

BlackRock Wholesale Australian Share Fund Plus* (Class D Units)

Product Disclosure Statement

Dated: 31 October 2008

ARSN 115 964 460

BlackRock Investment Management (Australia) Limited

ABN 13 006 165 975

Australian Financial Services Licence No 230523

*Formerly known as the BlackRock Australian Growth Share Fund.

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The name and contact details of the responsible entity are:

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(Australia) Limited
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MELBOURNE, VIC, 3000

Telephone: 1300 366 100
Facsimile: 1300 366 107
Website: www.blackrock.com/au

Before you start

Investment in the BlackRock Wholesale Australian Share Fund Plus (Class D Units) (referred to in this Product Disclosure Statement (PDS) as "the Fund") is offered and managed by BlackRock Investment Management (Australia) Limited, ABN 13 006 165 975 (referred to in this PDS as "BlackRock", "the responsible entity", "the Manager", "we", "our" or "us").

We are the issuer of this PDS and of units in the Fund. The Fund may issue more than one class of units but only Class D Units are available under this PDS.

Neither BlackRock, Inc, nor any of its associates and subsidiaries (other than BlackRock) have prepared this PDS or is responsible for its contents. None of BlackRock Investment Management (Australia) Limited, BlackRock, Inc, or any of their associates and subsidiaries guarantees the success of the Fund, or the repayment of capital or particular rates of return on income or capital.

The information contained in this PDS is general information only and does not take into account your individual objectives, financial situation, needs or circumstances. Because of that you should assess whether the information is appropriate for you having regard to your circumstances.

We recommend that you get professional advice from a licensed adviser and/or tax adviser before investing as required.

Certain information in this PDS is subject to change. We will notify you of any changes that have a materially adverse impact on you or other significant events that affect the information in this PDS. Updated performance information, fund size, current unit prices and other general information relating to the Fund can be obtained at any time:

- from our website at www.blackrock.com/au
- from your financial adviser
- by calling our Client Services Centre on 1300 366 100
- by emailing clientservices.aus@blackrock.com

A paper copy of updated Fund performance and size information as well as information regarding the current investment mix of the Fund is available free of charge upon request.

If you have invested through an IDPS or master trust operator, the operator of that service will also be able to assist you with obtaining updated information.

If you have received this PDS (and any supplementary documents) electronically we will provide a paper copy free of charge upon request.

This PDS can only be used by investors receiving it (electronically or otherwise) in Australia. It is not available in any other country.

If you are printing an electronic copy of this PDS you must print all pages including the application form.

If you make the PDS available to another person you must give them the entire electronic file or printout, including the application form.

You cannot invest directly in the Fund unless you use the application form attached to, or accompanying, either a paper or electronic copy of this PDS.

Need help?

If you need help about investing generally, speak to a licensed financial adviser. The Australian Securities and Investments Commission (ASIC) can help you check if they are licensed. They have a website at www.asic.gov.au as well as a help line you can call on 1300 300 630. If you don't have an adviser, contact us and we can put you in touch with someone who can help.

If you have questions about investing, speak to your investment adviser. If you have questions about the Fund described in this PDS speak to your financial adviser, call our Client Services Centre on 1300 366 100, email clientservices.aus@blackrock.com or visit our website at www.blackrock.com/au

Our Client Services Centre operates between 8.30am and 6.00pm EST, Monday to Friday.

About managed funds

Managed funds are designed to give investors access to a range of investments by pooling your money with that of other investors, giving you the opportunity to access markets that you may not be able to invest in on your own.

There are many types of managed funds available enabling you the opportunity to diversify your portfolio with a view to achieving an appropriate balance of investments and asset classes to suit your investment objectives and risk profile.

In summary, some of the benefits that can be obtained by investing in managed funds include:

Increased buying power: managed funds are able to access a range of domestic and international assets that may not be available to many individual investors.

Professional investment expertise: managed funds are run by a team of investment experts who research and monitor the markets on a daily basis.

Managing risk: investing in managed funds can assist you in establishing a portfolio appropriate to your investment needs and your risk profile.

Diversification: managed funds may invest in a range of asset classes such as shares, property and fixed interest. By having a varied exposure to a number of asset classes, you are diversifying your assets. This also occurs within a single asset class by holding a variety of securities in that class.

When you invest in a managed fund, you are issued with a number of 'units' based on the entry unit price at the time you invest. Your units represent the value of your investment, which will change over time as the market value of the assets fluctuates.

Who is BlackRock Investment Management (Australia) Limited?

BlackRock® Inc is a premier provider of global investment management, risk management and advisory services to institutional and retail clients around the world. Through BlackRock Solutions® – an outgrowth of our longstanding investment in sophisticated, integrated systems – we offer risk management services and enterprise investment system outsourcing to a broad base of institutional portfolios that total over US\$7 trillion as of 30 June 2008.

BlackRock Inc directly manages over US\$1.37 trillion of assets on behalf of institutional and retail clients from all over the globe. BlackRock Inc has asset management teams covering all major asset classes, across many investment styles and regions around the globe. Through cutting edge systems capabilities and a unqualified commitment to teamwork and communication across all its investment capabilities BlackRock Inc delivers an unparalleled breadth of perspective and insight to the management of all its clients portfolios.

Headquartered in New York, BlackRock Inc operates 36 offices in 19 different countries, maintaining a major presence in most key markets including the United States, the United Kingdom, Asia, Australia, the Middle East and Europe.

BlackRock Investment Management (Australia) Limited is the manager of the Fund and acts as the responsible entity under the Corporations Act.

When you invest with BlackRock Investment Management (Australia) Limited you are gaining the expertise of an experienced team of Australian investment professionals backed by the international resources and knowledge of one of the world's largest investment managers.

Within Australia as at 30 June 2008, BlackRock Investment Management (Australia) Limited managed approximately A\$20.9 billion for investors across a range of products and services including equities, fixed income and property.

About this Fund

What is the investment objective of the Fund?

The Fund has two aims: to achieve capital growth over the long-term through investment in Australian shares and other securities and to provide investors with some tax-effective income through the distribution of franking credits. Overall, we aim to achieve this goal by outperforming the S&P/ASX 300 Accumulation Index over rolling five year periods.

What is the Fund strategy?

The investment objective of the Fund is currently pursued by investing in a portfolio of Australian shares. The portion of the Fund not invested in securities will be invested in the money market (i.e. cash) through a BlackRock wholesale fund.

The Fund invests opportunistically in perceived value adding investment ideas, or "insights". We draw on a broad spectrum of investment expertise to identify these opportunities and capitalise on them.

Insights may be found on a number of different levels, for example within a company division, at the stock level, or among a group of stocks. The identification of investment insights is a research driven process.

The Fund focuses on two broad areas to generate insights:

- Inconsistencies: identification of inconsistencies between stock prices and consensus expectations.
- Information advantage: applying substantive focus on areas of uncertainty to develop information advantage.

The development of investment insights is driven by fundamental research. Advanced techniques are used to flexibly allocate the portfolio among the various insights. The portfolio construction process aims to focus the portfolio position as cleanly as possible on each insight by mitigating risks that are unrewarded or where there is no insight.

Our specialist Australian Equities Team has an extensive track record in fundamental analysis, quantitative research and the management of equity portfolios.

What does the Fund invest in?

