

N. M. RAIJI & CO.
Chartered Accountants
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Auditors' Report

The Board of Trustees
ICICI Prudential Mutual Fund

We have audited the attached Balance Sheet as at March 31, 2009 and the Revenue Account for the period ended on that date annexed thereto of ICICI Prudential Fixed Maturity Plan – Series 45 – Twenty Months Plan (the scheme) of the Fund. These financial statements are the responsibility of the Management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with SEBI (Mutual Fund) Regulations, 1996. An audit includes examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

We report that:

1. We have obtained all information and explanations, which, to the best of our knowledge and belief were necessary for the purpose of our audit.
2. The Balance Sheet and the Revenue Account are in agreement with the books of account of the Scheme.
3. In our opinion, valuation methods for Non Traded Securities, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustees.
4. The accounts have been prepared in accordance with the accounting policies adopted by the trustees of the Fund and as specified in the Ninth Schedule to the SEBI (Mutual Funds) Regulations, 1996.
5. In our opinion and to the best of our information and according to the explanations given to us, the statement of accounts read with the notes thereon, give a true and fair view in accordance with the generally accepted accounting principles in India:
 - a. in the case of Balance Sheet, of the state of affairs of ICICI Prudential Fixed Maturity Plan – Series 45 - Twenty Months Plan as at March 31, 2009; and
 - b. in the case of Revenue Account of the surplus of ICICI Prudential Fixed Maturity Plan – Series 45 - Twenty Months Plan for the period ended on March 31, 2009.

For N M Raiji & Co.
Chartered Accountants


J. M. Gandhi
Partner
Membership No. 37924

Mumbai

18 JUN 2009


ICICI Prudential Mutual Fund
Scheme: ICICI Prudential Fixed Maturity Plan - Series 45 - Twenty Months Plan
Balance Sheet as at March 31, 2009

	Schedule No.	March 31, 2009 Amount (Rs.)
LIABILITIES		
Unit Capital	1	102,379,317
Reserves & Surplus	2	6,847,479
Unrealised Appreciation in value of Investment		569,347
Unitholders' Funds		<u>109,796,143</u>
Current Liabilities & Provisions	3	242,545
		<u><u>110,038,688</u></u>
ASSETS		
Investments	4	103,430,224
Deposits		-
Other Current Assets	6	6,608,464
		<u><u>110,038,688</u></u>
Significant Accounting Policies and Notes forming part of the Accounts	9	

As per our Report Attached

As per our Report Attached

For N.M. Raiji & Co.
Chartered Accountants



J.M. Gandhi
Partner
Membership No.37924

Mumbai.

19 8 JUN 2009

For ICICI Prudential Asset Management Company Ltd.



Nimesh Shah
Managing Director



Nilesh Shah
Deputy Managing Director



Chaitanya Pande
Fund Manager

For ICICI PRUDENTIAL TRUST LTD.



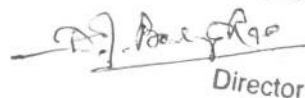
Director

For ICICI PRUDENTIAL TRUST LTD.



Director

For ICICI PRUDENTIAL TRUST LTD.



Director

ICICI Prudential Mutual Fund
Scheme: ICICI Prudential Fixed Maturity Plan - Series 45 - Twenty Months Plan
Revenue Account For The Period Ended March 31, 2009

	Schedule No.	Period Ended March 31, 2009 Amount (Rs.)
INCOME		
Dividend		-
Interest	6	7,000,042
Profit on sale/redemption of Investments (other than inter-scheme transfer/sale)		-
Profit on inter-scheme transfer/sale of Investments		61,713
Other Income		558,802
Net Change in Marked to Market value of Investments		569,347
		<u>8,189,904</u>

