

Notice-cum-Addendum to the Scheme Information Documents (SID)/Key Information Memoranda (KIM) of ICICI Prudential Blended Plan - Plan A and ICICI Prudential Equity - Arbitrage Fund (collectively referred as 'the Schemes')

The investors are requested to note that the Boards of Directors of ICICI Prudential Asset Management Company Limited (the AMC), Investment Manager to the schemes of ICICI Prudential Mutual Fund (the Mutual Fund) and ICICI Prudential Trustee Company Limited (the Trustee), Trustees to the Mutual Fund have decided to merge ICICI Prudential Blended Plan - Plan A (herein after referred as 'Blend A' or the Merging Scheme) into ICICI Prudential Equity - Arbitrage Fund (herein after referred as 'Arbitrage Fund' or the 'Surviving Scheme').

The Securities and Exchange Board of India vide its letter no. OW/P/2016/7768 dated March 15, 2016 has accorded its no-objection to the aforesaid proposal. This letter therefore is to inform the unit holders of the aforesaid proposed merger in terms of the prevailing regulatory requirements.

In this regard, please find below the relevant information about the Merging and Surviving Schemes (collectively referred herein as 'the Schemes') to facilitate you in taking an informed decision:

1. Investment Objective, Asset Allocation and main features of the Merging Scheme:

The merger will not result in the emergence of any new scheme as Blend A will be merged in Arbitrage Fund. Accordingly, post-merger, for the unitholders of Blend A, the terms and conditions as mentioned in the Scheme Information Document (SID) of Arbitrage Fund will be applicable.

The features of Arbitrage Fund are stated below for easy reference of the investors:

Investment Objective	To generate low volatility returns by using arbitrage and other derivative strategies in equity markets and investments in short-term debt portfolio.			
Asset Allocation	Particulars	Indicative allocation (% of total assets) **		Risk Profile
		Maximum	Minimum	
	Debt*	35	20	Low to Medium
	Equity & Equity Derivatives (equity hedged exposure)#	80	65	Medium to High
<p>#unhedged equity exposure shall be limited to 5% of the overall portfolio. Unhedged equity exposure means exposure to equity shares alone without a corresponding equity derivative exposure. The margin money requirement for the purposes of derivative exposure will be held in the form of Term Deposit.</p> <p>* Exposure to the Securitised debt will not exceed 50% of the debt portfolio.</p> <p>** Including derivatives instruments to the extent permitted vide SEBI Circular no. DNP/Cir-29/2005 dated September 14, 2005, Circular no. DNP/Cir-30/2006 dated January 20, 2006 and Circular no. SEBI/DNP/Cir-31/2006 dated September 22, 2006 and Circular no. Cir/IMD/DF/11/2010 dated August 18, 2010 on 'Trading by Mutual Fund in Exchange Traded Derivative Contracts'.</p> <p>Whenever the equity and equity derivative investment strategy is not likely to give return comparable with the fixed income securities portfolio, the fund manager will invest in fixed income securities. The above percentages would be adhered to at the point of investment in a stock. The portfolio would be reviewed quarterly to address any deviations from the aforementioned allocations due to market changes.</p>				

Type of Scheme: An Open-Ended Equity Fund

Benchmark: Crisil Liquid Fund Index

Investment Strategy: The Arbitrage Fund will endeavor to generate return by investing in various equity derivative strategies, pure equity investments and fixed income investments. The plan will strive to minimize volatility of returns by predominantly using equity derivative strategies. The plan will seek to ensure safety of principal by minimizing credit risk by investing in investment grade instruments.

Plans/Options under the Scheme	Plans	ICICI Prudential Equity - Arbitrage Fund - Direct Plan and ICICI Prudential Equity - Arbitrage Fund
	Default Plan (if no plan is selected)	<ul style="list-style-type: none"> If broker code is not mentioned the default plan is ICICI Prudential Equity - Arbitrage Fund - Direct Plan If broker code is mentioned the default plan is ICICI Prudential Equity - Arbitrage Fund
	Default Plan (in certain circumstances)	<ul style="list-style-type: none"> If ICICI Prudential Equity - Arbitrage Fund - Direct Plan is opted, but ARN code is also stated, then application would be processed under ICICI Prudential Equity - Arbitrage Fund - Direct Plan If ICICI Prudential Equity - Arbitrage Fund is opted, but ARN code is not stated, then the application would be processed under ICICI Prudential Equity - Arbitrage Fund - Direct Plan
	Options/sub-options	Growth Option and Dividend Option with Dividend Payout and Dividend Reinvestment sub-options
	Default Option	Growth Option
Default sub-option	Dividend Reinvestment	

In case neither distributor code is mentioned nor 'ICICI Prudential Equity - Arbitrage Fund - Direct Plan' is selected in the application form, the application will be processed under the 'ICICI Prudential Equity - Arbitrage Fund - Direct Plan'.

ICICI Prudential Equity - Arbitrage Fund - Direct Plan is only for investors who purchase/subscribe units in a Scheme directly with ICICI Prudential Mutual Fund.

