

ISHARES GOLD TRUST  
Form 8-K  
February 14, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported): February 10, 2012**

**iShares<sup>®</sup> Gold Trust**

(Exact name of registrant as specified in its charter)

**New York**  
(State or other jurisdiction

of incorporation)

**001-32418**  
(Commission File Number)

**c/o BlackRock Asset Management International Inc.**

**81-6124036**  
(I.R.S. Employer

Identification No.)

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400 Howard Street

San Francisco, California 94105

Attn: Product Management Team

Intermediary Investor and Exchange-Traded Products Department

(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (415) 670-2000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events**

On February 10, 2012, The Bank of New York Mellon (the Trustee ) and JPMorgan Chase Bank N.A., London Branch, as custodian (the Custodian ) under the first amended and restated custodian agreement between the Trustee and the Custodian, dated September 2, 2010 (the Custodian Agreement ), entered into the First Amendment to Custodian Agreement (the First Amendment ) to revise the term and the termination notice period so that either the Trustee or Custodian may terminate the Custodian Agreement as of a date on or after January 1, 2015, by giving not less than 180 Business Days written notice to the other party. A copy of the First Amendment is filed herewith as Exhibit 10.1.

**Item 9.01. Financial Statements and Exhibits**

Exhibit 10.1 First Amendment to the First Amended and Restated Custodian Agreement

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 14, 2012

**iShares® Gold Trust\***

By: BlackRock Asset Management International Inc.

By: /s/ Jack Gee

Name: Jack Gee

Title: Managing Director

By: /s/ Raymund Santiago

Name: Raymund Santiago

Title: Director

\* The registrant is a trust. Each individual specified above is signing in his capacity as an officer and/or authorized signatory of BlackRock Asset Management International Inc., the sponsor of the trust.