norfolk Southern Corp.	75,461	5,482,242
Tellabs Inc.	88,444	175,119	Old Dominion Freight Line Inc. <sup>a</sup>	17,167	714,491
TESSCO Technologies Inc.	1,276	33,686	Pacer International Inc. <sup>a</sup>	8,225	51,900
tw telecom inc. <sup>a</sup>	36,181	1,018,133	Patriot Transportation Holding Inc. <sup>a,b</sup>	1,486	44,639
Ubiquiti Networks Inc.	2,539	44,534	PHI Inc. <sup>a,b</sup>	3,223	110,549
United States Cellular Corp.	3,304	121,224	Quality Distribution Inc. <sup>a,b</sup>	5,158	45,597
USA Mobility Inc.	4,897	66,452	Roadrunner Transportation Systems Inc. <sup>a,b</sup>	4,225	117,624
Verizon Communications Inc.	685,191	34,492,515	Ryder System Inc.	12,352	750,878
Viasat Inc. <sup>a,b</sup>	9,476	677,155	Saia Inc. <sup>a</sup>	5,815	174,276
Vonage Holdings Corp. <sup>a,b</sup>	35,232	99,707	Scorpio Tankers Inc.	38,899	349,313
Vringo Inc. <sup>a</sup>	16,057	50,901	Ship Finance International Ltd.	11,617	172,396
West Corp.	5,102	112,958	Swift Transportation Co. <sup>a,b</sup>	19,012	314,458
Westell Technologies Inc. Class A <sup>a,b</sup>	12,538	29,966	Teekay Corp.	8,717	354,172
Windstream Corp.	141,528	1,091,181	Teekay Tankers Ltd. Class A	15,160	39,871
		161,452,658	Tidewater Inc.	11,853	675,265
<b>TEXTILES — 0.08%</b>			Ultrapetrol (Bahamas) Ltd. <sup>a</sup>	5,118	14,586
Cintas Corp.	24,935	1,135,540	Union Pacific Corp.	111,791	17,247,116
Culp Inc.	2,092	36,380	United Parcel Service Inc. Class B	173,479	15,002,464
G&K Services Inc. Class A	4,491	213,772	Universal Truckload Services Inc. <sup>a</sup>	1,267	30,547
Mohawk Industries Inc. <sup>a</sup>	14,524	1,633,805	UTi Worldwide Inc.	21,730	357,893
UniFirst Corp.	3,486	318,097	Werner Enterprises Inc.	10,594	256,057
		3,337,594	XPO Logistics Inc. <sup>a,b</sup>	4,255	76,973
<b>TOYS, GAMES &amp; HOBBIES — 0.12%</b>			YRC Worldwide Inc. <sup>a</sup>	2,251	64,716
Hasbro Inc.	27,754	1,244,212			70,751,614
JAKKS Pacific Inc. <sup>b</sup>	5,272	59,310			
LeapFrog Enterprises Inc. <sup>a,b</sup>	15,262	150,178	<b>TRUCKING &amp; LEASING — 0.03%</b>		
Mattel Inc.	83,646	3,790,000	AMERCO	1,752	283,649
		5,243,700	GATX Corp.	11,259	534,014
			Greenbrier Companies Inc. (The) <sup>a,b</sup>	5,485	133,669
			TAL International Group Inc.	8,105	353,135
			Textainer Group Holdings Ltd. <sup>b</sup>	5,102	196,121
					1,500,588

## Schedule of Investments (Unaudited) (Continued)

### iSHARES® RUSSELL 3000 ETF

June 30, 2013

<u>Security</u>	<u>Shares</u>	<u>Value</u>	<u>Security</u>	<u>Shares</u>	<u>Value</u>
<b>VENTURE CAPITAL — 0.01%</b>					
Fidus Investment Corp.					
Fidus Investment Corp.	2,957	\$ 55,325			
GSV Capital Corp. <sup>a,b</sup>	4,643	36,494			
Hercules Technology Growth Capital Inc.	14,741	205,490			
		297,309			
<b>WATER — 0.09%</b>					
American States Water Co.	4,552	244,306			
American Water Works Co. Inc.	42,636	1,757,882			
Aqua America Inc.	33,454	1,046,776			
Artesian Resources Corp. Class A	1,872	41,708			
California Water Service Group	11,431	223,019			
Connecticut Water Service Inc.	2,007	57,601			
Consolidated Water Co. Ltd. <sup>b</sup>	3,436	39,273			
Middlesex Water Co.	3,669	73,087			
PICO Holdings Inc. <sup>a,b</sup>	5,481	114,882			
SJW Corp.	3,466	90,809			
York Water Co. (The)	3,203	60,953			
		3,750,296			
<b>TOTAL COMMON STOCKS</b>					
(Cost: \$3,892,740,915)		4,282,564,818			
<b>INVESTMENT COMPANIES — 0.00%</b>					
<b>CLOSED-END FUNDS — 0.00%</b>					
Firsthant Technology Value Fund Inc. <sup>a,b</sup>	2,046	40,634			
		40,634			
		40,634			
<b>TOTAL INVESTMENT COMPANIES</b>					
(Cost: \$38,880)					
<b>RIGHTS — 0.00%</b>					
<b>AUTO PARTS &amp; EQUIPMENT — 0.00%</b>					
Federal-Mogul Corp. Class A <sup>a,b</sup>	4,232	719			
		719			
		719			
<b>TOTAL RIGHTS</b>					
(Cost: \$0)					
<b>WARRANTS — 0.00%</b>					
<b>OIL &amp; GAS — 0.00%</b>					
Magnum Hunter Resources Corp. (Expires 10/14/13) <sup>a,b</sup>	2,506	351			
		351			
		351			
<b>TOTAL WARRANTS</b>					
(Cost: \$0)					
<b>SHORT-TERM INVESTMENTS — 3.32%</b>					
<b>MONEY MARKET FUNDS — 3.32%</b>					
BlackRock Cash Funds: Institutional, SL Agency Shares 0.16% <sup>c,e,f</sup>			124,442,704	\$ 124,442,704	
BlackRock Cash Funds: Prime, SL Agency Shares 0.15% <sup>c,e,f</sup>			8,701,521	8,701,521	
BlackRock Cash Funds: Treasury, SL Agency Shares 0.00% <sup>c,e</sup>			9,368,531	9,368,531	
					142,512,756
<b>TOTAL SHORT-TERM INVESTMENTS</b>					
(Cost: \$142,512,756)					142,512,756
<b>TOTAL INVESTMENTS</b>					
<b>IN SECURITIES — 102.99%</b>					
(Cost: \$4,035,292,551)					4,425,119,278
<b>Other Assets, Less Liabilities — (2.99)%</b>					
					(128,409,980)
<b>NET ASSETS — 100.00%</b>					
					\$4,296,709,298
NVS — Non-Voting Shares					
<sup>a</sup> Non-income earning security.					
<sup>b</sup> All or a portion of this security represents a security on loan. See Note 3.					
<sup>c</sup> Affiliated issuer. See Note 2.					
<sup>d</sup> Security valued using Level 3 inputs in accordance with management's fair valuation policy. See Note 1.					
<sup>e</sup> The rate quoted is the annualized seven-day yield of the fund at period end.					
<sup>f</sup> All or a portion of this security represents an investment of securities lending collateral. See Note 3.					

See accompanying notes to schedules of investments.