The Power of Belief

ICICI Bank

15th Annual Report and Accounts 2008-2009

The Power of Belief

When you believe in your dreams and in yourself, anything is possible. It is this self-belief that is a determinant of success in any endeavour. Over the past five decades, India has emerged as a vibrant and dynamic economy propelled by the self-belief of millions of Indians who continued to believe in themselves, their dreams and their destiny.

It is this Power of Belief that has inspired us to partner our customers in their journey towards realising their dreams and aspirations. A belief that has enabled us to develop a range of financial solutions to address the needs of customers across a cross-section of society - investment banking for large corporates, technology-driven transaction banking for small enterprises, conveniently accessible retail financial services and innovative solutions for rural India.

We will continue to be driven by a deep and abiding belief in our customers' conviction in a more promising future.

Contents

Registered Office

Landmark, Race Course Circle,
Vadodara 390 007

Corporate Office

ICICI Bank Towers, Bandra-Kurla Complex,
Mumbai 400 051

Statutory Auditors

B S R & Co.
Chartered Accountants, KPMG House,
Kamala Mills Compound, Senapati Bapat Marg,
Lower Parel, Mumbai 400 013

Registrar and Transfer Agents

3i Infotech Limited
International Infotech Park, Tower 5, 3rd Floor,
Vashi Railway Station Complex,
Vashi, Navi Mumbai 400 703

Message from the Chairman

The ICICI Group has always endeavoured to think ahead of the present and prepare for the future. This philosophy has been deeply inculcated in our organisation due to the visionary leadership of Mr. N. Vaghul. In his 24 years as Chairman of the Board of erstwhile ICICI Limited (ICICI) and ICICI Bank, Mr. Vaghul has been the guide who has helped the organisation navigate the often turbulent waters of the changing economy and financial sector. While we have transformed our business, we have done so based on a strong foundation of core values, which we owe to Mr. Vaghul's leadership. We salute and thank him as he retires as Chairman of the Board.

As I lay down my executive responsibilities as Managing Director & CEO of ICICI Bank, I would like to thank our shareholders, the Board of Directors, government and regulatory authorities and my colleagues for their support and goodwill over the last 13 years. I am honoured to have been appointed as non-executive Chairman of the Board. In my new role, I will work with the Board and the executive management to further strengthen the governance and management framework and help the Bank to meet the expectations of all stakeholders.

We have for many years believed in grooming leadership talent to ensure a smooth transition whenever there is a change in management responsibilities. The new Managing Director & CEO, Ms. Chanda Kochhar, has hands-on experience across every area of the Bank's functioning and is ideally placed to take the organisation forward. I am sure that her leadership will further strengthen the Bank and the ICICI Group, and that she would enjoy the support of all stakeholders in this endeavour.

The last year has been an exceptionally challenging year for the global economy and financial sector. India, while fundamentally in a much stronger position, has also experienced the impact of these events as they were transmitted through the trade and capital channels. I am confident that the Indian economy's robust fundamentals and domestic growth drivers will impart it the resilience to emerge stronger from this period. I believe the economic recovery, some signs of which are already visible, will gather momentum in the coming months and in due course see India returning to a high growth trajectory.

ICICI Bank has been able to meet the challenge posed by these developments due to its strong capital position and the fundamental strengths of its franchise. Over the years, we have sought to build businesses to serve India's diverse and growing needs for financial services, supporting our strategies with capital, technology and human resources. We have demonstrated our success over a long period of time. In fiscal 1985, we had a networth of Rs. 1.75 billion, assets of about Rs. 21.00 billion and profits of Rs. 0.36 billion. In fiscal 2009, we had a networth of about Rs. 500.00 billion, assets of about Rs. 3,800.00 billion and profits of Rs. 37.58 billion. This represents over 20% compounded annual growth over a 24-year period. The ICICI Group will continue to focus its energies on partnering India's growth for the long-term and creating value for its stakeholders.

With best wishes,

K. Vaman Kamath

K. V. Kamath

Chairman

Letter from the Managing Director & CEO

Dear Stakeholders,

I am privileged to have the opportunity to lead ICICI Bank as its Managing Director & CEO. This institution has been built over many years under the wise guidance of Mr. N. Vaghul and the dynamic leadership of Mr. K. V. Kamath. I would like to express our gratitude to them for their immense contribution to the growth and success of the ICICI Group.

The ICICI Group has strong traditional values and deeply-held beliefs. We have believed in capitalising on emerging opportunities and contributing to the growth of our country. We have believed in innovation to enhance the range of products and services that we offer and provide greater convenience to the customer. We have believed in building depth of talent and leadership in the organisation and empowering the team to achieve organisational goals. We have placed strong emphasis on a framework of ethics and good governance that balances the interests of different stakeholders. We have sought to be adaptable and flexible, anticipating and responding to the changing needs of the economy, the dynamic business environment and the expectations of our stakeholders. These values and beliefs will continue to be the foundation of our strategy.

Over the past few years, we have built a strong franchise in the Indian corporate & retail segments, the non-resident Indian segment, and the wider deposit market in certain countries. Since 2007, as the global and Indian economic environment has changed rapidly, we have focused on a conscious strategy of capital conservation, risk containment and efficiency improvement. We have healthy capital adequacy, sound liquidity and improved cost efficiencies.

Looking ahead, we see favourable prospects for the Indian economy. Our strong domestic consumption and investment drivers will continue to support healthy rates of growth over the medium-term. India has weathered the global storm with a high degree of resilience and we expect the Indian economy to return to a robust growth path ahead of other economies that are experiencing recessionary conditions. Against this backdrop, the ICICI Group sees before it a wide opportunity spectrum: increasing household incomes & consumption in both rural and urban India; significant industrial & infrastructure investment potential; and the vast Indian diaspora spanning the globe. We, as a multi specialist financial services group, are well positioned to capitalise on these opportunities. We will continue to participate in India's growth by meeting the financial services needs of the Indian economy. As we prepare ourselves for the next phase of growth, we will work on further diversifying our funding profile and revenue streams.

We believe that the strategy that we have followed and the franchise that we have built provide a strong foundation for our growth in the years to come. We look forward to the continued support and goodwill of all our stakeholders in our endeavour.

With best wishes,

Chanda D. Kochhar

Managing Director & CEO

Board of Directors

N. Vaghul, *Chairman*
(Up to April 30, 2009)

K. V. Kamath
(Managing Director & CEO - Up to April 30, 2009)
(Chairman - w.e.f. May 1, 2009)

Sridar Iyengar

L. N. Mittal

Narendra Murkumbi

Anupam Puri

M. K. Sharma

P. M. Sinha

Marti G. Subrahmanyam

T. S. Vijayan

V. Prem Watsa

Chanda D. Kochhar
(Joint Managing Director & CFO - Up to April 30, 2009)
(Managing Director & CEO - w.e.f. May 1, 2009)

V. Vaidyanathan, *Executive Director*
(Up to April 30, 2009)

Sonjoy Chatterjee, *Executive Director*

Directors for part of the year

Arun Ramanathan
(Up to January 26, 2009)

Anup K. Pujari
(w.e.f. January 27, 2009)

Madhabi Puri Buch, *Executive Director*
(Up to January 31, 2009)

K. Ramkumar, *Executive Director**
(w.e.f. February 1, 2009)

Directors appointed after March 31, 2009

M. S. Ramachandran
(w.e.f. April 25, 2009)

Sandeep Bakhshi, *Deputy Managing Director**
(w.e.f. May 1, 2009)

N. S. Kannan, *Executive Director & CFO**
(w.e.f. May 1, 2009)

* Subject to approval of Reserve Bank of India.

Senior Management

Pravir Vohra
Group Chief Technology Officer

Sandeep Batra
Group Compliance Officer
& Company Secretary

Board Committees

Audit Committee
Sridar Iyengar, *Chairman*
M. K. Sharma, *Alternate Chairman*
Narendra Murkumbi

Board Governance & Remuneration Committee
M. K. Sharma, *Chairman**
K. V. Kamath **
Anupam Puri
P. M. Sinha
Marti G. Subrahmanyam

Credit Committee
K. V. Kamath, *Chairman**
Narendra Murkumbi
M. K. Sharma
P. M. Sinha
Chanda D. Kochhar**

Customer Service Committee
K. V. Kamath, *Chairman**
Narendra Murkumbi
M. K. Sharma
P. M. Sinha
Chanda D. Kochhar**

Fraud Monitoring Committee
M. K. Sharma, *Chairman*
K. V. Kamath
Narendra Murkumbi
Chanda D. Kochhar
Sandeep Bakhshi**

Risk Committee
K. V. Kamath, *Chairman**
Sridar Iyengar
Marti G. Subrahmanyam
V. Prem Watsa
Chanda D. Kochhar**

Share Transfer & Shareholders/ Investors' Grievance Committee
M. K. Sharma, *Chairman*
Narendra Murkumbi
N. S. Kannan**

Committee of Directors
Chanda D. Kochhar, *Chairperson**
Sandeep Bakhshi**
N. S. Kannan **
K. Ramkumar***
Sonjoy Chatterjee

* Chairman/Chairperson w.e.f. May 1, 2009
** Member w.e.f. May 1, 2009
*** Member w.e.f. February 1, 2009

Directors' Report

Your Directors have pleasure in presenting the Fifteenth Annual Report of ICICI Bank Limited with the audited statement of accounts for the year ended March 31, 2009.

FINANCIAL HIGHLIGHTS

The financial performance for fiscal 2009 is summarised in the following table:

Rs. billion, except percentages	Fiscal 2008	Fiscal 2009	% change
Net interest income and other income	161.15	159.70	-0.9
Operating profit	79.61	89.25	12.1
Provisions & contingencies[1]	29.05	38.08	31.1
Profit before tax	50.56	51.17	1.2
Profit after tax	41.58	37.58	-9.6
Consolidated profit after tax	33.98	35.77	5.3

1. Excludes provision for taxes.

Appropriations

The profit & loss account shows a profit after tax of Rs. 37.58 billion after provisions and contingencies of Rs. 38.08 billion and all expenses. The disposable profit is Rs. 61.94 billion, taking into account the balance of Rs. 24.36 billion brought forward from the previous year. Your Directors have recommended a dividend at the rate of Rs. 11.00 per equity share of face value Rs. 10 for the year and have appropriated the disposable profit as follows:

Rs. billion	Fiscal 2008	Fiscal 2009
To Statutory Reserve, making in all Rs. 48.79[1] billion	10.40	9.40
To Special Reserve created and maintained in terms of Section 36(1) (viii) of the Income-tax Act, 1961, making in all Rs. 23.44 billion	1.75	2.50
To Capital Reserve, making in all Rs. 16.19 billion	1.27	8.18
Dividend for the year (proposed)		
– On equity shares @ Rs.11 per share (@ Rs. 11 per share for fiscal 2008)[2]	12.28	12.25
– On preference shares (Rs.)	35,000	35,000
– Corporate dividend tax	1.50	1.51
Leaving balance to be carried forward to the next year[3]	24.36	28.10

1. Includes Rs. 0.20 billion transferred on amalgamation of The Sangli Bank Limited with the Bank.
2. Includes dividend for the prior year paid on shares issued after the balance sheet date and prior to the record date.
3. After taking into account transfer to Reserve Fund Rs. 4.2 million for fiscal 2009, making in all Rs. 8.8 million.

Believing in every drop that makes the ocean.

Every rupee saved is a promise for a brighter future. Our 'Savings & Deposits' services attempt to nurture the savings of millions of Indians.

Sandeep Bakhshi
Deputy Managing Director

"We continue to expand our branch network across rural and urban India, with the branch as an integrated sales and service point for our wide range of retail products and services. This is complemented by our continuing innovation in technology-driven channels like internet and mobile banking, to enhance choice and convenience for our customers. Meeting customer needs effectively through improved efficiency and service quality is our core focus."

SUBSIDIARY COMPANIES

At March 31, 2009, ICICI Bank had 17 subsidiaries as listed below:

Domestic Subsidiaries	International Subsidiaries
ICICI Prudential Life Insurance Company Limited	ICICI Bank UK PLC
ICICI Lombard General Insurance Company Limited	ICICI Bank Canada
ICICI Prudential Asset Management Company Limited	ICICI Wealth Management Inc.[1]
ICICI Prudential Trust Limited	ICICI Bank Eurasia Limited Liability Company
ICICI Securities Limited	ICICI Securities Holdings Inc.[2]
ICICI Securities Primary Dealership Limited	ICICI Securities Inc.[3]
ICICI Venture Funds Management Company Limited	ICICI International Limited
ICICI Home Finance Company Limited	
ICICI Investment Management Company Limited	
ICICI Trusteeship Services Limited	

1. Subsidiary of ICICI Bank Canada.
2. Subsidiary of ICICI Securities Limited.
3. Subsidiary of ICICI Securities Holdings Inc.

ICICI Prudential Pension Funds Management Company Limited has been incorporated on April 22, 2009 as a 100% subsidiary of ICICI Prudential Life Insurance Company Limited.

As approved by the Central Government *vide* letter dated April 20, 2009 under Section 212(8) of the Companies Act, 1956, copies of the balance sheet, profit & loss account, report of the board of directors and report of the auditors of each of the subsidiary companies have not been attached to the accounts of the Bank for fiscal 2009. The Bank will make available these documents/details upon request

Savings & Deposits

by any Member of the Bank. These documents/details will be available on the Bank's website www.icicibank.com and will also be available for inspection by any Member of the Bank at its Registered Office and Corporate Office and also at the registered offices of the concerned subsidiaries. As required by Accounting Standard-21 (AS-21) issued by the Institute of Chartered Accountants of India, the Bank's consolidated financial statements included in this Annual Report incorporate the accounts of its subsidiaries and other entities. A summary of key financials of the Bank's subsidiaries is also included in this Annual Report.

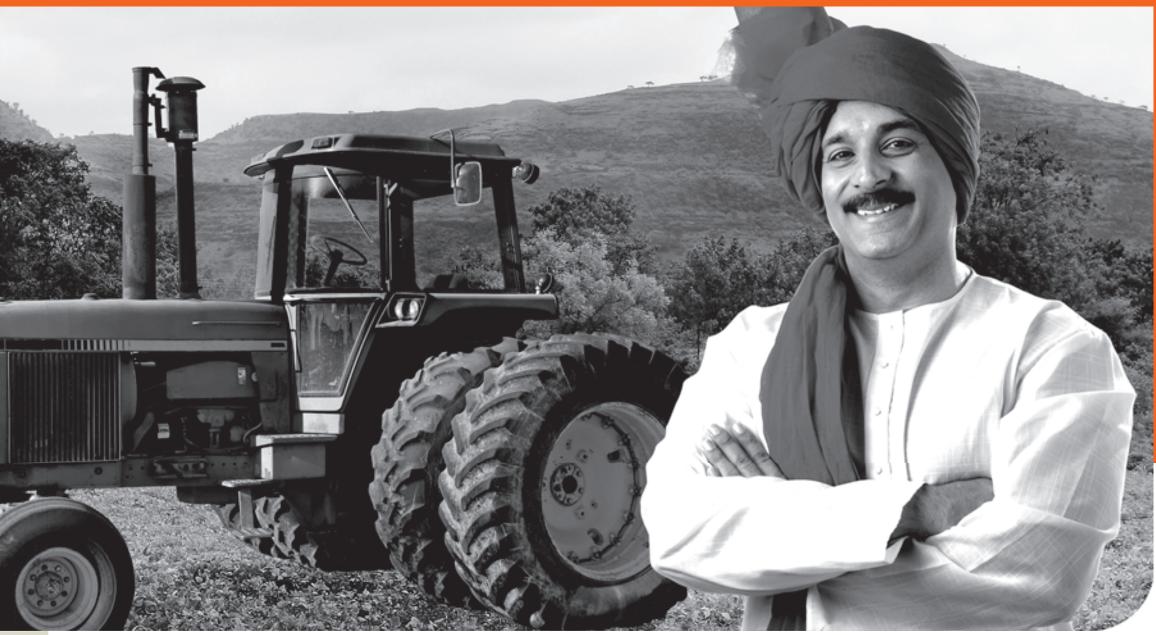
DIRECTORS

N. Vaghul retired as non-executive Chairman of the Board of Directors on completion of his term on April 30, 2009. He assumed office as Chairman & Managing Director of erstwhile ICICI Limited (ICICI) in 1985. ICICI Bank was established in 1994 as a subsidiary of ICICI under his leadership. He laid down his executive position and became non-executive Chairman of ICICI in 1996. He became Chairman of ICICI Bank in 2002 following the merger of ICICI with the Bank. The Board placed on record its deep appreciation for his guidance and leadership to the ICICI Group for over two decades, as it transformed itself from a project finance company into a diversified financial services group.

K. V. Kamath completed his term as Managing Director & CEO on April 30, 2009. He assumed office as Managing Director & CEO of ICICI in 1996 and became Managing Director & CEO of ICICI Bank in 2002 following the merger of ICICI with the Bank. The Board placed on record its deep appreciation for his outstanding leadership of the ICICI Group since 1996, and of the growth and successful diversification achieved by the Group during his tenure as Managing Director & CEO.

The Board at its Meeting held on December 19, 2008 appointed K. V. Kamath as non-executive Chairman for a period of five years effective May 1, 2009. Further, the Board also appointed Chanda D. Kochhar as Managing Director & CEO for a period of five years effective May 1, 2009. Her term as Joint Managing Director & CFO expired on March 31, 2009 and the Board approved extension of her term till April 30, 2009. Reserve Bank of India (RBI) *vide* its letter dated March 12, 2009 approved the appointments/re-appointment of the following Directors of the Bank:

- Appointment of K. V. Kamath as non-executive Chairman for a period of three years w.e.f. May 1, 2009.
- Re-appointment of Chanda D. Kochhar as Joint Managing Director & CFO for a period of one month w.e.f. April 1, 2009.
- Appointment of Chanda D. Kochhar as Managing Director & CEO for a period of three years w.e.f. May 1, 2009.



Approval of the Members to the above appointments was sought and obtained by way of postal ballot, the result of which was declared on February 13, 2009.

Madhabi Puri Buch, Executive Director resigned from the Board on her appointment as Managing Director & CEO of ICICI Securities Limited effective February 1, 2009. The Board placed on record its appreciation of her contribution to the Bank.

The Board at its Meeting held on January 24, 2009 appointed N. S. Kannan as additional Director of the Bank effective May 1, 2009 and K. Ramkumar as additional Director of the Bank effective February 1, 2009. N. S. Kannan was Executive Director of ICICI Prudential Life Insurance Company Limited and K. Ramkumar was the Group Chief Human Resources Officer of ICICI Bank. N. S. Kannan and K. Ramkumar have been appointed as wholetime Directors designated as Executive Director & Chief Financial Officer and Executive Director respectively, for a period of five years. Their appointments are subject to the approval of RBI and the Members.

V. Vaidyanathan, Executive Director resigned from the Board on his appointment as Managing Director & CEO of ICICI Prudential Life Insurance Company Limited effective May 1, 2009. The Board placed on record its appreciation of his contribution to the Bank and his leadership role in building the Bank's retail business.

The Board at its Meeting held on April 25, 2009 appointed Sandeep Bakhshi as additional Director of the Bank designated as Executive Director effective May 1, 2009 for a period of five years. Sandeep Bakhshi was earlier Managing Director & CEO of ICICI Lombard General Insurance Company Limited. The Board has *vide* circular resolution passed on May 8, 2009 designated Sandeep Bakhshi as Deputy Managing Director effective from the date of his appointment to the Board. His appointment is subject to the approval of RBI and the Members.

Government of India has nominated Anup K. Pujari, Joint Secretary, Department of Economic Affairs, Ministry of Finance, Government of India, as a Director on the Board of ICICI Bank effective January 27, 2009, in place of Arun Ramanathan. The Board placed on record its appreciation of the invaluable guidance provided by Arun Ramanathan to the Bank. In terms of Article 128A of the Articles of Association, Anup K. Pujari is not liable to retire by rotation.

The Board at its Meeting held on April 25, 2009 appointed M. S. Ramachandran, former Chairman, Indian Oil Corporation, as an additional Director effective April 25, 2009. M. S. Ramachandran holds office upto the date of the forthcoming Annual General Meeting (AGM) but is eligible for appointment.

Believing in the potential of rural India.

ICICI Bank is committed to expanding delivery of financial services in India's hinterland, enabling our villages to participate in our nation's progress.

N. S. Kannan
Executive Director &
Chief Financial Officer

"We will continue to focus on prudently managing capital, controlling expenses, reducing cost of funds and containing risks, so as to achieve sustainable profitability and long term returns to our shareholders."

In terms of the provisions of the Companies Act, 1956 and the Articles of Association of the Bank, Anupam Puri, M. K. Sharma, P. M. Sinha and V. Prem Watsa would retire by rotation at the forthcoming AGM and, being eligible, offer themselves for re-appointment.

AUDITORS

The auditors, B S R & Co., Chartered Accountants, will retire at the ensuing AGM. As recommended by the Audit Committee, the Board has proposed the appointment of B S R & Co. as statutory auditors for fiscal 2010. Their appointment has been approved by RBI *vide* its letter dated April 2, 2009. You are requested to consider their appointment.

