

BlackRock Pooled Super Trusts  
BlackRock Balanced Pooled Super Fund  
R1000061  
BlackRock Australian Equities Pooled  
Superannuation Trust R1000092  
Supplementary Product Disclosure Statement

Dated: 28 April 2008

Issued by BlackRock Investment Management (Australia) Limited

ABN 13 006 165 975

Australian Financial Services Licence No 230523

RSE Licence No. L0000116

This Supplementary Product Disclosure Statement ('PDS') dated 28 April 2008 is supplementary to the Product Disclosure Statement dated 28 November 2006 and the SPDSs dated 18 June 2007 and must be read in conjunction with the Product Disclosure Statement and the SPDSs dated 18 June 2007.

# Supplementary Product Disclosure Statement

This Supplementary Product Disclosure Statement outlines important changes relating to information in the current Product Disclosure Statement. All changes will take effect from the date of issue of the SPDS unless otherwise indicated.

The name of the **Merrill Lynch Pooled Super Trusts** has changed to the **BlackRock Pooled Super Trusts**.

Replace all references to the **Merrill Lynch Pooled Super Trusts** in the current PDS with **BlackRock Pooled Super Trusts**.

The name of the **Merrill Lynch Balanced Pooled Super Fund** has changed to the **BlackRock Balanced Pooled Super Fund**.

Replace all references to the **Merrill Lynch Balanced Pooled Super Fund** in the current PDS with **BlackRock Balanced Pooled Super Fund**.

The name of the **Merrill Lynch Australian Equities Pooled Superannuation Trust** has changed to the **BlackRock Australian Equities Pooled Superannuation Trust**.

Replace all references to the **Merrill Lynch Australian Equities Pooled Superannuation Trust** in the current PDS with **BlackRock Australian Equities Pooled Superannuation Trust**.

This is a name change only. There are no changes to the investment objective or management of the Funds.

The following replaces the section "How to invest" on page 13 of the Product Disclosure Statement:

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 17.
- 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 C 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 17. 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 in this Supplementary Product Disclosure Statement. 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.

# Supplementary Product Disclosure Statement

## Eligible investors

Applications may be accepted from trustees of Regulated Superannuation Funds, Approved Deposit Funds and Pooled Superannuation Trusts or from such other entities as permitted under SIS.

The Trust Deeds give us broad powers to require investors to show that they are eligible to invest in a PST, and to compulsorily redeem units if they are not. You will be liable for certain losses to the Funds resulting from your providing incorrect information regarding eligibility to hold units in a PST.

Under SIS, trustees of Regulated Superannuation Funds or Approved Deposit Funds which receive a notice of non-compliance from the Australian Prudential Regulation Authority ("APRA") must take all reasonable steps to immediately dispose of any units held in a PST, unless APRA directs otherwise.

The following replaces the section "Financial information" on page 15 of the Product Disclosure Statement.

## Annual Financial Report

A copy of the audited annual financial report for the Fund is available by the end of September from us. 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](http://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.

The following text is to be included as a new section following the section "Personal Identification Number" on page 17 of the Product Disclosure Statement.

## 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.

# Supplementary Product Disclosure Statement

The following text is to read as part of the section "Privacy" on page 18 of the Product Disclosure Statement.

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).

The following text is to be included as a new section following the section "Privacy" on page 18 of the Product Disclosure Statement.

## 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 D 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 D 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.

# 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. Eligibility to invest:** You should read this section to confirm you are eligible to invest.

**Section 2. Applicant's Details:** Provide BlackRock with investors/corporate/trust details including registered address and contact details.

You are invited to provide a postal address in Section 2. The postal address will be used for all account correspondence. Investors opting to provide a postal address must also provide their full registered address in Section 2.

**Section 3. 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 C: 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 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.

■ 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. Company account type with an informal trust will apply if 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 D: 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. Signature:** Each investor has populated and signed this section.

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

## Merrill Lynch Pooled Super Trusts

Merrill Lynch Balanced Pooled Super Fund

R1000061

Merrill Lynch Australian Equities Pooled Superannuation Trust

R1000092

Product Disclosure Statement

Dated: 28 NOVEMBER 2006

BlackRock Investment Management (Australia) Limited\*

ABN 13 006 165 975

Australian Financial Services Licence No 230523

RSE Licence No L0000116

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**BLACKROCK**  
**MERRILL LYNCH**  
INVESTMENT MANAGERS

# Supplementary Product Disclosure Statement to the Merrill Lynch Pooled Super Trusts Product Disclosure Statement dated 28 November 2006

Issued by BlackRock Investment Management (Australia) Limited\* ABN 13 006 165 975  
Australian Financial Services Licence No 230523  
RSE Licence No. L0000116

**BLACKROCK**  
**MERRILL LYNCH**  
INVESTMENT MANAGERS

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Issued 18 June 2007

**This Supplementary Product Disclosure Statement ('SPDS') dated 18 June 2007 is supplementary to the Product Disclosure Statement ('PDS') dated 28 November 2006 and must be read in conjunction with the PDS.**

This Supplementary Product Disclosure Statement (SPDS) outlines important changes relating to information in the current PDS. **All changes will take effect from 2 July 2007 unless otherwise indicated.**

The section "What fees apply?" on pages 10 to 13 will be replaced with the following information effective 2 July 2007.

## What fees apply?

### 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 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](http://www.fido.asic.gov.au)) has a superannuation 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 the 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.

# Supplementary Product Disclosure Statement

Fees and other costs			
Type of fee or cost	Amount	How and when paid	Example for \$50,000 investment
<b>Fees when your money moves in or out of the Fund<sup>1</sup></b>			
<b>Establishment fee.</b> The fee to open your investment.	Nil	Not applicable	Nil
<b>Contribution fee.</b> The fee on each amount contributed to your investment.	Nil	Not applicable	Nil
<b>Termination fee.</b> The fee to close your investment.	Nil	Not applicable	Nil
<b>Withdrawal fee.</b> The fee on each amount you take out of your investment.	Nil	Not applicable	Nil
<b>Management Costs<sup>2</sup></b>			
The fees and costs for managing your investment.	Reducing fee scale 0.95% to 0.66% (refer to management fee scale below)	The Management Costs are calculated in relation to the Net Asset Value (NAV) of the Funds. It is not deducted directly from your account. Instead this fee is deducted from the assets of the relevant 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. <sup>3</sup> Expenses excluding abnormal expenses <sup>4</sup> are paid by the Manager.	Assuming management costs of 0.66% \$50,000 x 0.66% = \$330  Assuming management costs of 0.95% \$50,000 x 0.95% = \$475
<b>Service fees</b>			
<b>Investment switching fee.</b> 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 3 of this SPDS.

