

ICICI Prudential Asset Management Company Limited

Corporate Identity Number: U99999DL1993PLC054135

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Notice to the Scheme Information Document (SID) and Key Information Memorandum (KIM) of BHARAT 22 ETF (the Scheme)

Investors are requested to note that the Additional Offering Period for the Scheme shall open and close on February 14, 2019.

The Department of Investment and Public Asset Management, Ministry of Finance, Government of India (DIPAM) vide their letter F. No. 9/1/2016-DD-II (Vol III) dated February 07, 2019 has communicated their intent for an additional offering to BHARAT 22 ETF (the Scheme).

The AMC has therefore, in consultation with DIPAM, formulated this Additional Offering of the Scheme, which is being offered to the public for subscription. Out of the proceeds of the Additional Offering of the Scheme, the AMC shall purchase the shares of the Underlying Constituents in similar composition and weightages as they appear in the S&P BSE Bharat 22 Index. The Seller, acting through DIPAM, will sell the shares to the Scheme at a Discount of 5% and the AMC will, in turn, create and allot Units of the Scheme to Unit holders. In case of partial purchase of the underlying Index constituents from the Seller, the Scheme shall purchase the remaining portion of the Underlying Constituents from the open market, on behalf of the investors. No discount will be offered on the purchase of index constituents from open market. Subsequently, after the closing of the Additional Offering units will also be listed on the Exchanges in the form of an ETF tracking the S&P BSE Bharat 22 Index.

tails of the key Scheme features are captured below. Investors are requested to refer the Scheme Information Document (SID) of the Scheme, which is available on the website of the AMC viz. www.icicipruamc.com, for detailed scheme features, risk factors and other regulatory provisions.

