

N. M. RAIJI & CO.
Chartered Accountants
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AUDITORS' REPORT

The Board of Directors,
ICICI Prudential Trustee Company Private Limited

We have audited the attached Balance Sheet as at March 31, 2011, and the Revenue Account for the year ended on that date, annexed thereto of ICICI Prudential S.M.A.R.T.(Structured Methodology Aiming at Returns over Tenure) Fund-Series H - 36 Months(the scheme), of ICICI Prudential Mutual Fund. These financial statements are prepared in accordance with SEBI (Mutual Fund) Regulations, 1996 (the Regulations) and 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 the Standards on Auditing issued by Institute of Chartered Accountants of India. 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.

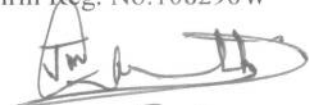
We report that:

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 referred to above are in agreement with the books of accounts of the Scheme.
3. 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 Regulations.



4. In our opinion, valuation methods for Non Traded Securities, if any, adopted by the scheme are fair and reasonable and are in accordance with the guidelines for valuation issued by SEBI and approved by the Trustee.
5. Without qualifying our opinion, we draw attention to note no. 1 in Schedule 9 of the financial statements whereby the management has not provided the Cash Flow Statement and Segment Reporting for reasons mentioned therein.
6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements read with the accounting policies and notes to accounts attached thereto, give the information required as per the Regulations and give a true & 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 the scheme as at March 31, 2011;
and
 - b. in the case of Revenue Account, of the surplus of the scheme for the year ended on that date.

For N.M.RAJI & CO.
Chartered Accountants
Firm Reg. No:108296W



J. M. GANDHI
Partner
Membership No. 37924

Place: Mumbai

Dated: June 21, 2011

ICICI Prudential Mutual Fund

Scheme: ICICI Prudential S.M.A.R.T.(Structured Methodology Aiming at Returns over Tenure) Fund-Series H - 36 Months
Balance Sheet as at March 31, 2011

	Schedule No.	March 31, 2011 Amount (₹.)	March 31, 2010 Amount (₹.)
LIABILITIES			
Unit Capital	1	51,478,256	60,075,217
Reserves & Surplus	2	5,318,533	2,551,986
Unrealised Appreciation in value of Investment		25,111,421	22,028,574
Unitholders' Funds		81,908,210	84,655,777
Current Liabilities & Provisions	3	727,174	371,462
		82,635,384	85,027,239
ASSETS			
Investments	4	80,574,967	83,214,121
Other Current Assets	5	2,060,417	1,813,118
		82,635,384	85,027,239

Significant Accounting Policies and Notes forming part of the Accounts 9

As per our Report Attached

For N.M. Raiji & Co.

Chartered Accountants

Firm Reg.No: 108296W


J.M. Gandhi

Partner

Membership No.37924

For ICICI Prudential Asset Management Company Ltd.


Nimesh Shah

Managing Director

Dileep Choksi

Director

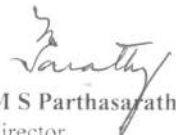

Chantanya Pande

Fund Manager

For and on behalf of ICICI Prudential Trust Ltd.


M. N. Gopinath

Director


M S Parthasarathy

Director


Vinod Dhall

Director

Place: Mumbai

Date: June 21, 2011

ICICI Prudential Mutual Fund
 Scheme: ICICI Prudential S.M.A.R.T.(Structured Methodology Aiming at Returns over Tenure) Fund-Series H - 36 Months
 Revenue Account For The Year Ended March 31, 2011

	Schedule No.	Year Ended March 31, 2011 Amount (₹.)	Year Ended March 31, 2010 Amount (₹.)
INCOME			
Interest	6	3,509,328	3,673,057
Amortisation of Premium/Discount		340,326	-
Profit on sale/redemption of Investments (other than inter-scheme transfer/sale)		4,527,995	-
Profit on inter-scheme transfer/sale of Investments		42,992	105,923
Net Change in Marked to Market value of Investments		3,082,847	22,864,200
Other Income		130,997	88,588
		<u>11,634,485</u>	<u>26,731,768</u>