PERSONNEL

As required by the provisions of Section 217(2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975, as amended, the names and other particulars of the employees are set out in the Annexure to the Directors' Report.

APPOINTMENT OF NOMINEE DIRECTORS ON THE BOARDS OF ASSISTED COMPANIES

ICICI had a policy of appointing nominee directors on the boards of certain borrower companies based on loan covenants, with a view to enable monitoring of the operations of those companies. Subsequent to the merger of ICICI with ICICI Bank, the Bank continues to nominate directors on the boards of assisted companies. Apart from the Bank's employees, experienced professionals from various fields are appointed as nominee Directors. At March 31, 2009, ICICI Bank had 30 nominee Directors, of whom 23 were employees of the Bank, on the boards of 41 assisted companies. The Bank has a Nominee Director Cell for maintaining records of nominee directorships.

CORPORATE GOVERNANCE

ICICI Bank has established a tradition of best practices in corporate governance. The corporate governance framework in ICICI Bank is based on an effective independent Board, the separation of the Board's supervisory role from the executive management and the constitution of Board Committees, generally comprising a majority of independent Directors and chaired by an independent Director, to oversee critical areas.

I. Philosophy of Corporate Governance

ICICI Bank's corporate governance philosophy encompasses not only regulatory and legal requirements, such as the terms of listing agreements with stock exchanges, but also several voluntary practices aimed at a high level of business ethics, effective supervision and enhancement of value for all stakeholders.

Whistle Blower Policy

ICICI Bank has formulated a Whistle Blower Policy for the ICICI Group. In terms of this policy, employees of ICICI Bank and its group companies are free to raise issues, if any, on breach of any law, statute or regulation by the Bank and on the accounting policies and procedures adopted for any area or item and report them to the Audit Committee through specified channels. This mechanism has been communicated and posted on the Bank's intranet.

ICICI Bank Code of Conduct for Prevention of Insider Trading

In accordance with the requirements of Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 1992, ICICI Bank has instituted a comprehensive code of conduct for prevention of insider trading.

Group Code of Business Conduct and Ethics

The Board of Directors has approved a Group Code of Business Conduct and Ethics for Directors and employees of the ICICI Group. The Code aims at ensuring consistent standards of conduct and ethical business practices across the constituents of the ICICI Group. This Code is also available on the website of the Bank www.icicibank.com. In terms of Clause 49 of the Listing Agreement, a confirmation from the Managing Director & CEO regarding compliance with the Code by all the Directors and senior management is given on page 28 of the Annual Report.

CEO/CFO Certification

In terms of Clause 49 of the Listing Agreement, the certification by the Managing Director & CEO and Joint Managing Director & Chief Financial Officer on the financial statements and internal controls relating to financial reporting has been obtained.

Board of Directors

ICICI Bank has a broad-based Board of Directors, constituted in compliance with the Banking Regulation Act, 1949, Companies Act, 1956 and listing agreements

"While our structured leadership development process has enabled us to create a strong pool of leadership for all businesses and functions, our innovative probationary officers programme has ensured the availability of trained young talent to support our growth needs."

K. Ramkumar
Executive Director

Believing that every dream deserves to be nurtured.

Through access to credit, ICICI Bank strives to fulfill the housing dreams of our nation's prospering populace.

entered into with stock exchanges, and in accordance with best practices in corporate governance. The Board functions either as a full Board or through various committees constituted to oversee specific operational areas. The Board has constituted eight committees, namely, Audit Committee, Board Governance & Remuneration Committee, Credit Committee, Customer Service Committee, Fraud Monitoring Committee, Risk Committee, Share Transfer & Shareholders'/Investors' Grievance Committee and Committee of Directors. These Board Committees other than the Committee of Directors mainly consist of independent Directors and are chaired by an independent Director. The Board of Directors at its Meeting held on April 25, 2009 has dissolved the Strategy Committee of the Board.

At March 31, 2009, the Board of Directors consisted of 16 members. There were eight meetings of the Board during fiscal 2009 – on April 26, July 26, October 27, November 22-23 and December 19 in 2008 and January 5, January 24 and March 6-7 in 2009. The names of the Directors, their attendance at Board Meetings during the year and the number of other directorships and Board Committees memberships held by them at March 31, 2009 are set out in the following table:

Name of Director	Board Meetings attended during the year	Attendance at last AGM (July 26, 2008)	Number of other directorships		Number of other committee[3] memberships
			Of Indian companies[1]	Of other companies[2]	
Independent Directors					
N. Vaghul	8	Present	10	9	2 (1)
Sridar Iyengar[(a)]	7	Present	6	3	4 (2)
L. N. Mittal[(b)]	2	Absent	—	7	—
Narendra Murkumbi	7	Absent	6	4	2
Anupam Puri[(a)]	4	Present	4	—	2 (1)
Arun Ramanathan (upto January 26, 2009)[(d)]	—	Absent	N.A.	N.A.	N.A.
Anup K. Pujari (w.e.f. January 27, 2009)[(d)]	1	N.A.	1	—	—
M. K. Sharma	7	Present	4	1	2 (1)
P. M. Sinha[(b)]	6	Present	2	1	3 (1)
Marti G. Subrahmanyam[(c)]	5	Present	2	6	1
V. Prem Watsa[(a)]	3	Absent	—	15	—
T. S. Vijayan	2	Absent	6	8	1 (1)

Name of Director	Board Meetings attended during the year	Attendance at last AGM (July 26, 2008)	Number of other directorships		Number of other committee[3] memberships
			Of Indian companies[1]	Of other companies[2]	
Wholetime Directors					
K. V. Kamath	8	Present	4	3	—
Chanda D. Kochhar	8	Present	5	3	—
V. Vaidyanathan	8	Present	3	—	—
Madhabi Puri Buch (upto January 31, 2009)	7	Present	N.A.	N.A.	N.A.
K. Ramkumar (w.e.f. February 1, 2009)	1	N.A.	1	—	1
Sonjoy Chatterjee	8	Present	—	3	—

(a) Also participated in one meeting through tele-conference.
(b) Also participated in two meetings through tele-conference.
(c) Also participated in three meetings through tele-conference.
(d) Nominee of Government of India.

1. Includes companies as per the provisions of Section 278 of the Companies Act,1956.
2. Includes foreign companies and other companies that are excluded as per the provisions of Section 278 of the Companies Act, 1956.
3. Includes only Audit Committee and Share Transfer & Shareholders'/Investors' Grievance Committee of all public limited companies whether listed or not but excludes committees of private limited companies, foreign companies and companies incorporated under Section 25 of the Companies Act, 1956. Figures in parentheses indicate Committee Chairpersonships.

No Director of the Bank was a member in more than 10 committees or acted as Chairperson of more than five committees across all companies in which he/she was a Director.

II. Audit Committee

Terms of Reference

The Audit Committee provides direction to the audit function and monitors the quality of internal and statutory audit. The responsibilities of the Audit Committee include overseeing the financial reporting process to ensure fairness, sufficiency and credibility of financial statements, recommendation of appointment and removal of central and branch statutory auditors and chief internal auditor and fixation of their remuneration, approval of payment to statutory auditors for other permitted services rendered by them, review of functioning of Whistle Blower Policy, review of the quarterly and annual financial statements before submission to the Board, review of the adequacy of internal control systems and the internal audit function, review of compliance with inspection and audit reports and reports of statutory auditors, review of the findings of internal investigations, review of statement

Corporate Banking

of significant related party transactions, review of management letters/letters on internal control weaknesses issued by statutory auditors, reviewing with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for the purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency, monitoring the utilisation of proceeds of a public or rights issue and making appropriate recommendations to the Board to take steps in this matter, discussion on the scope of audit with external auditors and examination of reasons for substantial defaults, if any, in payment to stakeholders. The Audit Committee is also empowered to appoint/oversee the work of any registered public accounting firm, establish procedures for receipt and treatment of complaints received regarding accounting and auditing matters and engage independent counsel as also provide for appropriate funding for compensation to be paid to any firm/advisors. In addition, the Audit Committee also exercises oversight on the regulatory compliance function of the Bank.

Composition

The Audit Committee comprises three independent Directors and is chaired by Sridar Iyengar. There were six meetings of the Committee during the year. The details of the composition of the Committee and attendance at its Meetings are set out in the following table:

Name of Member	Number of meetings attended
Sridar Iyengar, *Chairman*	6
M. K. Sharma, *Alternate Chairman*	5
Narendra Murkumbi	5

III. Board Governance & Remuneration Committee

Terms of Reference

The functions of the Committee include recommendation of appointments to the Board, evaluation of the performance of the Managing Director & CEO and wholetime Directors on predetermined parameters, recommendation to the Board of the remuneration (including performance bonus and perquisites) to wholetime Directors, approval of the policy for and quantum of bonus payable to the members of the staff, framing of guidelines for the Employees Stock Option Scheme and recommendation of grant of ICICI Bank stock options to the employees and wholetime Directors of ICICI Bank and its subsidiary companies.

Believing in the potential and aspirations of Indian industry.

We partner India's vibrant corporate sector with innovative financing solutions.

"We believe that the Indian economy has strong fundamentals and will provide robust growth opportunities for industry. The Indian corporate sector has demonstrated its ability to withstand the global economic challenges and we will extend full support to the industry as it reorients strategies in this environment. We will focus on deepening our client relationships to enhance the diversity and resilience of our revenue streams."

Sonjoy Chatterjee
Executive Director

Composition

The Board Governance & Remuneration Committee comprised five independent Directors and was chaired by N. Vaghul. There were four meetings of the Committee during the year. The details of the composition of the Committee and attendance at its Meetings are set out in the following table:

Name of Member	Number of meetings attended
N. Vaghul, *Chairman*	4
Anupam Puri[1]	3
M. K. Sharma	3
P. M. Sinha[1]	3
Marti G. Subrahmanyam	4

1. Also participated in one meeting through tele-conference.

The Board of Directors at its Meeting held on April 25, 2009 re-constituted the Committee effective May 1, 2009 consequent to the retirement of N. Vaghul from the Board and appointment of K. V. Kamath as non-executive Chairman. M. K. Sharma has been appointed as Chairman of the Committee and K. V. Kamath has been appointed as a Member of the Committee effective May 1, 2009.

Remuneration policy

The Board Governance & Remuneration Committee determines and recommends to the Board the amount of remuneration, including performance bonus and perquisites, payable to the wholetime Directors. The recommendations of the Committee are based on evaluation of the wholetime Directors on certain parameters.

The following table sets out the details of remuneration (including perquisites and retiral benefits) paid to wholetime Directors for fiscal 2009 and details of stock options granted for the three years ended March 31, 2009:

	K. V. Kamath	Chanda D. Kochhar	V. Vaidyanathan	Madhabi Puri Buch[1]	Sonjoy Chatterjee	K. Ramkumar[2]
Break-up of remuneration (Rupees)						
Basic	13,680,000	7,800,000	6,600,000	5,500,000	6,600,000	6,600,000
Performance bonus for fiscal 2009	—	—	—	—	—	—
Allowances and Perquisites	9,132,032	6,251,814	5,041,935	5,140,234	4,732,078	3,795,516
Contribution to provident fund	1,641,600	936,000	792,000	660,000	792,000	792,000
Contribution to superannuation fund	2,052,000	1,170,000	—	—	—	990,000
Stock options (Numbers)						
Fiscal 2009	—	—	—	—	—	—
Fiscal 2008	270,000	180,000	125,000	125,000	125,000	125,000[3]
Fiscal 2007	300,000	175,000	150,000	100,000[3]	75,000[3]	100,000[3]

1. Remuneration paid upto January 31, 2009.
2. Total remuneration paid for fiscal 2009 includes payment upto January 31, 2009 as Group Chief Human Resources Officer. Pending approval of RBI of his appointment as Executive Director, he continued to be paid the same remuneration.
3. Prior to appointment as wholetime Director.

Perquisites (evaluated as per Income-tax Rules wherever applicable and otherwise at actual cost to the Bank) such as the benefit of the Bank's furnished accommodation, gas, electricity, water and furnishings, club fees, personal insurance, use of car and telephone at residence or reimbursement of expenses in lieu thereof; medical reimbursement, leave and leave travel concession, education benefits, provident fund, superannuation fund and gratuity, were provided in accordance with the scheme(s) and rule(s) applicable from time to time. If accommodation owned by the Bank is not provided, the concerned wholetime Director is eligible for house rent allowance of Rs. 100,000 per month and maintenance of accommodation, including furniture, fixtures and furnishings provided by the Bank.

As provided under Article 132 of the Articles of Association of the Bank, the fees payable to a Director (other than to the nominee of Government of India) for attending a Meeting of the Board or Committee thereof are decided by the Board of Directors from time to time within the limits prescribed by the Companies Act, 1956 or the Central Government. The Board of Directors has approved the payment of Rs. 20,000 as sitting fees for each meeting of Board or Committee attended. This amount is within the limits prescribed by the Ministry of Corporate Affairs *vide* its Notification dated July 24, 2003. Approval of the Members for payment of sitting fees to the Directors was obtained at the AGM held on August 20, 2005.

Information on the total sitting fees paid to each non-wholetime Director during fiscal 2009 for attending Meetings of the Board and its Committees is set out in the following table:

Name of Director	Amount (Rupees)
N. Vaghul	780,000
Sridar Iyengar	380,000
L. N. Mittal	40,000
Narendra Murkumbi	720,000
Anupam Puri	140,000
M. K. Sharma	840,000
P. M. Sinha	340,000
Marti G. Subrahmanyam	260,000
T. S. Vijayan	40,000
V. Prem Watsa	120,000
Total	**3,660,000**

The details of shares and convertible instruments of the Bank, held by the non-wholetime Directors as on March 31, 2009 are set out in the following table:

Name of Director	Instrument	No. of shares held
N. Vaghul	Equity	27,543
Sridar Iyengar	—	—
Narendra Murkumbi	—	—
L. N. Mittal	Equity	3,120,700[1]
Anupam Puri	—	—
Anup K. Pujari	—	—
M. K. Sharma	Equity	10,000
P. M. Sinha	—	—
Marti G. Subrahmanyam	Equity	1,613
	American Depositary Share (ADS)[2]	32,000
T. S. Vijayan	—	—
V. Prem Watsa	—	—

1. Includes 10,000 shares held indirectly through companies of which he and his family are ultimate beneficial owners.
2. One ADS represents two equity shares.

IV. Credit Committee

Terms of reference

The functions of the Committee include review of developments in key industrial sectors and approval of credit proposals as per authorisation approved by the Board.

Composition

The Credit Committee comprised five Directors including four independent Directors and the Managing Director & CEO. It was chaired by N. Vaghul. There were eighteen meetings of the Committee during the year. The details of the composition of the Committee and attendance at its Meetings are as follows:

Name of Member	Number of meetings attended
N. Vaghul, *Chairman*	16
Narendra Murkumbi[1]	16
M. K. Sharma[1]	17
P. M. Sinha[2]	7
K. V. Kamath[1]	16

1. Also participated in one meeting through tele-conference.
2. Also participated in ten meetings through tele-conference.

The Board of Directors at its Meeting held on April 25, 2009 re-constituted the Committee effective May 1, 2009 consequent to the retirement of N. Vaghul from the Board and appointment of K. V. Kamath as non-executive Chairman and Chanda D. Kochhar as Managing Director & CEO. K. V. Kamath has been appointed as Chairman of the Committee and Chanda D. Kochhar has been appointed as a Member of the Committee effective May 1, 2009.

V. Customer Service Committee

Terms of reference

The functions of this Committee include review of customer service initiatives, overseeing the functioning of the Customer Service Council and evolving innovative measures for enhancing the quality of customer service and improvement in the overall satisfaction level of customers.

Composition

The Customer Service Committee comprised five Directors including four independent Directors and the Managing Director & CEO. It was chaired by N. Vaghul. There were four meetings of the Committee during the year. The details of the composition of the Committee and attendance at its Meetings are as follows:

Name of Member	Number of meetings attended
N. Vaghul, *Chairman*	4
Narendra Murkumbi	4
M. K. Sharma	4
P. M. Sinha[1]	1
K. V. Kamath	4

1. Also participated in two meetings through tele-conference.

The Board of Directors at its Meeting held on April 25, 2009 re-constituted the Committee effective May 1, 2009 consequent to the retirement of N. Vaghul from the Board and appointment of K. V. Kamath as non-executive Chairman and Chanda D. Kochhar as Managing Director & CEO. K. V. Kamath has been appointed as Chairman of the Committee and Chanda D. Kochhar has been appointed as a Member of the Committee effective May 1, 2009.

VI. Fraud Monitoring Committee

Terms of reference

The Committee monitors and reviews all frauds involving an amount of Rs. 10.0 million and above.

Composition

The Fraud Monitoring Committee comprised five Directors, namely, M. K. Sharma, Narendra Murkumbi, K. V. Kamath, Chanda D. Kochhar and V. Vaidyanathan and was chaired by M. K. Sharma, an independent Director. There were two meetings of the Committee during the year. The details of the composition of the Committee and attendance at its Meetings are as follows:

Name of Member	Number of meetings attended
M. K. Sharma, *Chairman*	2
Narendra Murkumbi	—
K. V. Kamath	2
Chanda D. Kochhar	2
V. Vaidyanathan	1

The Board of Directors at its Meeting held on April 25, 2009 re-constituted the Committee effective May 1, 2009 following the resignation of V. Vaidyanathan from the Board on his appointment as Managing Director & CEO of ICICI Prudential Life Insurance Company Limited. Sandeep Bakhshi has been appointed as a Member of the Committee effective May 1, 2009.

VII. Risk Committee

Terms of reference

The Committee is empowered to review ICICI Bank's risk management policies in relation to various risks (credit, market, liquidity, operational and reputation risks), investment policies and strategy and regulatory and compliance issues in relation thereto. The Committee is also empowered to review risk return profile of the Bank, capital adequacy based on risk profile of the Bank's balance sheet, Basel-II implementation, business continuity plan and disaster recovery plan, key risk indicators and significant risk exposures.

Composition

The Risk Committee comprised five Directors including four independent Directors and the Managing Director & CEO. It was chaired by N. Vaghul. There were eight meetings of the Committee during the year. The details of the composition of the Committee and attendance at its Meetings are set out in the following table:

Name of Member	Number of meetings attended
N. Vaghul, *Chairman*[1]	7
Sridar Iyengar[2]	6
Marti G. Subrahmanyam[3]	4
V. Prem Watsa[3]	3
K. V. Kamath	7

1. Also participated in one meeting through tele-conference.
2. Also participated in two meetings through tele-conference.
3. Also participated in four meetings through tele-conference.

The Board of Directors at its Meeting held on April 25, 2009 re-constituted the Committee effective May 1, 2009 consequent to the retirement of N. Vaghul from the Board and appointment of K. V. Kamath as non-executive Chairman and Chanda D. Kochhar as Managing Director & CEO. K. V. Kamath has been appointed as Chairman of the Committee and Chanda D. Kochhar has been appointed as a Member of the Committee effective May 1, 2009.

VIII. Share Transfer & Shareholders'/Investors' Grievance Committee

Terms of reference

The functions and powers of the Committee include approval and rejection of transfer or transmission of equity and preference shares, bonds, debentures and securities, issue of duplicate certificates, allotment of shares and securities issued from time to time, including those under stock options, review and redressal of shareholders' and investors' complaints, delegation of authority for opening and operation of bank accounts for payment of interest, dividend and redemption of securities and the listing of securities on stock exchanges.

Composition

The Share Transfer & Shareholders'/Investors' Grievance Committee is chaired by M. K. Sharma, an independent Director. There were five meetings of the Committee during the year. The details of the composition of the Committee and attendance at its Meetings are given below:

Name of Member	Number of meetings attended
M. K. Sharma, *Chairman*	4
Narendra Murkumbi	4
Chanda D. Kochhar	4
Madhabi Puri Buch (upto January 31, 2009)	5

The Board of Directors at its Meeting held on April 25, 2009 re-constituted the Committee effective May 1, 2009. Chanda D. Kochhar has ceased to be a Member of the Committee and N. S. Kannan has been appointed as a Member of the Committee effective May 1, 2009.

Sandeep Batra, Senior General Manager & Company Secretary is the Group Compliance Officer. 955 shareholder complaints received in fiscal 2009 were processed. At March 31, 2009, no complaints were pending.

IX. Strategy Committee

The functions of the Committee were to evaluate various strategic opportunities, including acquisitions/divestitures, restructuring and other strategic initiatives for the Bank and its subsidiaries and recommend the same to the Board. The Strategy Committee comprised five Directors – N. Vaghul, M. K. Sharma, Narendra Murkumbi, K. V. Kamath and Chanda D. Kochhar. The Committee was chaired by N. Vaghul. No meetings of the Committee were held during fiscal 2009. The Bank's strategy was reviewed by the Board of Directors. The Board of Directors at its Meeting held on April 25, 2009 has dissolved the Strategy Committee.

X. Committee of Directors

Terms of reference

The powers of the Committee include approval of credit proposals as per authorisation approved by the Board, approvals in respect of borrowings and treasury operations and premises and property related matters.