nt Objective	The investment objective of the Scheme is to invest in constituent as in the underlying Index, and endeavor to provide returns before	s of the underlying Inde	y in the same proportion		
	returns of the underlying Index.		ly correspond to the total		
	However, the performance of the Scheme may differ from that of There can be no assurance or guarantee that the investment ob				
nderlying Index S&P BSE Bharat 22 Index.					
ocation	Instruments	Indicative allocations (% of total assets)	Risk profile (High/Medium/Low)		
	Securities of companies constituting the underlying index ^{\$}	95 - 100%	Medium to High		
	Units of Liquid/Money Market Mutual Fund schemes, Money Market Instruments (with maturity not exceeding 91 days), including Tri-Party Repos*, cash & cash equivalents.	0 - 5%	Low to Medium		
	\$ Including derivatives instruments to the extent of 5% of the N *or other securities as may be permitted by SEBI/RBI.	et Assets.			
	made in accordance with the SEBI Circular No. Cir/IMD/DF/11 guidelines on derivatives as issued by SEBI from time to time.	/2010 dated August 18	3, 2010 and such other		
	In case of any variation of the portfolio from the above asset	allocation, the portfol	io shall be rebalanced		
	shall dispose the security not forming part of the Underlying index within 7 business days from the date of allotment/listing.				
	The AMC would monitor the tracking error of the Scheme on an ongoing basis and would seek tracking error to the maximum extent possible. Under normal circumstances, the AMC will endead tracking error of the Scheme does not exceed 2% per annum. However, this may vary due to variate mentioned below or any other reasons that may arise and particularly when the markets are very				
	The Scheme does not intend to undertake/invest/engage in: Repos in corporate debt securities; Short colling of securities;				
	 Unrated instruments (except Tri-Party Repos/Government Government Securities); Foreign securities/ADR/GDR; and 	nt Securities/T- Bills/Rep	oo and Reverse Repo in		
nt Strategy		ks constituting the under	rlying index in the same		
proportion as in the Index and endeavor to track the benchmark index. A very small portion (0 - 5% Assets) of the Scheme may be kept liquid to meet the liquidity and expense requirements. The performance of the underlying index on any given day or given paried. Such verificials are commonly referred to go the tracking error. The Scheme intends to					
	a low tracking error by closely aligning the portfolio in line with th	e index. The stocks con	nprising the underlying		
	endeavor to reallocate its portfolio but the available investment precise mirroring of the underlying index immediately but not Similarly, in the event of a constituent stock being demerged/major corporate action in a constituent stock, the Scheme ma minimize the variation from the index.	t/disinvestment opport later than 7 days from t lerged/delisted from th	unities may not permit the date of such event. e exchange or due to a		
	The Scheme would invest in stocks comprising the underlying ind	lex and endeavor to trac	k the benchmark index.		
	The Scheme may also invest in money market instruments (wir CBLO, cash & cash equivalents, in compliance with Regulations to also invest in liquid schemes/money market schemes of the Fund. papers, commercial bills, treasury bills, and Government securiti	meet liquidity requiren Money Market Instrume ies having maturity up t	nents. The scheme may ents include commercial o 91 days, call or notice		
		Units of Liquid/Money Market Mutual Fund schemes, Money Market Instruments (with maturity not exceeding 91 days), including Tri-Party Repos*, cash & cash equivalents. \$ Including derivatives instruments to the extent of 5% of the N * or other securities as may be permitted by SEBI/RBI. The Scheme can take exposure up to 20% of its net assets in struade in accordance with the SEBI Circular No. Cir/IMD/DF/11 guidelines on derivatives as issued by SEBI from time to time. The cumulative gross exposure through equity and debt should in In case of any variation of the portfolio from the above asset within 7 Days to ensure adherence to the above norms. In the eshall dispose the security not forming part of the Underlying in allotment/listing. The AMC would monitor the tracking error of the Scheme on a tracking error of the Scheme does not exceed 2% per annum. It mentioned below or any other reasons that may arise and partites the scheme does not intend to undertake/invest/engage in: • Repos in corporate debt securities; • Short selling of securities; • Inrated instruments (except Tri-Party Repos/Government Government Securities); • Foreign securities/ADR/GDR; and • Securities debts. Int Strategy The corpus of the Scheme will be invested predominantly in stock proportion as in the Index and endeavor to track the benchmark Assets) of the Scheme may be kept liquid to meet the liquidity at the Scheme may not commensurate with the performance of the given period. Such variations are commonly referred to as the tracking error by closely aligning the portfolio in line with the index are periodically reviewed by Index Service Provider. A part may be included as a constituent of the index, subject to approval endeavor to reallocate its portfolio but the available investment precise mirroring of the underlying index immediately but not Similarly, in the event of a constituent stock, the Scheme may may be included as a constituent stock, the Scheme may may be included as a constituent stock, the Scheme may minimize th	Units of Liquid/Money Market Mutual Fund schemes, Money Market Instruments (with maturity not exceeding 91 days), including Tri-Party Repos*, cash & cash equivalents. \$ Including derivatives instruments to the extent of 5% of the Net Assets. *or other securities as may be permitted by SEBI/RBI. The Scheme can take exposure up to 20% of its net assets in stock lending. Investmen made in accordance with the SEBI Circular No. Cir/IMD/DF/11/2010 dated August 18 guidelines on derivatives as issued by SEBI from time to time. The cumulative gross exposure through equity and debt should not exceed 100% of then In case of any variation of the portfolio from the above asset allocation, the portfol within 7 Days to ensure adherence to the above norms. In the event of involuntary cory shall dispose the security not forming part of the Underlying index within 7 business allotment/listing. The AMC would monitor the tracking error of the Scheme on an ongoing basis and w tracking error to the maximum extent possible. Under normal circumstances, the AMC tracking error of the Scheme does not exceed 2% per annum. However, this may vary mentioned below or any other reasons that may arise and particularly when the marke The Scheme does not intend to undertake/invest/engage in: • Repos in corporate debt securities; • Short selling of securities; • Unrated instruments (except Tri-Party Repos/Government Securities/T- Bills/Rep Government Securities); • Foreign securities/ADR/GDR; and • Securitised debts. The corpus of the Scheme may be kept liquid to meet the liquidity and expense requiremen the Scheme may not commensurate with the performance of the underlying index on an given period. Such variations are commonly referred to as the tracking error. The Sche alow tracking error by closely aligning the portfolio in line with the index. The stocks cor index are periodically reviewed by Index Service Provider. A particular stock may be remained to the reproporation of the underlying index in endeavor to reallocate the major corpo		