EXPENSES & LOSSES

Management Fees (Including Service Tax)		872,089	564,556
Trusteeship Fees		546	574
Audit Fees		11,030	11,108
Commission to Agents		388,686	598,549
Custodian Fees		1,394	259
Registrar & Transfer Agent's Fees & Expenses		4,428	4,757
Other Operating Expenses	7	2,466	1,383
Surplus for the Year		10,353,846	25,550,582
		<u>11,634,485</u>	<u>26,731,768</u>

Surplus for the Year		10,353,846	25,550,582
Add: Write back of provision for Unrealised Appreciation on Investments		22,028,574	-
Less: Provision for unrealised appreciation on Investments		25,111,421	22,028,574
Add/(Less) : Income Equalisation		-	-
		<u>7,270,999</u>	<u>3,522,008</u>
Surplus brought forward		3,617,197	95,189
Amount available for Income Distribution		10,888,196	3,617,197
Less: Dividend Paid (Including Distribution Tax, if any)		-	-
Surplus carried forward to Balance Sheet		<u>10,888,196</u>	<u>3,617,197</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
 Firm Reg No: 108296W

J.M. Gandhi
 Partner
 Membership No.37924

For ICICI Prudential Asset Management Company Ltd.

Nimesh Shah Managing Director
 Dileep Choksi Director
 Chaitanya Pande Fund Manager

For and on behalf of ICICI Prudential Trust Ltd.

M. N. Gopinath Director
 M S Parthasarathy Director
 Vinod Dhall Director

Place: Mumbai
 Date: June 21, 2011

ICICI Prudential Mutual Fund
Scheme: ICICI Prudential S.M.A.R.T.(Structured Methodology Aiming at Returns over Tenure) Fund-Series H - 36 Months
Schedules Forming Part of the Accounts

	Year Ended March 31, 2011 Amount (₹.)	Year Ended March 31, 2010 Amount (₹.)
1 UNIT CAPITAL		
Unit Capital	51,478,256	60,075,217
	<u>51,478,256</u>	<u>60,075,217</u>
Number of Units of Face Value Rs.10	5,147,825.6	6,007,521.7
2 RESERVES & SURPLUS		
Unit Premium Reserve		
Opening Balance	(1,065,211)	-
Deductions during the year	<u>(4,504,452)</u>	<u>(1,065,211)</u>
Surplus in Revenue Account	(5,569,663) 10,888,196	(1,065,211) 3,617,197
	<u>5,318,533</u>	<u>2,551,986</u>
3 CURRENT LIABILITIES & PROVISIONS		
A Current Liabilities		
Management Fees Payable	266,338	32,859
Trusteeship Fees Payable	546	574
Load Carried Forward	156,387	53,866
Liability for Expenses Accrued	303,903	284,163
	<u>727,174</u>	<u>371,462</u>
B Provisions		
4 INVESTMENTS (Marked to Market)		
Privately Placed Debentures/Bonds	46,120,880	45,252,560
Debentures/Bonds Listed / Awaiting listing on recognised Stock Exchange	33,724,891	36,452,571
Collateralised Borrowing & Lending Obligation	729,196	1,508,990
	<u>80,574,967</u>	<u>83,214,121</u>

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ICICI Prudential Mutual Fund
Scheme: ICICI Prudential S.M.A.R.T.(Structured Methodology Aiming at Returns over Tenure) Fund-Series H - 36 Months
Schedules Forming Part of the Accounts

	Year Ended March 31, 2011 Amount (₹.)	Year Ended March 31, 2010 Amount (₹.)
5 OTHER CURRENT ASSETS		
Balances with Banks in Current Account	46,900	50,703
Outstanding and Accrued Income	2,013,517	1,762,415
Less: Provision for Outstanding Accrued Income considered doubtful	-	-
	<u>2,013,517</u>	<u>1,762,415</u>
	<u><u>2,060,417</u></u>	<u><u>1,813,118</u></u>
6 INTEREST INCOME		
Convertible/Non-Convertible Debentures	3,363,227	3,615,499
Collateralised Borrowing & Lending Obligation	146,101	37,219
Commercial Paper/Certificate of Deposits & Others	-	20,339
	<u>3,509,328</u>	<u>3,673,057</u>
7 OTHER OPERATING EXPENSES		
Postal and Mailing Charges	384	-
Investor Service Charges	2,082	1,383
	<u>2,466</u>	<u>1,383</u>