2. This fee may include an amount payable to an adviser. Refer to "Payments to advisers and other service providers" on page 3 of this SPDS.

3. Refer to "Differential fees" under the heading "Additional Explanation of fees and costs" on page 4 of this SPDS.

4. Refer to "Abnormal expenses" under the heading "Additional explanation of fees and costs" on page 3 of this SPDS.

## Additional explanation of fees and other costs

### Management costs

The Management Costs incorporate the:

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

### Management fees

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

Management Fees		
Name of Fund	Management Fees	Dollar Example
Balanced Pooled Super Fund	0.95%	\$475
Australian Equities Pooled Superannuation Trust	0.95%	\$475

The Management fee will be reduced based on the value of an investor's investment in a Fund. Any reduction will be implemented by way of rebating the difference between 0.95% and the applicable scaled cost (as set out below). The rebate will be effected by crediting additional units to you. The receipt of these units may have a tax implication for your fund. Where investments are made via a master trust, the reducing Management fee scale may not be applied.

Management Fee Scale	
Amount invested	Balanced Pooled Super Fund and Australian Equities Pooled Superannuation Trust*
Amounts which are less than or equal to \$20 million	0.95%
Amounts which exceed \$20 million but are less than or equal to \$40 million	0.85%
Amounts exceeding \$40 million	0.66%

\* Calculated as an annual percentage of the Net Asset Value of relevant Fund.

# Supplementary Product Disclosure Statement

## Expenses recovery costs

We are entitled to be reimbursed for certain expenses in managing and administering the relevant Fund. These expenses relate to the administration and operation of the relevant 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 relevant 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 relevant Fund's constitution or defending legal proceedings. We will continue to seek reimbursement from the relevant Fund in relation to these expenses should they arise.

## Transaction costs

Each of the Funds may incur transaction costs (such as brokerage, settlement costs (including custody 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 estimated 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). 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. The buy-sell spread is paid into the relevant Fund and not paid to BlackRock.

In determining the estimate of the transaction costs included in the buy-sell spread, we take into account what the actual costs have been in the past and any other relevant factors that may impact on those costs in the future.

## Worked examples

The estimated buy-sell spread for each of the Funds (together with a dollar example assuming an investment of \$50,000) are shown in the table below. We will notify you if the buy-sell spreads increase.

Estimated Buy-sell Spread		
Name of Fund	Buy-sell Spread	Dollar Example
Balanced Pooled Super Fund	0.175%	\$87.50
Australian Equities Pooled Superannuation Trust	0.275%	\$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, governing Trust Deeds, changing economic conditions and changes in regulations.

The Trust Deeds of the Funds set the range of fees we are entitled to charge. Under the Trust Deeds we are not entitled to charge an amount in excess of:

Australian Equities Pooled Superannuation Trust – 1% per annum of the value of the Fund

Balanced Pooled Super Fund – 1.50% of the Net Asset Value of the Fund or upon the termination and winding up of the Fund an amount in excess of 0.05% per annum of the amount distributed in accordance with the terms of the Trust Deed.

The fees applicable to your investment are set out in the table entitled "Fees and other costs" on page 2 of the SPDS and although we have the power to change our fee structure, we have no present intention to do so.

We will, however, provide you with a minimum of 30 days notice if any of the fees are changed. We are unable to charge more than the Trust Deeds permit (to change the Trust Deeds in this way, we would usually need to have members' approval).

## 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 relevant Fund.

### Ongoing Service Commission

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

# Supplementary Product Disclosure Statement

## Fund Manager payments and product access payments

We may also, 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. Such payments may be one off payments for offering a 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 of up to 0.2% of funds under management for the Australian Equities Pooled Superannuation Trust and up to 0.49% of funds under management for the Balanced Pooled Super Fund and reflected in lower Management fees for the Australian Equities Pooled Superannuation Trust and Balanced Pooled Super Fund respectively. 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 to licensed financial advisers, dealer groups and master trust or IDPS operators. Where such benefits are provided, they are payable by BlackRock and 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.

## Income Tax and its effect on Fees

Income and capital gains earnings less any allowable deductions (eg. management fees) of the Funds are subject to a maximum rate of tax of 15%. This tax provision is reflected in the daily unit prices of the Funds.

## Example of annual fees and costs

The table below gives an example of how the fees and costs in the Merrill Lynch Balanced Pooled Super Fund can affect your investment over a one year period. You should use this table to compare the Fund with other superannuation products.

Example of annual fees and costs for the Merrill Lynch Balanced Pooled Super Fund		
Example	Balance of \$50,000 with contribution of \$5,000 during year	
<b>Contribution Fees</b>	Nil	For every \$5,000 you put in, you will be charged \$0.
<b>PLUS Management Costs</b>	0.95%	And, for every \$50,000 you have in the Fund you will be charged \$475
<b>EQUALS Cost of Fund</b>		If you put in \$5,000 during a year and your balance was \$50,000, then for that year you will be charged fees of \$475*
		What it costs you will depend on the investment option you choose and the fees you negotiate with your fund or your financial adviser
<small>* Additional expenses may apply, for instance, you may incur a buy-sell spread when your money moves in or out of a fund.</small>		
<small>Please note that this is an example. In practice, the actual investment balance of an investor will vary and the actual fees and expenses 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.</small>		

# Merrill Lynch Pooled Super Trusts

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The name and contact details of the Trustee are:

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(Australia) Limited  
Level 18, 120 Collins Street  
MELBOURNE, VIC, 3000

Telephone: 1300 658 766  
Facsimile: (03) 9657 3401  
Website: [www.blackrock.com/au](http://www.blackrock.com/au)

# Before you start

Investment in the Merrill Lynch Pooled Super Trusts (referred to in this Product Disclosure Statement (PDS) as “the Funds”) is offered and managed by BlackRock Investment Management (Australia) Limited (referred to in this PDS as “BlackRock”, “the Trustee”, “we”, “our” or “us”).