Composition

The Committee of Directors comprises of all five wholetime Directors and was chaired by K. V. Kamath, Managing Director & CEO.

The Board of Directors at its Meeting held on April 25, 2009 re-constituted the Committee effective May 1, 2009 consequent to the appointment of K. V. Kamath as non-executive Chairman and Chanda D. Kochhar as Managing Director & CEO. K. V. Kamath has ceased to be a Member of the Committee and Chanda D. Kochhar has been appointed as Chairperson of the Committee effective May 1, 2009. The other Members are Sandeep Bakhshi, N. S. Kannan, K. Ramkumar and Sonjoy Chatterjee.

XI. Other Committees

In addition to the above, the Board has from time to time constituted various committees namely, Asset-Liability Management Committee, Committee for Identification of Wilful Defaulters, Grievance Redressal Committee for borrowers identified as Wilful Defaulters (all comprising certain wholetime Directors and Executives) and Committee of Executives, Compliance Committee, Product & Process Approval Committee, Regional Committees for India and overseas operations, Outsourcing Committee, Operational Risk Management Committee and other Committees (all comprising executives). These committees are responsible for specific operational areas like asset-liability management, approval of credit proposals, approval of products and processes and management of operational risk, under authorisation/ supervision of the Board and its Committees.

XII. General Body Meetings

The details of General Body Meetings held in the last three years are given below:

General Body Meeting	Day, Date	Time	Venue
Twelfth AGM	Saturday, July 22, 2006	1.30 p.m.	Professor Chandravadan Mehta Auditorium, General Education Centre, Opposite D. N. Hall Ground, The Maharaja Sayajirao University, Pratapgunj, Vadodara 390 002.
Extraordinary General Meeting (EGM)	Saturday, January 20, 2007	2.00 p.m.	
Thirteenth AGM	Saturday, July 21, 2007	1.30 p.m.	
Fourteenth AGM	Saturday, July 26, 2008	1.30 p.m.	

Special Resolution

The details of Special Resolutions passed at the General Body Meeting in the last three years are given below:

General Body Meeting	Day, Date	Resolution
Twelfth AGM	Saturday, July 22, 2006	Nil
EGM	Saturday, January 20, 2007	• Merger of The Sangli Bank Limited with ICICI Bank Limited (passed by the requisite majority as provided under Section 44A of the Banking Regulation Act, 1949).
Thirteenth AGM	Saturday, July 21, 2007	• Approval for issue of preference shares subject to applicable laws and regulations • Amendment to the Articles of Association of the Company for deleting the reference to the definition of 'group'.
Fourteenth AGM	Saturday, July 26, 2008	Nil

Postal Ballot

Though not mandatorily required, to facilitate wider participation in the approval process, approval of shareholders was sought through postal ballot for the following Ordinary Resolutions:

1. Appointment of K. V. Kamath as a Director.
2. Payment of remuneration to K. V. Kamath as non-executive Chairman.
3. Appointment of Chanda D. Kochhar as a Director.
4. Re-appointment of Chanda D. Kochhar as Joint Managing Director & CFO and appointment as Managing Director & CEO.

The notice dated December 19, 2008 was sent to the Members and the last date for receipt of postal ballot forms by Jatin Popat, Proprietor, JSP Associates, Practicing Company Secretary, the Scrutinizer appointed by the Board, was February 11, 2009. Till that date, 22,493 forms were received. According to the Scrutinizer's report all the Resolutions were passed by majority of 99.9%. The result of the postal ballot was declared on February 13, 2009 and published on February 14, 2009 in the Business Standard (Ahmedabad, Bangalore, Bhubaneshwar, Chandigarh, Chennai, Hyderabad, Kochi, Kolkata, Lucknow, Mumbai, New Delhi and Pune editions) and in Gujarat Samachar (Vadodara) for the information of Members.

The Bank has followed the procedure as prescribed under Companies (Passing of the Resolution by Postal Ballot), Rules, 2001.

At present, no special resolution is proposed to be passed through postal ballot.

XIII. Disclosures

1. There are no materially significant transactions with related parties i.e., directors, management, subsidiaries, or relatives conflicting with the Bank's interests. The Bank has no promoter.
2. Penalties or strictures imposed on the Bank by any of the stock exchanges, Securities & Exchange Board of India (SEBI) or any other statutory authority, for any non-compliance on any matter relating to capital markets, during the last three years are detailed below:
   - Securities and Futures Commission (SFC), Hong Kong had charged the Bank with carrying on the business of dealing in securities in Hong Kong without having a license to do so. Pursuant to the charges preferred *vide* issue of summons on March 30, 2007 and the submissions of SFC and the Bank, the Eastern Magistrate's Court, Hong Kong, on April 10, 2007, fined the Bank a sum of HKD 40,000 (Rs. 0.2 million) and required the Bank to reimburse investigation costs to SFC.

   Other than the aforementioned, no penalties or strictures were imposed on the Bank by any of the stock exchanges, SEBI or any other statutory authority, for any non-compliance on any matter relating to capital markets during the last three years.

XIV. Means of Communication

It is ICICI Bank's belief that all stakeholders should have access to complete information regarding its position to enable them to accurately assess its future potential. ICICI Bank disseminates information on its operations and initiatives on a regular basis. ICICI Bank's website (www.icicibank.com) serves as a key awareness facility for all its stakeholders, allowing them to access information at their convenience. It provides comprehensive information on ICICI Bank's strategy, business segments, financial performance, operational performance, share price movements and the latest press releases.

ICICI Bank's dedicated investor relations personnel respond to specific queries and play a proactive role in disseminating information to both analysts and investors. In accordance with SEBI and Securities Exchange Commission (SEC) guidelines, all information which could have a material bearing on ICICI Bank's share price is released through leading domestic and global wire agencies. The information is also disseminated to the National Stock Exchange of India (NSE), the Bombay Stock Exchange Limited (BSE), New York Stock Exchange (NYSE), Luxembourg Stock Exchange, Singapore Stock Exchange and Japan Securities Dealers Association from time to time.

As required by SEBI and the listing agreements, ICICI Bank files its financial and other information on the Corporate Filing and Dissemination System (CFDS). The Annual Reports of the Bank are filed on the Electronic Data Filing and Retrieval (EDIFAR) website maintained by the National Informatics Centre (NIC).

ICICI Bank's quarterly financial results are published either in the Financial Express (Mumbai, Pune, Ahmedabad, Delhi, Lucknow, Chandigarh, Kolkata, Chennai, Bangalore, Hyderabad, Cochin editions) or the Business Standard (Ahmedabad, Bangalore, Bhubaneshwar, Chandigarh, Chennai, Hyderabad, Kochi, Kolkata, Lucknow, Mumbai, New Delhi and Pune editions) and Vadodara Samachar (Vadodara). The financial results, official news releases and presentations are also available on the website of ICICI Bank.

The Management's Discussion & Analysis forms part of the Annual Report.

General Shareholder Information

Fifteenth AGM

Date	Time	Venue
Monday, June 29, 2009	1.30 p.m.	Professor Chandravadan Mehta Auditorium, General Education Centre, Opposite D. N. Hall Ground, The Maharaja Sayajirao University, Pratapgunj, Vadodara 390 002.

Financial Calendar	:	April 1 to March 31
Book Closure	:	June 15, 2009 to June 29, 2009
Dividend Payment Date	:	June 30, 2009

Listing of equity shares/ADSs on Stock Exchanges (with stock code)

Stock Exchange	Code for ICICI Bank
Bombay Stock Exchange Limited (BSE) Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001	532174 & 632174[1]
National Stock Exchange of India Limited (NSE) Exchange Plaza, Bandra-Kurla Complex Bandra (East), Mumbai 400 051	ICICIBANK
New York Stock Exchange (ADSs)[2] 11, Wall Street, New York, NY 10005, United States of America	IBN

1. FII segment of BSE.
2. Each ADS of ICICI Bank represents two underlying equity shares.

ICICI Bank has paid annual listing fees for the relevant periods on its capital to BSE, NSE and NYSE where its equity shares and ADSs are listed.

Market Price Information

The reported high and low closing prices and volume of equity shares of ICICI Bank traded during fiscal 2009 on BSE and NSE are set out in the following table:

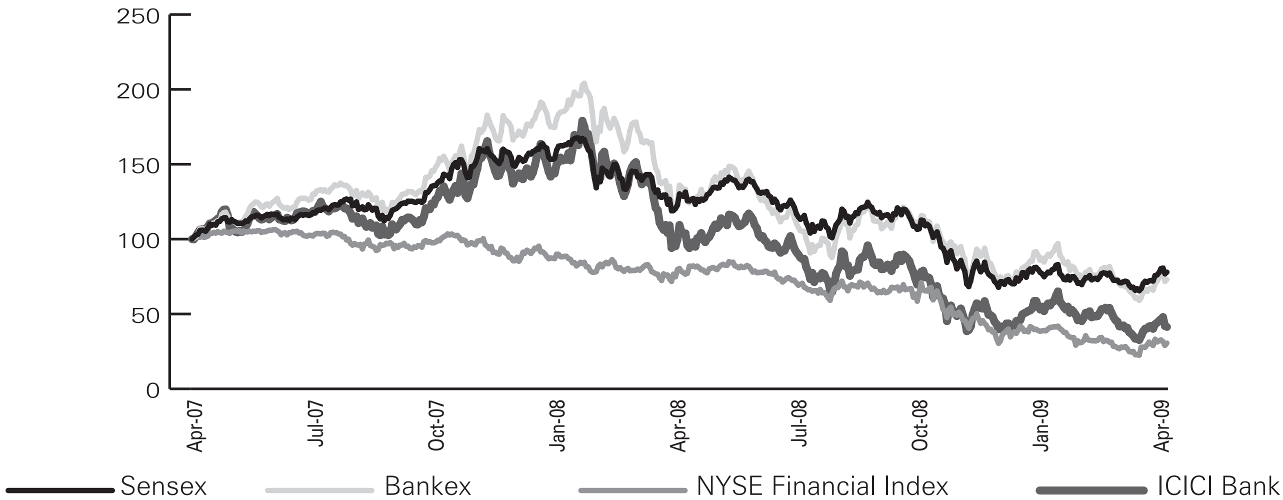
Month	BSE			NSE			Total Volume on BSE and NSE
	High (Rs.)	Low (Rs.)	Volume	High (Rs.)	Low (Rs.)	Volume	
April 2008	947.00	732.00	22,412,180	960.00	726.55	86,909,426	109,321,606
May 2008	960.90	778.10	18,754,930	971.00	778.20	88,044,569	106,799,499
June 2008	826.00	611.50	19,500,271	835.00	611.35	91,273,106	110,773,377
July 2008	779.70	515.10	42,806,178	764.90	514.00	180,270,716	223,076,894
August 2008	779.70	610.00	38,456,520	789.00	610.00	146,380,819	184,837,339
September 2008	739.00	458.00	68,920,294	750.00	460.05	258,519,546	327,439,840
October 2008	565.00	282.15	97,185,030	564.90	283.10	312,456,654	409,641,684
November 2008	491.00	308.10	66,408,135	492.10	306.10	222,578,261	288,986,396
December 2008	480.90	305.00	62,192,763	481.50	308.25	217,253,020	279,445,783
January 2009	537.95	358.10	50,818,763	538.60	331.55	190,138,998	240,957,761
February 2009	441.95	311.25	50,869,102	442.00	311.05	183,648,199	234,517,301
March 2009	387.40	252.75	130,687,147	387.80	252.30	469,312,033	599,999,180
Fiscal 2009	960.90	252.75	669,011,313	971.00	252.30	2,446,785,347	3,115,796,660

The reported high and low closing prices and volume of ADSs of ICICI Bank traded during fiscal 2009 on the NYSE are given below:

Month	High (US$)	Low (US$)	Number of ADS traded
April 2008	47.30	37.63	58,155,100
May 2008	47.50	37.22	53,928,000
June 2008	38.88	28.39	84,997,400
July 2008	36.99	22.89	131,030,700
August 2008	36.41	28.82	66,898,600
September 2008	33.83	21.00	89,034,300
October 2008	25.00	11.50	102,398,200
November 2008	19.79	11.01	91,056,468
December 2008	19.98	12.24	59,999,372
January 2009	22.28	14.22	64,034,644
February 2009	18.35	12.30	54,654,520
March 2009	14.98	9.60	91,945,590
Fiscal 2009	47.50	9.60	948,132,894

Source : Yahoo Finance

The performance of the ICICI Bank equity share relative to the BSE Sensitive Index (Sensex), BSE Bank Index (Bankex) and NYSE Financial Index during the period April 1, 2007 to March 31, 2009 is given in the following chart:



Share Transfer System

ICICI Bank's investor services are handled by 3i Infotech Limited (3i Infotech). 3i Infotech is a SEBI registered Category I – Registrar to an Issue & Share Transfer Agent (R&T). 3i Infotech is a global information technology company providing technology solutions and in addition to R &T services provides software products, managed IT Services, application software development & maintenance, payment solutions, business intelligence, document imaging & digitization, IT consulting and various transaction processing services. 3i Infotech's quality certifications include SEI CMMI Level 5 for software business, ISO 9001:2000 for BPO (including R&T) and ISO 27001:2005 for infrastructure services.

ICICI Bank's equity shares are traded only in dematerialised form. During the year, 977,519 equity shares involving 8,456 certificates were dematerialised. At March 31, 2009, 99.12% of paid-up equity share capital (including equity shares represented by ADS constituting 27.12% of the paid-up equity share capital) has been dematerialised.

Physical share transfer requests are processed and the share certificates are returned normally within a period of seven days from the date of receipt, if the documents are correct, valid and complete in all respects.

The number of equity shares of ICICI Bank transferred during the last three years (excluding electronic transfer of shares in dematerialised form) is given below:

	Fiscal 2007	Fiscal 2008	Fiscal 2009
Number of transfer deeds	4,804	4,430	3,408
Number of shares transferred	256,196	257,167	367,813

As required under Clause 47(c) of the listing agreements entered into by ICICI Bank with stock exchanges, a certificate is obtained every six months from a practising Company Secretary, with regard to, *inter alia*, effecting transfer, transmission, sub-division, consolidation, renewal and exchange of equity shares and bonds in the nature of debentures within one month of their lodgement. The certificates are forwarded to BSE and NSE, where the equity shares are listed, within 24 hours of issuance and also placed before the Board of Directors.

In terms of SEBI's circular no. D&CC/FITTC/CIR-16 dated December 31, 2002, a Secretarial Audit is conducted on a quarterly basis by a firm of Chartered Accountants, for the purpose of, *inter alia*, reconciliation of the total admitted equity share capital with the depositaries and in the physical form with the total issued/paid up equity capital of ICICI Bank. Certificates issued in this regard are placed before the Share Transfer & Shareholders'/Investors' Grievance Committee and forwarded to BSE and NSE, where the equity shares of ICICI Bank are listed.

Physical Share Disposal Scheme

With a view to mitigate the difficulties experienced by physical shareholders in disposing off their shares, ICICI Bank, in the interest of investors holding shares in physical form (upto 50 shares) framed a Physical Share Disposal Scheme to facilitate these shareholders to dispose off their shares. The scheme was started in November 2008 and many shareholders have availed of the scheme in response to the offer sent to the concerned shareholders. The scheme continues to remain open and interested shareholders may contact the Registrar & Transfer Agent, 3i Infotech Limited for further details.

Registrar and Transfer Agents

The Registrar and Transfer Agent of ICICI Bank is 3i Infotech Limited. Investor services related queries/requests/ complaints may be directed to Jayendra Pai at the address as under:

3i Infotech Limited
International Infotech Park
Tower 5, 3rd Floor
Vashi Railway Station Complex
Vashi, Navi Mumbai 400 703
Maharashtra, India
Tel No. : +91-22-6792 8000
Fax : +91-22-6792 8099
Email : investor@icicibank.com

3i Infotech Limited
Maratha Mandir Annex
Dr. A. R. Nair Road
Mumbai Central
Mumbai 400 008

Queries relating to the operational and financial performance of ICICI Bank may be addressed to:

Rakesh Jha/Rupesh Kumar
ICICI Bank Limited
ICICI Bank Towers
Bandra-Kurla Complex
Mumbai 400 051
Tel No. : +91-22-2653 1414
Fax No. : +91-22-2653 1175
E-mail : ir@icicibank.com

Information on Shareholding

Shareholding pattern of ICICI Bank at March 31, 2009

Shareholder Category	Shares	% holding
Deutsche Bank Trust Company Americas (Depository for ADS Holders)	301,924,908	27.12
FIIs, NRIs, Foreign Banks, Foreign Companies, OCBs and Foreign Nationals	407,898,760	36.64
Insurance Companies	170,230,348	15.29
Bodies Corporate	64,591,069	5.80
Banks and Financial Institutions	9,424,515	0.85
Mutual Funds	70,636,604	6.35
Individuals	88,544,438	7.95
Total	**1,113,250,642**	**100.00**

Shareholders of ICICI Bank with more than one per cent holding at March 31, 2009

Name of the Shareholder	No. of shares	% to total no. of shares
Deutsche Bank Trust Company Americas (Depository for ADS Holders)	301,924,908	27.12
Life Insurance Corporation of India	104,373,179	9.38
Allamanda Investments Pte. Limited	84,754,268	7.61
Bajaj Holdings and Investment Limited	37,961,052	3.41
Government of Singapore	25,650,600	2.30
Dodge and Cox International Stock Fund	15,195,668	1.36
Direct Investments Limited	13,362,273	1.20
The New India Assurance Company Limited	12,930,848	1.16

Distribution of shareholding of ICICI Bank at March 31, 2009

Range - Shares	No. of Folios	%	No. of Shares	%
Upto 1,000	863,459	99.12	63,105,229	5.67
1,001 to 5,000	5,628	0.65	11,337,849	1.02
5,001 – 10,000	668	0.08	4,786,994	0.43
10,001 – 50,000	733	0.08	16,585,720	1.49
50,001 & above	673	0.07	1,017,434,850	91.39
Total	**871,161**	**100.00**	**1,113,250,642**	**100.00**

Outstanding GDRs/ADSs/Warrants or any Convertible Debentures, conversion date and likely impact on equity

ICICI Bank has about 150.96 million ADS (equivalent to about 301.92 million equity shares) outstanding, which constituted 27.12% of ICICI Bank's total equity capital at March 31, 2009. Currently, there are no convertible debentures outstanding.

Plant Locations – Not applicable

Address for Correspondence

Sandeep Batra
Group Compliance Officer & Company Secretary
or
Ranganath Athreya
General Manager & Joint Company Secretary
& Head – Compliance for Non Banking Subsidiaries
ICICI Bank Limited
ICICI Bank Towers
Bandra-Kurla Complex
Mumbai 400 051
Tel No. : 91-22-2653 1414
Fax No. : 91-22-2653 1230
E-mail : companysecretary@icicibank.com

The Bank has complied with the mandatory and majority of non-mandatory requirements mentioned in the listing agreement, with respect to corporate governance.

ANALYSIS OF CUSTOMER COMPLAINTS

a) Customer complaints in fiscal 2009

Number of complaints pending at the beginning of the year	1,863
Number of complaints received during the year[1]	102,488
Number of complaints redressed during the year	103,465
Number of complaints pending at the end of the year	886[2]

1. Excluding complaints resolved within 1 working day
2. Complaints pending beyond 30 days as on March 31, 2009 are 31.

b) Awards passed by the Banking Ombudsman in fiscal 2009

Number of unimplemented awards at the beginning of the year	1
Number of awards passed by the Banking Ombudsman during the year	0
Number of awards implemented during the year	1
Number of unimplemented awards at the end of the year	0

COMPLIANCE CERTIFICATE OF THE AUDITORS

ICICI Bank has annexed to this report, a certificate obtained from the statutory auditors, B S R & Co., Chartered Accountants, regarding compliance of conditions of Corporate Governance as stipulated in Clause 49 of the listing agreement.

EMPLOYEE STOCK OPTION SCHEME

In fiscal 2000, ICICI Bank instituted an Employee Stock Option Scheme (ESOS) to enable the employees and Directors of ICICI Bank and its subsidiaries. As per the ESOS as amended from time to time, the maximum number of options granted to any employee/Director in a year is limited to 0.05% of ICICI Bank's issued equity shares at the time of the grant, and the aggregate of all such options is limited to 5% of ICICI Bank's issued equity shares on the date of the grant (equivalent to 55.7 million shares at April 25, 2009).

Options granted for fiscal 2003 and earlier years vest in a graded manner over a three-year period, with 20%, 30% and 50% of the grants vesting in each year, commencing not earlier than 12 months from the date of grant. Options granted for fiscal 2004 to 2008 vest in a graded manner over a four-year period, with 20%, 20%, 30% and 30% of the grants vesting in each year, commencing not earlier than 12 months from the date of grant.

Options can be exercised within 10 years from the date of grant or five years from the date of vesting, whichever is later. The price of the options granted prior to June 30, 2003 is the closing market price on the stock exchange, which recorded the highest trading volume on the date of grant. The price for options granted on or after June 30, 2003 till July 21, 2004 is equal to the average of the high and low market price of the equity shares in the two week period preceding the date of grant of the options, on the stock exchange which recorded the highest trading volume during the two week period. The price for options granted on or after July 22, 2004 is equal to the closing price on the stock exchange which recorded the highest trading volume preceding the date of grant of options. The above pricing is in line with the SEBI guidelines, as amended from time to time.