To achieve its objectives, the Fund is given specific asset allocation ranges, which are the minimum and maximum level of investment allowed in a particular asset class. These ranges are set out in the table above under the heading "Asset allocation range (%)". The actual asset allocation for the Fund can move within these ranges according to our view of the outlook for investment markets.

Asset allocation ranges (%)

	Minimum	Benchmark	Maximum
Australian shares	80	100	100
Cash	0	0	20

Environmental, social and ethical factors and labour standards considerations

We do not have a predetermined view about labour standards or environmental, social and ethical considerations in relation to our investment making process nor do we take these factors specifically into account when making investment decisions. However, where any of these factors financially impact the performance or viability of the investments, we may review our decision to purchase, realise or retain a specific investment. Reviews are on a case by case basis as and when such factors arise. Our primary focus in the selection and retention of investments is on financial outcomes.

What are the significant benefits of investing in the Fund?

The benefits of investing in the Fund include:

Easy to add to your investment – generally you can add to your investment at any time – no minimums apply (see page 11 for further details).

Easy access to your investment information – in addition to the regular reporting and statements you receive from us, you can access your personal investment information 24 hours a day, 7 days a week via our website at www.mlim.com.au or by calling our InTouch service on 1300 366 100 (see page 16 for further details).

Receipt of income – you will generally receive regular income from your investment in the form of distributions. Further information regarding the frequency of distributions is contained on page 13.

Reinvestment of distributions – you have the ability to "top-up" your investment through the reinvestment of your distributions as additional units (see page 13 for further details).

Access to your investment – you can withdraw your investment at any time (subject to the terms and conditions highlighted on page 13).

What are the significant risks?

Before you make an investment decision it is important to identify your investment objectives and the level of risk that you are prepared to accept. This may be influenced by:

- The timeframe over which you are expecting a return on your investment and your need for regular income versus long-term capital growth.
- Your level of comfort with volatility in returns.
- The general and specific risks associated with investing in particular funds.

General risks

All investments have an inherent level of risk. Generally there is a trade off between higher expected returns for higher expected risk – represented by the variability of fund returns. The value of your investment will fluctuate with the value of the underlying investments in a fund. Investment risk may also result in loss of income or capital invested and possible delays in repayment. You could receive back less than you initially invested and there is no guarantee that you will receive any income.

Historically, actively managed funds that have invested primarily in shares like the Fund, have had a higher risk profile and are more volatile when compared to other asset classes such as property, cash and fixed income.

What about the specific risks of this Fund?

The significant risks for this Fund and the ways we aim to manage them are discussed below. The performance of the Fund will reflect the volatility in the Fund's underlying investments. If these risks eventuate, your distributions may be lower than expected or there may be none, and the value of your investment could fall.

Individual investment risk: Individual investments we buy, like shares, can and do fall in value for many reasons such as changes in a company's internal operations or management or in its business environment.

Share prices experience volatile price movements and dividend payments from shares may also vary over time.

We aim to reduce these risks with careful analysis of research from many sources and by talking to those people who run companies and are responsible for changes which may impact on our investments.

Market risk: Economic, technological, political or legislative conditions, and even market sentiment, can (and do) change, and this can mean that changes in the value of investment markets can affect the value of the investments in the Fund.

We use research and analysis to form a view on these matters as best we can and then rebalance the investment mix of the Fund to reduce the impact.

Fund risk: Risks particular to the Fund include that it could be terminated, the fees and expenses could change, we could be replaced as manager and our investment professionals could change. There is also a risk that investing in the Fund may give different results than investing individually because of income or capital gains accrued in the Fund and the consequences of investments and withdrawals by other investors.

We aim to keep Fund risk to a minimum by monitoring the Fund and acting in your best interests.

Derivative risk: A range of financial derivatives, for example, futures and options may be used to implement investment decisions and to manage risk in the Fund. An investment in derivatives can cause the Fund to make gains or incur losses. Derivative transactions may involve credit risk that the counterparty on a transaction will be unable to honour its financial obligation to the Fund.

Fees and other costs

DID YOU KNOW?

Small differences in both investment performance and fees and costs can have a substantial impact on your long term returns.

For example, total annual fees and costs of 2% of your fund balance rather than 1% could reduce your final return by up to 20% over a 30 year period (for example, reduce it from \$100,000 to \$80,000).

You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs.

You may be able to negotiate to pay lower contribution fees and management costs where applicable. Ask the fund manager or your financial adviser.

TO FIND OUT MORE

If you would like to find out more, or see the impact of the fees based on your own circumstances, the Australian Securities and Investments Commission (ASIC) website (www.fido.asic.gov.au) has a managed investment fee calculator to help you check out different fee options.

This document shows fees and other costs that you may be charged. These fees and costs may be deducted from your money, from returns on your investment or from the fund assets as a whole.

Taxes are set out in another part of this document.

You should read all the information about fees and costs because it is important to understand their impact on your investment.

All fees in the fee table are, unless otherwise indicated, reflect the impact of Goods and Services Tax (GST) less any reduced input tax credits.

Fees and other costs

Type of fee or cost	Amount	How and when paid	Example for \$50,000 investment
Fees when your money moves in or out of the Fund¹			
Establishment fee. The fee to open your investment.	Nil	Not applicable	Nil
Contribution fee. The fee on each amount contributed to your investment.	Nil	Not applicable	Nil
Termination fee. The fee to close your investment.	Nil	Not applicable	Nil
Withdrawal fee. The fee on each amount you take out of your investment.	Nil	Not applicable	Nil
Management costs² The fees and costs for managing your investment.			
Management fee. The fee for managing your investment.	0.70%	The Management costs are calculated in relation to the Net Asset Value (NAV) of the Fund. It is not deducted directly from your account. Instead this cost is deducted from the assets of the Fund. The fee is paid to us monthly in arrears (usually at the end of a month). The amount of this fee can be negotiated. ³ Expenses excluding abnormal expenses ⁴ are paid by the Manager.	Assuming that \$50,000 is invested in the Fund $\$50,000 \times 0.70\% = \350
Performance fee. A fee based on the performance of the Fund.	15% of any out-performance above the Benchmark	The Performance fee is accrued daily and when payable is paid monthly from the Fund.	Refer to page 8 for examples of the calculation of the Performance fee.
Service fees			
Investment switching fee. The fee for changing investment options.	Nil	Not applicable	Nil

1. You may incur buy-sell spread when your money moves in and out of the Fund. Refer to "Buy-sell spread" on page 9 of this PDS.

2. This fee may include an amount payable to an adviser. Refer to "Payments to advisers and other service providers" on page 9 of this PDS.

3. Refer to "Differential fees" under the heading "Additional Explanation of fees and costs" on page 10 of this PDS.

4. Refer to "Abnormal expenses" under the heading "Additional explanation of fees and costs" on page 8 of this PDS.

Additional explanation of fees and costs

Management costs

The Management costs include the:

- Management fee
- Performance fee
- Expense recovery costs (other than abnormal expenses)

Management fee

The current Management fee (together with a dollar example assuming an investment of \$50,000) are shown in the table below.

Management Fee		
	Management Fee	Dollar Example
Wholesale Australian Share Fund Plus	0.70%	\$350

Performance fee

The Manager is entitled in certain circumstances to charge a Performance fee.

The Performance fee has been included in the Management costs section of the fee template on page 7.

The Performance fee is calculated at the unit class level and is paid out of the assets relating to that class of units at the end of each month where the Manager meets certain performance objectives.