EXPENSES & LOSSES

Loss on sale/redemption of Investments (other than inter-scheme sale/transfer)		-
Loss on Inter-Scheme sale/transfer of Investments		35
Management Fees (Including Service Tax)		301,678
Trusteeship Fees		1,114
Publicity Expenses		-
Audit Fees		11,030
Commission to Agents		365,632
Deferred Revenue Expenses Written Off		-
Custodian Fees		2,987
Registrar & Transfer Agent's Fees & Expenses		7,784
Other Operating Expenses	7	1,510
Surplus for the Period		7,498,134
		<u>8,189,904</u>

Surplus for the Period	7,498,134
Add: Write back of provision for Unrealised Appreciation on Investments	-
Less: Provision for unrealised appreciation on Investments	569,347
Add/(Less) : Income Equalisation	-
	<u>6,928,787</u>
Surplus/(Deficit) brought forward	-
Amount available for Income Distribution	<u>6,928,787</u>
Less: Dividend Paid (Including Distribution Tax, if any)	-
Surplus carried forward to Balance Sheet	<u>6,928,787</u>

Significant Accounting Policies and Notes forming
part of the Accounts

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As per our Report Attached

For N.M. Raiji & Co.
Chartered Accountants


J.M. Gandhi
Partner
Membership No.37924

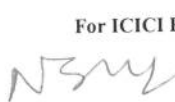
Mumbai.

18 JUN 2009


For ICICI PRUDENTIAL TRUST LTD.


Director

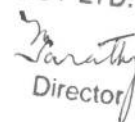
For ICICI Prudential Asset Management Company Ltd.


Nimesh Shah
Managing Director


Nilesch Shah
Deputy Managing Director

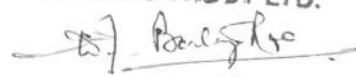

Chaitanya Pande
Fund Manager

For ICICI PRUDENTIAL TRUST LTD.


Director

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For ICICI PRUDENTIAL TRUST LTD.


Director

ICICI Prudential Mutual Fund
Scheme: ICICI Prudential Fixed Maturity Plan - Series 45 - Twenty Months Plan
Schedules Forming Part of the Accounts

		Period Ended March 31, 2009 Amount (Rs.)
1	UNIT CAPITAL	
	Unit Capital	102,379,317
		<u>102,379,317</u>
	Number of Units of Face Value Rs.10	<u>10,237,931.7</u>
2	RESERVES & SURPLUS	
	Unit Premium Reserve	
	Opening Balance	-
	Additions / (Deductions) during the year	<u>(81,308)</u>
	Closing Balance	(81,308)
		6,928,787
	Surplus in Revenue Account	<u>6,847,479</u>
3	CURRENT LIABILITIES & PROVISIONS	
A	Current Liabilities	
	Management Fees Payable	114,570
	Trusteeship Fees Payable	1,114
	Other Liabilities	7,916
	Liability for Expenses Accrued	118,945
		<u>242,545</u>
B	Provisions	-
4	INVESTMENTS (Marked to Market)	
	Equity Shares	-
	Privately Placed Debentures/Bonds	85,667,674
	Debentures/Bonds Listed / Awaiting listing on recognised Stock Exchange	16,186,016
	Commercial Paper/Certificate of Deposits & Others	1,556,538
	Government of India Securities	-
	Collateralised Borrowing & Lending Obligation	19,996
		<u>103,430,224</u>
5	OTHER CURRENT ASSETS	
	Balances with Banks in Current Account	52,368
	Receivable from Asset Management Company	172
	Outstanding and Accrued Income	6,555,924
	Less: Provision for Outstanding Accrued Income considered doubtful	<u>-</u>
		6,555,924
		<u>6,608,464</u>
6	INTEREST INCOME	
	Convertible/Non-Convertible Debentures	5,789,568
	Collateralised Borrowing & Lending Obligation	465,329
	Commercial Paper/Certificate of Deposits & Others	710,289
	Government of India Securities	34,856
		<u>7,000,042</u>
7	OTHER OPERATING EXPENSES	
	Bank Charges	1,161
	Investor Service Charges	349
		<u>1,510</u>

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Scheme - ICICI PRUDENTIAL FIXED MATURITY PLAN SERIES 45 - 20 MONTHS PLAN
 Schedule Forming Part of Accounts