On the basis of the recommendation of the Board Governance & Remuneration Committee, the Board at its Meeting held on April 25, 2009 approved a grant of approximately 1.7 million options for fiscal 2009 to eligible employees. Each option confers on the employee a right to apply for one equity share of face value of Rs. 10 of ICICI Bank at Rs. 434.10, which was the closing price on the stock exchange, which recorded the highest trading volume in ICICI Bank shares on April 24, 2009. These options would vest over a five year period, with 20%, 20%, 30% and 30% respectively of the grant vesting each year commencing from the end of the second year from the date of the grant. No options have been granted to wholetime Directors for fiscal 2009.

Particulars of options granted by ICICI Bank upto April 25, 2009 are given below:

Options granted	52,668,955
Options vested	32,068,304
Options exercised	24,271,617
Number of shares allotted pursuant to exercise of options	24,271,617
Options forfeited/lapsed	7,718,099
Extinguishment or modification of options	Nil
Amount realised by exercise of options (Rs.)	4,682,588,988
Total number of options in force	20,679,239

No employee was granted options during any one year equal to or exceeding 0.05% of the issued equity shares of ICICI Bank at the time of the grant.

The diluted earnings per share (EPS) pursuant to issue of shares on exercise of options calculated in accordance with AS-20 was Rs. 33.70 in fiscal 2009 against basic EPS of Rs. 33.76. Since the exercise price of ICICI Bank's options is the last closing price on the stock exchange, which recorded the highest trading volume preceding the date of grant of options, there is no compensation cost in fiscal 2009 based on the intrinsic value of options.

However, if ICICI Bank had used the fair value of options based on the Black-Scholes model, compensation cost in fiscal 2009 would have been higher by Rs. 1,411.7 million and proforma profit after tax would have been Rs. 36,169.6 million. On a proforma basis, ICICI Bank's basic and diluted earnings per share would have been Rs. 32.49 and Rs. 32.43 respectively. The key assumptions used to estimate the fair value of options granted during the fiscal 2009 are given below:

Risk-free interest rate	7.62% – 9.24%
Expected life	2 – 6.4 years
Expected volatility	38.90% – 45.23%
Expected dividend yield	1.20% – 3.57%

In respect of options granted in fiscal 2009, the weighted average exercise price of the options and the weighted average fair value of the options were Rs. 912.30 per option and Rs. 331.19 per option respectively.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors confirm:

1. that in the preparation of the annual accounts, the applicable accounting standards have been followed, along with proper explanation relating to material departures;
2. that they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Bank at the end of the financial year and of the profit or loss of the Bank for that period;
3. that they have taken proper and sufficient care for the maintenance of adequate accounting records, in accordance with the provisions of the Banking Regulation Act, 1949 and the Companies Act, 1956 for safeguarding the assets of the Bank and for preventing and detecting fraud and other irregularities; and
4. that they have prepared the annual accounts on a going concern basis.

ACKNOWLEDGEMENTS

ICICI Bank is grateful to the Government of India, RBI, SEBI and overseas regulators for their continued co-operation, support and guidance. ICICI Bank wishes to thank its investors, the domestic and international banking community, investment bankers, rating agencies and stock exchanges for their support.

ICICI Bank would like to take this opportunity to express sincere thanks to its valued clients and customers for their continued patronage. The Directors express their deep sense of appreciation of all the employees, whose outstanding professionalism, commitment and initiative has made the organisation's growth and success possible and continues to drive its progress. Finally, the Directors wish to express their gratitude to the Members for their trust and support.

For and on behalf of the Board

K. V. Kamath
Chairman

May 8, 2009

Compliance with the Group Code of Business Conduct and Ethics

I confirm that all Directors and members of the senior management have affirmed compliance with Group Code of Business Conduct and Ethics for the year ended March 31, 2009.

Chanda D. Kochhar
Managing Director & CEO

May 8, 2009

Auditor's Certificate on Corporate Governance

To the Members of ICICI Bank Limited

We have examined the compliance of conditions of corporate governance by ICICI Bank Limited ("the Bank") for the year ended on 31 March 2009, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Bank for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Bank.

In our opinion, and to the best of our information and according to the explanations given to us, we certify that the Bank has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that such compliance is neither an assurance as to the future viability of the Bank nor the efficiency or effectiveness with which the management has conducted the affairs of the Bank.

For B S R & Co.
Chartered Accountants

Akeel Master
Partner
Membership No: 046768

Mumbai
May 8, 2009

Business Overview

ECONOMIC OVERVIEW

The overall macroeconomic conditions during the first half of fiscal 2009 remained strong although with some moderation in economic activity following tightening of monetary policy in response to rising inflation. Year-on-year inflation measured by the Wholesale Price Index (WPI) increased from 7.8% at year-end fiscal 2008 to a peak of 12.9% at August 2, 2008. In response to the increase in inflation, Reserve Bank of India (RBI) increased the cash reserve ratio (CRR) by 150 basis points (bps) from 7.5% at year-end fiscal 2008 to 9.0% and the repo rate by 125 bps from 7.75% at year-end fiscal 2008 to 9.0%. The Central Statistical Organisation (CSO) placed GDP growth at 7.8% during the first half of fiscal 2009 compared to 9.3% during the first half of fiscal 2008. The Index of Industrial Production (IIP) increased by 5.0% during the first half of fiscal 2009 compared to 9.5% during the first half of fiscal 2008.

The bankruptcy of Lehman Brothers in September 2008 led to rapid deterioration in global macroeconomic conditions and a sharp moderation in global economic activity. Real GDP for the United States of America contracted by an annualised rate of 6.1% during the fourth quarter of calendar year 2008 and 6.3% during the first quarter of calendar year 2009. During the fourth quarter of calendar year 2008, real GDP for the Euro area contracted by 1.5%. Economic growth in China witnessed significant moderation to 6.1% during the first quarter of calendar year 2009 compared to 10.6% during the first quarter of calendar year 2008.

The impact of global developments on India was felt mainly through the trade and capital channels. Merchandise exports contracted for six consecutive months from October 2008 to March 2009 leading to a moderation in exports growth to 3.4% during fiscal 2009 compared to 29.1% during fiscal 2008. During the first nine months of fiscal 2009, foreign institutional investments (FII) recorded a net outflow of US$ 12.4 billion compared to a net inflow of US$ 24.5 bn during the corresponding period of the previous year. During this period, net external commercial borrowings (ECBs) declined to US$ 7.1 billion compared to US$ 17.4 billion during the corresponding period of the previous year. The decline in net FII and ECB flows was partly offset by an increase in net foreign direct investment (FDI) flows to US$ 15.4 billion during the first nine months of fiscal 2009 compared to US$ 6.9 billion during the corresponding period of the previous year. India's overall balance of payments recorded a deficit of US$ 20.4 billion during the first nine months of fiscal 2009. This led to a significant depreciation of the Rupee from 40.12 per US dollar at year-end fiscal 2008 to 50.72 per US dollar at year-end fiscal 2009.

During the third quarter of fiscal 2009, GDP growth moderated to 5.3% mainly due to a 2.2% decline in agricultural growth and a moderation of industrial sector growth to 0.8%. Growth in the services sector (including construction) continued to be robust at 9.5%. IIP growth moderated further to 0.8% during the third quarter of fiscal 2009 compared to 8.3% during the corresponding period of the previous year. On the positive side, the decline in global commodity prices led to a moderation in inflation and facilitated substantial reductions in key policy rates and reserve requirements. WPI inflation moderated from a peak of 12.9% in August 2008 to 0.3% at end-March 2009. Since October 2008, RBI has reduced the cash reserve ratio by 400 bps to 5.0%, the statutory liquidity ratio by 100 bps to 24.0%, the repo rate by 425 bps to 4.75% and the reverse repo rate by 275 bps to 3.25%. The reduction in policy rates led to a reduction in market interest rates with the yield on 10-year government securities declining by about 320 bps during the third quarter of fiscal 2009.

Economic activity during the fourth quarter of fiscal 2009 remained weak with the IIP contracting by 0.9%. Following the larger than expected government borrowing programme, the yield on government securities increased by about 175 basis points during the fourth quarter of fiscal 2009.

Although there has been a moderation in economic and industrial activity, there are some signs of improvement in demand and industrial output in recent months. Domestic demand continues to be strong as indicated by robust sales growth reported in certain sectors. There are also signs of improvement in capacity utilisation across sectors. Demand and construction activity in rural areas remain strong and have partly offset the impact of slower growth in other sectors of the economy. Global developments, capital inflows and management of the government borrowing programme will be key factors impacting the economy and financial markets during the current year.

FINANCIAL SECTOR OVERVIEW

During fiscal 2009, the year-on-year growth in non-food bank credit declined from a peak of 29.4% in October 2008 to 17.5% in March 2009. This was lower than the 23.0% growth recorded during fiscal 2008. Based on data published by RBI, at February 27, 2009, industry accounted for 41.7% of non-food gross bank credit, retail credit for 22.3%, agriculture and allied activities for 11.9%, trade for 5.5%, real estate for 3.6% and other sectors for the balance 15.0%. Total deposits grew by 19.8% during fiscal 2009 due to a 23.9% growth in time deposits as demand deposits in the system declined by 0.8%. The credit-deposit ratio remained within the range of 71.0%-75.5% during fiscal 2009 and was about 72.0% in March 2009.

During fiscal 2009, volatile market and liquidity conditions and a moderation in demand for retail savings and investment products had a negative impact on growth in the life insurance and mutual fund industries. First year retail premium underwritten in the life insurance sector declined by 10.4% (on weighted received premium basis) to Rs. 471.62 billion in fiscal 2009 with the private sector's retail market share (on weighted received premium basis) increasing from 50.5% in fiscal 2008 to 57.0% in fiscal 2009. Total assets under management (on average assets basis) of mutual funds declined by 8.4% from Rs. 5,385.08 billion in March 2008 to Rs. 4,932.85 billion in March 2009. The non-life insurance industry was de-tariffed with effect from January 1, 2007 resulting in reduction in premium rates and in the rate of growth of the industry. Gross premium in the non-life insurance sector (excluding specialised insurance institutions) grew by 9.1% to Rs. 306.01 billion in fiscal 2009 compared to 12.3% in fiscal 2008 and 22.2% in fiscal 2007. The private sector's market share in fiscal 2009 was 41.1%.

Equity markets remained weak on global macroeconomic concerns and a reversal in the pattern of global capital flows. The BSE Sensex was 9,709 at March 31, 2009 compared to 15,644 at March 31, 2008. The Sensex recovered to 12,173 at May 15, 2009 before rising sharply to 14,302 at May 19, 2009 following the announcement of the results of the general elections.

There were a number of key policy developments in the banking sector during fiscal 2009. In April 2008, RBI issued guidelines for banks engaging recovery agents, advising banks to put in place a grievance redressal mechanism pertaining to the recovery process and a due diligence process for engaging recovery agents. In May 2008, RBI issued a guideline whereby the shortfall in lending to weaker sections was also required to be taken into account while determining contribution to the Rural Infrastructure Development Fund. In August 2008, RBI issued final guidelines on prudential norms for off-balance sheet exposures requiring banks to treat unpaid amounts due for 90 days or more under derivative contracts as non-performing assets. Following the global financial crisis, RBI has identified adequate credit flow at viable rates, maintaining credit quality, limiting the impact of adverse global developments and price and financial stability as key monetary policy objectives. Since September 2008, RBI significantly reduced key policy rates and reserve requirements for banks. Besides these, measures like additional liquidity support through the Special Refinance Facility (upto 1% of net demand and time liabilities, or NDTL, for a maximum period of 90 days) and a temporary relaxation in statutory liquidity ratio (SLR) maintenance of upto 1.5% of NDTL for lending to mutual funds and non-banking finance companies (NBFCs) were also introduced. Interest rate ceilings on non resident Indian (NRI) deposits were increased, ECBs norms were relaxed and non-deposit taking NBFCs were given permission to raise short-term foreign currency borrowings. RBI also reduced risk weights on banks' exposures to certain sectors as also provisioning requirements for standard assets as a counter cyclical measure. RBI also permitted loans granted by banks to housing finance companies for on-lending for housing upto Rs. 2.0 million per dwelling unit to be classified under priority sector lending. In December 2008, RBI permitted commercial real estate exposures restructured upto June 30, 2009 to be treated as standard assets. In addition, second restructuring by banks of exposures (excluding exposures to real estate, capital markets and personal/consumer loans) up to June 30, 2009 was also made eligible for concessionary asset classification treatment.

The Indian financial sector is healthy despite adverse developments in global markets. The Indian banking system is well capitalised and well placed to manage any asset quality concerns. The financial sector in India is well placed to capitalise on growth opportunities in our domestic markets.

ORGANISATION STRUCTURE

Our organisation structure is designed to be flexible and customer-focused. At the same time, we seek to ensure effective control and supervision and consistency in standards across the organisation. The organisation is structured into the following principal groups:

- Retail Banking Group, comprising the retail liabilities, retail assets and small enterprises businesses.
- Rural, Micro-banking and Agri-business Group, comprising the rural and agricultural lending and other banking businesses.
- Wholesale Banking Group, comprising the corporate & investment banking, commercial banking, project finance and government banking businesses.
- International Banking Group, comprising the Bank's international operations, including operations in various overseas markets as well as products and services for NRIs, international trade finance, correspondent banking and wholesale resource mobilisation.

- Global Markets Group, comprising our global client-centric treasury operations.
- Corporate Centre, comprising financial reporting; planning and strategy; asset liability management; investor relations; secretarial; corporate communications; risk management; compliance; internal audit; legal; financial crime prevention and reputation risk management; and the Bank's proprietary trading operations across various markets.
- Human Resources Management Group, which is responsible for the Bank's recruitment, training, leadership development and other personnel management functions and initiatives.
- Global Operations & Middle Office Groups, which are responsible for back-office operations, controls and monitoring for our domestic and overseas operations.
- Organisational Excellence Group, which is responsible for enterprise-wide quality and process improvement initiatives.
- Technology Management Group, which is responsible for enterprise-wide technology initiatives, with dedicated teams serving individual business groups and managing information security and shared infrastructure.
- Global Infrastructure & Administration Group, which is responsible for management of corporate facilities and administrative support functions.

BUSINESS REVIEW

Fiscal 2009 was a year of unprecedented volatility. The first half of the year saw high inflation and interest rates but the business environment continued to be robust with continued investments by the corporate sector. However, the second half of the year was impacted by the global financial and liquidity crisis and loss of business confidence. Given the volatile operating environment, the focus of the Bank was on capital conservation, liquidity management and risk containment. At the same time we continued to grow our branch network with a focus on increasing our low cost and retail deposit base while maintaining a strict control on operating expenses.

Retail Banking

Fiscal 2009 saw a further slowdown in retail credit growth in the banking system due to a volatile interest rate environment, high asset prices and the impact of economic slowdown on consumer spending. Retail credit growth of scheduled commercial banks has now decreased from about 30% over the last few years to about 15% in fiscal 2008 and to less than 10% in fiscal 2009.

The retail credit business requires a high level of credit and analytical skills and strong operations processes backed by technology. Our retail strategy is centered on a wide distribution network, comprising our branches and offices and dealer and real estate developer relationships; a comprehensive and competitive product suite; technology-enabled back-office processes; and a robust credit and analytical framework.

During fiscal 2009, we focused on risk containment in the retail credit business. We tightened our lending norms and moderated our disbursements, especially in the unsecured retail loans segment. However, we continue to believe that retail credit has robust long-term growth potential, driven by sound fundamentals, namely, rising income levels and favourable demographic profile. We are the largest provider of retail credit in India with a total retail portfolio of Rs. 1,062.03 billion at March 31, 2009, constituting 49% of our total loans.

During fiscal 2009, we focused on increasing the proportion of low-cost retail deposits in our funding base. Our current and savings account (CASA) deposits as a percentage of total deposits increased from 26.1% at March 31, 2008 to 28.7% at March 31, 2009. We continued to expand our branch network during the year. Our branch network has now increased from 755 branches & extension counters at March 31, 2007 to 1,262 branches & extension counters at March 31, 2008 and 1,419 branches & extension counters at March 31, 2009. We have also received licenses for 580 additional branches from RBI. Our strategy is to fully leverage the branch network for sales and service of the entire range of liability, asset and fee-based products and services to retail customers.

In conjunction with the expansion in branch network, we have continued to expand our electronic channels, namely internet banking, mobile banking, call centres and ATMs, and migrate customer transaction volumes to these channels. We increased our ATM network to 4,713 ATMs at March 31, 2009 from 3,881 ATMs at March 31, 2008. Our call centres have a total seating capacity of approximately 4,150 sales and service workstations. Transaction volumes on internet and mobile banking have grown significantly, constituting an increasing percentage of total customer transactions.

Cross-selling new products and also the products of our life and general insurance subsidiaries to our existing customers is a key focus area for the Bank. Cross-sell allows us to deepen our relationship with our existing customers and helps us reduce origination costs as well as earn fee income. The expanded branch network has given us a large footprint in the country and would serve as an integrated channel for deposit mobilisation, selected retail asset origination and distribution of third party products. In fiscal 2009, about 23% of ICICI Prudential Life Insurance Company's new business premium (on an annualised premium equivalent basis) was generated through ICICI Bank. We will continue to focus on cross-sell as a means to improve profitability and offer a complete suite of products to our customers. We continue to leverage our multi-channel network for distribution of third party products like mutual funds, Government of India relief bonds and insurance products.

Customer service is a key focus area for the Bank and we have adopted a multi-pronged approach to continuously monitor and enhance customer service levels. We conduct regular training programmes for employees to improve customer handling and interaction and have incorporated customer service metrics in performance evaluation.

Small Enterprises

We have expanded our reach to about one million Small and Medium Enterprise (SME) customers servicing their needs through more than 1,400 branches and technology enabled channels. We have focused on providing transaction banking, trade, investment and financing solutions to SMEs. To deliver these services efficiently, we have evolved a unique cluster banking approach, corporate linked lending programmes, bouquet of small business banking products and investment banking and advisory services.

Over the years we have undertaken various SME focused initiatives to support and shape the SME ecosystem in the country. We setup the "Emerging India Awards" which recognises the spirit of successful entrepreneurship across the industry clusters; played a role in setting up a SME credit rating agency "SMERA"; launched "SME India toolkit" an on-line business and advisory resource for SMEs in collaboration with International Finance Corporation and IBM; started the "SME Dialogue" a weekly feature on SMEs which shares best practices and success stories of SMEs; and created a unique platform "SME CEO Knowledge Series" to mentor and assist SMEs entrepreneurs.

During fiscal 2009, we were named the "Best Private Sector Bank in SME Financing" by Dun & Bradstreet. Our SME strategy will continue to focus on building a deeper customer relationship by offering comprehensive and customised financial solutions and to be a preferred banking partner for SMEs.

Corporate Banking

Our corporate banking strategy is based on providing comprehensive and customised financial solutions to our corporate customers. We offer a complete range of corporate banking products including rupee and foreign currency debt, working capital credit, structured financing, syndication and transaction banking products and services.

Our corporate and investment banking franchise is built around a core relationship team that has strong relationships with almost all of the country's corporate houses. The relationship team is product agnostic and is responsible for managing banking relationships with clients. We have also put in place product specific teams with a view to focus on specific areas of expertise in designing financial solutions for clients. The investment banking team is responsible for working with the relationship team in India and our international subsidiaries and branches, for origination, structuring and execution of investment banking mandates on a global basis. We have created a separate credit function inside the corporate banking group to monitor the credit portfolio. While we had dedicated sales teams for trade services and transaction banking products, we have now created a Commercial Banking Group within the Wholesale Banking Group for growing this business through identified branches, while working closely with the corporate relationship teams. Our strategy for growth in commercial banking, or meeting the regular banking requirements of companies for transactions and trade, is based on not only leveraging our strong client relationships, but also focusing on enhancing client servicing capability at the operational level.

The first half of fiscal 2009 saw continued demand for credit from the corporate sector, with growth and additional investment demand across all sectors. We were able to leverage our international presence and deep corporate relationships to work closely on overseas expansion of Indian companies and infrastructure projects in India. However, post the deterioration in the global economic environment in the second half of fiscal 2009, we adopted a cautious approach to lending and were selective in extending new loans.

As the Indian economy resumes its growth path, the need for infrastructure development and expansion of Indian companies will provide exciting opportunities for our corporate banking business. We will continue to focus on increasing the granularity and hence stability of our revenue streams by executing our transaction banking and trade services strategy and deepening our client relationships by offering complete solutions for their trade, transaction banking and funding requirements.

Project Finance

Given the rapid growth of the Indian economy, infrastructure development and investment across sectors is critical for sustaining economic growth by addressing supply bottlenecks.