We are the issuer of this PDS and of units in the Funds.

Neither BlackRock., Inc. nor any of its associates and subsidiaries (other than BlackRock Investment Management (Australia) Limited) 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 Funds, 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 Funds can be obtained at any time:**

- from our website at [www.blackrock.com/au](http://www.blackrock.com/au)
- from your financial adviser;
- by calling Distribution Services on 1300 658 766.
- by emailing [distributionservices.aus@blackrock.com](mailto:distributionservices.aus@blackrock.com)

**A paper copy of updated Fund performance and size information as well as information regarding the current investment mix of the Funds 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 a 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](http://www.asic.gov.au) as well as a help line you can call on 1300 300 630.

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 Distribution Services on 1300 658 766, email [distributionservices.aus@blackrock.com](mailto:distributionservices.aus@blackrock.com) or visit our website at [www.blackrock.com/au](http://www.blackrock.com/au)

## About Pooled Superannuation Trusts (PSTs)

PSTs are a form of unit trust designed for investing the following kinds of assets, including assets of a regulated superannuation fund, assets of an approved deposit fund, assets of a PST and assets of other entities that are permitted under Superannuation Industry (Supervision) Act 1993 (SIS). Through a PST, trustees of these superannuation funds can access a range of investments in a tax effective fund.

With a PST all income is accumulated within the trust and is generally not distributed to investors. The PST is liable to pay tax on any investment income and taxable capital gains earned by the trust. In addition, eligible investors are not liable to pay tax on any capital gains when units in the trust are sold.

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

**Increased buying power:** PSTs are able to access a range of domestic and international shares.

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

**Access to multi-asset class funds:** these funds invest in a range of asset classes such as shares (Australian and international), property, fixed interest and cash – with varied exposure to each asset class.

**Taxation benefits:** tax concessions apply to fund earnings.

When you invest in a Fund, you are issued with a number of ‘units’ based on the entry unit price at the time you invest (see page 15 for further details on how unit prices are calculated). Your units represent the value of your investment, which will change over time as the market value of the assets fluctuate.

## Who is BlackRock?

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\$3.5 trillion as of June 30, 2006.

BlackRock directly manages over \$US 1 trillion of assets on behalf of institutional and retail clients from all over the globe. BlackRock 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 delivers an unparalleled breadth of perspective and insight to the management of all its clients portfolios.

Headquartered in New York, BlackRock Inc operates 35 offices in 18 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 Inc is independent in ownership and governance, with no single majority stockholder and a majority of independent directors. In terms of ownership, Merrill Lynch's stake is just under 50%, while PNC Financial Services Group retains an interest of about 34%; the remainder is held by BlackRock Inc employees and the public. All of BlackRock Inc's founding partners remain affiliated with the firm.

BlackRock Investment Management (Australia) Limited is the trustee and manages the investments of the Funds.

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 31 August 2006, BlackRock Investment Management (Australia) Limited managed approximately A\$8.8 billion for investors across a range of products and services including equities, fixed income and property.

## How do we manage the Funds?

We are committed to adding value to your investments through active management of our range of funds. This means we continually monitor and, where necessary, adjust the Funds' portfolios to suit changing economic and market conditions. We place great importance on our research and a team based approach to making investment decisions.

### Investment teams – the very best people

Internationally, the BlackRock group employs more than 500 investment professionals in 18 countries. With 35 offices

strategically located around the globe, we are able to offer clients in-depth local knowledge and understanding while leveraging the strength of our global presence and infrastructure to deliver focused investment solutions.

We aim to provide Australian investors the opportunity to gain exposure to the best investment teams and strategies that BlackRock has globally. The Funds obtain their exposure to various asset classes either by direct investment or by investing in another Merrill Lynch fund, which ultimately invests directly within an asset class.

The Funds in this PDS (and other Merrill Lynch funds into which they may invest) may be managed by BlackRock investment professionals locally or investment management may be delegated to one of our many specialist teams internationally.

### Are labour standards or environmental, social or ethical considerations taken into account?

We do not take into account labour standards or environmental, social or ethical considerations in the context of making investment decisions relating to the PSTs.

## Performance benchmarks

In managing the Funds, we set a performance target (ie. a benchmark) against which we measure the Fund's performance over a set period of time.

For instance, the benchmark for an Australian equities fund would normally be the S&P/ASX 200 Accumulation Index.

For a diversified fund there is no one relevant index to provide a benchmark, so a composite benchmark is created consisting of a weighted average of the returns provided by market indices for the asset classes reflected in the relevant Fund (see pages 5 to 7 for the weightings for the relevant Fund). The benchmark indices for each asset class of the Funds offered in this PDS are detailed in the table below. Performance of each Fund to 30 September 2006 against its benchmark is set out on pages 6 and 7.

Asset class benchmark indices	
Cash	UBS Australia Bank Bill Index
Australian fixed income	UBS Australia Composite Bond (All Maturities) Index
International fixed income	Lehman Global Aggregate Index (Hedged in AUD)
Australian shares	S&P/ASX 200 Accumulation Index
Direct property	Mercer Direct Property Index
Listed property	S&P/ASX Property Trust Accumulation Index
International equities	MSCI World Index ex-Australia (unhedged &/or hedged in AUD)

# About the Funds

## Balanced Pooled Super Fund

### Investment objective

The investment objective of the Fund is to provide investors with the highest possible returns consistent with a “balanced” investment strategy encompassing:

- an orientation towards growth assets;
- an orientation towards Australian assets; and
- active asset allocation, security selection and risk management.

The performance aim of the Fund is:

- to outperform its strategic benchmark over medium to longer term timeframes (ie. 3 to 5 years).

### What is the Fund strategy?

The investment strategy of the Fund is to provide investors with a diversified exposure to the best investment teams and strategies that BlackRock has globally within the context of an Australian based “balanced” investment portfolio.