In order to meet the performance objectives:

- the performance return of the Class D units must exceed the S&P/ASX 300 Accumulation Index ("Benchmark"); and
- the difference between the performance return of the Class D units and its corresponding Benchmark ("Cumulative Out Performance") must be greater than it was when a Performance fee was last paid ("High Water Mark").

The performance return refers to the change in Net Asset Value of the Class D units over the period and is calculated on a time-weighted basis and adjusted to take account of any applications, redemptions and distributions relating to that class and excluding any payment of, or provision for, the Performance fee.

When the performance return of the Class D units exceeds the Benchmark and Cumulative Out Performance exceeds the High Water Mark, a Performance fee is payable.

The Performance fee for a period will be calculated in the following way:

$$PF = R \times A \times \frac{[CO-HWM]}{(1+HWM)}$$

Where:

- PF = Performance Fee for the period
- R = Performance Fee Rate which for Class D units is 15%
- CO = Cumulative Out Performance of Class D units over the Benchmark expressed as a percentage
- HWM = High Water Mark for previous period where a Performance Fee was last payable expressed as a percentage
- A = Average Net Asset Value of the Class of units for the period

Each of the above variables is calculated exclusively in relation to Class D units.

If the Cumulative Out Performance of the class of units is lower than the High Water Mark for that class no Performance Fee is payable for that period or any subsequent period until the Cumulative Out Performance of the class of units ultimately exceeds the High Water Mark.

Example 1

Assume average net asset value of the class of units for month 1 was \$50,000 and the Cumulative Out Performance of the class of units for the month was 3% (all in excess of the High Water Mark of 0%). The Performance Fee payable in respect of the Class D Units would be \$225.00.

Example 2

The Cumulative Out Performance of the class of units for month 2 is 3.5%, against a High Water Mark of 3% set when the Performance Fee was last paid. With an average net asset value of the class of units of \$50,000 the Performance Fee payable in respect of Class D Units would be \$36.41.

Example 3

Due to some negative returns the Cumulative Out Performance of the class of units during month 3 reduced to 1.5%, against a High Water Mark of 3.5% set when the Performance Fee was last paid. As the Cumulative Out Performance does not exceed the High Water Mark no Performance Fee would be payable in respect of the Class D Units irrespective of the average net asset value of that class of units for the month.

Performance fee estimate

As the Performance fee payable is dependent on the performance return of Class D units it is not possible to predict the amount of the fee with any certainty. However, on the assumption that the Fund outperforms the return of the S&P/ASX 300 Accumulation Index by 3% and that its cumulative performance exceeded the High Water Mark throughout the year the Performance fee payable over one year on an average net asset value of \$50,000 would be approximately \$225.00.

As the fee is calculated daily and paid monthly the exact amount would be dependent on a number of factors, particularly the timing and relative value of periods of out-performance.

The estimate is not an indication or guarantee of future performance. The actual performance fee and therefore the Management cost will vary, depending on the Fund's return.

Expense recovery costs

We are entitled to be reimbursed for certain expenses in managing and administering the Fund. These expenses relate to the administration and operation of the Fund. Unless we advise otherwise, all Fund expenses, other than abnormal expenses (see below) will be paid for by the Manager and no additional expenses will be recovered.

Where an investment is made through a fund managed by us or another company in the group the Management fees of the underlying fund will be rebated. However, in certain circumstances additional expenses may be incurred within the underlying funds.

Abnormal expenses

Abnormal expenses are expenses not generally incurred during the day to day operations of the Fund and are not necessarily incurred in any given year.

They are due to abnormal events such as the cost of running a unitholder meeting or legal costs incurred by changes in the Fund's constitution or defending legal proceedings. We will continue to seek reimbursement from the Fund in relation to these expenses should they arise.

Transaction costs

The Fund may incur transaction costs (such as brokerage, settlement costs, clearing costs and stamp duty) when investors invest in or withdraw from a Fund (these transaction costs are included in the buy-sell spread, see below) and when transacting to meet investment objectives. The amount of transaction costs incurred when transacting to meet investment objectives is dependent on a number of different variables, including the level of trading undertaken by a Fund. As such we are unable to provide a meaningful estimate or example of these costs. Transaction costs are an additional cost to the investor but are generally reflected in the unit price and not charged separately to the investor.

Buy-sell spread

The buy-sell spread reflects the transaction costs associated with buying and selling the assets of a Fund when investors invest or withdraw from the Fund. The buy spread is the difference between the entry price and the Net Asset Value (NAV) price. The sell spread is the difference between the exit price and the NAV price. The total buy-sell spread is the difference between the entry and exit price. It is an additional cost to the investor but is reflected in the unit prices. It is not charged separately to the investor and will not appear on any statement sent to an investor. The buy-sell spread is paid into the Fund with a view to ensuring all investors are treated equally and is not paid to BlackRock. The buy-sell spread may be varied at any time. Prior notice will not ordinarily be provided.

At the date of this PDS, the estimated transaction cost for the Fund is 0.275% on entry and exit.

Worked examples

Consider a \$50,000 redemption from the Fund. The estimated transaction cost is 0.275%, i.e. \$137.50.

Can the fees and charges change?

All fees and charges can change. They may vary over time as a result of changes to the product, changing economic conditions and changes in regulations. We will give you 30 days written notice of any proposed increase. We cannot charge more than the Fund's Constitution allows (to change the Constitution in this regard, we would need to obtain unitholder approval).

The current fees applicable to your investment are set out in the table on page 7 of the PDS and although we have the power to change our fee structure, we have no present intention to do so.

Under the Constitution of the Fund, we are presently entitled to charge the following maximums:

The Constitution currently permits:

Contribution fee – up to 5% of the application monies.

Withdrawal fee – up to 5% of the redemption price. The fee is payable immediately after the relevant redemption has been effected.

Management fee – up to 5% per annum of the Net Asset Value. Calculated daily and payable monthly in arrears.

Performance fee – the maximum performance fee that may be charged is 25% of any out-performance of the Net Asset Value of a class of units (adjusted to take account of any applications, redemptions and distributions relating to that Class and excluding any payment of, or provision for, the performance fees) over the Benchmark (refer to 'Performance Fee' on page 8).

Payments to advisers and other service providers

The commissions described in this section are not an additional cost to you. They are paid by us out of the Contribution fee and or Management fee income received by us in relation to the investment in the Fund.

Ongoing Service Commission

No commission is currently payable by us to advisers in relation to this Fund.

Fund Manager Payments and Product Access Payments

We may at our discretion, enter into a variety of arrangements with service providers such as master fund and IDPS Operators which may involve us making payments, to and providing services to, these operators in return for the promotion of the Fund. Such payments may be one off payments for offering the Fund on their investment menu (referred to as a Product Access Payment) or an ongoing Fund Manager Payment based on a scaled percentage of funds under management.

Currently no Product Access Payments are made and a Fund Manager Payment of up to 0.38% is paid on funds invested. These payments are paid out of our fees and are not an additional cost to the investor. Further details on these payments (if any) may be obtained directly from your adviser.

The amounts of these payments may change during the life of the PDS.

Alternative forms of remuneration

Additionally, we may provide alternative forms of remuneration which include professional development, sponsorship and entertainment for licensed financial advisers, dealer groups and master trust or IDPS operators. Where such benefits are provided, they are payable by BlackRock and are not an additional cost to you. We maintain a public register of alternative forms of remuneration in accordance with IFSA/FPA Industry Code of Practice on Alternative Forms of Remuneration. Please contact our Client Services Centre if you wish to inspect this register.