The power sector is expected to witness large investments involving significant capacity additions over the next few years primarily driven by increased private sector participation. Increasing interest is being expressed in renewable sources of energy such as wind power and solar power. The commencement of production of natural gas from the Krishna-Godavari basin is expected to benefit the fertiliser and petrochemical sectors, besides power plants. The oil and gas sector is also expected to witness significant activity across the entire value chain.

The telecom sector is expected to continue its accelerated growth due to large investments in rollout of new networks with increased focus on tier-2 and rural markets and the impending 3G licence auctions. This will be augmented by increased sharing of passive elements like towers, enabling faster rollout of networks providing impetus to the growth of passive infrastructure segments.

The transportation sector has also been witnessing renewed momentum in the form of new projects being bid out for development of national highways (through National Highway Development Programme) and state highways. These are also expected to create significant momentum for the construction industry. The port sector is witnessing creation of new capacities both in the bulk and container cargo segments and increased participation of the private sector. The railway sector is also expected to witness investments in modernisation of railway stations, logistics and dedicated freight corridors.

The mining industry in India is gearing up for increase in production and exploration to meet the growing demand. Recent initiatives by the Government like the Natural Mineral Policy 2008 are expected to create opportunities for investments across the mining value chain by private sector participants.

The key to our project finance proposition is our constant endeavour to add value to projects through financial structuring to ensure bankability. These services are backed by sectoral expertise and sound due diligence techniques.

International Banking

Our international strategy is focused on building a retail deposit franchise, meeting the foreign currency needs of our Indian corporate clients and achieving the status of the preferred NRI community bank in key markets. We also seek to build stable wholesale funding sources and strong syndication capabilities to support our corporate and investment banking business, and to expand private banking operations for India-centric asset classes. ICICI Bank currently has subsidiaries in the United Kingdom, Russia and Canada, branches in Singapore, Bahrain, Hong Kong, Sri Lanka, Dubai International Finance Centre, Qatar Financial Centre and the United States and representative offices in the United Arab Emirates, China, South Africa, Bangladesh, Thailand, Malaysia and Indonesia. The Bank's wholly owned subsidiary ICICI Bank UK PLC has eleven branches in the United Kingdom and a branch each in Belgium and Germany. ICICI Bank Canada has ten branches. ICICI Bank Eurasia Limited Liability Company has two branches.

During fiscal 2009, we focused on meeting the foreign currency needs of Indian corporates for their overseas and domestic expansion. At the same we also successfully syndicated our client exposures to other financial intermediaries looking to invest in Indian corporates. We continued to successfully leverage our technology enabled franchise to create a growing international deposit base. ICICI Bank Canada saw an increase of about CAD 1.75 billion in term deposits during fiscal 2009 while its customer accounts increased from about 200,000 at March 31, 2008 to over 280,000 at March 31, 2009. ICICI Bank UK saw an increase of about US$ 1.80 billion in retail term deposits during fiscal 2009 due to which the proportion of retail term deposits in total deposits increased from 16% at March 31, 2008 to 58% at March 31, 2009. ICICI Bank UK's customer base increased from about 210,000 at March 31, 2008 to over 310,000 customers at March 31, 2009. Total advances of our international banking subsidiaries at March 31, 2009 were US$ 7.66 billion. During fiscal 2009, we continued to maintain healthy liquidity at our overseas banking subsidiaries.

With the growth in our domestic branch network, our franchise among NRIs has grown significantly over the last few years. A well-rounded offering with a comprehensive India-linked product suite, convenient technology-enabled access, and efficient customer service has enabled us to establish a well-recognised financial services brand for NRIs. In fiscal 2009 we further consolidated our customer relationship management and launched new products to give superior experience to our customers. We launched the "NRI Edge" - a privilege offering for affluent NRIs, along with the Global Indian Account and an innovative Call-and-Remit offering. Our customer base stands at over 500,000 NRIs and we continue to maintain a market share of 25% in the inward remittances business. In fiscal 2009 we also consolidated our private banking business across India and international markets and launched the ICICI Group Global Private Clients offering. This offering for high net worth individuals, now spans over 20,000 clients globally.

Rural banking and agri-business

Rural India is the key to sustaining India's current growth momentum and our rural banking strategy seeks to match the growing demand for financial services in rural areas. The Rural, Micro Banking and Agri Business Group (RMAG) has developed financing schemes that meet the needs of customers across the agriculture value chain. We offer financial solutions to farmers, commodity traders & processors, SMEs & corporates in the agriculture sector and microfinance institutions.

We have financed about 3.5 million low income customers in collaboration with micro finance institutions. It is our endeavour to not only increase finance to this sector but also their ability to mitigate risks by offering micro savings, investment and insurance products. We launched the Kisan Credit Card for providing adequate and timely support to farmers under a single window with flexible and simplified procedures. Another key focus area was to increase warehouse based finance to the farmer/small aggregator at the village level. To mitigate the risk associated with financing small warehouses we use technology solutions to help monitor these warehouses and thereby greatly increase the feasibility of financing small warehouses at the village level. We continued to finance suppliers and vendors of corporates and medium enterprises engaged in agriculture linked businesses. We have also increased our relationships with co-operatives that are constituted by farmers.

We have taken several initiatives to increase awareness among rural customers for enhancing credit penetration in rural areas. We launched the "Kamdhenu - Cattle Loans Campaign" to reach out to cattle farmers. The campaign received two marketing awards - the Rural Marketing Agencies India (RMAI) Award and the WOW Events & Experiential Marketing Awards.

RISK MANAGEMENT

Risk is an integral part of the banking business and we aim at delivering superior shareholder value by achieving an appropriate trade-off between risk and returns. The key risks are credit risk, market risk and operational risk. Our risk management strategy is based on a clear understanding of various risks, disciplined risk assessment and measurement procedures and continuous monitoring. The policies and procedures established for this purpose are continuously benchmarked with international best practices.

The key principles underlying our risk management framework are as follows:

- The Board of Directors has oversight on all the risks assumed by the Bank. Specific Committees of the Board have been constituted to facilitate focused oversight of various risks. Our Risk Committee reviews risk management policies in relation to various risks including portfolio, liquidity, interest rate, investment policies and strategy, and regulatory and compliance issues in relation thereto. Our Credit Committee reviews developments in key industrial sectors and our exposure to these sectors as well as to large borrower accounts. Our Audit Committee provides direction to and also monitors the quality of the internal audit function. Our Asset Liability Management Committee is responsible for managing the balance sheet and reviewing our asset-liability position.
- Policies approved from time to time by the Board of Directors/Committees of the Board form the governing framework for each type of risk. The business activities are undertaken within this policy framework.

We have dedicated groups viz. Global Risk Management Group (GRMG), Compliance Group, Corporate Legal Group, Internal Audit Group and the Financial Crime Prevention and Reputation Risk Management Group (FCPRRMG), with a mandate to identify, assess and monitor all of the Bank's principal risks in accordance with well-defined policies and procedures. GRMG is further organised into the Global Credit Risk Management Group, the Global Market Risk Management Group and the Operational Risk Management Group. These groups are completely independent of all business operations and coordinate with representatives of the business units to implement ICICI Bank's risk management methodologies. The Internal Audit and Compliance groups are responsible to the Audit Committee of the Board.

Credit Risk

Credit risk is the risk that a borrower is unable to meet its financial obligations to the lender. All credit risk related aspects within the Bank are governed by the Credit and Recovery Policy (Credit Policy). The Credit Policy outlines the type of products that can be offered, customer categories, target customer profile, credit approval process and limits. The Credit Policy is approved by the Board of Directors.

We measure, monitor and manage credit risk for each borrower and also at the portfolio level. In order to assess the credit risk associated with any financing proposal, we assess a variety of risks relating to the borrower and the relevant industry. We have a structured and standardised credit approval process which includes a well-established procedure of comprehensive credit appraisal and credit rating. We have developed internal credit rating methodologies for rating obligors. The rating factors in quantitative and qualitative issues and credit enhancement features specific to the transaction. The rating serves as a key input in the approval as well as post-approval credit processes. Credit rating, as a concept, has been well internalised within the Bank. The rating for every borrower is reviewed at least annually. A risk based asset review framework has also been put in place wherein the frequency of asset review would be higher for cases with higher outstanding and/or lower credit rating. Industry knowledge is constantly updated through field visits and interactions with clients, regulatory bodies and industry experts.

The Board of Directors has delegated authority to the Credit Committee, consisting of a majority of independent Directors, the Committee of Directors (CoD), consisting of whole time Directors, the Committee of Executives-Credit, the Regional Committee-Credit, Retail Credit Forums, Small Enterprise Group Forums and Agri Credit Forums, all consisting of designated executives, and to individual executives in the case of program/policy based products, to approve financial assistance within certain individual and group exposure limits set by the Board of Directors. The authorisation is based on the level of risk and the quantum of exposure, to ensure that the transactions with higher exposure and level of risk are escalated to a higher forum/committee for approval.

Credit facilities with respect to retail products are provided as per approved product policies. Our credit officers evaluate credit proposals on the basis of the product policy approved by the Retail Credit Forum and the risk assessment criteria defined by the Global Credit Risk Management Group. These criteria vary across product segments but typically include factors such as the borrower's income, the loan-to-value ratio, demographic parameters and certain stability factors. Credit scoring models are used in the case of certain products like credit cards. There is segregation of the sourcing, credit underwriting and collection of retail advances to achieve independence.

In addition, the Credit and Treasury Middle Office Groups and the Global Operations Group monitor operational adherence to regulations, policies and internal approvals. We have centralised operations to manage operating risk in most back office processes of the Bank's retail loan business. The fraud prevention and control group manages fraud-related risks through fraud prevention and through recovery of fraud losses. The segregation of responsibilities and oversight by groups external to the business groups ensure adequate checks and balances.

Market Risk

Market risk is the possibility of loss arising from changes in the value of a financial instrument as a result of changes in market variables such as interest rates, exchange rates, credit spreads and other asset prices. Our exposure to market risk is a function of our trading and asset-liability management activities and our role as a financial intermediary in customer-related transactions. The objective of market risk management is to minimise the losses on earnings and equity capital due to market risk.

Market risk policies include the Investment Policy and the Asset-Liability Management (ALM) Policy. The policies are approved by the Board of Directors. The Asset-Liability Management Committee (ALCO) stipulates liquidity and interest rate risk limits, monitors adherence to limits, articulates the organisation's interest rate view and determines the strategy in light of the current and expected environment. The policies and processes, which provide the framework for implementing strategy, are articulated in the ALM Policy. The Investment Policy addresses issues related to investments in various trading products. The Global Market Risk Management Group exercises independent control over the process of market risk management and recommends changes in processes and methodologies for measuring market risk.

Interest rate risk is measured through the use of re-pricing gap analysis and duration analysis. Liquidity risk is measured through gap analysis. We ensure adequate liquidity at all times through systematic funds planning and maintenance of liquid investments as well as by focusing on more stable funding sources such as retail deposits in the long-term. We limit our exposure to exchange rate risk by stipulating position limits.

The Treasury Middle Office Group monitors the asset-liability position under the supervision of the ALCO. It also monitors the treasury activities and adherence to regulatory/internal policy guidelines. The Treasury Middle Office Group is also responsible for processing treasury transactions, tracking the daily funds position and complying with all treasury-related management and regulatory reporting requirements.

Operational Risk

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events. It includes legal risk but excludes strategic and reputation risks. Operational risks in the Bank are managed through a comprehensive internal control framework. The control framework is designed based on categorisation of all functions into front-office, comprising business groups; mid-office, comprising credit and treasury mid-offices; back-office, comprising operations; and corporate and support functions.

ICICI Bank's operational risk management framework is defined in the Operational Risk Management Policy, approved by the Board of Directors. While the policy provides a broad framework, detailed standard operating procedures for operational risk management processes are established. The policy is applicable across the Bank including overseas branches and aims to ensure clear accountability, responsibility and mitigation of operational risk. We have constituted an Operational Risk Management Committee (ORMC) to oversee the implementation of the Operational Risk Management framework. The policy specifies the composition, roles and responsibilities of ORMC. The framework comprises identification and assessment of risks and controls, new products and processes approval framework, measurement through incidents and exposure reporting, monitoring through key risk indicators and mitigation through process & controls enhancement and insurance. We have formed an independent Operational Risk Management Group for design, implementation and enhancement of operational risk framework and support to business and operation groups in carrying out operational risk management.

Compliance

The Bank seeks to institute a strong culture of compliance at all levels across the organisation. The Bank has a dedicated compliance group for ensuring regulatory compliance across all its businesses and operations. The key functions of this group include identification and assessment and compliance related matters, review of new products and process from a regulatory compliance perspective and ongoing monitoring and reporting. The Bank has also put in place a group wide anti-money laundering policy approved by the Board of Directors and Know Your Customer and transaction monitoring procedures as per RBI guidelines. The Bank reviews these policies and procedures from time to time.

TREASURY

The treasury operations are structured along the balance sheet management function, the client-related corporate markets business and the proprietary trading activity.

Fiscal 2009 saw very high volatility in interest rates, wide swings in liquidity conditions, global credit freeze and wide changes in inflation levels resulting in significant movement in the yield curve at various points in time. The government bond markets witnessed significant volatility in yields. The balance sheet management function continued to actively manage the government securities portfolio held for compliance with SLR norms to optimise the yield on this portfolio, while maintaining an appropriate portfolio duration given the volatile interest rate environment. The focus of our proprietary trading operations was to maximise profits from positions across key markets including corporate bonds, government securities, interest rate swap, equity and foreign exchange markets. While the adverse market conditions in the first half of fiscal 2009 had an adverse impact on proprietary trading operations, the Bank capitalised on the opportunities in the fixed income markets in the third quarter of fiscal 2009 realising significant gains on its portfolio. The Bank's overseas branches and subsidiaries also have exposure to credit derivatives with investments in this portfolio representing exposures to Indian corporates. During fiscal 2009, we sold the entire non-India linked credit derivatives portfolio on which we realised a loss of about Rs. 4.75 billion, which had been provided for in fiscal 2008.

We provide foreign exchange and derivative products and services to our customers through our Global Markets Group. These products and services include foreign exchange products for hedging currency risk, foreign exchange and interest rate derivatives like options and swaps and bullion transactions. We also hedge our own market risks related to these products with banking counterparties.

HUMAN RESOURCES

During fiscal 2009, given the uncertain operating environment and change in business strategy, we focused on reaching out to our employees on a regular basis to ensure constant alignment with organisational goals and strategy.

We focused on bridging the skill gap and providing skilled manpower wherever required. During fiscal 2009, we launched the Operations Academy, Debt Service Management Academy, Corporate Banking Academy and the Credit Academy. These job-linked, skill-enhancement academies helped in equipping employees with new skill sets and knowledge. In addition, we continued to utilise and build on the functional academies launched during fiscal 2008. The first batch of over 700 Probationary Officers graduated from the ICICI Manipal Academy during fiscal 2009 and was absorbed into the Bank at managerial levels in different business groups. To further equip the Probationary Officers with management and advanced skills, we have launched an 18 months online executive MBA Program in collaboration with Manipal University.

We also continued our focus on learning and development to build an enhanced and effective knowledge base widely accessible through technology-enabled platforms. During fiscal 2009 we extended our interactive technology-based learning platform to our group companies while also expanding the scope of its modules. We also launched tests on our mobile learning platform to constantly test and update our sales and front office employees on product and policy changes.

INFORMATION TECHNOLOGY

ICICI Bank leverages information technology as a strategic tool to gain competitive advantage and to improve productivity and efficiency of the organisation. Our platforms are designed to service scale and are capable of handling high customer and transaction volumes. We have used technology to deliver process improvements, innovations and to create new products and add value to our offerings.

Investing in appropriate technologies to create new business offerings, improving performance and optimising costs continues to be a key focus area. Continued focus on leveraging technology has resulted in improved process efficiencies across the organisation. The emphasis on an enterprise view of technology has led to an architecture that is highly aligned to the changing business environment.

During fiscal 2009, technology initiatives resulted in more flexible and cost-efficient solutions and services through service request automation, enhanced use of the SMS alert platform and self-service enablers at branches. New systems for human resources management and automating collections were implemented. New interactive banking and direct banking platforms were launched. The Bank also implemented a new audit management system for use across the ICICI Group.

Given the fact that many of our systems are used on a 24x7 basis across diverse time zones we initiated a re-architecture of some of our systems to reduce application multiplicity, facilitate maintenance, improve fallbacks and de-risk operations. This exercise was completed for our core banking system during the year. Initiatives were also undertaken to consolidate many existing applications and virtualise data centre technology assets. We also focused on other areas like adoption of low cost alternate technologies and security surveillance. IT controls relating to change and incident management, audit and compliance were enhanced to proactively align with the Bank's overall operational risk management framework under Basel II norms.

KEY SUBSIDIARIES

ICICI Prudential Life Insurance Company

After rapid growth in the previous years, the life insurance market has seen a slowdown in new business due to volatile market conditions. New business annualised premium equivalent of ICICI Prudential Life Insurance Company (ICICI Life) decreased by 18.6% to Rs. 53.02 billion in fiscal 2009 while total premium increased by 13.2% to Rs. 153.56 billion. The increase in total premium was due to a 60.5% increase in renewal premium, reflecting the long-term sustainability of the business. ICICI Life maintained its market leadership in the private sector with an overall market share of 10.9% based on retail new business weighted received premium in fiscal 2009. Due to the business set-up and customer acquisition costs, which are not amortised, and reserving for actuarial liability, ICICI Life's statutory accounting results reduced the consolidated profit after tax of ICICI Bank by Rs. 5.77 billion in fiscal 2009 (compared to Rs. 10.32 billion in fiscal 2008). The expense ratio has decreased from 14.9% in fiscal 2008 to 11.8% in fiscal 2009. Assets held at March 31, 2009 were Rs. 327.88 billion compared to Rs. 285.78 billion at March 31, 2008.

ICICI Life's unaudited New Business Profit in fiscal 2009 was Rs. 10.04 billion. Life insurance companies make accounting losses in initial years due to business set-up and customer acquisition costs in the initial years and reserving for actuarial liability. Further, in India, amortisation of acquisition costs is not permitted. These factors have resulted in statutory losses for ICICI Life since the company's inception, as its business has grown rapidly year on year. If properly priced, life insurance policies are profitable over the life of the policy, but at the time of sale, there is a loss on account of non-amortised expenses and commissions, generally termed as new business strain that emerges out of new business written during the year. New Business Profit (NBP) is an alternate measure of the underlying business profitability (as opposed to the statutory profit or loss) and relevant in the case of fast expanding companies like ICICI Life. NBP is the present value of the profits of the new business written during the year. It is based on standard economic and non-economic assumptions including risk discount rates, investment returns, mortality, expenses and persistency assumptions.

ICICI Lombard General Insurance Company

ICICI Lombard General Insurance Company (ICICI General) maintained its leadership in the private sector with an overall market share of 11.2% in fiscal 2009. ICICI General's premiums increased 3.3% from Rs. 33.45 billion in fiscal 2008 to Rs. 34.57 billion in fiscal 2009. The industry continued to witness a slowdown in growth on account of de-tariffication of the general insurance industry whereby insurance premiums were freed from price controls, resulting in a significant reduction in premium rates. The industry also continued to witness the adverse impact of motor third party insurance pool for third party insurance of commercial vehicles. ICICI General achieved a profit after tax of Rs. 0.24 billion in fiscal 2009 compared to Rs. 1.03 billion in fiscal 2008.

ICICI Prudential Asset Management Company

ICICI Prudential Asset Management Company (ICICI AMC) was the third largest asset management company in India with average assets under management of Rs. 514.32 billion for March 2009. The mutual fund industry was impacted by the tight liquidity conditions in October and November 2008 which led to a decrease in assets under management of money market funds. ICICI Prudential AMC achieved a profit after tax of Rs. 7.1 million in fiscal 2009 compared to Rs. 0.82 billion in fiscal 2008.

ICICI Venture Funds Management Company Limited

ICICI Venture Funds Management Company Limited (ICICI Venture) maintained its leadership position in private equity in India, with funds under management of about Rs. 97.87 billion at year-end fiscal 2009. ICICI Venture achieved a profit after tax of Rs. 1.48 billion in fiscal 2009 compared to Rs. 0.90 billion in fiscal 2008.

ICICI Securities Limited and ICICI Securities Primary Dealership Limited

The brokerage industry saw a slowdown in revenues in fiscal 2009 as the market turnover decreased sharply from its peak levels. ICICI Securities achieved a profit after tax of Rs. 44.2 million in fiscal 2009 compared to Rs. 1.51 billion in fiscal 2008. ICICI Securities Primary Dealership's profit after tax increased from Rs. 1.40 billion in fiscal 2008 to Rs. 2.72 billion in fiscal 2009 due to higher profits from fixed income portfolio consequent to the sharp decrease in yields on government securities in the third quarter of fiscal 2009.