The Fund’s strategy is built around two steps:

1. Establishing the most appropriate strategic benchmark subject to the growth/income splits and market risk exposures of the range of Australian balanced funds; and
2. Enhancing the returns of the Fund relative to the strategic benchmark to the maximum extent possible by utilising investment teams, strategies and techniques from BlackRock resources around the globe subject to a risk budgeting framework (refer to “risk budgeting” on page 6 for further information).

### What is the Fund’s strategic benchmark?

The Fund’s strategic benchmark has exposure to predominantly growth assets such as Australian shares, international shares and property. It also has exposure to more defensive (income) asset classes such as Australian and international fixed income and cash.

The Fund’s strategic benchmark is reviewed periodically. Specific allocations may vary but the Fund will retain a broad 70/30 split between growth and income assets and a bias toward Australian assets, particularly within the growth asset category.

### Strategic benchmark (%)

	Benchmark
Australian shares	38
International shares	26
<b>Total equities</b>	<b>64</b>
Property*	6
<b>Total growth assets</b>	<b>70</b>
Australian fixed income	15
International fixed income	10
Cash	5
<b>Total defensive assets</b>	<b>30</b>
<b>Total</b>	<b>100</b>
(Foreign currency)	(20)

\* Listed property investments but may include investment in direct property.

### What does the Fund invest in?

The Fund invests in physical instruments (including equities, listed property trusts, limited partnerships, direct property, currency, fixed income, cash, commodities), derivatives (including futures, options, swaps and forward foreign exchange contracts) and structured instruments (which may include a combination of physical instruments and derivatives). The asset class exposures are gained either by investing directly in the physical instruments, via derivative overlays or by investing in funds or products managed by BlackRock teams world wide.

### How are returns enhanced?

- 1: **Active asset allocation:** Asset allocation strategies are employed with the aim of capitalising on perceived mispricing in and between asset markets in Australia and internationally. This process may result in the Fund’s exposure to the asset classes being above, below or in-line with the benchmark exposure.

The strategies employed are the result of analysis focussed on a fundamental assessment of economics, liquidity and valuations. BlackRock draws on its research capabilities and fund management expertise worldwide in developing and exploiting these strategies.

The strategies adopted may encompass equity, cash, fixed interest, property, commodity and currency markets, both in Australia and internationally. Implementation of these strategies may be based on an expectation on the direction of a particular market (eg, gain exposure to US equities based on an expectation that the US sharemarket will rise) or focus on relative values between and within regions, asset classes, sectors, currencies and instruments or some combination thereof (eg, buy exposure to the Japanese equity market and sell exposure to European equity markets based on a view that the Japanese equity market offers better return potential than the European equity markets).

- 2. Manager and stock selection:** The Fund both invests in BlackRock products, and is also directly managed by a number of BlackRock investment teams from around the globe. These teams and products are selected on the basis of their ability to generate consistent, lowly correlated returns. Lowly correlated means that it is unlikely that the different teams and products chosen will perform in the same manner at the same time thereby enhancing diversification and/or lowering Fund volatility. The selection process is also subject to internal controls relating to cost/tax effectiveness and overall risk exposure of the Fund, which we aim to maintain in line with the Fund's strategic benchmark.

Actual asset allocations to investment teams and products will vary over time as BlackRock expertise alters and the correlations, costs and tax effectiveness of the teams and products change. However, the allocations will remain consistent with the principles of providing highly diversified, lowly correlated and risk controlled investment management.

**3. Extensive use of derivatives:**

Derivatives are financial instruments whose value is derived from another security, commodity, currency or index. The Fund makes extensive use of derivatives in its operations. The use of these instruments dramatically reduces the costs of managing exposure to investment markets and makes possible a much wider universe of value adding investment opportunities. Typically most asset allocation positions are implemented via derivatives. Derivatives are also used to ensure that the underlying asset exposures of the Fund are consistent with its strategic benchmark.

The types of derivatives used by the Fund include, but are not limited to, futures, options, swaps and forwards, including both exchange traded and over the counter (OTC) variants of these. The Fund may also use structured instruments from time to time in pursuit of its investment objectives.

The risks associated with the Fund are controlled through a **risk budgeting** framework, rather than containing risk by limiting allocations to particular asset classes. This framework seeks to manage the overall risk being run in the Fund to a level consistent with the universe of Australian 'balanced' funds, while leaving the Fund manager discretion in the precise allocation of this risk between investment teams and strategies.

**Fund size and performance**

The Fund size as at 30 September 2006 was \$763.9 million.

**Performance to 30 September 2006**

	1 year %	3 years % p.a.	5 years % p.a.	10 years % p.a.	Since inception <sup>1</sup> % p.a.
Total (net) return	10.78	13.70	8.08	8.09	10.76
Total (gross) return	12.35	15.88	9.49	9.33	n/a <sup>3</sup>
Benchmark <sup>2</sup>	13.38	15.04	9.79	10.02	10.18

1. 31 January 1987

2. The Fund is a diversified fund so the benchmark consists of a weighted average of the returns provided by market indices for the relevant asset classes. See page 5 for further details.

3. Gross Fund returns were not calculated for this time period.

Past performance is not a guide to future performance. Long-term performance shows the potential volatility of returns over time. Total gross returns and benchmark performance figures shown are gross (ie. do not include expenses, fees or tax).

Updated performance information is available by contacting our Distribution Services or from our website at [www.blackrock.com/au](http://www.blackrock.com/au).

## Australian Equities Pooled Superannuation Trust

### Investment objective

The objective of the Australian Equities Pooled Superannuation Trust is to achieve a total return of capital gain and dividends through investment in Australian equities and other securities. We aim to outperform the S&P/ASX 200 Accumulation Index over rolling five year periods.

### Fund strategy

The investment strategy of the Australian Equities Pooled Superannuation Trust is characterised by the active management of a portfolio of securities listed on the Australian Stock Exchange (typically between 25 and 40 stocks).

Franked dividends received by the Fund generally will have the effect of reducing the overall tax paid by the Fund.

We use a 'bottom up' approach to stock selection meaning that investments are based on research of individual companies to determine their investment merits. The investment philosophy is based on the belief that a change to the perceived earnings profile of a company is ultimately the main driver of share price performance. Therefore, out-performance is determined by a constant focus on the future earnings profile of a company and the ability to identify growth opportunities.