Differential fees

In accordance with the Corporations Act, we may individually negotiate fees with investors classed as "wholesale" or "professional" investors.

We may negotiate special arrangements concerning fees (including fee reductions or waivers) with other investors in certain circumstances determined by us, as permitted by law. Please contact us for further details.

Example of annual fees and costs

The table right gives an example of how the fees and costs in the Fund can affect your investment over a one year period. You should use this table to compare this product with other products.

Example of annual fees and costs for the Fund		
Example		Balance of \$50,000 with contribution of \$5,000 during year
Contribution fees	Nil	For every \$5,000 you put in, you will be charged \$0.
PLUS		
Management costs (excludes Performance fee ¹)	0.70%	And, for every \$50,000 you have in the Fund you will be charged \$350 each year
EQUALS		
Cost of Fund		If you had an investment of \$50,000 at the beginning of the year and you put in an additional \$5,000 during that year you would be charged fees of \$350*
		What it costs you will depend on the fees you negotiate with us or your financial adviser

1. It is not possible to provide a meaningful estimate of Performance fees as they depend on future performance. Refer to the 'Performance fees' section in the "Additional explanation of fees and costs" on page 8.

* Additional expenses may apply, for instance, you may incur a buy sell spread when you move money in or out of the Fund.

Please note this is an example. In practice, the actual investment balance of an investor will vary and the actual fees we charge are based on the value of the Fund, which also fluctuates. The amounts assume a constant investment of \$50,000 throughout the year. Management fees will also be charged in relation to additional contributions.

Fund size and performance

The total Fund size as at 31 July 2008 was \$101.0 million. This figure is inclusive of all classes of units (including units not offered in this PDS).

Benchmark performance

The benchmark for the Fund provides a performance target against which the Fund's performance is measured over a set period of time. The benchmark for the Fund is the S&P/ASX 300 Accumulation Index.

Performance to 31 July 2008					
	1 year %	3 years % p.a.	5 years % p.a.	10 years % p.a.	Since inception ¹ % p.a.
Distribution return	3.18	14.51	14.96	11.63	9.26
Growth return	-17.09	-3.07	2.83	-0.40	3.43
Total (net) return	-13.91	11.44	17.79	11.23	12.70
Total (gross) return	-12.79	12.83	19.31	12.63	n/a
Benchmark	-16.01	8.70	14.39	10.52	n/a

1. 31 October 1983.
Past performance is not a guide to future performance. Long-term performance shows the potential volatility of returns over time. Total net Fund returns shown are prepared on an exit-to-exit basis (ie. include all ongoing fees and expenses and exclude tax). Total gross returns and benchmark performance figures shown are gross (ie. do not include expenses, fees or tax). Updated performance information is available from your financial adviser, by contacting our Client Services Centre or from our website at www.blackrock.com/au.

How to invest

When investing through an IDPS or master trust you must complete the documents which the operator of these services requires.

When investing directly in the Fund you generally need a minimum amount of \$5,000. To make your investment, complete the application form accompanying this PDS and either:

- forward the completed application form by facsimile on 1300 366 107 (to the attention of Manager – Client Administration) **together with verification from your financial institution that the money has been banked**. You will need to confirm your application request by sending us the original. The use of facsimile instructions is subject to the terms and conditions set out on page 18.
- send us the completed application form together with your cheque for your initial contribution to BlackRock Investment Management (Australia) Limited, Reply Paid 225, GPO Box 225, Melbourne Victoria 8060.
- send us the completed application form together with the completed Direct Debit Authorisation Form, which is Part B within the application form, so we can deduct the contribution amount directly from your bank account. An application utilising the direct debit facility may be submitted via facsimile. You will need to confirm your application request by sending us the original. The use of facsimile instructions is subject to the terms and conditions set out on page 18. Further information regarding direct debit can be found below under the heading 'Payments via Direct Debit'.

The deadline for receipt of an application request is 2.00pm Eastern Standard Time (EST) on any Melbourne or Sydney business day. Requests received after this time will be treated as received on the following Melbourne or Sydney business day.

Additional investments can be made at any time in writing (including by facsimile). Additional investments are made on the basis of a current Product Disclosure Statement.

Payments via Direct Debit

As an alternative to sending us a cheque or direct credit for your initial or additional investments, you can provide us with authorisation to draw your application amounts directly from your bank account. Please note that this direct debit facility may not be available for all bank accounts and you should therefore check with your bank to determine whether this facility is available.

You will need to complete and submit the Direct Debit Authorisation Form to activate this facility. The Direct Debit Authorisation Form is available within the application form contained within this Product Disclosure Statement, or download from our website or can be sent to you by contacting our Client Services Centre.

The terms and conditions under which we offer this direct debit facility are set out on page 19. Please ensure that you have reviewed this section before completing the Direct Debit Authorisation Form.

The Direct Debit Authorisation Form must be submitted with your application form if you wish to utilise this facility for your initial contribution.

You can make additional deposits to your investment once you have provided us with a completed Direct Debit Authorisation Form by contacting our Client Services Centre and providing your Investor Number, PIN, authorised bank account details, the Fund you wish to invest in and the amount you wish to deposit. Providing your call is received prior to the times prescribed in the 'How to invest' section of the Product Disclosure Statement, your application will be treated as having been received on that business day and the funds drawn from your account that evening.

Personal Identification Number (PIN)

Shortly after you make your initial investment you will be provided with a PIN. For security reasons, this should be kept in a safe place and not disclosed to anyone. Please do not keep your PIN with your Investor Number. Your PIN in conjunction with your Investor Number will enable you to:

- make enquiries about your investment
- make additional deposits to your investment using the direct debit facility
- make a telephone withdrawal
- switch between Funds*
- advise us of a change of address
- change how you receive your income
- advise a change to your financial institution account details into which income or withdrawals are paid, or a change in contribution details in relation to your Regular Contribution Plan within the same financial institution.
- obtain a password for internet access.

* Switching between funds can occur either between funds offered under the same PDS or between funds of the same unit class where the investor currently has a holding in both funds.

If you do not want a PIN, please notify us to request its cancellation.

A PIN will not be issued if the investment is through a margin lender unless otherwise directed to by the margin lender. Your PIN must be used in conjunction with your Investor Number. If your PIN is used by someone without your authority, we will not generally be liable for any loss incurred by you. Do not store your PIN with your Fund records. When using your PIN you release, discharge and agree to indemnify us from and against all actions, proceedings, claims and liabilities arising out of the use of your PIN, except to the extent that such liability is attributable to our own neglect.

We may continue to accept telephone withdrawal requests until we receive the written notice from you to cancel or vary your PIN.

Investing through a master trust or IDPS

Investors and potential investors accessing the Fund indirectly through an investor directed portfolio service (IDPS) or master trust may use this PDS for that purpose. Such indirect investors do not acquire the rights of a unitholder under a Fund. Rather, the operator of that service acquires the rights of a unitholder under a Fund. Therefore, indirect investors do not receive income or reports directly from us and do not have the right to attend meetings of unitholders. Indirect investors should not complete the Application form attached to, or accompanying, this PDS and should seek their own tax advice. The rights of indirect investors are set out in the disclosure document for the IDPS or master trust.