ICICI Bank UK PLC

ICICI Bank UK PLC (ICICI Bank UK) is a full-service bank offering retail and corporate and investment banking services in the UK and Europe. During fiscal 2009, ICICI Bank UK focused on rebalancing its deposit base towards retail term deposits. The Bank saw an increase of about US$ 1.80 billion in retail term deposits during fiscal 2009 due to which the proportion of retail term deposits in total deposits increased from 16% at March 31, 2008 to 58% at March 31, 2009. ICICI Bank UK's customer base increased from about 210,000 at March 31, 2008 to over 310,000 customers at March 31, 2009. After accounting for the gains on buyback of bonds and mark-to-market and impairment provisions on the investment portfolio, ICICI Bank UK's profit after tax for fiscal 2009 was US$ 6.8 million. ICICI Bank UK's capital position continued to be strong with a capital adequacy ratio of 18.4% at March 31, 2009.

ICICI Bank Canada

ICICI Bank Canada is a full-service bank which offers a wide range of financial solutions to cater to personal, commercial, corporate, investment, treasury and trade requirements. ICICI Bank Canada saw an increase of about CAD 1.75 billion in term deposits during fiscal 2009 while its customer accounts increased from about 200,000 at March 31, 2008 to over 280,000 at March 31, 2009. ICICI Bank Canada's profit after tax for fiscal 2009 was CAD 33.9 million. At March 31, 2009, ICICI Bank Canada had total advances of CAD 5.07 billion and total assets of CAD 6.43 billion. ICICI Bank Canada's capital position continued to be strong with a capital adequacy ratio of 19.9% at March 31, 2009.

KEY RISKS

We have included statements in this annual report which contain words or phrases such as 'will', 'expected to', etc., and similar expressions or variations of such expressions, may constitute 'forward-looking statements'. These forward-looking statements involve a number of risks, uncertainties and other factors that could cause actual results, opportunities and growth potential to differ materially from those suggested by the forward-looking statements. These risks and uncertainties include, but are not limited to, the actual growth in demand for banking and other financial products and services in the countries that we operate or where a material number of our customers reside, our ability to successfully implement our strategy, including our use of the Internet and other technology, our rural expansion, our exploration of merger and acquisition opportunities both in and outside of India, our ability to integrate recent or future mergers or acquisitions into our operations and manage the risks associated with such acquisitions to achieve our strategic and financial objectives, our ability to manage the increased complexity of the risks we face following our rapid international growth, future levels of impaired loans, our growth and expansion in domestic and overseas markets, the adequacy of our allowance for credit and investment losses, technological changes, investment income, our ability to market new products, cash flow projections, the outcome of any legal, tax or regulatory proceedings in India and in other jurisdictions we are or become a party to, the future impact of new accounting standards, our ability to implement our dividend policy, the impact of changes in banking regulations and other regulatory changes in India and other jurisdictions on us, the state of the global financial system and other systemic risks, the bond and loan market conditions and availability of liquidity amongst the investor community in these markets, the nature of credit spreads and interest spreads from time to time, including the possibility of increasing credit spreads or interest rates, our ability to roll over our short-term funding sources and our exposure to credit, market and liquidity risks.

CREDIT RATINGS

ICICI Bank's credit ratings by various credit rating agencies at March 31, 2009 are given below:

Agency	Rating
Moody's Investor Service (Moody's)	Baa2[1]
Standard & Poor's (S&P)	BBB-[1]
Credit Analysis & Research Limited (CARE)	CARE AAA
Investment Information and Credit Rating Agency (ICRA)	AAA
CRISIL Limited	AAA
Japan Credit Rating Agency (JCRA)	BBB+[1]

1. Senior foreign currency debt ratings.

PUBLIC RECOGNITION

The Bank received several awards during fiscal 2009, including the following:

- "Excellence in Business Model Innovation" by Asian Banker
- "Best Bank in SME financing (Private Sector)" by Dun & Bradstreet
- "Best Transaction Bank in India "by Triple A
- "Best Trade Finance Bank in India" by Triple A
- "Best Cash Management Bank in India" by Triple A
- "Best Domestic Custodian in India" by Triple A
- "Best Cash Management Bank in India" by Triple A
- "Rural Marketing programme of the year," award by WOW Event & Experiential Marketing Award

Promoting Inclusive Growth

ICICI Bank has always viewed Corporate Social Responsibility (CSR) as integral to its core mission of delivering value to its stakeholders. The Bank's CSR activities have taken three broad strategic directions: CSR through commercial activities, CSR in partnership with civil society and CSR through the ICICI Foundation for Inclusive Growth.

I. CSR through commercial activities

By ensuring that its products and services meet fundamental social needs, ICICI Group's commercial activities have for over five decades sought to provide value to its customers and society alike, through project finance, consumer finance, technology-based retail banking and financial services for small enterprises. ICICI Bank continues to offer value to its customers and society through its commercial activities, seeking to build sustainable business models that are consistent with the Bank's own growth and profitability while simultaneously stimulating the development of all sectors of India's economy.

Under-served customer groups: ICICI Bank's Rural, Micro Banking and Agri Business Group (RMAG) caters to the financial needs of farm and non-farm sectors, including under-served customer groups like agri-enterprises, Self Help Groups (SHGs), individual farmers and low-income households. To provide access to financial services to low-income and other under-served customer groups, RMAG has undertaken a range of initiatives:

- **Financial services for agri-enterprises**: During this fiscal year, RMAG provided financial services aggregating about Rs.151.00 billion to about 3,000 agri-enterprises, supporting the employment of significant number of people. It provides credit and banking services to SMEs active in the agricultural value chain and has enhanced credit access for farmers.
- **SHGs and micro lending**: ICICI Bank's SHG and micro lending programmes facilitate access to financial services for low-income households, a segment of the Indian population that ICICI Bank has been serving for close to a decade. Through direct credit linkages to SHGs promoted by Self Help Promoting Institutions, the Bank has provided loans to SHGs. With a micro lending book of Rs. 25.82 billion, ICICI Bank's micro lending initiative reached 2.58 million low-income households in India this year.
- **Cattle funding**: Cattle farming provides a means of livelihood for millions of farmers in India. The Bank's cattle funding initiative enables farmers to take a loan to purchase even a single cow, enabling small cattle farmers to grow their dairy businesses. It has partnered with dairies to provide financing to farmers to purchase milch cattle. During fiscal 2009, ICICI Bank disbursed cattle loans to the tune of Rs. 1.00 billion benefiting about 31,000 farmers.
- **Godown (Warehouse) Security System**: Smaller farmers who need access to immediate funds are more likely to sell their products soon after the harvest, when prices for all commodities are at their lowest. ICICI Bank launched warehouse receipt-based financing to strengthen farmers' inventory holding capacity by allowing them to take a loan against the produce (stored in a warehouse) and avoid distress sales. ICICI Bank has deployed Micro ICICI Godown Security System to monitor the warehouses. The system uses GSM-based technology with attached wireless motion, fire and shutter sensors. Any intrusion, fire or motion inside the godowns is detected and immediately informed to the registered user of the system. This innovation has enabled the Bank to finance small and medium farmers and aggregators in their godowns, making it possible for them to benefit from the increases in off-season prices.
- **Small and Medium Enterprises**: The Bank's Small Enterprises Group proactively reaches out to millions of SMEs across the country, using multiple low-cost channels such as the Internet, dedicated call centre teams, mobile (SMS) banking, ATMs, debit and credit cards, as well as through the branch network. About one million SMEs were extended financial services by the Bank this year. The Bank has also promoted usage of energy and fuel-efficient technologies among SMEs and signed a Memorandum of Understanding (MoU) with MITCON Consultancy Services Limited and Agrienergy Consultancy. These partnerships aim to provide one-stop solutions to industries for Clean Development Mechanism (CDM) projects and emissions trade, including carbon credit business. The Bank expects this arrangement to benefit SMEs who want to avail a complete package of services through guidance from reliable partners with experience in the carbon credit business.

II. CSR in partnership with civil society

In these partnerships, ICICI Bank seeks to achieve a number of medium-term goals, which include:

Offering its employees and customers high quality philanthropy products and services.

In this area, ICICI Bank has partnered with CSO Partners (ww.csopartners.org.in) and its various partners.

- **Payroll-giving:** Since 2003, ICICI Bank has facilitated employee donations to social causes through GiveIndia (www.giveindia.org), a donation platform that enables individuals to support social causes by donating to 100 non-government organisations (NGOs) that have been screened for transparency and credibility. Currently about 5,000 Bank employees participate in the payroll-giving programme, which allows them to donate a part of their salary to a cause of their choice every month.
- **Employee volunteering:** Given that there are a number of civil society organisations that could benefit from the skills of ICICI Bank's employees, the Bank has been working with Mitra (www.mitra.org.in) to offer a number of options for Bank employees to volunteer with civil society organisations (CSOs).
- **Flood relief:** In 2008, India experienced massive flooding in the states of Bihar, Orissa, Assam and parts of West Bengal, causing significant damage to human life, property and crops. ICICI Bank responded immediately, mobilising funds to help people affected by the floods by appealing to its Internet banking customers and its employees. More than 55,000 individual customers responded, for a total contribution of Rs. 32 million. Nearly 63,000 employees of the ICICI Group supported the cause by contributing a day's salary, and several ICICI Group companies made a matching employer contribution, for a total of Rs. 107 million. The ICICI Group is working through CSO Partners, GiveIndia as well as Sphere India and its partners to utilise this amount for the rehabilitation of flood victims in Orissa, Bihar and West Bengal.

Developing partnerships designed towards building India's talent pool

- **Read to Lead:** ICICI Bank's Read to Lead programme invests in India's future by facilitating access to elementary education for 100,000 out-of-school children from 6-13 years of age. It aims to provide low-income children, including girls, tribal children and children from remote rural areas, with access to education by strengthening the government system of education. Read to Lead is a nationwide initiative, spanning 14 states — Andhra Pradesh, Bihar, Delhi, Gujarat, Haryana, Jharkhand, Karnataka, Maharashtra, Orissa, Rajasthan, Tamil Nadu, Tripura, Uttar Pradesh and West Bengal. ICICI Bank, through CSO Partners, has partnered with various NGOs who have vast experience in this field to share their knowledge and help the Bank run this programme effectively. The Bank's partners have been chosen on the basis of their years of experience in the field of education, the sustainability of their models and their outreach.

III. CSR through ICICI Foundation for Inclusive Growth

Given its size and level of engagement with the Indian economy, ICICI Bank believes that its own long-term growth and profitability are directly linked to the inclusive growth of all sectors of the nation's economy. It is therefore in the interest of stakeholders to invest in inclusive growth. To give a focus to its commitment to making India's economic growth more inclusive, the ICICI Group started the ICICI Foundation for Inclusive Growth (www.icicifoundation.org) on January 4, 2008. The ICICI Foundation for Inclusive Growth (IFIG) envisions a world free of poverty in which every individual has the freedom and power to create and sustain a just society to live in. IFIG's mission is to create and support strong independent organisations which work towards empowering the poor to participate in and benefit from the Indian growth process.

IFIG's first year has been a period of learning, building the Foundation's vision, mission and strategy. Rather than build departments within a large monolithic foundation, IFIG has chosen to collaborate with and foster the development of independent organisations with focused expertise in five areas: (i) basic health, (ii) elementary education, (iii) financial inclusion, (iv) civil society organisations (CSOs) and (v) environmental responsibility.

IFIG's work and strategic partnerships to support inclusive growth are guided by its core beliefs:

IFIG believes that good health and basic education are fundamental pre-requisites to achieving inclusive growth. In line with this belief, IFIG supports ICICI Centre for Child Health and Nutrition (ICCHN) (www.icchn.org.in) to strengthen the ability of the government to deliver basic healthcare and nutrition to every child from the time of conception to the age of three. ICCHN supports field-based action-research projects across India, facilitates state-civil society resource partnerships to strengthen public systems and programmes, and develops a variety of knowledge, policy and capacity building initiatives to address key sectoral gaps. Throughout, the focus is on generating and translating strategies with the greatest potential for securing large-scale and sustainable improvements in child survival and development in India.

IFIG also supports ICICI Centre for Elementary Education (ICEE) (www.icee.org.in), an inter-disciplinary organisation that works to strengthen the ability of the government to provide high quality education to every child from pre-school through elementary school. ICEE seeks to improve teacher performance, advance curricular reform, build a discourse on education through research and support the development of elementary education as an academic discipline in India. It provides financial and resource support to NGOs, and collaborates with NGOs, state governments and academic institutions to deepen and broaden institutional reform in India's state system of elementary education.

While healthy and educated individuals have the capacity to transform their lives, IFIG believes that their ability to do so depends on the quality of their access to transformative tools such as finance. Financial services enable individuals and enterprises to smooth consumption and allocate resources most productively, for example, by allowing them to better manage risk (e.g. insurance) and take advantage of future opportunities (e.g. saving today to build capital for tomorrow). A well-functioning financial system and access to financial services can also enable households to engage with the larger economy by providing payment and settlement systems (e.g. electronic payment systems) and by transmitting price information through the economy. Access to comprehensive financial services is therefore an essential part of the development process and inclusive growth.

Through its support to IFMR Trust Advocacy Unit (ITAU) (www.ifmrtrust.co.in/advocacy), IFIG works to ensure that every individual and every enterprise in India has complete access to financial services. Since its creation in 2008, the IFMR Trust Advocacy Unit team has applied its focus and resources to initiate research projects, provide support to new institutions, establish partnerships, and document and disseminate knowledge. Its central intent has been to become a creative and strategic group that can deploy its ideas, energies and funding to create leveraged impact on the state of access and use of high quality financial services for the financially excluded in India.

For the Indian growth process to be truly inclusive, health, education and access to complete financial markets are necessary but not sufficient conditions. Ensuring that every individual has the freedom and the power to create and sustain a just society and thereby benefit from the Indian growth process requires additional efforts on the part of civil society and policymakers. Grassroots organisations and regulatory infrastructure, for example, must be strengthened to ensure that the market does not exploit marginalised sectors of the population or the environment.

Through its support to CSO Partners, IFIG seeks to support social change and build a defence against exploitation of all kinds by strengthening CSOs. CSO Partners works towards inclusive growth by strengthening CSOs and forging key partnerships for them from its expanding network of support partners and contributors, including corporate groups, governments, and individuals. CSO Partners aims to equip CSOs with financial and human resources to achieve high standards of quality and efficiency by mobilising resources and facilitating support services for CSOs.

Through Environmentally Sustainable Finance (ESF) (www.ifmr.ac.in/cdf/esf.htm), an initiative at the Centre for Development Finance, IFIG supports policy and regulations that ensure that growth and development processes proceed in an environmentally sustainable manner. ESF focuses on research and action to inform environmental policymaking and implementation, integrate environmental sustainability into development initiatives, and support scalable commercial and non-profit interventions to make India's economy more environmentally sustainable from the bottom up.

IFIG provides active support and mentorship to these five partners – a strategy that it believes will build knowledge and specialisation in each field and ensure long-term impact. To achieve maximum impact, IFIG's strategic partners in turn work closely with additional partners at the community level, enhancing knowledge, building networks and advocating for changes necessary to catalyse inclusive growth and create a just society.

Organisational Excellence

The Organisational Excellence Group (OEG) was set up in 2002 with a mandate to build and institutionalise quality practices across the ICICI Group. OEG has over the years worked towards integrating the local efforts of business units into a common platform and building a quality strategy and roadmap to meet the growing needs of the Group. OEG has evaluated and drawn upon quality techniques practised by world class companies in automobiles, hospitality, financial services, banking, heavy engineering and aviation in building quality practices at the ICICI Group.

The following have been the major focus areas of OEG:

- Institutionalise a focus on quality across the ICICI Group;
- Work with business units to catalyse performance improvements;
- Create a culture of quality and continual improvement;
- Build knowledge capability in the domain of quality in business groups;
- Develop and implement quality practices for the Bank;
- Cross-pollinate best practices among group companies;
- Provide thought leadership on quality practices; and
- Remain at the cutting edge in our global search for quality practices.

ICICI Bank has a number of achievements to its credit, including:

- First services company in Asia to have deployed Five S enterprise-wide;
- First financial services company in south Asia to have deployed Lean;
- Patent for Quality Roadmap from Singapore patent office; and
- ISO:9001:2008 certification for OEG.

The process management framework is built around elements such as leadership, process thinking, training, continual improvement and results. Processes have well defined metrics and performance is tracked through dashboards on an ongoing basis. The leadership of each business unit continuously reviews the existing processes, initiates improvements and works towards instilling process thinking among employees. ICICI Bank has a large number of Six Sigma Change Agents, Lean Change Agents and Elementary Problem Solving Agents.

ICICI Bank has more than 1,500 locations which regularly practice Five S. This simple, yet extremely powerful technique, has been not only helped in building workplace efficiency but also helped to get engagement of teams on local improvements. To build a culture of improvements, the Bank has been undertaking Large Improvement Projects and Small Improvement Projects. The former are targeted towards projects that impact the strategic business objectives. The latter are tactical improvements that are carried out by teams on the shop-floor.

“Lean Breakthrough” projects are undertaken by dedicated teams with the objective of delivering substantial improvements within a period of 6–7 days. So far more than 350 lean breakthrough projects have been executed in the Bank and this is expected to be a major quality and process improvement mechanism for the ICICI Group.

Management's Discussion & Analysis

BACKGROUND

The first half of fiscal 2009 was characterised by increasing inflation and interest rates. Equity markets weakened due to global macroeconomic concerns and a reversal in the pattern of global capital flows. Despite these developments, the operating environment remained stable with continued corporate investment in India as well as outbound merger and acquisition activity and robust demand for retail savings and investment products.

The bankruptcy of Lehman Brothers in September 2008 led to a rapid deterioration of the global macroeconomic environment and a sharp moderation in global economic activity. In India, this impact was felt mainly through the trade and capital flow channels. As a result, there was a sharp reduction in domestic liquidity in September–October 2008. The decline in global commodity prices led to a moderation in inflation and facilitated substantial reductions in key policy rates and reserve requirements. Inflation based on Wholesale Price Index moderated from a peak of 12.9% in August 2008 to 0.3% at year-end fiscal 2009. Since October 2008, Reserve Bank of India (RBI) has reduced the cash reserve ratio (CRR) by 400 basis points to 5.0%, the statutory liquidity ratio (SLR) by 100 basis points to 24.0%, the repo rate by 425 basis points to 4.75% and the reverse repo rate by 275 basis points to 3.25%. The reduction in policy rates led to a reduction in market interest rates with the yield on 10-year government securities declining by about 320 basis points in the quarter ended December 31, 2008 (Q3-2009). During the quarter ended March 31, 2009 (Q4-2009), the yield on government securities increased by about 175 basis points following a larger than expected government borrowing programme. Equity markets continued to remain weak with the BSE Sensex declining from a peak of 17,600 on May 2, 2008 to 9,709 at year-end fiscal 2009. The rupee depreciated from Rs. 40.12 per US dollar at year-end fiscal 2008 to Rs. 50.72 per US dollar at year-end fiscal 2009.

The Central Statistical Organisation (CSO) placed GDP growth at 7.8% during the first half of fiscal 2009 compared to 9.3% during the first half of fiscal 2008. During the third quarter of fiscal 2009, GDP growth moderated to 5.3% mainly due to a 2.2% decline in agricultural growth and a moderation of industrial sector growth to 0.8%.

The trends in the economy were also reflected in the banking sector. Non-food credit growth in the system increased to about 30.0% on a year-on-year basis during October-November 2008 from about 22.0% at year-end fiscal 2008, before moderating significantly to 17.5% at year-end fiscal 2009. Growth in total deposits moderated from about 24.0% on a year-on-year basis in November 2008 to about 20.0% at year-end fiscal 2009. The growth in total deposits was due to a 24.0% growth in time deposits in fiscal 2009, as demand deposits in the system contracted by about 1.0% during fiscal 2009.

Given the uncertain and volatile economic environment, we accorded priority to risk containment, liquidity management and capital conservation. In view of high asset prices and the increase in interest rates since the second half of fiscal 2008, we followed a conscious strategy of moderation of retail disbursements, especially in the unsecured retail loans segment. The weak equity markets and reduction in demand for retail savings and investment products as also corporate investment and M&A activity during the second half of fiscal 2009 had a negative impact on our fee and other non-interest income (including dividend from subsidiaries). While we capitalised on opportunities in the fixed income markets due to reduction in interest rates during Q3-2009, our equity, fixed income and credit derivative portfolios were negatively impacted due to weaker equity markets, volatile interest rates and a widening of credit spreads during fiscal 2009.

STANDALONE FINANCIALS AS PER INDIAN GAAP

Summary

Profit before provisions and tax increased by 12.1% to Rs. 89.25 billion in fiscal 2009 from Rs. 79.61 billion in fiscal 2008 primarily due to an increase in net interest income by 14.6% to Rs. 83.67 billion in fiscal 2009 from Rs. 73.04 billion in fiscal 2008 and decrease in non-interest expenses by 13.6% to Rs. 70.45 billion in fiscal 2009 from Rs. 81.54 billion in fiscal 2008, offset, in part, by decrease in non-interest income by 13.7% to Rs. 76.03 billion in fiscal 2009 from Rs. 88.11 billion in fiscal 2008. Provisions and contingencies (excluding provision for tax) increased by 31.1% during fiscal 2009 due to a higher level of specific provisioning on non-performing loans, offset, in part, by lower general provisioning as the advances portfolio did not increase. Profit before tax increased by 1.2% to Rs. 51.17 billion in fiscal 2009 from Rs. 50.56 billion in fiscal 2008. Tax provision was Rs. 13.59 billion in fiscal

2009 compared to Rs. 8.98 billion in fiscal 2008, due to the higher effective tax rate consequent to a change in mix of taxable profits, which had a lower component of income from dividend and capital gains. Profit after tax decreased by 9.6% to Rs. 37.58 billion in fiscal 2009 from Rs. 41.58 billion in fiscal 2008.