The Fund is managed by an Australian equity team in Australia. The team conducts its own research which, combined with the global resources of the BlackRock group, leads to well informed investment decisions.

### Asset allocation ranges (%)

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

### Fund size

The Fund size as at 30 September 2006 was \$74.6 million.

### Performance to 30 September 2006

	1 year %	2 years % p.a.	3 years % p.a.	5 years % p.a.	Since inception <sup>1</sup> % p.a.
Total (net) return	15.82	22.12	13.48	12.23	12.42
Total (gross) return	16.21	23.97	14.49	13.05	13.24
Benchmark	15.96	22.75	15.80	12.79	12.83

1. 31 August 1996

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). Total gross returns and benchmark performance figures shown are gross (ie. do not include expenses, fees or tax). Updated performance information is available by contacting our Distribution Services or from our website at [www.blackrock.com/au](http://www.blackrock.com/au).

## 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.

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

### Specific risks

There are a number of risks related to specific asset classes which the Funds are invested in, and in some of the investment strategies which we use to manage these Funds. These are summarised below.

#### Cash

With cash there is a low risk of losing your original investment, however, there is minimal potential for capital growth.

#### Fixed income

Fixed income investments generally represent a higher risk than cash. The price of a fixed interest security will vary with movements in market interest rates and time to maturity. Fixed income securities are also exposed to credit risk of the issuer.

The Balanced PST may have exposure to fixed income.

#### Property

Property investments are potentially higher risk than fixed income securities, but generally lower than shares. The risk level varies between development property (higher risk) and existing property (lower risk). Property also tends to have a unique cycle, which is different to shares and other asset classes.

Particular external factors impacting property include liquidity, interest rates, diversity of direct property holdings, the quality of properties, proximity to competing properties, current and expected income and other economic conditions that may affect supply and demand. The Balanced PST may have exposure to property.

#### Shares

Historically, shares have offered the highest returns over the long-term, however they are volatile and can perform poorly over the short to medium term. Both PSTs in this PDS have exposure to shares.

#### International

Investing internationally carries additional risk.

These risks include:

- Differences between countries relating to accounting, auditing, financial reporting, government regulation, securities exchanges and transactional procedures.
- Foreign markets may have different levels of liquidity, pricing availability, settlement and clearance procedures.
- Actions of foreign governments, exchange controls, defaults on Government securities, political and social instability.

These risk considerations apply, to some extent, to all international investments, but are likely to be of greater significance in certain small or emerging markets.

The Balanced PST has exposure to international shares.

### Currency risk

International securities are purchased and traded in the currency of their home country. As a consequence, changes in foreign currency exchange rates will affect the value of securities denominated or quoted in foreign currencies and, therefore, investment returns will be affected by fluctuations in foreign currencies against the Australian dollar. These movements may either add or subtract from investment performance.

While hedging activities may protect investors against depreciations in the currencies in which the Funds invest (relative to the Australian dollar) it will also limit investors from benefiting if there is an appreciation in the value of the currencies held within a fund's portfolio relative to the Australian dollar.

In addition, the impact of currency hedging on a fund's returns is uncertain, cannot be guaranteed and can result in capital losses.

These risks are of relevance to the Balanced PST.

### Fund risk

There are risks particular to both PSTs, including that they could terminate, the fees and expenses could change and our investment professionals could change. There is also a risk that investing in the PST's may give different results than investing individually because of income and capital gains accrued in the PST and the consequences of investments and withdrawals by other investors. We actively monitor the PSTs with the aim of managing these risks.

### Derivatives

All Funds in this PDS may use derivatives (including futures, options, swaps and forward foreign exchange contracts) to varying degrees and are exposed to the risks set out below. Derivatives may be used to implement investment decisions and/or used as a risk management tool (including the carrying out of currency hedging strategies).

Derivatives may be used to gain, reduce or modify exposure to a particular asset class or currency. An investment in derivatives can cause a fund to make gains or incur losses.

It is our policy not to use derivatives to create exposures that are inconsistent with a fund's investment guidelines.

Derivative contracts are subject to particular risks as listed below:

**Market risk** – significant losses from derivative contracts may occur in the event of extreme market moves. The fund's risk management disciplines are designed to control this risk.

**Counterparty (credit) risk** – derivative transactions may be subject to the risk that a counterparty to the transactions will wholly/partially fail to perform their contractual obligations under the arrangement. To minimise this risk, BlackRock has various procedures and processes in place.

**Operations risk** – the risk that deficiencies in the effectiveness and accuracy of information systems or internal controls will result in a material loss. BlackRock has various procedures and processes in place designed to minimise this risk.

## What fees apply?

### 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](http://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 and costs are in Australian dollars and, 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
<b>Fees when your money moves in or out of the Fund</b>			
<b>Establishment fee.</b> The fee to open your investment.	Nil	Not applicable	Nil
<b>Contribution fee.</b> The fee on each amount contributed to your investment.	Nil <sup>1</sup>	Not applicable	Nil
<b>Termination fee.</b> The fee to close your investment.	Nil	Not applicable	Nil
<b>Withdrawal fee.</b> The fee on each amount you take out of your investment.	Nil	Not applicable	Nil
<b>Management Costs</b>			
The fees and costs for managing your investment.			
<b>Management fee.</b> The fee for managing your investment.	Reducing fee scale 0.86% p.a. to 0.56% p.a. (refer to Management Fee Scale on page 11)	The Management fee is calculated in relation to the NAV of the Funds. It is not deducted directly from your account. Instead this fee is deducted from the assets of the relevant Fund. The deduction of the Management fee is reflected in the daily unit price of the relevant 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. <sup>2</sup> Expenses excluding abnormal expenses <sup>3</sup> are included in the Management fee for the relevant Fund.	Assuming a Management fee of 0.56% \$50,000 x 0.56% = \$280  Assuming a Management fee of 0.86% \$50,000 x 0.86% = \$430
<b>Service fees</b>			
<b>Investment switching fee.</b> The fee for changing investment options.	Nil <sup>1</sup>	Not applicable	Nil

1. You may incur a buy-sell spread when switching, refer to "Buy-sell spread" under the heading "Additional Explanation of Fees and Costs" on page 11.

