

## 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, 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.

Details 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.icicpruamc.com, for detailed scheme features, risk factors and other regulatory provisions.

Sr. No.	Features	Particulars									
1.	<b>Investment Objective</b>	The investment objective of the Scheme is to invest in constituents of the underlying Index in the same proportion as in the underlying Index, and endeavor to provide returns before expenses, which closely correspond to the total returns of the underlying Index. However, the performance of the Scheme may differ from that of underlying index due to tracking error. There can be no assurance or guarantee that the investment objective of the Scheme would be achieved.									
2.	<b>Underlying Index</b>	S&P BSE Bharat 22 Index.									
3.	<b>Asset Allocation</b>	<table border="1"> <thead> <tr> <th>Instruments</th> <th>Indicative allocations (% of total assets)</th> <th>Risk profile (High/Medium/Low)</th> </tr> </thead> <tbody> <tr> <td>Securities of companies constituting the underlying index<sup>5</sup></td> <td>95 - 100%</td> <td>Medium to High</td> </tr> <tr> <td>Units of Liquid/Money Market Mutual Fund schemes, Money Market Instruments (with maturity not exceeding 91 days), including Tri-Party Repos*, cash &amp; cash equivalents.</td> <td>0 - 5%</td> <td>Low to Medium</td> </tr> </tbody> </table> <p><sup>5</sup> Including derivatives instruments to the extent of 5% of the Net Assets. *or other securities as may be permitted by SEBI/RBI.</p> <p>The Scheme can take exposure up to 20% of its net assets in stock lending. Investment in derivatives shall be made in accordance with the SEBI Circular No. Cir/IMD/DF/11/2010 dated August 18, 2010 and such other guidelines on derivatives as issued by SEBI from time to time.</p> <p>The cumulative gross exposure through equity and debt should not exceed 100% of the net assets of the scheme. In case of any variation of the portfolio from the above asset allocation, the portfolio shall be rebalanced within 7 Days to ensure adherence to the above norms. In the event of involuntary corporate action, the Fund shall dispose the security not forming part of the Underlying index within 7 business days from the date of allotment/listing.</p> <p>The AMC would monitor the tracking error of the Scheme on an ongoing basis and would seek to minimize tracking error to the maximum extent possible. Under normal circumstances, the AMC will endeavor that the tracking error of the Scheme does not exceed 2% per annum. However, this may vary due to various reasons mentioned below or any other reasons that may arise and particularly when the markets are very volatile.</p> <p>The Scheme does not intend to undertake/invest/engage in:</p> <ul style="list-style-type: none"> <li>Repos in corporate debt securities;</li> <li>Short selling of securities;</li> <li>Unrated instruments (except Tri-Party Repos/Government Securities/T- Bills/Repo and Reverse Repo in Government Securities);</li> <li>Foreign securities/ADR/GDR; and</li> <li>Securitized debts.</li> </ul>	Instruments	Indicative allocations (% of total assets)	Risk profile (High/Medium/Low)	Securities of companies constituting the underlying index <sup>5</sup>	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
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4.	<b>Investment Strategy</b>	The corpus of the Scheme will be invested predominantly in stocks constituting the underlying index in the same proportion as in the Index and endeavor to track the benchmark index. A very small portion (0 - 5% of the Net Assets) of the Scheme may be kept liquid to meet the liquidity and expense requirements. The performance of the Scheme may not commensurate with the performance of the underlying index on any given day or over any given period. Such variations are commonly referred to as the tracking error. The Scheme intends to maintain a low tracking error by closely aligning the portfolio in line with the index. The stocks comprising the underlying index are periodically reviewed by Index Service Provider. A particular stock may be dropped or new securities may be included as a constituent of the index, subject to approval from DIPAM. In such an event, the scheme will endeavor to reallocate its portfolio but the available investment/disinvestment opportunities may not permit precise mirroring of the underlying index immediately but not later than 7 days from the date of such event. Similarly, in the event of a constituent stock being demerged/merged/delisted from the exchange or due to a major corporate action in a constituent stock, the Scheme may have to reallocate the portfolio and seek to minimize the variation from the index.									

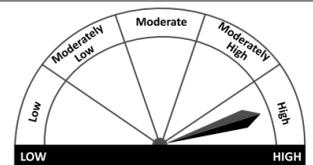
The particulars of the Additional Offering are stated below:

Sr. No.	Features	Particulars
1.	<b>Additional Offering Period (opens and closes on)</b>	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.	<b>Applications</b>	Applications supported by Cheques/Demand Drafts, Transfer requests, RTGS and NEFT will be accepted till 8 p.m.* on February 14, 2019. *or such other time as may be permitted under the respective modes of transactions, as applicable.
3.	<b>Where can applications be submitted</b>	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.icicpruamc.com.
4.	<b>Category of Investors</b>	<ul style="list-style-type: none"> <li>Retail Individual Investors (excluding ICICI Prudential Bharat 22 FOF);</li> <li>Retirement Funds;</li> <li>Other than Retail Individual Investors and Retirement Fund;</li> </ul>
5.	<b>Minimum Amount for Application Subscription during Additional Offering Period</b>	<ul style="list-style-type: none"> <li>Retail Individual Investors (excluding ICICI Prudential Bharat 22 FOF): ₹ 5,000/- and in multiples of ₹ 1/-</li> <li>Retirement Funds: ₹ 200,001/- and in multiples of ₹ 1/-</li> <li>Other than Retail Individual Investors and Retirement Funds: ₹ 200,001/- and in multiples of ₹ 1/-</li> </ul>
6.	<b>Maximum Amount to be raised</b>	An 'Initial Amount' of INR 3,500 crores plus an "Additional Amount" - The AMC, on the instruction of the Seller/ The Government of India, shall notify the Additional Amount to the investors vide public notification/addendum post closure of Additional Offering Period ("Initial Amount" and "Additional Amount" shall be collectively referred as "Maximum Amount to be Raised").
7.	<b>Discount</b>	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.

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.



\*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

Sd/-  
Authorised Signatory

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

**Mutual Fund investments are subject to market risks, read all scheme related documents carefully.**