Net interest income increased by 14.6% to Rs. 83.67 billion in fiscal 2009 from Rs. 73.04 billion in fiscal 2008, reflecting primarily an increase in net interest margin by 21 basis points to 2.4% in fiscal 2009 compared to 2.2% in fiscal 2008 and increase in average interest-earning assets to Rs. 3,436.20 billion in fiscal 2009 from Rs. 3,288.34 billion in fiscal 2008.

Non-interest income decreased by 13.7% to Rs. 76.03 billion in fiscal 2009 from Rs. 88.11 billion in fiscal 2008 primarily due to decrease in other income (including dividend from subsidiaries) by 65.0% to Rs. 4.03 billion in fiscal 2009 from Rs. 11.52 billion in fiscal 2008.

Non-interest expense decreased by 13.6% to Rs. 70.45 billion in fiscal 2009 from Rs. 81.54 billion in fiscal 2008 primarily due to decrease in direct marketing agency expenses to Rs. 5.29 billion in fiscal 2009 from Rs. 15.43 billion in fiscal 2008 and due to overall cost reduction initiatives undertaken by us.

Provisions and contingencies (excluding provision for tax) increased to Rs. 38.08 billion in fiscal 2009 from Rs. 29.05 billion in fiscal 2008 primarily due to higher level of specific provisioning on non-performing retail loans. Increase in retail non-performing assets was primarily on account of seasoning of the secured loan portfolio, relatively higher losses on unsecured portfolio and the adverse macro-economic environment.

Total assets decreased by 5.1% to Rs. 3,793.01 billion at year-end fiscal 2009 from Rs. 3,997.95 billion at year-end fiscal 2008 primarily due to decrease in cash and balances with RBI by Rs. 118.41 billion due to reduction in CRR requirement, decrease in investments by Rs. 83.96 billion and decrease in advances by Rs. 73.05 billion.

Operating results data

The following table sets forth, for the periods indicated, the operating results data.

Rs. in billion, except percentages

	Fiscal 2008	Fiscal 2009	% change
Interest income, gross of amortisation of premium on government securities	316.86	**318.18**	0.4
Less: amortisation of premium on government securities	8.98	**7.25**	(19.3)
Interest income	307.88	**310.93**	1.0
Interest expense	234.84	**227.26**	(3.2)
Net interest income	73.04	**83.67**	14.6
Non-interest income	88.11	**76.03**	(13.7)
– Fee income[1]	66.27	**65.24**	(1.6)
– Treasury income	8.15	**4.43**	(45.6)
– Lease income	2.17	**2.33**	7.4
– Others	11.52	**4.03**	(65.0)
Operating income	**161.15**	**159.70**	**(0.9)**
Operating expenses	64.29	**63.06**	(1.9)
Direct marketing agency (DMA) expense[2]	15.43	**5.29**	(65.7)
Lease depreciation, net of lease equalisation	1.82	**2.10**	15.4
Operating profit	**79.61**	**89.25**	**12.1**
Provisions, net of write-backs	29.05	**38.08**	31.1
Profit before tax	**50.56**	**51.17**	**1.2**
Tax, net of deferred tax	8.98	**13.59**	51.3
Profit after tax	**41.58**	**37.58**	**(9.6)**

1. Includes merchant foreign exchange income and margin on customer derivative transactions.
2. Represents commissions paid to direct marketing agents (DMAs) for origination of retail loans. These commissions are expensed upfront.
3. All amounts have been rounded off to the nearest Rs. 10.0 million.
4. Prior period figures have been re-grouped/re-arranged, where necessary.

Key ratios

The following table sets forth, for the periods indicated, the key financial ratios.

	Fiscal 2008	Fiscal 2009
Return on average equity (%)[1]	11.1	**7.7**
Return on average assets (%)[2]	1.1	**1.0**
Earnings per share (Rs.)	39.4	**33.8**
Book value per share (Rs.)	417.5	**444.9**
Fee to income (%)	41.6	**41.4**
Cost to income (%)[3]	50.0	**43.4**

1. Return on average equity is the ratio of the net profit after tax to the quarterly average equity and reserves.
2. Return on average assets is the ratio of net profit after tax to average assets.
3. Cost represents operating expense including DMA cost which is expensed upfront but excluding lease depreciation. Income represents net interest income and non-interest income and is net of lease depreciation.

Net interest income and spread analysis

The following table sets forth, for the periods indicated the net interest income and spread analysis.

Rs. in billion, except percentages

	Fiscal 2008	Fiscal 2009	% change
Average interest-earning assets[1]	3,288.34	**3,436.20**	4.5
Average interest-bearing liabilities[1]	3,119.28	**3,249.16**	4.2
Net interest margin	2.2%	**2.4%**	—
Average yield	9.4%	**9.1%**	—
Average cost of funds	7.5%	**7.0%**	—
Interest spread	1.8%	**2.1%**	—

1. Averages are based on daily balances.
2. All amounts have been rounded off to the nearest Rs. 10.0 million.

Net interest income

Net interest income increased by 14.6% to Rs. 83.67 billion in fiscal 2009 from Rs. 73.04 billion in fiscal 2008, reflecting primarily the following:

- an increase of Rs. 147.86 billion or 4.5% in average interest-earning assets; and
- an increase in net interest margin by 21 basis points to 2.4% in fiscal 2009 compared to 2.2% in fiscal 2008.

Interest income increased by 1.0% to Rs. 310.93 billion in fiscal 2009 from Rs. 307.88 billion in fiscal 2008 primarily due to increase in average interest-earning assets by Rs. 147.86 billion, offset, in part, by a decrease of 31 basis points in yield on average interest-earning assets.

Average interest-earning assets increased marginally in rupee terms by Rs. 147.86 billion or 4.5% to Rs. 3,436.20 billion in fiscal 2009 from Rs. 3,288.34 billion in fiscal 2008. This increase is after considering the impact of rupee depreciation on foreign currency denominated assets.

Increase in average interest-earning assets is primarily on account of increase in average advances by Rs. 155.09 billion. This increase in average advances is primarily on account of increase in non-retail advances, offset, in part, by decrease in retail advances. While net advances of overseas branches (including offshore banking unit) decreased by US$ 1.2 billion or 10.1% to US$ 10.7 billion at year-end fiscal 2009 from US$ 11.9 billion at year-end fiscal 2008, the net advances of overseas branches, in rupee terms, increased due to the impact of rupee depreciation during fiscal 2009. Net retail advances (including dealer financing and developer financing portfolio of Rs. 8.75 billion and Rs. 24.08 billion, respectively) were Rs. 1,062.03 billion at year-end fiscal 2009 compared to Rs. 1,316.63 billion at year-end fiscal 2008. Average interest-earning investments in fiscal 2009 remained at about the same level as fiscal 2008. Increase in average interest-earning non-SLR investments was offset by decrease in average SLR investments. Average SLR investments decreased by Rs. 23.51 billion primarily on account of reduction in domestic net demand and time liabilities and a reduction of 100 basis points in SLR requirement from 25.0% to 24.0% during fiscal 2009.

Yield on average interest-earning assets decreased by 31 basis points to 9.1% in fiscal 2009 compared to 9.4% in fiscal 2008 primarily due to the decrease in the yield on advances by 91 basis points to 10.2% in fiscal 2009 from 11.1% in fiscal 2008, offset, in part, by reduction in CRR requirement. RBI reduced CRR by 250 basis points to 5.0% at year-end fiscal 2009 from 7.5% at year-end fiscal 2008. As CRR balances do not earn any interest income, the reduction in requirement resulted in a positive impact on yield on interest-earning assets. Our overall yield on advances decreased primarily on account of decrease in benchmark rate (LIBOR) and impact of rupee depreciation on advances denominated in foreign currency. Yield on average interest-earning investments remained nearly at the same level as fiscal 2008 (i.e. 7.6% for fiscal 2009 and 7.7% for fiscal 2008).

Interest income was also impacted by receipt of interest on income tax refund of Rs. 3.33 billion in fiscal 2009 as compared to Rs. 0.87 billion in fiscal 2008 and loss on securitisation (including credit losses on existing pools) of Rs. 3.21 billion in fiscal 2009. This impact was reflected over all the quarters of fiscal 2009.

Interest expense decreased by 3.2% to Rs. 227.26 billion in fiscal 2009 from Rs. 234.84 billion in fiscal 2008 primarily due to decrease in average deposits to Rs. 2,180.14 billion in fiscal 2009 from Rs. 2,268.13 billion in fiscal 2008 and decrease in cost of funds by 54 basis points to 7.0% in fiscal 2009 from 7.5% in fiscal 2008, offset, in part, by increase in average borrowings to Rs. 1,069.03 billion in fiscal 2009 from Rs. 851.15 billion in fiscal 2008.

Total deposits decreased by 10.7% to Rs. 2,183.48 billion at year-end fiscal 2009 from Rs. 2,444.31 billion at year-end fiscal 2008 primarily due to the Bank's conscious strategy of paying off wholesale deposits. Term deposits decreased to Rs. 1,556.80 billion at year-end fiscal 2009 from Rs. 1,806.51 billion at year-end fiscal 2008. The proportion of current and savings account deposits in total deposits increased to 28.7% at year-end fiscal 2009 from 26.1% at year-end fiscal 2008. Borrowings in rupee terms have increased primarily due to new capital-eligible borrowings, in the nature of subordinated debt and an impact of rupee depreciation on foreign currency denominated borrowings. Borrowings (including subordinated debt) of foreign branches were US$ 10.88 billion at year-end fiscal 2009 as compared to US$ 12.72 billion at year-end fiscal 2008.

Cost of funds has decreased to 7.0% in fiscal 2009 from 7.5% in fiscal 2008. Cost of deposits decreased by 30 basis points to 7.2% in fiscal 2009 from 7.5% in fiscal 2008. The cost of borrowings has decreased by 100 basis points to 6.5% in fiscal 2009 from 7.5% in fiscal 2008. Cost of borrowings decreased primarily due to decrease in cost of foreign currency borrowings as the benchmark rate (LIBOR) reduced, and also on account of impact of rupee depreciation.

Net interest margin is expected to continue to be lower than other banks in India until we increase the proportion of low-cost deposits and retail deposits in our total funding. The net interest margin is also impacted by the relatively lower net interest margin earned by our overseas branches.

NON-INTEREST INCOME

Fee income

The first half of fiscal 2009 witnessed a robust growth in fee income primarily due to growth in fee income from structuring and advisory fees, third party product distribution fees, income from foreign exchange transactions and processing fees, in both domestic and international operations. Fee income in the second half of fiscal 2009 was impacted by slowdown in domestic economy and continued turmoil in international markets. Domestic corporate activity slowed down considerably. This impacted the fee income from corporate and small and medium enterprises. The high interest rates prevalent for a large part of the year combined with our strategy to moderate balance sheet growth also impacted domestic lending activity with retail disbursements slowing down considerably. This resulted in low retail asset related fees in fiscal 2009. Sales of third party products such as insurance and mutual funds slowed down considerably in the second half of fiscal 2009 resulting in lower third party distribution fees. As a result, fee income decreased by 1.6% to Rs. 65.24 billion in fiscal 2009 from Rs. 66.27 billion in fiscal 2008.

Treasury income

The treasury income decreased to Rs. 4.43 billion in fiscal 2009 from Rs. 8.15 billion in fiscal 2008. Treasury income primarily includes realised profit on sale of fixed income investments and gains from buy-back of bonds, offset, in part, by loss on proprietary equity trading and mutual fund portfolio, reversal of derivative income, mark-to-market (MTM) provisioning on security receipts and MTM and realised losses on credit derivatives.

During the first half of fiscal 2009, the yield on government securities increased by about 70 basis points due to tight liquidity conditions and monetary policy actions before declining by about 320 basis points following the sharp reduction in policy rates by RBI in Q3-2009. During Q4-2009, the yields increased by about 175 basis points following a larger than expected government borrowing programme and concerns of an over-supply of government securities. Due to significant easing of monetary policy by RBI and consequent softening of the interest rates in the economy, we positioned ourselves to take advantage of the change in the interest rate scenario by increasing the duration of the SLR portfolio as well as taking trading positions to benefit from the drop in yields. This resulted in significant gains on government securities and other fixed income investments in the second half of fiscal 2009.

We offer various derivative products to our clients for their risk management purposes including options and swaps. We do not carry market risk on these client derivative positions as we cover ourselves in the inter-bank market. Profits or losses on account of currency movements on these transactions are borne by the clients. In some cases, clients have filed suits against us disputing the transactions and the amounts to be paid. There have been delays in payment to us in respect of some of these clients. We have fully reversed the income recognised in cases where receivables are overdue for more than 90 days.

During fiscal 2009, the Bank made a provision of Rs. 3.26 billion for MTM on security receipts (SRs) issued by ARCIL.

During fiscal 2009, the credit derivatives portfolio had net mark-to-market and realised losses of Rs. 2.75 billion, which was reflected in the profit & loss account. During fiscal 2009, we sold the entire non-India linked credit derivatives portfolio on which we realised a loss of about Rs. 4.75 billion, which had been provided for in fiscal 2008.

Lease & other income

Lease income, net of lease depreciation, decreased by 34.3% to Rs. 0.23 billion in fiscal 2009 from Rs. 0.35 billion in fiscal 2008 primarily due to reduction in leased assets to Rs. 4.62 billion in fiscal 2009 from Rs. 7.97 billion in fiscal 2008.

Other income decreased by 65.0% to Rs. 4.03 billion in fiscal 2009 from Rs. 11.52 billion in fiscal 2008 primarily due to the absence of any distribution of income by venture capital funds where we have investments, compared to income distribution of Rs. 7.88 billion in fiscal 2008.

Non-interest expense

The following table sets forth, for the periods indicated, the principal components of non-interest expense.

Rs. in billion, except percentages

	Fiscal 2008	Fiscal 2009	% change
Employee expenses	20.79	**19.72**	(5.1)
Depreciation on own property (including non banking assets)	3.96	**4.68**	18.2
Auditors' fees and expenses	0.02	**0.02**	—
Other administrative expenses	39.52	**38.64**	(2.2)
Total non-interest expense (excluding lease depreciation and direct marketing agency expenses)	**64.29**	**63.06**	**(1.9)**
Depreciation (net of lease equalisation) on leased assets	1.82	**2.10**	15.4
Direct marketing agency expenses	15.43	**5.29**	(65.7)
Total non-interest expense	**81.54**	**70.45**	**(13.6)**

1. All amounts have been rounded off to the nearest Rs. 10.0 million.

Total non-interest expense decreased by 13.6% to Rs. 70.45 billion in fiscal 2009 from Rs. 81.54 billion in fiscal 2008 primarily due to a 65.7% decrease in direct marketing agency expenses and a 2.2% decrease in other administrative expenses.

We use marketing agents, called direct marketing agents or associates, for sourcing our retail assets. We include commissions paid to these direct marketing agents of our retail assets in non-interest expense. These commissions are expensed upfront and not amortised over the life of the loan. Due to lower retail disbursements, lower issuance of new credit cards and reduction in rate of commission, direct marketing agency expenses decreased by 65.7% to Rs. 5.29 billion in fiscal 2009 compared to Rs. 15.43 billion in fiscal 2008.

Other administrative expenses decreased by 2.2% to Rs. 38.64 billion in fiscal 2009 from Rs. 39.52 billion in fiscal 2008 primarily due to overall cost reduction initiatives undertaken by us, offsetting the increase in expenses related to retail business (primarily related to collections) and increase in our branch and ATM network. The number of our branches and extension counters in India increased to 1,419 at year-end fiscal 2009 from 1,262 at year-end fiscal 2008. The number of ATMs increased to 4,713 at year-end fiscal 2009 from 3,881 at year-end fiscal 2008. There was a reduction in expenses on account of printing and stationary, advertisement and publicity and postage, telegrams and telephone expenses in fiscal 2009 as compared to fiscal 2008.

Employee expenses decreased by 5.1% to Rs. 19.72 billion in fiscal 2009 from Rs. 20.79 billion in fiscal 2008 primarily due to a 15.0% decrease in the employee base to 34,596 at year-end fiscal 2009 from 40,686 at year-end fiscal 2008, offset, in part, by annual increase in salaries.

Depreciation on own property increased by 18.2% to Rs. 4.68 billion in fiscal 2009 from Rs. 3.96 billion in fiscal 2008, reflecting the addition of new branches. Depreciation on leased assets was Rs. 2.10 billion in fiscal 2009 as compared to Rs. 1.82 billion in fiscal 2008.

Provisions and tax

Provisions and contingencies (excluding provision for tax) increased to Rs. 38.08 billion in fiscal 2009 from Rs. 29.05 billion in fiscal 2008 primarily due to higher level of specific provisioning on non-performing loans, offset, in part, by lower general provisioning as the advances portfolio did not increase. Specific provisioning on non-performing assets increased in fiscal 2009 compared to fiscal 2008 primarily due to increase in retail non-performing loans. The increase in retail non-performing loans primarily reflects the seasoning of the secured loan portfolio and relatively higher losses on unsecured portfolio and the adverse macro-economic environment.

The Ministry of Finance, Government of India has issued guidelines for the implementation of the Agriculture debt waiver and relief scheme for farmers on May 23, 2008 which have been duly implemented by us.

There was a reduction in general provision requirement in certain categories of standard advances as per RBI guidelines issued on November 15, 2008 as a counter-cyclical measure. While the cumulative provision requirement as per the revised rates of general provision requirement was Rs. 8.38 billion at year-end fiscal 2009, we continue to hold a cumulative general provision of Rs. 14.36 billion at in accordance with RBI guidelines, which does not allow reversal of excess cumulative general provision held as of September 30, 2008. General provision on standard assets made in fiscal 2008 was Rs. 1.59 billion.

Income tax expense (including wealth tax) increased by 51.3% to Rs. 13.59 billion in fiscal 2009 from Rs. 8.98 billion in fiscal 2008. The effective tax rate of 26.56% in fiscal 2009 was higher compared to the effective tax rate of 17.77% in fiscal 2008 primarily due to change in mix of taxable profits, which had a lower component of income from dividend and capital gains.

Financial Condition

The following table sets forth, for the periods indicated, the summarised balance sheet.

Rs. in billion, except percentages

	March 31, 2008	March 31, 2009	% change
Assets:			
Cash, balances with RBI & other banks and Statutory Liquidity Ratio (SLR) investments[1]	1,130.72	**933.53**	(17.4)
– *Cash & balances with RBI & banks*	*380.41*	***299.66***	*(21.2)*
– *SLR investments*[1]	*750.31*	***633.87***	*(15.5)*
Advances	2,256.16	**2,183.11**	(3.2)
Debentures, bonds and other investments	364.23	**396.71**	8.9
Fixed assets (including leased assets)	41.09	**38.02**	(7.5)
Other assets	205.75	**241.64**	17.4
Total Assets	**3,997.95**	**3,793.01**	**(5.1)**
Liabilities:			
Equity capital and reserves	464.71	**495.33**	6.6
– *Equity capital*	*11.13*	***11.13***	—
– *Reserves*	*453.58*	***484.20***	*6.8*
Preference capital	3.50	**3.50**	—
Deposits	2,444.31	**2,183.48**	(10.7)
– *Savings deposits*	*390.89*	***410.36***	*5.0*
– *Current deposits*	*246.91*	***216.32***	*(12.4)*
– *Term deposits*	*1,806.51*	***1,556.80***	*(13.8)*
Borrowings	656.49	**673.24**	2.6
– *Domestic*	*155.23*	***138.56***	*(10.7)*
– *Overseas*	*501.26*	***534.68***	*6.7*
Subordinated debt (included in Tier-1 and Tier-2 capital)[2]	207.50	**254.82**	22.8
– *Domestic*	*193.94*	***237.66***	*22.5*
– *Overseas*	*13.56*	***17.16***	*26.5*
Other liabilities	221.44	**182.64**	(17.5)
Total liabilities	**3,997.95**	**3,793.01**	**(5.1)**

1. Government securities qualifying for Statutory Liquidity Ratio (SLR). Banks in India are required to maintain a specified percentage, currently 24.0% (25.0% at year-end fiscal 2008), of their net demand and time liabilities by way of liquid assets like cash, gold or approved unencumbered securities.
2. Included in 'other liabilities' in schedule 5 of the balance sheet.
3. All amounts have been rounded off to the nearest Rs. 10.0 million.