How are unit prices calculated?

When you invest in the Fund you are allocated a number of Class D Units in the Fund. Each of these units represents an equal share in the net assets of Class D Units of the Fund. As a result, each unit has a dollar value or 'unit price'.

Both the entry and exit prices are based on the Net Asset Value ("NAV") of Class D Units of the Fund divided by the number of Class D units on issue in the Fund adjusted to take account of transaction costs. Both prices are generally calculated each Melbourne or Sydney business day. The NAV is determined by deducting the liabilities of the relevant class from the market value of the assets of the relevant class.

Assets and liabilities of the Fund are generally valued at their market value in accordance with the Fund's Constitution.

The unit price we apply for an application or withdrawal will generally be the price based on the value of the assets in the Fund next calculated following receipt of the application or withdrawal request.

The deadline for receipt of an application or withdrawal request is 2.00pm EST on any Melbourne or Sydney business day. Requests received after this time will be treated as received the following Melbourne or Sydney business day.

We have the discretion, however, to price more or less frequently when unusual circumstances prevail (for example, where there has been unusual volatility in the market) in order to protect the interest of all investors. BlackRock has a formal "Unit Pricing Discretions Policy". For a copy of this contact our Client Services Centre on 1300 366 100.

How do you receive income from your investment?

Any income you receive from your investments will be in the form of distributions. Your distribution may include income such as interest, dividends and realised capital gains.

If you hold Units in the Fund at the close of business on the last day of a distribution period, you are entitled to participate in the distributable income of the Fund.

Distributions (if any) may vary over time depending on the Fund's realised losses, gains, income and expenses in a particular period. If investments are sold during a period, any taxable gains from the sale may be paid in that period or a subsequent period within the financial year.

Distributions are generally determined quarterly at the end of March, June, September and December each year but if you have invested through an IDPS or master trust the operator of such services may pay distributions at times which are different to this. Following the determination of a distribution, the unit price will fall to reflect the reduced value of the Fund following the payment of the distribution to investors – in other words it is priced to exclude the distribution entitlement.

Distributions are normally paid within 21 business days of the end of the distribution period.

Distribution of Australian sourced income to non-resident investors will be subject to withholding tax. See pages 15 and 16 for further details on the taxation issues which may have an impact on you.

Distribution payment options

If you have invested directly in the Fund, you have two payment options regarding your distribution payments:

- reinvestment
- direct deposit to your nominated bank account

If you do not indicate a distribution payment option on your application form, all your income distributions will automatically be reinvested as additional Units, based on the NAV per unit applicable at the end of the distribution period, adjusted for the distribution payable (if any) in relation to that period.

If you have selected the direct deposit and the distribution payment by direct deposit is unsuccessful, your income distributions will be reinvested as additional Class D Units in the Fund.

Withdrawing your investment

If you have invested through an IDPS or master trust, you need to complete the documents which the operator of these services requires of you to withdraw from the Fund. You don't need to complete any of our forms.

If you have invested directly into the Fund, withdrawals can be made in writing (including by facsimile) or by telephone using your PIN (see page 18) in conjunction with your Investor Number. We will then send a cheque or make a deposit into your bank account.

You will normally be able to withdraw money from the Fund on any Melbourne or Sydney business day.

Withdrawal requests must be received by 2.00pm EST on any Melbourne or Sydney business day. Requests received after this time will be treated as received the following Melbourne or Sydney business day.

While there is no minimum redemption amount, we generally require a minimum balance in your account of \$5,000.

Withdrawals are normally satisfied and posted within four business days of our having received the request (although we are allowed longer periods under the Fund's Constitution). If you have invested through an IDPS or master trust you need to remember, however, that the operator of such services will process your withdrawal.

In unusual circumstances outside our control, we may delay processing of the requests for the period that the unusual circumstances prevail. If a withdrawal request relates to more than 5% of units on issue, we may treat the request as being 5 separate requests received over 5 successive business days.

Although it is unlikely, if at any time the Fund is not liquid (i.e. less than 80% of the Fund's assets are liquid assets) you do not have a right to withdraw from the Fund and can only withdraw when we make a withdrawal offer to investors in accordance with the Corporations Act. BlackRock is not obliged to make such offers.

Additional information

Taxation

Investing, and dealing with investments, often has tax and social security implications which can be complex, and which are invariably particular to your circumstances. It is important that you seek professional advice before you make an investment decision.

Taxation of the Fund

Australia has been in the process of taxation reform for some years. While the final form of the taxation reforms is still not certain, it is expected that the Fund will continue to be subject to "flow through" taxation, and generally not pay any tax so long as it fully distributes income to unitholders. We intend to monitor developments and where "flow through" taxation is available, take all reasonable steps to ensure that the Fund satisfies the relevant requirements to be taxed in this manner.

As the responsible entity of the Fund, however, we may be liable to pay tax for certain taxable income to which non-resident unitholders are entitled.

The distributable income of the Fund may include non-assessable amounts to unitholders. Receipt of certain non-assessable amounts may have capital gains tax consequences.

Taxation of a resident unit holder

You will be assessed on your share of the taxable income of a Fund to which you are entitled, regardless of whether you receive the distribution in cash or it is reinvested. You will be assessed in the year to which your entitlement relates. For example, an income distribution for the period ending 30 June 2008 is included in the assessable income for 2007/2008, even if the cash is received in July 2008.

You may have to pay tax on all or part of your capital gain (the increase in the value of your investment) when your units are redeemed.

Taxable income of the Fund

The taxable income to which you are entitled may include various amounts as described below. The taxable income of the Fund which invests into other wholesale funds may include realised gains upon the redemption of units in those funds and an entitlement to the income of those other wholesale funds.

Depending on the types of investments made, the Fund can derive income in the form of dividends, interest, rent, gains on the disposal of investments and other types of income.

Generally speaking, such income derived by the Fund is taxable, but tax credits (eg. franking credits and foreign tax credits) may be available to investors to offset part or all of any resulting tax liability.

Disposal of investments by a Fund may result in taxable income of the Fund.

Capital gains will be calculated based on the nominal gain on disposal of investments. Where the asset disposed of was held for 12 months or more, eligible investors are able to claim concessional treatment. You may be entitled to a credit for foreign tax paid on certain income or capital gains received from overseas investments.

In either case, the Fund will distribute all gains (less available losses) to unitholders during the year of income.

In broad terms under the Capital Gains Tax provisions of the Income Tax Assessment Act, a gain arising on the disposal of Fund investments will, where the sum of capital gains exceeds any capital losses, be included in the Fund's taxable income.

The Fund will generally calculate taxable capital gains based on half the nominal gain made on the disposal of an asset, if that asset was held for 12 months or more. Capital gains distributed may include some gains where eligible investors are able to claim concessional treatment. Company investors are not entitled to the discount. BlackRock has assessed and proposes to continue to generally assess gains on the disposal of assets for the Fund and any other wholesale fund into which the Fund may invest under the capital gains tax regime.

However, certain gains of the Fund are not subject to the Capital Gains Tax rules, and should be assessed as ordinary income, particularly those gains made on the disposal of government bonds and fixed income securities.

You may be entitled to benefit from franking credits arising from any franked dividends received by the Fund. Franking credits distributed may be refundable to certain investors (including individuals and complying superannuation funds) if those franking credits exceed the investor's total tax liability. That is, a cash refund of excess franking credits will be available in certain circumstances.