Entry and Exit Loads under the Scheme: Entry load - Not Applicable. In terms of SEBI circular no. SEBI/IMD/CIR No. 4/168230/09 dated June 30, 2009 has notified that w.e.f. August 01, 2009 there will be no entry load charged to the schemes of the Mutual Fund and the upfront commission to distributors will be paid by the investor directly to the distributor, based on his assessment of various factors including the service rendered by the distributor. Exit Load:

- 0.25% of the applicable NAV - If units purchased or switched in from another scheme of the Fund are redeemed or switched out within 1 month from the date of allotment
- NIL - If units purchased or switched in from another scheme of the Fund are redeemed or switched out within 1 month from the date of allotment

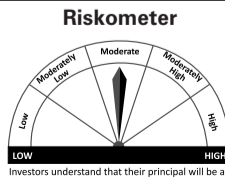
Name of Fund Manager: Kayzad Eghlim and Manish Banthia

Number of folios as on February 29, 2016: 12,752

AUM as on February 29, 2016: ₹ 3,583.01 crore

Riskometer: ICICI Prudential Equity - Arbitrage Fund is suitable for investors who are seeking*:

- Short term income generation solution
- An equity fund that aims for low volatility returns by using arbitrage and other derivative strategies in equity markets.



Riskometer

LOW Moderate HIGH

Investors understand that their principal will be at moderate risk

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

Investors are requested to read the Scheme Information Document (SID) of the Schemes for further details available at "http://www.icicipruamc.com/Downloads/sid-mutual-fund.aspx"

2. Effective Dates for merger: All the proposed changes to the merger of Merging Scheme with Surviving Scheme shall be effected after the close of business hours on April 22, 2016.

3. Allocation of new units and effects of merger:

On the effective date of the merger of schemes, the Merging Scheme will cease to exist and the unit holders of Merging Scheme as at the close of business hours will be allotted units under the corresponding option of the Surviving Scheme at the last available applicable Net Asset Value ("NAV") on the effective date. For example:

Particulars	Investment Value (in ₹)	At NAV (in ₹)	No. of Units
Purchase in Blend A (on February 25, 2015)	1,00,000/-	21.9311	4559.735
Blend A on date of merger (April 22, 2016)	1,00,319/-	22.0010	4559.735
Arbitrage Fund on date of merger (April 22, 2016)	-	19.7613	-
Fresh allotment to investor (in Arbitrage Fund)	1,00,319/-	19.7613	5076.5249

(figures are only for illustrative purposes)

- The units allotted in the Surviving Scheme shall be treated as a fresh subscription. Accordingly, all provisions under the Surviving Scheme will apply including exit load. The period of holding for the purpose of exit load will be computed from the date of allotment of such units in such Surviving Scheme.
- Unit holders who have registered for Systematic Investment Plan facilities such as Systematic Investment Plan (SIP), Micro SIP, Group SIP (as available under the Merging Scheme), may note that the said registration will continue under the Surviving Scheme subsequent to the merger. However, registrations for systematic transfer facilities such as Systematic Transfer Plans (STPs), Systematic Withdrawal Plans (SWPs), Flex STP, Value STP, etc. (as available under the Merging Scheme) shall automatically cease to have effect on effective date of the merger. Unit holders seeking to continue with their systematic transfer facilities shall have to register afresh with ICICI Prudential Mutual Fund.
- In case of any pledge/lien/other encumbrance marked on any units in the Merging Scheme, the same shall be marked on the corresponding number of units allotted in the Surviving Scheme.
- Securities Transaction Tax (STT) on redemption/switch-out of units, if any, exercised during the Exit Option Period shall be borne by the AMC. However, Securities Transaction Tax (STT) on extinguishment of units under Merging Scheme and allotment under the Surviving Scheme upon merger of schemes, shall not be levied.
- In case of Non Resident Indians, tax, if any at applicable rates, shall be deducted by ICICI Prudential Mutual Fund/ the AMC.
- Plans under the Merging Scheme would be merged into respective plans of the Surviving Scheme.
- Details of the Options proposed to be merged are as follows:
 - Dividend Option under Merging Scheme would be merged into respective Dividend Option of the Surviving Scheme.
 - Growth Option under Merging Scheme would be merged into Growth Option of the Surviving Scheme.

4. Exit Option under the Scheme:

As per Regulation 18(15A) of the MF Regulations, changes in fundamental attributes can be carried out only after the unit holders of the schemes concerned have been informed of the change via written communication and an option to exit the scheme(s) within a period of 30 days at the prevailing NAV without any exit load is provided to them. As per Circular No. SEBI/MFD/Cir No. 05/12031/03 dated June 23, 2003 issued by SEBI, merger of schemes is also considered as a change in fundamental attributes of the concerned schemes necessitating compliance with the above requirements.

However, in case of merger, as per Circular No. Cir/IMD/DF/15/2010 dated October 22, 2010 issued by SEBI, exit option is not required to be given to the unit holders of a Surviving Scheme if there is no change in the fundamental attributes of that scheme, the circumstances merit a merger and the interest of the unit holders of the transferee/surviving scheme is not adversely affected.