Scheme:ICICI Prudential S.M.A.R.T.(Structured Methodology Aiming at Returns over Tenure) Fund-
Series H- 36 Months
Schedule Forming Part of Accounts

Schedule - 8

Holding Statement as on March 31, 2011

Sr.No	Particulars	Market Value (₹)
Privately Placed Debentures/Bonds		
1	Citicorp Finance (India) Limited	23,043,280
2	Citifinancial Consumer Finance India Limited.	23,077,600
		46,120,880
Debentures and Bonds Listed / Awaiting listing on recognised Stock Exchange		
3	Housing Development Finance Corporation Ltd	9,017,747
4	National Bank For Agriculture And Rural Developme	8,021,228
5	Reliance Industries Limited	9,032,130
6	Tata Steel Limited	7,653,786
		33,724,891
7	Collateralised Borrowing & Lending Obligation	729,196
	Deposits with Scheduled Banks	-
	Balance with Banks	46,900
	Net Current Assets Value	1,286,343
	Total Net Assets Value	81,908,210



ICICI Prudential Mutual Fund

Scheme – ICICI Prudential S.M.A.R.T. (Structured Methodology Aiming at Returns over Tenure) Fund- Series H - 36 Months

Schedule 9: Significant accounting policies and Notes forming part of the accounts for the year ended March 31, 2011

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 debt and money market securities (other than Government Securities of over 91 days to maturity) are valued at the weighted average price at which they are traded on the particular valuation day. For this purpose securities traded on recognised stock exchanges are only considered.
- Non-traded /Thinly traded Debt and money market securities of upto 91 days of maturity are valued on the basis of amortisation (Cost plus accrued interest basis) as prescribed by SEBI.
- Non traded / Thinly traded debt and money market securities other than Government Securities of over 91 days to maturity are valued in good faith in accordance with SEBI guidelines. The valuation of non-traded debt securities is on yield to maturity basis. For this purpose the average of benchmark yields as provided by independent agencies, 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 Government securities over 91 days to maturity are valued based on average of prices released by AMFI approved independent agencies.
- Equity Linked Debentures in case not traded are valued on the basis of the quotation received from the respective issuer.

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- 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. Unit Premium Reserve

Since this being a close-ended Scheme, accounting for Income Equalisation is not carried out. The difference between face value and net asset value (NAV) of the units repurchased is credited/debited to "Unit Premium Reserve".

5. Exit Load

- i) Exit load charged above 1% is recognised as income of the scheme immediately.
- ii) Exit load charged upto 1% is utilised for meeting distribution & marketing expenses. Unutilised amount of load collected is carried forward to subsequent years unless the same is considered excess by the Trustees. In the event the load is considered excess by the Trustees, the same would be recognised as income.

6. 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.

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B. Notes Forming Part of the Accounts

1. This scheme is closed ended. The Scheme has two plans: Retail and Institutional. A combined balance sheet and revenue account is prepared for the scheme.
2. In accordance with SEBI circulars, SEBI/IMD/CIR No.16/ 193388/2010 dated February 2, 2010 and Cir / IMD / DF / 4 / 2010 dated June 21, 2010 valuation of debt and money market instruments were changed with effect from August 1, 2010 and accordingly:
 - Traded debt and money market securities (other than Government Securities of over 91 days to maturity) are valued at the weighted average price at which they are traded on particular valuation day. Upto July 31, 2010 these were valued based on closing traded price.
 - Non Traded debt and money market securities, including floating rate securities, with residual maturity of upto 91 days are valued on amortization basis. Upto July 31, 2010, non traded debt securities with residual maturity of upto 182 days and money market/ floating rate securities were valued on amortization basis.
 - All non traded money market and debt securities, including floating rate securities, with residual maturity of over 91 days are valued at benchmark yield/ matrix of spread over risk free benchmark yield obtained from agencies entrusted for the said purpose by AMFI. Upto July 31, 2010, non traded debt securities with residual maturity of over 182 days were valued at benchmark yield/ matrix of spread over risk free benchmark yield obtained from agencies entrusted for the said purpose by AMFI.