You may be entitled to a credit for foreign tax paid on certain income or capital gains received from overseas investments.

Taxation of acquisition and disposal of units

Under the capital gains tax provisions, when you redeem your units, whether by withdrawing, switching or transferring your units, you may be liable to tax on any gain. Where units have been held for twelve months or more, the gain may be eligible for concessional treatment under the Capital Gains Tax rules.

Should a capital loss arise on redemption of a unit, the loss will not be an allowable deduction for you, but may be able to be offset against capital gains arising in that year or in subsequent years. Certain investors (for example, those carrying on a business of trading in units or securities) may be liable to tax on any gains made on the redemption of units as ordinary income (in these circumstances, any losses would be allowable deductions).

Foreign investments

The Foreign Investment Fund (FIF) regime imposes a tax on Australian investors who invest in certain foreign companies and trusts. Under FIF an increase in the value of an investment in a foreign company or trust may be assessable income even though the increase in value is 'unrealised'.

The Fund invests in foreign companies or in wholesale funds which in turn, invest in foreign companies. We intend to ensure that investments of the Fund holding foreign investments satisfy the exemptions to the FIF regime. If the exemptions are satisfied no amount should be assessed under the FIF regime. The Federal Government has made several proposals in relation to the operation of the FIF rules for managed funds, which we will monitor going forward.

Taxation of non-resident unitholders

If a non-resident is entitled to taxable income of the Fund the Manager may be subject to Australian tax at the rates applicable to non-residents. If you are a non-resident you may, depending on the circumstances, be entitled to a credit for Australian income tax paid by the Manager in respect of your tax liability. Distributions to you of amounts attributed to Australian franked dividends will not be subject to withholding tax. Any distribution of unfranked dividends, interest or amounts in the nature of interest will, however, be subject to withholding tax. This is irrespective of whether distributions are paid in cash or reinvested as additional units.

The government has recently implemented a new regime for non resident beneficiary withholding for certain widely held "managed investment trusts" (MITs). The withholding tax will apply to "Fund payments" which are broadly Australian source income (other than dividends, interest and royalties) and capital gains on "Taxable Australian Real Property".

For non residents of a country which has an "effective exchange of information" (EOI) arrangement with Australia the rate of withholding will be 22.5% in 2008/2009 reducing to 7.5% in 2010/2011. For Non residents (non EOI) that rate will be 30%.

For the funds that do not meet the MIT definition the prior tax withholding rules will continue to apply.

You will receive any distributions net of anticipated Australian tax.

Under the Capital Gains Tax provisions, you will not generally be subject to Australian tax on capital gains realised on the disposal of units in a Fund. However, if you and your associates held, or had an option or right to hold, 10% or more of the issued units in the Fund at any time within five years before the time of disposal of the units, you may be subject to Australian tax.

Certain non-resident unit holders may, irrespective of the level of units in the Fund, be liable to tax in respect of any profit of the disposal of a unit as ordinary income.

Unit prices

The entry or exit price of a Fund is not adjusted to reflect any potential tax liability to unit holders on unrealised gains for investments in the Fund. Funds which have unrecovered losses do not reflect the potential tax benefits of the losses in the entry price or exit price.

The entry price and exit prices may reflect the income derived to date by the Fund in the distribution period.

Tax File Number (TFN), Exemption and Australian Business Number (ABN)

Australian unit holders may quote their Tax File Number (TFN) to us or claim an exemption at any time. However, you are not obliged to quote your TFN or claim an exemption. Strict guidelines govern the use and storage of TFNs. If you do not quote your TFN or claim an exemption, then your income distributions will have tax withheld at your highest marginal rate plus Medicare levy. Some investors that make the investments in the Fund in the course of carrying on an enterprise of investing may also be entitled to quote their Australian Business Number as an alternative to their TFN.

Goods and Services Tax (GST)

Where under the GST legislation the Fund is entitled to credits for GST paid to another person (generally 75% of the GST on certain acquisitions), the cost of paying GST from the Fund will be reduced proportionately. Where entitled to do so BlackRock will recover GST on its fees from the assets of the Fund.

Keeping you informed

When you invest directly in the Fund you will receive:

- **Confirmation Statement** specifying details relating to your investment and your Investor Number, together with any investor information brochure explaining the administration of your investment. Your PIN is sent to you separately.
- **Regular reporting** including a quarterly update on all our funds (unless requested not be sent).
- **Distribution Statement** after each distribution period. At the end of each financial year, you will receive a Consolidated Distribution Statement, if the Fund has made a distribution in that financial year, that will help to simplify your record keeping by providing the total of your income payments over the past twelve months.
- **Tax Statement** on an annual basis (if the Fund has made a distribution in that financial year)
- **Periodic Statement** on a half yearly basis.
- **Capital Gains Tax Statement** on an annual basis if you make a withdrawal during the year.

You will also receive a Confirmation Statement for most transactions conducted on your account.

Annual Financial Reports

A copy of the audited annual financial report of the Fund is available by the end of September from us or upon request from your IDPS or master trust operator. The report will include a Balance sheet, Income Statement, Cash Flow Statement, and Statement in Change of Equity, as well as Notes to the Financial Statements.

The annual report will be made available on our website at www.blackrock.com/au.

You may elect to receive a hard copy of the annual report by ticking the box in Section 7, Annual Financial Report Election, of the application form.

What are our reporting requirements?

This Fund is a disclosing entity as defined under the Corporations Act. Accordingly, the Fund is subject to additional regular reporting and disclosure obligations. Copies of documents lodged with ASIC to comply with these requirements may be obtained from, or inspected at, an ASIC office. You have a right to request us to provide to you free of charge, the annual and half yearly financial report and any continuous disclosure notices lodged with ASIC.

Do you have any “cooling off” rights?

If you have invested directly into the Fund and are not otherwise a “wholesale” or “sophisticated” investor (as defined in the Corporations Act) you have a 14 day cooling off period in which to decide if the investment is right for you.

The 14 day period commences from the earlier of the time your investment is confirmed and the fifth day after the units are issued.

If, during the cooling off period, you decide that the investment does not meet your needs, then simply advise us in writing. You must specifically state you are exercising your cooling off right. Written requests received after 2.00pm EST will be treated as received on the following Melbourne or Sydney business day.

Subject to the paragraph above, the amount of your refund will be calculated on the day we receive your written request to withdraw your investment, reduced or increased for market movements in the Fund as well as any applicable transaction costs and less any non-refundable tax or duty paid or payable. Accordingly, depending upon the circumstances, the amount returned to you may be greater or less than the amount initially invested.

If you have invested through a master trust or Investor Directed Portfolio Service (IDPS), your rights to cool-off will be dealt with in the disclosure document for that master trust or IDPS.

Our legal relationship with you

We are the responsible entity for the Fund and as such we are licensed by ASIC which is responsible for regulating the operation of managed investment schemes like the Fund.

Constitution

Our responsibilities and obligations as responsible entity of the Fund are governed by a Constitution for the Fund as well as the Corporations Act and general trust law.

The Constitution contains a number of provisions relating to the rights, terms, conditions and obligations imposed on both you and us. A copy of the Fund's Constitution is available free of charge from us by calling our Client Services Centre on 1300 366 100.