No.	Features	ures Particulars	
1.	Additional Offering Period (opens and closes on)	February 14, 2019. Offer of Units of ₹ 10 each for cash to be issued at a premium, if any, approximately equal to the difference between face value and allotment price during the Additional Offering Period.	
2.	Applications	Applications supported by Cheques/Demand Drafts, Transfer requests, RTGS and NEFT will be accepted 8 p.m.* on February 14, 2019. *or such other time as may be permitted under the respective modes of transactions, as applicable.	
3.	Where can applications be submitted	Investors can submit the application forms at the official points of acceptance of CAMS and Branches of AMC which are provided on back cover page of the Scheme Information Document. Investors can also subscribe to the units of the Scheme by availing the platforms/facilities made available by the Stock Exchanges. Investors can also subscribe and redeem units from the official website of AMC i.e. www.icicipruamc.com.	
4.	Category of Investors	 Retail Individual Investors (excluding ICICI Prudential Bharat 22 FOF); Retirement Funds; Other than Retail Individual Investors and Retirement Fund; 	
5.	Minimum Amount for Application Subscription during Additional Offering Period	 Retail Individual Investors (excluding ICICI Prudential Bharat 22 FOF): ₹5,000/- and in multiples of ₹1/- Retirement Funds: ₹200,001/- and in multiples of ₹1/- Other than Retail Individual Investors and Retirement Funds: ₹200,001/- and in multiples of ₹1/- 	
6.	Maximum Amount to be raised An 'Initial Amount' of INR 3,500 crores plus an "Additional Amount" - The AMC, on the instruction of the Selle The Government of India, shall notify the Additional Amount to the investors vide public notification/addendur post closure of Additional Offering Period ("Initial Amount" and "Additional Amount" shall be collectively referred as "Maximum Amount to be Raised").		
7.	Discount	DIPAM vide their above mentioned letter has conveyed to offer a discount of 5% on Additional Offering Reference Market Price on the shares to be disinvested by the Government of India. Post closure of Additional Offering Period, the Scheme will purchase the Underlying Constituents from the Government of India. In the event an index constituent is purchased from open market to meet the Maximum Amount to be Raised, no discount will be offered on the purchase of index constituents from open market. Investors should note that the above mentioned discount on the 'Additional Offering Reference Market Price' may not be a discount to the closing market price of the underlying constituents on the Additional Offering Allotment date. The discount stated above would be available to Investors only if they subscribe for the Units of the Scheme directly from the Fund (through the various specified modes) under this Additional Offering, and not if they purchase the existing Units of the Scheme already listed on the Exchanges.	

Sr. No.	Features	Particulars	
8.	Additional Offering Reference Market Price	Price determined based on the full day volume weighted average price (VWAP) of the Underlying Constitution the BSE during the Additional Offering Period. This price could be different from the closing market for each of the Underlying constituents during the Additional Offering Period.	
9.	Purchase of underlying Index constituents	Post closure of the Additional Offering Period, the Scheme will purchase the underlying Index constituent fully or partially from the Seller, on behalf of the investors. In case of partial purchase of the underlying Inde constituents from the Seller, the Scheme shall purchase the remaining portion of the underlying inde constituents from the open market, on behalf of the investors. No discount will be offered on the purchas of index constituents from open market.	
10.	Suspension of Additional offering	The Seller/DIPAM may suspend sale of shares underlying the S&P BSE Bharat 22 Index under Additional offering. The AMC will issue a notice to inform Investors about suspension of Additional offering. The notice will be displayed on the Fund website (www.icicipruamc.in)/Investor Service Centers (ISCs).	
11.	Application Size for Determining Investor Category	 Maximum Amount to be Raised is available for subscription amongst the following categories of investors: Retail Individual Investors - 34% of the Maximum Amount to be raised Retirement Funds - 33% of the Maximum Amount to be raised Other than Retail Individual Investors and Retirement Funds - 33% of the Maximum Amount to be raised In case of under-subscription in any of the categories of investors, the under subscribed portion will be allowed to be met with spill over from other categories in the following order of preference: Firstly, to Retail Individual Investors Then, to Retirement Funds Lastly, to other than Retail Individual Investors and Retirement Fund 	
12.	Allotment	Subject to: a) receipt of duly completed Application Forms with valid information; b) realization of the specified minimum Application amount from the Investor, c) realization of the application amount by the AMC on or before the closure of 3 (three) business days from the closure of Additional Offering Period, Investors to note that in case of over Subscriptions, allotment will be made on a proportionate basis as set out in the SID. Investors to also note that, in the event the Scheme does not receive the underlying index Securities from the Seller for any reason whatsoever, the AMC/Fund reserves the right to cancel the Units allotted to the Investor, reverse the transaction of crediting Units in the Unit holder's account and refund the Subscription amount received from the Investor in accordance with the provisions set out in this SID. Allotment price of Units will be based on the investment of Additional Offering Period proceeds in the Securities of the Scheme as mentioned in the asset allocation pattern. Investors are requested to note that post allotment of units of the Additional Offering Period, the NAV of the Additional Offering units shall be the same as the NAV of the existing units of the Scheme. The additional Offering units shall rank pari-passu to the existing units of the Scheme.	
13.	Additional Offering Allotment Date	The allotment date mentioned in the Account Statement/allotment advice issued by the AMC to the unholders immediately after the Additional Offering period with respect to the Additional Offering units allotted to the unit holders pursuant to the Additional Offering Period.	
14.	Allotment Price during Additional Offering Period	The Allotment Price in the Additional Offering Period will be arrived at as follows: The Scheme will endeavor to invest the Additional Offering Period proceeds in the underlying Shares on a before the Additional Offering Allotment Date. Note: The Additional Offering Period proceeds would be invested post adjusting discount, if any, offered to the Scheme for buying the underlying shares. After investment, the Scheme will determine the allotment price as follows: Additional Offering Allotment Price = Amount collected in the Additional Offering Period – Refund on account of application rejections, if any Net Assets in the Scheme on 1 Working Day prior to the Additional Offering allotment date collected from Additional Offering / NAV of the Scheme on 1 Working Day prior to the Additional Day prior to t	
15.	Refund	In case the amount available for allocation to any particular investor category is oversubscribed, the Fun would consider proportionate amount from each investor category for investing the proceeds in the Schem and refund the excess amount to the applicants. In addition to the above, if an application is rejected or required to be cancelled for any reason whatsoever, full amount will be refunded within 5 business days of the date of allotment. If the Fund refunds the Subscription money later than 5 business days from the date of allotment, interest (15% p.a. for the delayed period will be paid and charged to the AMC. The refund may be made through electronic mode or through a cheque or demand draft marked as 'Account Payee only' drawn in the name of the applicant in the case of the sole applicant and in the name of the first applicant in all other cases. The cheque or demand draft shall be sent by registered post or as permitted by SEBI Regulations. If an application is rejected due to non availability of underlying shares even in market or for any other reasor or Units are required to be cancelled as set out under this Additional Offering, full Subscription amount we be refunded to the Investor within a period of 5 Working Days from the date of allotment. If the Fund refunds the money later than 5 Working Days, interest @ 15% p.a. for delayed period will be pain and charged to the AMC. The refund may be through electronic mode or through a cheque or demand draft marked as 'Account Payee only' drawn in the name of the applicant in the case of the sole applicant and the name of the first applicant in all other cases. The cheque or demand draft will be sent by registered poor as permitted by SEBI Regulations.	
16.	Liquidity	Listing: Units of the Scheme are listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE). Units allotted pursuant to applications received during Additional Offering Period are proposed to be listed on BSE and NSE. Sale and Repurchase: Units allotted pursuant to applications received during Additional Offering Period w	