2. Refer to "Differential fees" on page 12.

3. Refer to "Abnormal expenses" on page 11.

## Additional explanation of fees and costs

### Management Fees

The current Management Fee for the funds are shown in the table titled "Management Fee Scale". The table below shows the management fee incurred for the funds at the top management fee rate (together with a Dollar example assuming an investment of \$50,000) follows:

Management Fees		
Name of Fund	Management Fees	Dollar Example
Balanced Pooled Super Fund	0.86%	\$430.00
Australian Equities Pooled Super Trust	0.85%	\$425.00

The Management fee will be reduced based on the value of an investor's investment in a Fund. Any reduction will be implemented by way of rebating the difference between: 0.86% (Balanced Pooled Super Fund) or 0.85% (Australian Equities PST) and the applicable scaled cost (as set out below). The rebate will be effected by crediting additional units to you. The receipt of these units may have a tax implication for your fund. Where investments are made via a master trust, the reducing Management fee scale may not be applied.

### Expense recovery costs

We are entitled to be reimbursed for certain expenses in managing and administering the Funds. These expenses relate to the administration and operation of the Funds. Unless we advise otherwise, all the Funds' expenses, other than abnormal expenses (see below) will be paid for by the Trustee from the Management fees 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. We may however, recover expenses incurred in both the investing fund and the fund in which it invests.

### Abnormal expenses

Abnormal expenses are expenses not generally incurred during the day to day operations of the relevant 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 relevant Fund's trust deed or defending legal proceedings. We will continue to seek reimbursement from the relevant Fund in relation to these expenses should they arise.

### Transaction costs

The Funds may incur transaction costs (such as brokerage, settlement costs (including custody 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 estimated transaction costs associated with buying and selling the assets a Fund when investors invest or withdraw from the Fund. The buy-sell spread is reflected in the difference between application and withdrawal prices. It is an additional cost to the investor but is reflected in the unit prices. It is not charged separately to the investor. The buy-sell spread is paid into the Fund and not paid to BlackRock.

In determining the estimate of the transaction costs included in the buy-sell spread, we take into account what the actual costs have been in the past and any other relevant factors that may impact on those costs in the future.

Management Fee Scale		
Amount invested	Balanced Pooled Super Fund*	Australian Equities Pooled Superannuation Trust*
Amounts which are less than or equal to \$20 million	0.86%	0.85%
Amounts which exceed \$20 million but are less than or equal to \$40 million	0.76%	0.75%
Amounts exceeding \$40 million	0.57%	0.56%

\* Calculated as an annual percentage of the Net Asset Value of relevant Fund.

The estimated buy-sell spread for each of the Funds (together with a dollar example assuming an investment of \$50,000) are shown in the table below.

We will notify you if the buy-sell spreads increase.

Estimated buy-sell spread		
Name of Fund	Buy-sell Spread	Dollar Example
Balanced Pooled Super Fund	0.175%	\$87.50
Australian Equities Pooled Superannuation Trust	0.275%	\$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, governing Trust Deeds, changing economic conditions and changes in regulations.

The Trust Deeds of the Funds set the range of fees we are entitled to charge. Under the Trust Deeds we are not entitled to charge an amount in excess of:

Australian Equities Pooled Superannuation Trust – 1% per annum of the value of the Fund

Balanced Pooled Super Fund – 1.50% of the Net Asset Value of the Fund or upon the termination and winding up of the Fund an amount in excess of 0.05% of the amount distributed in accordance with the terms of the Trust Deed.

The fees applicable to your investment are set out in the table entitled “Fees and other costs” on page 10 and although we have the power to change our fee structure, we have no present intention to do so.

We will, however, provide you with a minimum of 30 days notice if any of the fees are changed. We are unable to charge more than the Trust Deeds permit (to change the Trust Deeds in this way, we would usually need to have members’ approval).

### Payments to advisers and other service providers

No commission is payable to advisers in relation to these Funds.

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 Funds. Such payments may be one off payments for offering a 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 of up to 0.2% of AUM for the Australian Equities Pooled Superannuation Trust and up to 0.49% of Indirect Cost Ratio for the Balanced Pooled Super Fund and reflected in lower Management fees for the Australian Equities Pooled Superannuation Trust and Balanced Pooled Super Fund respectively.

These payments are paid out of our fees and are not an additional cost to the investor. The amounts of these payments may change during the life of the PDS.

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

### Income Tax and its effect on Fees

Income and capital gains earnings less any allowable deductions (eg. management fees) of the Funds are subject to a maximum rate of tax of 15%. This tax provision is reflected in the daily unit price of the Funds.

**Example of annual fees and costs for the Merrill Lynch  
Balanced Pooled Super Fund and the Merrill Lynch  
Australian Equities Pooled Superannuation Trust**

**Example of annual fees and costs for the Funds**

<b>Example – Merrill Lynch Balanced Pooled Super Fund</b>		<b>Balance of \$50,000 with contribution of \$5,000 during year</b>
<b>Contribution Fees</b>	Nil	Not applicable
<b>PLUS Management Costs</b>	0.57% to 0.86%	And, for every \$50,000 you have in the Fund you will be charged between \$285 and \$430 each year
<b>EQUALS Cost of Fund</b>		If you had an investment of \$50,000 at the beginning of the year and you put in an additional \$5,000 during the year you would be charged fees from \$285 to \$430*  What it costs you will depend on the fees you negotiate with us or your financial adviser

<b>Example – Merrill Lynch Australian Equities Pooled Superannuation Trust</b>		<b>Balance of \$50,000 with contribution of \$5,000 during year</b>
<b>Contribution Fees</b>	Nil	Not applicable
<b>PLUS Management Costs</b>	0.56% to 0.85%	And, for every \$50,000 you have in the Fund you will be charged between \$280 and \$425 each year
<b>EQUALS Cost of Fund</b>		If you had an investment of \$50,000 at the beginning of the year and you put in an additional \$5,000 during the year you would be charged fees from \$280 to \$425*  What it costs you will depend on the fees you negotiate with us or your financial adviser

\* Additional expenses may apply, for instance, you may incur a buy-sell spread when you money moves in or out of a 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.