The impact of the change in the basis of valuation of debt and money market instruments on the financial statements is not material.

3. Net Asset Value Per Unit (NAV):

	Year ended March 31, 2011			Year ended March 31, 2010		
	Net Asset Value Per Unit (₹)	Units	Dividend Declared during the year*	Net Asset Value Per Unit (₹)	Units	Dividend Declared during the year*
Face Value (₹)	10			10		
Option	Net Asset Value Per Unit (₹)	Units	Dividend Declared during the year*	Net Asset Value Per Unit (₹)	Units	Dividend Declared during the year*
Regular Dividend Option	15.9112	457,626.88	-	14.0916	555,894.15	-
Regular Growth Option	15.9112	3,690,198.76	-	14.0916	4,451,627.55	-
Institutional Growth Option	15.9112	1,000,000.00	-	14.0916	1,000,000.00	-

*includes distributin tax

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

(₹ in millions)

Investments	As at March 31, 2011		As at March 31, 2010	
	Cost	Market / Fair Value	Cost	Market / Fair Value
Commercial Paper/ Certificate of Deposit	-	-	-	-
Debentures and Bonds - Listed / Awaiting listing on recognised Stock Exchange	33.93	33.72	34.88	36.45
Privately Placed/Unlisted Debentures & Bonds	20.80	46.12	24.80	45.25
Collateralised Lending (CBLO)	0.73	0.73	1.51	1.51
TOTAL	55.46	80.57	61.19	83.21

Unrealised appreciation/(depreciation) in value of investments is ₹ 25.11 millions. (Previous year ₹ 22.02 millions).

5. Industry-wise classification of Investments:

As per Annexure I

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

(₹ in millions)

	Year ended March 31, 2011		Year ended March 31, 2010	
	Average Net Assets		Average Net Assets	
	85.37		78.74	
	Aggregate Value	Percentage of Average Net Assets	Aggregate Value	Percentage of Average Net Assets
Purchases	690.04	808.27%	356.47	452.70%
Sales	700.46	820.47%	358.24	454.94%

7. 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:

(₹ In millions)

	Year Ended March 31, 2011	Year Ended March 31, 2010
Average Net Assets	85.37	78.74
Management Fees charge on Average Net Assets (%)		
Retail	0.93%	0.65%
Institutional	0.93%	0.65%
Management Fees	0.79	0.51

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

8. Load charges

Commission to agents and publicity expenses paid, amounting to ₹ 0.03 millions(Previous Period ₹ 0.00 millions) are utilised from load collected

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

(₹ In millions)

	Year ended March 31, 2011		Year ended March 31, 2010	
	Aggregate Value	Percentage of Average Net Assets*	Aggregate Value	Percentage of Average Net Assets*
Average Net Assets	85.37		78.74	
Total Income (including profit on sale of investments and profit on inter-scheme transfers, excluding net change in unrealised appreciation in value of investments)	8.55	10.02%	3.87	4.91%
Total Expenditure (including loss on sale of investments and loss on inter-scheme transfers, excluding net change in unrealised depreciation in value of investments)	1.28	1.50%	1.18	1.50%

* Annualised

10. Movement in Unit Capital

	Year Ended March 31, 2011		Year Ended March 31, 2010	
	No. of units	Amount (₹)	No. of units	Amount (₹)
	Balance at the beginning of the year/Initial Subscription	6,007,521.70	60,075,217	6,343,932.46
Issued during the year	-	-	-	-
Repurchased during the year	859,696.06	8,596,961	336,410.76	3,364,108
Balance at the close of the year	5,147,825.64	51,478,256	6,007,521.70	60,075,217

11. 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 year.

12.

- 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 during the financial year ended March 31, 2011.