The merger will not result in the emergence of any new scheme as Blend A will be merged in Arbitrage Fund. Accordingly, post-merger, for the unitholders of Blend A, the terms and conditions as mentioned in the Scheme Information Document (SID) of Arbitrage Fund will be applicable and thus the proposed consolidation or merger of the Schemes shall not be seen as change in fundamental attribute of Arbitrage Fund.

Accordingly, this letter serves as the written communication to the unit holders of ICICI Prudential Blended Plan - Plan A about the merger of ICICI Prudential Blended Plan - Plan A into ICICI Prudential Equity - Arbitrage Fund.

Thus, in accordance with MF Regulations, existing unit holders of Merging Scheme i.e. those unit holders/investors whose valid applications have been received by ICICI Prudential Mutual Fund till the end of business hours on **April 22, 2016**, are provided an option to exit their investment in the Merging Scheme at the prevailing NAV without any exit load, for a period of **31 (thirty one) days** from **March 22, 2016 to April 22, 2016** (till the end of business hours on **April 22, 2016**) ("Exit Option Period"), if they do not wish to stay invested in the Merging Scheme pursuant to changes to the Merging Scheme ("Exit Option").

The Exit Option can be exercised during the Exit Option Period by submitting a normal redemption/switch-out request at the nearest Official Point of Acceptance of ICICI Prudential Mutual Fund, as indicated on the website of the Mutual Fund. In case of any clarifications, the investors are advised to contact any of the Investor Service Centres of ICICI Prudential Asset Management Company.

The redemption proceeds shall be remitted/dispensed to the unit holders within 10 (ten) working days from the date of receipt of the redemption request. The Exit Option is available to existing unit holders of the Merging Schemes except those who have pledged their units. Such unit holders will not have the option to exit unless they procure a release of their pledges prior to the end of the Exit Option Period and such release is appropriately communicated to the Mutual Fund/the AMC prior to applying for redemption/switch-out during the Exit Option Period. In case a lien is marked on units held by a unit holder or units have been frozen/locked pursuant to an order of a governmental authority or a court, redemption/switch-out can be executed only after the lien/order is vacated/revoked within the period specified above.

Investors who have registered for systematic transaction facilities and who do not wish to continue their future investments, must apply for cancellation of their registrations.

Unit holders having no objection to the changes and wishing to remain invested in the said Schemes after completion of the changes to fundamental attributes and merger, as applicable, need not take any further action.

Please note that existing unit holders who do not exercise the Exit Option on or before April 22, 2016 (till the end of business hours), would be deemed to have consented to the aforesaid changes in the Merging Scheme. This offer to exit is merely an option and not compulsory. We would like the unit holders to remain invested in the Surviving Scheme.

5. Unclaimed dividends and redemptions:

In view of the decision to transfer the balance remaining unclaimed on account of redemption proceeds and dividends in the accounts from ICICI Prudential Blended Plan - Plan A to ICICI Prudential Equity - Arbitrage Fund, set out are the details of the unclaimed dividend and redemption amounts in these Schemes as on September 30, 2015:

Particulars	Dividend		Redemption		Total		
	Scheme Name	Count	Amount (₹)	Count	Amount (₹)	Count	Amount (₹)
Blend A		163	249,453.61	20	43,042.39	183	292,496.00
Arbitrage Fund		714	562,291.64	19	658,854.28	733	1,221,145.92

The request for reissue/revival of instruments towards unclaimed redemption/dividend should be made by the unit holder to Computer Age Management Services Private Limited (CAMS), the registrar to the schemes of ICICI Prudential Mutual Fund, or to the nearest branch of the AMC.

We hope that you will provide us your support; in case of any queries you can reach our call centre on 18002006666/1800222999. We assure you that these changes are in line with our best endeavors to serve you better.

We request you to kindly contact us at any of our nearest Customer Service Centre to assist you in the payment of unclaimed amount. The list of authorized Customer Service centers is available on our website www.icicipruamc.com under the "Contact Us" section.

In case there is a change in your registered address, please provide the correct address to which we can re-despatch the cheque/warrant. Further, if you want to change your bank details, please provide us with the new bank details accompanied with an original cancelled cheque of the new bank with the first unit holder's name and bank account number printed on it.

In case, the name is not printed on the cheque, you may submit a copy of the pass book duly attested by the new Bank, evidencing the name and bank account details of the first unit holders.

The updated Scheme Information Document and Key Information Memorandum of ICICI Prudential Equity - Arbitrage Fund, containing the revised provisions shall be made available with the Investor Service Centres of the Mutual Fund and also displayed on the website of the AMC viz., www.icicipruamc.com immediately after completion of the Exit Option Period.

This Notice-cum-addendum shall form an integral part of the Scheme Related Documents such as Scheme Information Documents, Key Information Memoranda of the schemes of the Mutual Fund and the Statement of Additional Information of the Mutual Fund as amended from time to time.

Place : Mumbai
Date : March 18, 2016
No. 011/03/2016

For ICICI Prudential Asset Management Company Limited
Sd/-
Authorised Signatory

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

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