**How to invest**

You will generally need a minimum investment of \$100,000. To make your investment, complete the application form accompanying this PDS and either:

- 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 225E, Melbourne Victoria 8060; or
- forward the completed application form by facsimile on 1300 366 107 or (03) 9657 3400 to 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 17.

Application requests received before 2.00pm Eastern Standard Time (EST) on any Melbourne or Sydney business day will be treated as having been received on that day and, if accepted, will generally be processed at the unit price applicable as at that 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 PDS.

**Eligible investors**

Applications may be accepted from trustees of Regulated Superannuation Funds, Approved Deposit Funds and Pooled Superannuation Trusts or from such other entities as permitted under SIS.

The Trust Deeds give us broad powers to require investors to show that they are eligible to invest in a PST, and to compulsorily redeem units if they are not. You will be liable for certain losses to the Funds resulting from your providing incorrect information regarding eligibility to hold units in a PST.

Under SIS, trustees of Regulated Superannuation Funds or Approved Deposit Funds which receive a notice of non-compliance from the Australian Prudential Regulation Authority ("APRA") must take all reasonable steps to immediately dispose of any units held in a PST, unless APRA directs otherwise.

## How are unit prices calculated?

When you invest in a Fund you are allocated a number of units in the Fund. Each of these units represents an equal part of the market value of the portfolio of investments that the Fund holds. 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 a Fund divided by the number of units on issue in the relevant Fund adjusted to take account of transaction costs. Both prices are generally calculated each Melbourne or Sydney business day. Generally, the NAV is determined by deducting the Fund's liabilities from the market value of the assets of the Fund (including any income tax liabilities and assets).

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

We have the discretion however, to price more or less frequently when unusual circumstances prevail (for example, when there has been unusual volatility in the market) in order to protect the interests of all investors.

We are presently developing a formal written policy in relation to the guidelines and relevant factors taken into account when exercising any discretion in calculating unit prices (including determining the value of the assets and liabilities). Typically however, assets are valued at their market value.

Investors will be informed and information included on our website when the policy is finalised. Once the policy is finalised a copy will be made available to investors free of charge on request.

## Income

Income of the Funds is accumulated for the benefit of the investors and is reflected in the NAV of each Fund. There is no income distribution from the Funds nor any income component payable on redemption.

## Withdrawing your investment

Withdrawals must be made in writing including by facsimile. We will then send a cheque or make a deposit into your bank account. You will normally be able to withdraw money from a Fund on any Melbourne or Sydney business day. Withdrawal requests must be received by 2.00pm (EST). Requests received after this time will be treated as received the following Melbourne or Sydney business day.

Withdrawals are normally processed and posted within seven business days of our having received the request (although we are allowed longer periods under the Trust Deeds for the Funds).

## Suspension of issue and withdrawal of investment

Under the Trust Deeds we have a general power to suspend the issue and withdrawal of units in certain circumstances such as the closure of a securities exchange.

## Power to defer payment

Under the Trust Deed for the Balanced Pooled PST, if we receive a withdrawal request representing more than 5% of the issued units in the Fund, the request may be treated as five separate requests, to be transacted on five successive business days.

If the withdrawal requests received over five consecutive business days exceed 10% of the issued units in the particular Fund, we may take a maximum of 30 days from the date of receipt of each request to redeem each request in excess of this 10%.

Under the Trust Deed for the Australian Equities PST, we have a more general power to defer payment for 30 days from the time of entitlement or longer if BlackRock considers it appropriate.

## Investing via an Investor Directed Portfolio Service (IDPS)

Investors and potential investors accessing the Funds 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.

# 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 a Pooled Superannuation Trust

You are not liable to pay income tax or capital gains tax on the net earnings or realised capital gains derived by any of the Funds.

Broadly, we, as trustee of the Funds will be subject to tax at the maximum rate of 15% on:

- net taxable earnings of each Fund; and
- realised net capital gains on the disposal of assets of each Fund.

Where a Fund has held an equity investment for more than a year any gain on the disposal of that security may qualify for concessional treatment. Generally only two-thirds of these long-term gains will be taxed, an effective rate of 10%.

The Trustee will apply available tax credits against this tax liability which may reduce the effective tax rate. Where the tax credits received exceed the Fund's tax liability, a refund will be claimed.

### Taxation of amounts withdrawn from a Fund

The redemption of units in the Funds should not have any tax consequences for investors, and in particular, the proceeds of redemption should not be liable to income or capital gains tax when received by investors.

### Goods and Services Tax

Where under the GST legislation a 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.

If you have invested through an IDPS or master trust you can find out more about the impact of tax by looking at the guide or the PDS for these services.

## Keeping you informed

When you invest in the Funds 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, which among other things, outlines the progress of your investment (unless requested not to be sent).
- **Annual reporting**, July each year, providing consolidated transaction information relating to your investment, for the past financial year.

### Financial information

A copy of the audited financial statements of the Fund is available free of charge from us or upon request from your IDPS or master trust operator. The accounts will include a Balance Sheet, Income Statement and Cash Flow Statement as well as notes to the accounts.

A copy of the annual audited financial accounts is available by the end of September each year.

### Dedicated website

In addition to our general website, we have an online service for institutional clients at [www.blackrock.com/au](http://www.blackrock.com/au). Institutional Insight gives you access to your latest portfolio information as well as market commentaries, member education and much more. This is a secure site with password access. To register, please contact Distribution Services on 1300 658 766.

## Do you have any “cooling off” rights?

If you have invested directly into a 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 by us and the fifth business day after the units are issued.

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 relevant 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 Trustee for the Funds and as such we are licensed by APRA which is responsible for regulating the operation of PSTs like the Funds detailed in this PDS.

### General

The beneficial interest in each of the Funds is divided into units. Every unit other than a fractional unit (which is a unit in respect of which there is contributed by the applicant an amount which is less than the amount of the full Entry Price prevailing at the time the unit is issued) confers upon the investor an equal interest in that Fund.

A unit does not confer any interest in any particular part of a Fund or in any investment but only such interest in that Fund as is conferred on a unit under the Trust Deed.