Same Investor

Multiple Applications by

An investor should make only one application/submit only one Application Form for the total amount to be invested in the Scheme. In the event that an Investor submits two or more Applications Forms, the same will be deemed to be a single application, for the purpose of determining the Investor category (Retail Individual Investors, Retirement Funds and other than Retail Individual Investors and Retirement Funds) and the total amount received under multiple Application Forms are liable to be taken together and clubbed by the AMC. In this regard, the procedures which would be followed by the Registrar to detect whether more than one application has been made by a single Investor include the following:

All applications will be checked for common PAN as per Depository records. For investor applications
other than mutual funds and FPI sub-accounts, applications bearing the same PAN will be deemed to
be single application for the purpose of determining the Investor category. In the case of an application
in joint name, the PAN of the first holder will be considered.

For applications from Mutual Funds and FPI sub-accounts, which are submitted under the same PAN, as well as applications for whom the submission of PAN is not mandatory such as on behalf of the Central or State Government, an official liquidator or receiver appointed by a court and residents of Sikkim, the applications will be scrutinized for DP ID and beneficiary account number. In case such applications bear the same DP ID and/or beneficiary account number, these will be deemed to be a single application for the purpose of determining the Investor category. In case of applications by a mutual fund, a separate application may be made in respect of each scheme of such mutual fund, and such applications in respect of more than one scheme of such mutual fund will not be treated as a single application, provided that the such applications clearly indicate the name of the concerned scheme in respect of which the application is being made by such mutual fund.

Investors/Unit holders to note that the Additional Offering would not preclude, restrict or in any way prohibit the Seller from undertaking further divestments by selling additional shares to the Scheme through further Additional Offerings, details of which are provided in the Supplement and the SID (as amended from time to time).

BHARAT 22 ETF (An open-ended Exchange Traded Fund investing in S&P BSE Bharat 22 Index) is suitable for investors who are seeking*:

- Long term wealth creation
- An Exchange Traded Fund that aims to provide returns that closely correspond to the returns provided by S&P BSE Bharat 22 Index, subject to tracking error.

LOW HIGH Investors understand that their principal will be at high risk

*Investors should consult their financial advisers if in doubt about whether the product is suitable for them.

All other provisions of the SID/KIM/addenda of the Scheme except as specifically modified herein above remains unchanged. This Notice forms an integral part of the SID/KIM/addenda of the Scheme of ICICI Prudential Mutual Fund, as amended from time to time.

Capitalised terms used but not defined herein shall have the meaning ascribed to them under the SID.

For ICICI Prudential Asset Management Company Limited

Place : Mumbai
Date : February 08, 2019
No. 004/02/2019

Authorised Signatory

CALL MTNL/BSNL: 1800 222 999 • Others: 1800 200 6666 • Or, apply online at www.icicipruamc.com

As part of the Go Green Initiative, investors are encouraged to register/update their e-mail id and mobile number with us to support paper-less communications.