Schedule - 8
 Holding Statement as on March 31, 2009

Sr.No.	Company	Market Value
Privately Placed Debentures/Bonds		
1	IL&FS INVESTSMART LIMITED	18,876,620
2	KOTAK MAHINDRA PRIME LIMITED	18,892,456
3	RELIANCE CAPITAL LIMITED	9,995,011
4	SHRIRAM TRANSPORT FINANCE COMPANY LIMITED	18,903,587
5	CITIFINANCIAL CONSUMER FINANCE INDIA LIMITED.	19,000,000
		<u>85,667,674</u>
Debentures and Bonds Listed / Awaiting listing on recognised Stock Exchange		
6	INFRASTRUCTURE DEVELOPMENT FINANCE CO. LTD	<u>16,186,016</u>
Certificate of Deposits		
7	CORPORATION BANK	1,556,538
		<u>1,556,538</u>
8 Collateralised Borrowing & Lending Obligation		
	Deposits with Scheduled Banks	-
	Balance with Banks	52,368
	Net Current Assets Value	6,313,551
	Total Net Assets Value	<u>109,796,143</u>

**ICICI Prudential Mutual Fund
Scheme – ICICI Prudential Fixed Maturity Plan - Series 45 - Twenty Months Plan**

Schedule 9: Significant accounting policies and Notes forming part of the accounts for the period ended March 31, 2009

A. Significant accounting policies

1. The method of accounting is on accrual basis. The accounts are prepared as stipulated under SEBI Mutual Fund Regulations, 1996 wherein Cash Flow Statement and Segment Reporting are not required, accordingly Accounting Standard - 3 and Accounting Standard - 17 have not been considered as applicable to the scheme.

2. Investments

a) Purchase and sale of securities are accounted on trade dates. Cost of investments includes brokerage, stamps fees, transaction charges (Government securities) and any losses on account of immediate sale of non-convertible portion of debentures under "Khokha" buy-back scheme and excludes custodian fees. The cost is net of front-end fees and incentives. In case of devolvement, the cost is net of underwriting commission earned.

b) Valuation for Performing Investments:

For the purpose of the financial statements, the Fund marks all investments to market and carries investments in the Balance Sheet at the market value. Unrealised gain, if any, arising out of appreciation of the investments, is carried to the Balance Sheet.

- Traded Securities other than Central Government Securities are valued at the closing traded price.
- Non-traded /Thinly traded Debt Non-Government Securities of upto 182 days of maturity are valued on the basis of amortisation (Cost plus accrued interest basis) as prescribed by SEBI. Discount on short term instruments are amortised over the maturity period.
- Non traded / Thinly traded Non-Government Debt Securities of over 182 days to maturity are valued in good faith in accordance with SEBI guidelines. The valuation of non-traded debt securities is on comparative yield to maturity basis; wherein the benchmark yields as provided by an independent agency, duly approved by AMFI is used.
- Interest rate swaps are valued on the basis of expected future cash inflows and outflows and the difference as compared to its cost is considered as unrealised appreciation/ depreciation.
- Traded / Non-traded / Thinly traded Central Government securities are valued based on prices released by an AMFI approved independent agency

c) An investment is regarded as non-performing, if interest/principal amount has not been received or has remained outstanding for one quarter from the day such income/installment has fallen due.

d) Investments include contracts for purchase of securities and exclude contracts for sale of securities, for which deliveries are not received/collected.

3. Income Recognition

- a) Profit or loss on sale of investments is arrived at by applying weighted average cost on trade date.
- b) Interest on debentures and other fixed income investments is recognised on accrual basis.
- c) Income on non-performing assets (NPA) is recognised on cash basis.
- d) Other income of miscellaneous nature is accounted for when there is certainty of collection.

4. Redemption of units

The difference between face value and net asset value (NAV) of the units repurchased is taken to "Unit Premium Reserve" and the difference between NAV and repurchase price of such units is taken to other income. Since this is a close-ended scheme, accounting for income equalisation is not carried out.