As per Annexure II

- b. Investments made by schemes in Sponsor/Associates/Group Companies.

As per Annexure III

- c. Investors holding units in the Scheme over 25% of the NAV as on March 31, 2011 are Nil.

13.

- a. Subscription by the Schemes (excluding Secondary Market Purchases) in the issues lead managed by the associate company:

As per Annexure IV

- b. Charges paid to associates/related parties/group companies of Sponsor/AMC

As per Annexure V

14. Non-Traded securities in the portfolio:

Particulars	(₹ In millions)	
	As at March 31, 2011	As at March 31, 2010
Aggregate value of non traded Debt	79.85	81.71

15. The audited results for the year ended March 31, 2011 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 June 21, 2011.

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

17. Previous year figures are regrouped wherever necessary.

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Scheme: ICICI Prudential S.M.A.R.T.(Structured Methodology Aiming at Returns over Tenure) Fund-Series H - 36 Months

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 / Money Market Instruments

(₹ in millions)

Industry	As At March 31, 2011		As At March 31, 2010	
	Market / Fair Value	% of Classification	Market / Fair Value	% of Classification
Banks	8.02	9.95%	8.41	10.11%
Finance	55.14	68.43%	51.51	61.90%
Collateralised Lending (CBLO)	0.73	0.90%	1.51	1.81%
Chemicals	-	-	3.10	3.73%
Petroleum Products	9.03	11.21%	9.41	11.31%
Ferrous Metals	7.65	9.50%	9.27	11.14%
TOTAL	80.57	100.00%	83.21	100.00%

b

Historical Per Unit Statistics (on the basis of closing units)				
Scheme: ICICI Prudential S.M.A.R.T.(Structured Methodology Aiming at Returns over Tenure) Fund-Series H - 36 Months				
		31-Mar-11	31-Mar-10	31-Mar-09
		₹	₹	₹
A	NET ASSET VALUE			
	Growth Option	15.9112	14.0916	10.0149
	Dividend Option	15.9112	14.0916	10.0149
	Institutional Growth Option	15.9112	14.0916	10.0157
B	i Income other than profit on sale of Investment	0.7733	0.6262	0.1805
	ii Income from profit on interscheme Sales / transfer of investment	0.0084	0.0176	0.0074
	iii Income from profit on sale of Investment	0.8796	-	-
	iv Transfer to Revenue Account from past year's Reserve	-	-	-
C	Aggregate of Expenses, Write off, amortisation and charges	0.2488	0.1966	0.0412
D	Net Income	1.4124	0.4472	0.1467
E	i Net change in Marked to Market value of Investments	0.5989	3.8059	(0.1317)
	ii Unrealised Appreciation/(Depreciation) per unit	4.8781	3.6668	(0.1317)
F	(a) Repurchase Price			
	Highest during the year / Period			
	Growth Option	15.2470	14.0916	10.0537
	Dividend Option	15.2470	14.0916	10.0537
	Institutional Growth Option	15.2470	14.0916	10.0537
	Lowest during the year / Period			
	Growth Option	13.9436	10.1266	9.6092
	Dividend Option	13.9436	10.1266	9.6092
	Institutional Growth Option	13.9436	10.1275	9.6092
	(b) Resale Price			
	Highest during the year / Period			
	Growth Option	N.A	N.A	N.A
	Dividend Option	N.A	N.A	N.A
	Institutional Growth Option	N.A	N.A	N.A
	Lowest during the year / Period			
	Growth Option	N.A	N.A	N.A
	Dividend Option	N.A	N.A	N.A
	Institutional Growth Option	N.A	N.A	N.A
	(c) Trading Price	N.A	N.A	N.A
	Price-earning Ratio (Traded Price / Net Income)	N.A	N.A	N.A
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	1.50%	1.50%	1.74%
	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 Institutional Option	1.50%	1.50%	1.74%
H	Ratio of Gross Income (including unrealised appreciation & Income Equalisation) to Average Net Assets by percentage*	13.63%	33.95%	2.18%
	*Annualised			

Note: The Highest and the Lowest Repurchase Price have been determined without considering the applicable Exit Load, if any.

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