Some of the main provisions which relate to your rights under the Constitution include:

- your right to share in the Fund income, and how we calculate it;
- your right to withdraw from the Fund and what you are entitled to receive when you withdraw or if the Fund is wound up;
- the nature of the units and classes of units;
- your rights to attend and vote at meetings – these mainly reflect the requirements of the Corporations Act which also deals with unitholders rights to requisition or call a meeting; and resolutions passed by a requisite majority at a meeting of unitholders are binding on all unitholders.

The Constitution provides that the liability of each unitholder is limited to its investment in the Fund. A unitholder is not required to indemnify us or our creditors in respect of the Fund. However, no complete assurance can be given in this regard as the ultimate liability of a unitholder has not been finally determined by the courts.

There are also provisions governing our powers and duties, some of which are discussed elsewhere in this PDS.

Others include:

- when we can terminate the Fund or class of units or reclassify units and what happens if we do. We can only terminate the Fund in accordance with the Corporations Act and only if we provide you with the required notice, and if we do, you share pro rata in the net proceeds from us selling the investments;
- when we can amend the Constitution. Generally we can only amend a Constitution where we reasonably believe that the changes will not adversely affect your rights as an investor. Otherwise the Constitution can only be amended if approved by special resolution at a meeting of investors;
- our right to refuse to accept applications for units or record any transfer of units without giving any reason;
- our right to determine minimum application, withdrawal and holding amounts and powers in support of these minimums;
- our right to deduct amounts you owe us from withdrawal proceeds; and
- our broad powers to invest, borrow and generally manage the Fund. We do not currently intend to borrow funds to acquire assets for the Fund, although this is permitted under the Fund's Constitution. We may only borrow if we consider it to be in the best interests of unitholders.

The Constitution also deals with our liabilities in relation to the Fund and when they can be reimbursed to us out of the Fund's assets, for example, subject to the Corporations Act:

- we are not liable for acting in reliance and in good faith on professional advice;
- we are not liable to unitholders for any loss unless we fail to comply with our duties, fail to act in good faith or if we act negligently; and
- we can be reimbursed for all liabilities we incur in connection with the proper performance of our duties in respect of the Fund.

Compliance Plan

We have lodged a Compliance Plan for the Fund. The Compliance Plan sets out the measures we will take to ensure we comply with the Corporations Act and the Constitution of the Fund. To oversee compliance with the Compliance Plan, we have established a Compliance Committee.

The Compliance Committee is required to report breaches of the Constitution and the Corporations Act to the directors of BlackRock Investment Management (Australia) Limited, and in some circumstances, to ASIC.

A copy of the Fund's Compliance Plan is available free of charge from us by calling our Client Services Centre on 1300 366 100.

Custody

A custodian (sometimes more than one) is appointed by BlackRock to hold the assets of the Fund.

The role of a custodian is limited to holding assets of the Fund on behalf of BlackRock and acting in accordance with instructions from BlackRock (except in limited circumstances where the custodian has a discretion to act without instructions).

BlackRock remains liable to unitholders for acts and omissions of the custodian.

A custodian has no supervisory obligation to ensure that BlackRock comply with their obligations as responsible entity of the Fund.

The custodian may change from time to time but must satisfy any relevant regulatory requirements as mentioned above. If you require details of our custodian at any time, you should contact our Client Services Centre on 1300 366 100.

Faxed instructions

If you have invested directly in the Fund and wish to fax your instructions to us, please be aware that fraudulent or other unauthorised fax instructions can be made by persons with access to your account name and a copy of your authorised signatures. Accordingly, you agree to release and indemnify us against all claims and demands arising as a result of our acting on what appeared to us to be your faxed instructions.

Margin lending

If you wish to apply using a margin lending arrangement, you must complete the Application Form that accompanies this PDS and sign Part 9 of the Application Form. You must also complete the Tax File Number Notification or Exemption Form ensuring that the Tax File Number you provide is your own and not that of the margin lender. Please forward the completed Application Form to your margin lender for their approval. In particular you will need to understand the terms of using the service in Part 8 of the Application Form. When your margin lender approves your margin lending application, the lender will then forward the completed Application Form and cheque (or any other method of payment acceptable) to us for processing.

Personal Identification Number

If you invest directly into the Fund, you will be provided with a Personal Identification Number (PIN) which will allow you to complete certain transactions on your account.

A PIN will not be issued if the investment is through a margin lender unless otherwise directed to by the margin lender.

Your PIN must be used in conjunction with your Investor Number. If your PIN is used by someone without your authority, we will not generally be liable for any loss incurred by you. Do not store your PIN with your Fund records. When using your PIN you release, discharge and agree to indemnify us from and against all actions, proceedings, claims and liabilities arising out of the use of your PIN, except to the extent that such liability is attributable to our own neglect.

We may continue to accept telephone withdrawal requests until we receive the written notice from you to cancel or vary your PIN.

Direct debit request service agreement

This section outlines the terms and conditions of the direct debit request arrangement between yourself and BlackRock Investment Management (Australia) Limited ("BlackRock" or "us").

BlackRock's responsibilities

BlackRock will only make direct debits from your chosen account.

Your initial contribution amount will be confirmed in writing once BlackRock receives your application form.

BlackRock will not disclose your account details to any other party, unless you have agreed in writing that it can, or unless the law requires BlackRock to do this.

If a payment date is a weekend or public holiday, your account will be debited on either the business day preceding or the business day following the weekend or public holiday.

BlackRock reserves the right to cancel the direct debit arrangement without notice if any debits are returned unpaid by your nominated financial institution.

The above arrangements are subject to change.

Your responsibilities

Before making a direct debit request you should:

- Check with your financial institution that the account you want to nominate can support direct debits. Additional charges may also be applied by your financial institution for this service. We recommend that you contact them for further details.
- Confirm that the account details that you have provided are correct.
- Ensure that you have sufficient cleared funds in your account to cover payment when due. Your financial institution may charge a fee if payment cannot be met.
- Sign your direct debit request in the same way as the account signing instruction held by your financial institution.

You must tell us in writing if you close or change the account that you have previously nominated.

You may cancel your direct debit request, stop or defer an individual debit or request a change to the debit amount by writing, phoning or faxing us.

It is your responsibility to arrange with BlackRock a suitable alternative payment method if the withdrawal arrangements are cancelled, either by you or the nominated financial institution.

If you believe that a debit has not been correctly processed you should immediately contact our Client Services Centre on 1300 366 100.

You agree to indemnify us against all losses, costs, damages and liability that we incur arising from you breaching these terms and conditions or providing us an invalid or non-binding direct debit request. This indemnity is a continuing obligation, separate and independent from your other obligations and survives termination of this agreement. This indemnity does not apply as a result of our fraud, negligence or breach of trust.

Enquiries and complaints

We have established procedures for dealing with enquiries and complaints.

If you have an enquiry or complaint, you can either call our Client Services Centre on 1300 366 100 or write to our Enquiries and Complaints Officer at BlackRock, Level 18, 120 Collins Street Melbourne, Vic. 3000 or fax your enquiry or complaint to 1300 366 107 or by email to clientservices.aus@blackrock.com. We will acknowledge receipt of the complaint within 14 days of its receipt.

We must deal with a complaint and respond to you as soon as practicable but no longer than 45 days after receiving the complaint. If a complaint is not satisfied within this timeframe, or you are not satisfied with our response, you may refer your complaint to the Financial Ombudsman Service ("FOS") of which we are a member and which is an independent entity.