5. Provisions

Provision is made by charge to the Revenue Account, in respect of:

- a) Non Performing Debt Securities as per the Guidelines prescribed by SEBI.
- b) Interest Outstanding for more than one quarter beyond the due date.
- c) Securities where the certificates are not traceable for a protracted period.
- d) Assets other than investments, which in the opinion of the Trustees have suffered substantial impairment in their value.



B. Notes Forming Part of the Accounts

1. This scheme is closed ended scheme and the units against Initial Subscription were allotted on September 17th 2008. Hence there are no previous year figures. The Scheme has two options: Growth and Dividend. A combined balance sheet and revenue account is prepared for the scheme.

2. Net Asset Value Per Unit (NAV):

	Period ended March 31, 2009		
Face Value (Rs.)	10		
Option	Net Asset Value Per Unit (Rs.)	Units	Dividend Declared during the period
Retail Growth	10.7245	7,745,971.3	-
Retail Dividend	10.7245	2,491,960.4	-

3. Cost and Market/Fair Value of investments are shown below:

	As at March 31, 2009	
Investments	Cost	Market / Fair Value
Privately Placed Debentures and Bonds	86.00	85.67
Debentures and Bonds - Listed / Awaiting listing on recognised Stock Exchange	15.28	16.19
Commercial Paper/ Certificate of Deposit	1.56	1.56
Collateralised Lending (CBLO)	0.02	0.02
TOTAL	102.86	103.43

Unrealised appreciation/ (depreciation) in value of investments is Rs. 0.57 million.

4. Industry-wise classification of Investments:

As per Annexure I

5. Aggregate value of purchases and sale of investments during the period as a percentage of average NAV :

(Rs. in millions)

	Period ended March 31, 2009	
Average Net Assets	103.55	
	Aggregate Value	Percentage of Average Net Assets
Purchases	1,473.05	1422.55%
Sales	1,370.66	1323.67%

6. Management fees

Management fees are paid on the basis of terms of Offer Document to ICICI Prudential Asset Management Company Limited. The computation for the same is as under:

(Rs in millions)

	Period Ended March 31, 2009
Average Net Assets	103.55
Management Fees Charge on Average Net Assets	0.49%
Management Fees	0.27

Management fees are computed after adjusting for units held by AMC, if any

7. Income and Expenditure as a % of Average Net Asset Value:

(Rs in millions)

	Period ended March 31, 2009	
Average Net Assets	103.55	
	Aggregate Value	Percentage of Average Net Assets*
Total Income (including profit on sale of investments and profit on inter-scheme transfers, excluding net change in unrealised appreciation in value of investments and write back of Provisions)	7.62	13.70%
Total Expenditure (including loss on sale of investments and loss on inter-scheme transfers, excluding net change in unrealised depreciation in value of investments and other Provisions)	0.69	1.24%

* Annualised

8. Movement in Unit Capital

	Period Ended March 31, 2009	
	No. of units	Amount (Rs.)
Balance at the beginning of the period/Initial Subscription	13,024,045.09	130,240,451
Issued during the period	-	-
Repurchased during the period	2,786,113.4	27,861,134
Balance at the close of the period	10,237,931.7	102,379,317

9. Unclaimed Redemption Amount:

There is no Unclaimed Redemption amount. Redemption Payable, if any, represents the amount payable against Redemption request received at the end of the period.

10. a. In the following cases, the Schemes of the mutual fund have invested in a company, which holds more than 5% of the Net Asset Value of any Scheme of ICICI Prudential Mutual Fund as on March 31, 2009.