### The Trustee

APRA has granted approval to BlackRock to act as Approved Trustee of the Funds.

The Trustee has a number of specific duties and obligations imposed on it by Superannuation Industry (Supervision) legislation (“SIS”) and the Trust Deeds.

The Trustee’s principal obligation is to protect the interests of the members.

At all times the Trustee must act honestly, and with care, skill and diligence.

The Trustee may be indemnified from the assets of the Fund for any loss or expenditure incurred in relation to the Fund unless it results from the Trustee’s dishonesty or an intentional or reckless failure to exercise the required degree of care and diligence, or where the law prevents it.

The Trustee has indemnity insurance in place.

The Trustee may in certain circumstances retire, or be removed from office. The outgoing Trustee will be replaced by another trustee within the meaning of SIS.

### Trust Deed

The rights of investors and the responsibilities and obligations of the Trustee are governed by a Trust Deed, SIS and general trust law.

The Balanced PST is governed by a Trust Deed dated 30 January 1987, as amended to date. The Australian Equities PST is governed by a Trust Deed dated 20 October 1986 and amended to date. Certain additional obligations of BlackRock are also taken to be included in the Trust Deed under SIS.

Copies of the Funds’ Trust Deed are available free of charge by calling Distribution Services on 1300 658 766. Each of the Trust Deeds contains provisions relating to:

- our powers and duties as the Trustee,
- our remuneration,
- issues and redemption of units,
- your rights and entitlements,
- our investment and borrowing powers,
- how the fund may be terminated, and
- how we may be removed or replaced.

The Trustee may amend the Trust Deed in writing and any amendment must comply with SIS. The Trustee is bound in exercising its power to amend the Trust Deed by general fiduciary duties, in particular its duty to act in the best interests of investors. If the Trustee is of the opinion that the changes may adversely affect investor rights, then the Trust Deed can only be amended if approved at a meeting of investors.

### Liability

An investor’s liability will not be greater than the value of the investment in the relevant Fund. However, investors are liable to indemnify the Trustee for certain losses on the basis of the provision of the incorrect information.

The Trustee may be indemnified from the assets of a Fund unless it results from the Trustee’s dishonesty or an intentional or reckless failure to exercise the required degree of care and diligence.

Generally, the rights of the Trustee to seek indemnity from a investor are limited under the Trust Deed and do not extend to a investor personally or in his or her capacity as a investor.

However, no complete assurance can be given in this regard as the ultimate liability of an investor has not been finally determined by the courts.

### **Borrowings**

The Trustee does not propose that the Funds will enter into any long term borrowings, however, short term borrowings may occur. SIS prohibits a trustee from borrowing money or maintaining an existing borrowing of money, with the exception of borrowing to enable certain payments to beneficiaries and to cover transaction settlement costs.

### **Transactions**

Generally applications and redemptions are undertaken on the instruction of the superannuation fund trustee or its authorised representative. We can only act on instructions which are correctly executed. Where there is more than one trustee, all trustees or their authorised representatives must sign.

In instances when you have authorised your superannuation fund administrator to make further investments or withdrawals on your behalf, we require the administrator to provide us with evidence of its authority to act.

### **Faxed Instructions**

If you have invested directly in a 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 be your faxed instructions.

### **Personal Identification Number**

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

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.

### **Auditor**

We have an obligation under the Corporations Act to appoint an auditor of the Fund. The current auditor of the Fund is PricewaterhouseCoopers ("PwC") of Freshwater Place, Level 19, 2 Southbank Boulevard, Southbank, Victoria, 3006.

### **Custody**

A custodian (sometimes more than one) is appointed by us to hold the assets of the Funds. Our current policy is to appoint an independent professional custodian. You will be informed if this policy changes. In addition, the appointment of a custodian must be in accordance with the applicable legal and regulatory requirements which include a requirement that the custodian have at least \$5 million in net tangible assets. We remain liable to unitholders for acts and omissions of the custodian.

The role of a custodian is limited to holding assets of the Funds 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).

A custodian has no supervisory obligation to ensure that BlackRock comply with their obligations as Trustee of the Funds.

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 Distribution Services on 1300 658 766.

### **Enquiries and complaints**

We have established procedures for dealing with enquiries and complaints.

If you have invested through an IDPS or Master Trust, you should firstly contact the operator of that service.

If you have an enquiry or complaint, you can either call Distribution Services on 1300 658 766 or write to our Enquiries and Complaints Officer at BlackRock Investment Management (Australia) Limited, Level 18, 120 Collins Street Melbourne, Vic. 3000 or fax your enquiry or complaint to (03) 9657 3400.

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 a reasonable time, or you are not satisfied with our response, you may refer your complaint to the Financial Industry Complaints Service ("FICS") of which we are a member and which is an independent entity.

The FICS contact details are: 31 Queen Street, Melbourne, Vic. 3000. Telephone: 1300 780 808.

## Related Party Information

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

## Privacy

If you have invested through an IDPS or master trust, the Privacy Policy of the operator of that service will apply to your investment. If you have invested directly, the information requested on the attached application forms 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.

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.

## Anti-Money Laundering

As new laws are proposed in relation to anti-money laundering for Australia we may, in future, require additional information to verify the identity of an investor and any underlying beneficial owner of units in a Fund and the source of any payment. Where we request such information from you, processing of applications or withdrawals may be delayed until the requested information in a satisfactory form is received.

## Directors

Maurice J O'Shannassy  
Kerrie A Howard  
James T Stratford  
Robert Fairbairn  
Damien Frawley

The Directors of the Trustee have authorised the issue of this PDS.

## CONTACTS

### **Melbourne**

Level 18,  
120 Collins Street,  
Melbourne Vic 3000

### **Sydney**

Level 41, Governor Phillip Tower  
1 Farrer Place,  
Sydney NSW 2000

### **Brisbane**

Level 2, Waterfront Place,  
1 Eagle Street,  
Brisbane QLD 4000

### **Perth**

Level 3, Suite 4,  
1292 Hay Street,  
West Perth WA 6005

Distribution Services: 1300 658 766

Website: [www.blackrock.com/au](http://www.blackrock.com/au)