The FOS contact details are:

Mail: GPO Box 3, Melbourne, Victoria, 3001
Telephone: 1300 780 808
Website: www.fos.org.au
Email: info@fos.org.au

Privacy

The information requested on the attached application form is used by us for the primary purpose of establishing and administering your investment(s) with us. We are unable to process your application and provide you with the requested investment without this information.

A Privacy Policy detailing our handling of personal information is available upon request. You may request access to the information held by us about you and your investment(s), and we ask that you advise us of any changes to such information you may have provided.

We may disclose your information (or parts thereof) to external parties who act on our behalf in the operation of our business from time to time or as required by law. We may also disclose your information to external parties on your behalf, such as your financial adviser, unless you have instructed otherwise.

We, BlackRock Inc. and its related bodies corporate may use your information on occasion, to advise you about other services or products offered by us or them, but you may elect to stop receiving such information at any time.

Please note, that in accordance with the requirements of the Anti-Money Laundering and Counter Terrorism Financing Act, we may be requested to disclose your personal information to the Australian Transaction Reports and Analysis Centre (AUSTRAC).

You may contact our Privacy Officer on (03) 9657 3000 if you wish to update or request access to your information or if you have any queries regarding our Privacy Policy.

Related party information

The Manager or persons associated with the Manager may invest in the Fund from time to time. The Manager and its associates are also entitled to enter into or be interested on their own accounts in any transaction entered into on behalf of a Fund or with any company or body in which the Fund is invested or who provides services to the Fund. Any such transactions will be on arms length commercial terms.

Anti-Money Laundering and Counter-Terrorism Financing

We are required to comply with the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 ('the AML legislation'). The AML legislation requires us to (amongst other requirements) verify the identity of investors making applications into Funds offered by us.

We cannot accept an application to invest in the Fund until satisfied that the identity of the investor has been verified in accordance with the AML legislation. The processing of applications may be delayed until the requested information is received in a satisfactory form and the identity of the investor is verified.

Investor identification requirements

■ Investors that apply without a financial adviser*

To comply with the requirements of the AML legislation, BlackRock requires an investor that directly applies to invest in the Fund (that is, **not** through a financial adviser) to complete the Investor Identification Form which is contained in PART C and submit it together with the application form.

The information provided will be used by BlackRock to verify the investor's identity.

* Financial advisers include an Australian Financial Services (AFS) Licensee or a representative of an AFS Licensee.

■ Investors that apply through/with a financial adviser

We intend to rely on financial advisers to verify the identity of their clients in accordance with the AML legislation. Section 6 of the Application Form (Financial Adviser) requires a financial adviser to confirm that they have verified the identity of the investor and agree that BlackRock may access any document that has been used by the financial adviser to verify their identity.

Unless requested, we do not require original documents or certified copies used by the financial adviser to verify the identity of the investor. Where document(s) verifying the investor's identity are provided to us by a financial adviser, BlackRock will still (as permitted under the AML legislation) be relying on the financial adviser to verify the identity of the investor.

■ Financial advisers not yet compliant

BlackRock recognise that some financial advisers will become compliant with the investor identification requirements of the AML legislation at different times prior to 12 March 2009 (the end of the 'assisted compliance' period). If the identity of an investor has not been verified, the financial adviser must advise BlackRock in Section 6 of the Application Form. The Investor Identification Form in Part C must be completed and provided with the completed Application Form. This will enable BlackRock to verify the identity of the investor and accept the investor's application to invest in the Fund.

BlackRock's right to request information

We may from time to time request identification/verification documentation from an investor or financial adviser to verify the investor's identity. Where documentation provided is not in English, an English translation must be provided by an accredited translator.

Appointed representatives

BlackRock is required to verify the identity of legal representatives and agents appointed to act on behalf of an investor. We cannot proceed to act on the instructions of a nominated legal representative until such time as we verify the identity of that representative.

Appointed legal representatives include, but are not limited to, executors of estates, attorneys (appointed under power of attorney) and nominated representatives.

Directors

Maurice J O'Shannassy
Con Tzatzakis
Robert Fairbairn
Damien Frawley
Grant Boyle

The Directors have authorised the issue of this PDS.

Important information to note in completing the Application Form

You should read the Product Disclosure Statement (PDS) in full before completing the application form.

Completely fill in ALL applicable sections of the application form and sign the application form before submitting.

Where a tick box is provided in response to a question, please nominate your preference by placing a ✓ in the appropriate box.

How to complete the Application Form (PART A)

To assist us with processing your application please work through the checklist below and ensure that you have completed all relevant sections and provided all necessary attachments.

Incomplete information may delay the processing of your application.

Section 1. Applicant's Details: Provide BlackRock with all investor(s) details including full name, residential address, date of birth and contact details as well as details for any corporate/trust investors.

You are invited to provide a postal address in Section 1. The postal address will be used for all account correspondence. Investors opting to provide a postal address must also provide their full residential address in Section 1. If two different residential addresses are supplied (and no postal address), all correspondence will be sent to Address 1.

Section 2. Investment Details: Provide investment details (your initial investment amount) and selected the method of lodging your initial investment. Either cheque, direct debit or direct credit:

If you have elected Cheque, please ensure that you have attached a cheque made payable to "BlackRock Investment Management (Australia) Limited" and including the "investor(s) name(s)" to the application form.

If you have elected Direct Debit, please ensure that you have completed in all the details requested in **PART B: Direct Debit Authorisation Form**, signed the form and attached this to your application form

If you have elected Direct Credit, you will need to provide verification from your financial institution that the money has been banked into the nominated account as specified.

Section 3. Income Distribution: Nominate if you wish to have income distributions reinvested or credited to a bank account. If distributions are to be credited, please ensure you have provided the correct bank account details.

Section 4. Tax File Number or Exemption Notification: You are invited to provide the TFN/ABN details for your investment. You are not obligated to quote your TFN or claim an exemption. Only one TFN should be provided unless the account is held in joint names in which case all individuals should provide their TFN.

Your alternatives to quoting a TFN include quoting an Australian Business Number (ABN) or notifying us of a TFN exemption as per the below.

■ Pensioner – please write the names of the pension in the 'Other' Exemption reason box.

■ Non resident – please state your country of residence in the 'Non resident' Exemption reason box.

■ Trustees should provide the TFN or ABN of the Superannuation Fund or Trust. An individual or Company account type with an informal trust will apply if individual or corporate trustee TFN /ABN details are provided.

Section 5. Investor Type: Nominate whether you are investing directly (ie. not through a Financial Adviser) or investing through a Financial Adviser.

If you are investing directly (without the use of a Financial Adviser), you have completed and attached **PART C: Investor Identification Form**.

Section 6. Financial Adviser: This is only applicable for investments made through a Financial Adviser.

It is the responsibility of the Financial Adviser to complete and sign this section of the form.

Section 7. Annual Financial Report Election: If you would like to receive a copy of the Annual Financial Report, please ensure you tick the box. A copy of the Annual Financial Report will be made available on BlackRock's website.

Section 8. Conditions Applicable to Investors Using Margin Lending: If the account is mortgaged the Margin Lending institution must complete and sign this section of the application form.

Section 9. Signature: Each investor has populated and signed this section.

If you answered No to Question 5 Investor Type, please ensure that you submit PART C "Investor Identification Form" along with your application form.

CONTACTS

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