As per Annexure II

- b. Aggregate market value and cost of investments and term deposits made by all schemes in the group of the Sponsor i.e. ICICI Bank Ltd is Rs.16,054.14 millions and Rs. 18,782.27 millions respectively. (Previous year Rs. 54,391.69 millions and Rs. 55,919.44 millions respectively).
- c. Investors holding units in the Scheme over 25% of the NAV as on March 31, 2009 are Nil.
11. a. The AMC has not dealt in any securities through brokers associated with any of the sponsors in excess of the limit of 5% of the aggregate sale and purchase of securities made by the Mutual Fund in any block of three months.
- b. The AMC has paid the following charges to parties associated with one of the sponsors in which AMC or its major shareholders or its subsidiaries are having a substantial interest:

Entity	Nature Of Payment	(Rs In millions)
		Period Ended March 31, 2009
ICICI Bank Limited	Brokerage / Marketing and Distribution Expenses	0.04
ICICI Bank Limited	Bank Charges/ Interest Charges	#
ICICI Securities Ltd.*	Brokerage	0.06

* Holding by a major shareholder of AMC, viz. ICICI Bank Limited whether directly or indirectly
Below.0.01 million

12. The audited results for the period ended March 31, 2009 have been placed by the ICICI Prudential Asset Management Company Limited and approved by the Trustees in the meeting of the Board of Directors of ICICI Prudential Trust Limited held on June 18, 2009.

13. A complete list of investments of the Scheme is given in Schedule 8.

As per our report attached

For **N.M. Raiji & Co.**
Chartered Accountants



J.M. Gandhi

Partner

Membership No. :37924

Mumbai.

19 8 JUN 2009

Schedules 1 to 9 to the Accounts of ICICI Prudential Mutual Fund – ICICI Prudential Fixed Maturity Plan - Series 45 - Twenty Months Plan signed by three Directors of ICICI Prudential Trust Limited.

Scheme: ICICI Prudential Fixed Maturity Plan - Series 45 - Twenty Months Plan**Annexure I**

Value of investments falling under each major industry group to the total investment in each major classification

Privately Placed Debentures / Bonds / Debentures Bonds Listed / Awaiting Listing / Government Securities / Commercial Papers/ Certificate of Deposits

(Rs. in millions)

Industry	As At March 31, 2009	
	Market / Fair Value	% of Classifica tion
Banks	1.56	1.51%
FINANCE	101.85	98.47%
Collateralised Lending (Cblo)	0.02	0.02%
TOTAL	103.43	100.00%



Historical Per Unit Statistics (on the basis of closing units)			
Scheme: ICICI PRUDENTIAL FIXED MATURITY PLAN SERIES 45 - 20 MONTHS PLAN			
			31-Mar-09
A		NET ASSET VALUE	
		Growth Option	10.7245
		Dividend Option	10.7245
		Institutional Growth Option	
B	i	Income other than profit on sale of Investment	0.7383
	ii	Income from profit on interscheme Sales / transfer of investment	0.0060
	iii	Income from profit on sale of Investment	0.0000
	iv	Transfer to Revenue Account from past year's Reserve	-
C		Aggregate of Expenses, Write off, amortisation and charges	0.0676
D		Net Income	0.6768
E		Net change in Marked to Market value of Investments	0.0556
F	(a)	Repurchase Price	
		Highest during the year / Period	
		Growth Option	10.7836
		Dividend Option	10.7836
		Institutional Growth Option	10
		Institutional Dividend Option	10
		Lowest during the year / Period	
		Growth Option	9.981
		Dividend Option	9.981
		Institutional Growth Option	10
		Institutional Dividend Option	10
	(b)	Resale Price	
		Highest during the year / Period	
		Growth Option	N.A
		Dividend Option	N.A
		Institutional Growth Option	N.A
		Lowest during the year / Period	
		Growth Option	N.A
		Dividend Option	N.A
		Institutional Growth Option	N.A
	(c)	Trading Price	
		Price-earning Ratio (Traded Price / Net Income)	
G		Ratio of Recurring Expenses (excluding loss on sale of Investment, write off and net change in marked to market value of investment) to Average Net Assets by percentage- for Regular Option	1.24%
H		Ratio of Gross Income (excluding unrealised appreciation & Income Equalisation) to Average Net Assets by percentage*	7.36%
		*Annualised	
Note: The Highest and the Lowest Repurchase Price have been determined without considering the applicable Exit Load, if any.			