Our total assets (including the impact of rupee depreciation on foreign currency denominated assets) decreased by 5.1% to Rs. 3,793.01 billion at year-end fiscal 2009 from Rs. 3,997.95 billion at year-end fiscal 2008. Net advances decreased by 3.2% to Rs. 2,183.11 billion at year-end fiscal 2009 from Rs. 2,256.16 billion at year-end fiscal 2008, primarily due to decrease in retail advances. Net retail advances (including dealer financing and developer financing portfolio of Rs. 8.75 billion and Rs. 24.08 billion, respectively) decreased by 19.3% to Rs. 1,062.03 billion at year-end fiscal 2009 from Rs. 1,316.63 billion at year-end fiscal 2008. Retail advances constitute 48.6% of our total net advances at year-end fiscal 2009. Net advances of overseas branches (including offshore banking unit) decreased in US$ terms by 10.1% to US$ 10.7 billion at year-end fiscal 2009 from US$ 11.9 billion at year-end fiscal 2008, though they increased in rupee terms on account of depreciation of the rupee relative to the US dollar. Total investments at year-end fiscal 2009 decreased by 7.5% to Rs. 1,030.58 billion compared to Rs. 1,114.54 billion at year-end fiscal 2008 primarily due to the 15.5% decrease in SLR investments to Rs. 633.87 billion at year-end fiscal 2009 from Rs. 750.31 billion at year-end fiscal 2008, offset, in part, by an increase in other investments by 8.9% to Rs. 396.71 billion at year-end fiscal 2009 from Rs. 364.23 billion at year-end fiscal 2008 which primarily includes investment in international banking subsidiaries. SLR investments decreased primarily on account of reduction in domestic net demand and time liabilities and a reduction of 100 basis points in SLR requirement from 25.0% to 24.0% during fiscal 2009. Non-SLR investments include investment in security receipts in asset reconstruction companies of Rs. 32.18 billion. At year-end fiscal 2009, we had a gross portfolio of funded credit derivatives of Rs. 18.41 billion and non-funded credit derivatives of Rs. 38.71 billion.

Our equity share capital and reserves at year-end fiscal 2009 increased to Rs. 495.33 billion as compared to Rs. 464.71 billion at year-end fiscal 2008 primarily due to annual accretion to reserves out of profits. Total deposits decreased by 10.7% to Rs. 2,183.48 billion at year-end fiscal 2008 from Rs. 2,444.31 billion at year-end fiscal 2008 primarily due to the Bank's conscious strategy of reducing wholesale deposits. Term deposits decreased to Rs. 1,556.80 billion at year-end fiscal 2009 from Rs. 1,806.51 billion at year-end fiscal 2008. Our savings account deposits increased to Rs. 410.36 billion at year-end fiscal 2009 from Rs. 390.89 billion at year-end fiscal 2008, while current account deposits decreased to Rs. 216.32 billion at year-end fiscal 2009 from Rs. 246.91 billion at year-end fiscal 2008. Borrowings (including subordinated debt) increased to Rs. 928.06 billion at year-end fiscal 2009 from Rs. 863.99 billion at year-end fiscal 2008 primarily due to capital-eligible borrowings, in the nature of subordinated debt and the impact of rupee depreciation on foreign currency denominated borrowings.

Off Balance Sheet Items, Commitments and Contingencies

The table below sets forth, for the periods indicated the principal components of off-balance sheet items, commitments and contingent liabilities.

Rs. in billion, except percentages

	March 31, 2008	March 31, 2009	% change
Claims against the bank, not acknowledged as debts	40.31	**32.82**	(18.6)
Liability for partly paid investments	0.13	**0.13**	—
Notional principal amount of outstanding forward exchange contracts	3,071.71	**2,583.67**	(15.9)
Guarantees given on behalf of constituents	412.81	**580.88**	40.7
Acceptances, endorsements & other obligations	250.99	**306.78**	22.2
Notional principal amount of currency swaps	477.04	**569.65**	19.4
Notional amount of Interest rate swaps and currency options	7,665.29	**4,146.35**	(45.9)
Other items for which bank is contingently liable	192.54	**126.55**	(34.3)
Total	**12,110.82**	**8,346.83**	**(31.1)**

Off-balance sheet items, commitments and contingencies decreased by 31.1% or Rs. 3,763.99 billion to Rs. 8,346.83 billion at year-end fiscal 2009 from Rs. 12,110.82 billion at year-end fiscal 2008 primarily due to a 45.9% decrease in notional principal amount of interest rate swaps and currency options and 15.9% decrease in notional principal amount of outstanding forward exchange contracts.

We enter into foreign exchange forwards, options, swaps and other derivative products to enable customers to transfer, modify or reduce their foreign exchange and interest rate risk and to manage our own interest rate and foreign exchange positions. We manage our foreign exchange and interest rate risk with reference to limits set by RBI and/ or internally. An interest rate swap does not entail exchange of notional principal and the cash flow arises on account of the difference between interest rate pay and receive legs of the swaps which is generally much smaller than the notional principal of the swap. With respect to the transactions entered into with customers, we generally enter into off-setting transactions in the inter-bank market. This results in generation of a higher number of outstanding transactions, and hence a large value of gross notional principal of the portfolio, while the net market risk is low. For example, if a transaction entered into with a customer is covered by an exactly opposite transaction entered into with counter-party, the net market risk of the two transactions will be zero whereas the notional principal which is reflected as an off-balance sheet item will be sum of both the transactions.

'Claims against the Bank, not acknowledged as debts', represents demands made by the Government of India's tax authorities in excess of the provisions made in our accounts, in respect of income tax, interest tax, wealth tax, service tax and sales tax/VAT matters. Based on consultation with counsel and favourable decisions in our own or other cases, the management believes that the liability is not likely to actually arise. Other items for which the Bank is contingently liable include primarily credit derivatives, repurchase and securitisation-related obligations.

As a part of our project financing and commercial banking activities, we have issued guarantees to enhance the credit standing of our customers. These generally represent irrevocable assurances that we will make payments in the event that the customer fails to fulfill its financial or performance obligations. Financial guarantees are obligations to pay a third party beneficiary where a customer fails to make payment towards a specified financial obligation. Performance guarantees are obligations to pay a third party beneficiary where a customer fails to perform a non-financial contractual obligation. The guarantees are generally for a period not exceeding 10 years. The credit risks associated with these products, as well as the operating risks, are similar to those relating to other types of financial instruments. We generally have collateral available to reimburse potential losses on the guarantees. Margins available to reimburse losses realised under guarantees amounted to Rs. 11.69 billion at year-end fiscal 2009 and Rs. 10.61 billion at year-end fiscal 2008. Other property or security may also be available to us to cover losses under guarantees.

We are obligated under a number of capital contracts. Capital contracts are job orders of a capital nature, which have been committed. As of the balance sheet date, work had not been completed to this extent. Estimated amounts of contracts remaining to be executed on capital account aggregated Rs. 4.46 billion at year-end fiscal 2009 compared to Rs. 17.40 billion at year-end fiscal 2008 primarily on account of new branches and office premises.

Capital Adequacy

Rs. in billion, except percentages

	As per RBI guidelines on Basel I		As per RBI guidelines on Basel II	
	March 31, 2008	March 31, 2009	March 31, 2008	March 31, 2009
Tier-1 capital	381.34	**420.09**	421.72	**421.96**
Tier-2 capital	121.21	**129.72**	78.86	**131.59**
Total capital	502.55	**549.81**	500.59	**553.55**
Credit Risk – Risk Weighted Assets (RWA)	2,998.08	**3,171.94**	3,173.33	**3,151.95**
Market Risk – RWA	369.46	**281.44**	258.74	**206.98**
Operational Risk – RWA	—	**—**	152.50	**205.70**
Total risk weighted assets	3,367.55	**3,453.38**	3,584.57	**3,564.63**
Tier-1 capital adequacy ratio	11.32%	**12.16%**	11.76%	**11.84%**
Tier-2 capital adequacy ratio	3.60%	**3.76%**	2.20%	**3.69%**
Total capital adequacy ratio	14.92%	**15.92%**	13.97%	**15.53%**

We are subject to the capital adequacy norms stipulated by the RBI guidelines on Basel II which became applicable to us with effect from year-end fiscal 2008. Prior to year-end fiscal 2008, we were subject to the capital adequacy norms as stipulated by the RBI guidelines on Basel I. The RBI guidelines on Basel II require us to maintain a minimum ratio of total capital to risk weighted assets of 9.0%, with a minimum Tier-1 capital adequacy ratio of 6.0%. Our total capital adequacy ratio at year-end fiscal 2009 as per the RBI guidelines on Basel II is 15.53% with a Tier-1 capital adequacy ratio of 11.84%.

Under Pillar 1 of the RBI guidelines on Basel II, we follow the standardised approach for credit and market risk and basic indicator approach (BIA) for operational risk.

In view of its transitional arrangements to the Basel II framework, RBI has prescribed a parallel run under which we calculate capital adequacy under both Basel I and Basel II. Further at year-end fiscal 2009, we are required to maintain capital adequacy based on the higher of the minimum capital required under Basel II or at 90.0% of the minimum capital required under Basel I. The computation under Basel II guidelines results in a higher minimum capital requirement as compared to Basel I and hence as a result the capital adequacy at year-end fiscal 2009 has been maintained and reported by us as per Basel II guidelines.

The key changes introduced by RBI under Pillar 1 of the Basel II guidelines during fiscal 2009 are as follows:

- RBI on May 14, 2008 enhanced the limit of Rs. 2.0 million to Rs. 3.0 million in respect of bank loans for residential purposes. Such loans with a loan-to-value (LTV) ratio of less than or equal to 75.0% would attract 50.0% risk weight.
- RBI on August 8, 2008 increased credit conversion factors (CCF) on the market related off-balance sheet items.
- RBI on November 3, 2008 stipulated that the restructured residential loans should be risk weighted with an additional risk weight of 25.0% to the existing risk weights applicable to residential loans.
- RBI on November 15, 2008 reduced risk weights for exposures to commercial real estate and non-deposit taking systemically important non-banking financial companies (NBFC-ND-SI) other than asset finance companies (AFCs), uniformly to 100.0%. These were earlier in the range of 125.0% to 150.0%.
- RBI had earlier stipulated that for fiscal 2009, all fresh sanctions or renewals in respect of unrated claims on corporates in excess of Rs. 500.0 million would attract a risk weight of 150.0%. On November 15, 2008, RBI reduced the risk weight for these claims to 100.0%.

The movement in capital funds and risk weighted assets (RWA) from year-end fiscal 2008 to year-end fiscal 2009 as per the Basel II framework is as follows:

- Capital funds have increased by 10.6% vis-à-vis a decrease of 0.6% in RWA.
- Capital funds have increased by Rs. 52.96 billion primarily due to increase of Rs. 84.59 billion in upper Tier-2 capital and accretion to retained earnings, partly offset by increase of Rs. 43.86 billion in investment in regulatory capital instruments of subsidiaries, which are deducted from capital.
- Credit risk RWA has decreased by Rs. 21.38 billion primarily due to decrease in exposures qualifying for credit risk, the increased coverage of external credit ratings on the portfolio and changes in risk weights and risk weighting treatment of select asset categories by RBI as outlined above. The major movement in credit risk RWA was:
    - Decrease in RWA on consumer credit, loans secured by residential properties, loans for commercial real estate and non-market related off-balance sheet items (letters of credit, bank guarantees, acceptances and endorsements etc).
    - Increase in RWA on held-to-maturity investments, balances with banks, other loans and advances and market related off-balance sheet items (derivative contracts).
- Market risk RWA has decreased by Rs. 51.69 billion primarily due to decrease in portfolio size and the corresponding market value of available for sale (AFS) and held for trading (HFT) portfolio.

ASSET QUALITY AND COMPOSITION

Loan Concentration

We follow a policy of portfolio diversification and evaluate our total financing in a particular sector in light of our forecasts of growth and profitability for that sector. Between 2003 and 2006, the banking system as a whole saw significant expansion of retail credit, with retail loans accounting for a major part of overall systemic credit growth. Accordingly, during these years, we increased our financing to retail finance. Given the uncertain and volatile economic environment, we accorded priority to risk containment, liquidity management and capital conservation. In view of high asset prices and the increase in interest rates since the second half of fiscal 2008, we followed a conscious strategy of moderation of retail disbursements, especially in the unsecured retail loans segment. At the same time, there has been an increase in demand for credit from the corporate sector. Following this trend, our loans and advances to retail finance constituted 49.3% of our total loans and advances at year-end fiscal 2009 compared to 58.6% at year-end fiscal 2008.

Our Global Credit Risk Management Group monitors all major sectors of the economy and specifically tracks sectors to which we have loans outstanding. We seek to respond to any economic weakness in an industrial segment by restricting new exposures to that segment and any growth in an industrial segment by increasing new exposures to that segment, resulting in active portfolio management.

The following tables set forth, at the dates indicated, the composition of our gross advances (net of write-offs).

Rs. in billion, except percentages

	March 31, 2008		March 31, 2009	
	Total advances	% of total advances	Total advances	% of total advances
Retail finance[1]	1,347.54	58.6	**1,102.20**	**49.3**
Services – non finance	145.57	6.3	**168.05**	**7.5**
Crude petroleum/refining & petrochemicals	58.21	2.5	**142.04**	**6.4**
Iron/steel & products	93.23	4.1	**99.14**	**4.4**
Road, port, telecom, urban development & other infrastructure	51.45	2.2	**94.62**	**4.2**
Services – finance	66.18	2.9	**77.68**	**3.5**
Power	58.08	2.5	**54.19**	**2.4**
Food & beverages	63.32	2.8	**53.57**	**2.4**
Chemical & fertilisers	38.06	1.7	**51.83**	**2.3**
Electronics & engineering	20.82	0.9	**36.17**	**1.6**
Wholesale/retail trade	25.26	1.1	**26.29**	**1.2**
Construction	29.36	1.3	**23.86**	**1.1**
Other industries[2]	301.84	13.1	**306.57**	**13.7**
Total	**2,298.92**	**100.0%**	**2,236.21**	**100.0%**

1. Includes home loans, automobile loans, commercial business loans, two wheeler loans, personal loans and credit cards. It also includes dealer funding portfolio of Rs. 8.83 billion (Rs. 24.10 billion at year-end fiscal 2008) and developer financing of Rs. 24.14 billion (Rs. 27.79 billion at year-end fiscal 2008).
2. Other industries primarily include automobiles, cement, drugs & pharmaceuticals, agriculture & allied activities, FMCG, gems & jewellery, manufacturing products excluding metal, metal & metal products (excluding iron & steel), mining, shipping, textiles etc.

The following table sets forth, at the dates indicated, the composition of our gross (net of write-offs) outstanding retail finance portfolio.

Rs. in billion, except percentages

	March 31, 2008		March 31, 2009	
	Total retail advances	% of total retail advances	Total retail advances	% of total retail advances
Home loans[1]	664.39	49.3	**575.88**	**52.2**
Automobile loans	174.66	13.0	**133.05**	**12.1**
Commercial business	203.71	15.1	**164.40**	**14.9**
Two-wheeler loans	29.81	2.2	**16.91**	**1.5**
Personal loans	144.13	10.7	**108.66**	**9.9**
Credit cards	96.45	7.2	**90.02**	**8.2**
Loans against securities & others[2]	34.39	2.5	**13.28**	**1.2**
Total retail finance portfolio	**1,347.54**	**100.0%**	**1,102.20**	**100.0%**

1. Includes developer financing of Rs. 27.79 billion and Rs. 24.14 billion at year-end fiscal 2008 and year-end fiscal 2009 respectively.
2. Includes dealer financing portfolio of Rs. 24.10 billion and Rs. 8.83 billion at year-end fiscal 2008 and year-end fiscal 2009 respectively.

Pursuant to the guidelines of RBI, our exposure to an individual borrower must not exceed 15.0% of our capital funds, comprising Tier-1 and Tier-2 capital calculated pursuant to the guidelines of RBI. Exposure to individual borrowers may exceed the exposure norm of 15.0% of capital funds by an additional 5.0% (i.e. up to 20.0%) provided the additional exposure is on account of infrastructure financing. Our exposure to a group of companies under the same management control must not exceed 40.0% of our capital funds unless the exposure is in respect of an infrastructure project. In case of infrastructure projects, the exposure to a group of companies under the same management control may be up to 50.0% of our capital funds. Banks may, in exceptional circumstances, with the approval of their boards, enhance the exposure by 5.0% of capital funds (i.e. 20.0% of capital funds for an individual borrower and 45.0% of capital funds for a group of companies under same management), making appropriate disclosures in their annual reports. Exposure for funded facilities is calculated as the total committed credit and investment sanctions or the outstanding funded amount, whichever is higher (for term loans, as the sum of undisbursed commitments and the outstanding amount). Exposure for non-funded facilities is calculated as 100.0% of the committed amount or the outstanding non-funded amount whichever is higher.

During the year-end fiscal 2009, we had no single borrower and borrower group exposures which exceeded the prudential exposure limits prescribed by RBI.

Directed Lending

RBI requires banks to lend to certain sectors of the economy. Such directed lending comprises priority sector lending, export credit and housing finance.

RBI guidelines require banks to lend 40.0% of their adjusted net bank credit, or credit equivalent amount of off balance sheet exposure, whichever is higher, to certain specified sectors called priority sectors. The definition of adjusted net bank credit does not include certain exemptions and includes certain investments and is computed with reference to the outstanding amount at March 31 of the previous year. Priority sectors include small enterprises, agricultural sector, food and agri-based industries, small businesses and housing finance up to certain limits. Out of the 40.0%, banks are required to lend a minimum of 18.0% of their net bank credit to the agriculture sector and the balance to certain specified sectors, including small enterprises (defined as enterprises engaged in manufacturing/ production, processing and services businesses with a certain limit on investment in plant and machinery), small road and water transport operators, small businesses, professional and self-employed persons, and all other service enterprises, retail trade, micro credit, education and housing loans up to Rs. 2.0 million to individuals for purchase/construction of a dwelling unit per family. In its letter dated April 26, 2002 granting its approval for the amalgamation, RBI stipulated that since the loans of erstwhile ICICI Limited (ICICI) transferred to us were not subject to the priority sector lending requirement, we are required to maintain priority sector lending of 50.0% of our net bank credit on the residual portion of our advances (i.e. the portion of our total advances excluding advances of ICICI at year-end fiscal 2002, referred to as "residual net bank credit"). This additional 10.0% priority sector lending requirement will apply until such time as our aggregate priority sector advances reach a level of 40.0% of our total net bank credit. RBI's existing instructions on sub-targets under priority sector lending and eligibility of certain types of investments/ funds for qualification as priority sector advances apply to us.

Any shortfall in the amount required to be lent to the priority sectors may be required to be deposited with government sponsored Indian development banks like the National Bank for Agriculture and Rural Development, the Small Industries Development Bank of India and the National Housing Bank. These deposits have a maturity of up to seven years and carry interest rates lower than market rates. At year-end fiscal 2009, total investments in such bonds were Rs. 60.00 billion.

As per the guidelines, banks are also required to lend to the weaker sections 10.0% of adjusted net bank credit or credit equivalent amount of off-balance sheet exposures, whichever is higher. In order to ensure that the sub-target of lending to the weaker sections is achieved, RBI has decided to take into account the shortfall in lending to weaker sections also, at the last reporting Friday of March of each year, for the purpose of allocating amounts to the domestic Scheduled Commercial Banks (SCBs) for contribution to the Rural Infrastructure Development Fund (RIDF) maintained with NABARD or funds with other Financial Institutions, as specified by RBI, with effect from April 2009.

We are required to comply with the priority sector lending requirements on the last "reporting Friday" of each fiscal year. At March 27, 2009, which was the last reporting Friday for fiscal 2009, our priority sector loans were Rs. 684.26 billion, constituting 50.6% of our residual adjusted net bank credit against the requirement of 50.0%. At that date, qualifying agriculture loans were 19.0% of our residual net bank credit as against the requirement of 18.0%. Our advances to weaker sections were Rs. 20.74 billion constituting 1.5% of our residual adjusted net bank credit against the requirement of 10.0%.

Classification of Loans

We classify our assets as performing and non-performing in accordance with RBI guidelines. Under these guidelines, an asset is classified as non-performing if any amount of interest or principal remains overdue for more than 90 days, in respect of term loans. In respect of overdraft or cash credit, an asset is classified as non-performing if the account remains out of order for a period of 90 days and in respect of bills, if the account remains overdue for more than 90 days.

We do not distinguish between provisions and technical write-offs while assessing the adequacy of our loan loss coverage, as both provisions and write-offs represent a reduction of the principal amount of a non-performing asset. In compliance with regulations governing the presentation of financial information by banks, we report non-performing assets net of cumulative write-offs in our financial statements.

RBI has separate guidelines for restructured loans. A fully secured standard asset can be restructured by re-schedulement of principal repayments and/or the interest element, but must be separately disclosed as a restructured asset. The diminution in the fair value of the loan, if any, measured in present value terms, is either written off or provision is made to the extent of the diminution involved. Similar guidelines apply to sub-standard loans. The sub-standard or doubtful accounts which have been subjected to restructuring, whether in respect of principal installment or interest amount are eligible to be upgraded to the standard category only after the specified period, i.e., a period of one year after the date when first payment of interest or of principal, whichever is earlier, falls due, subject to satisfactory performance during the period. From December 2008, RBI has permitted banks to restructure loans classified as real estate exposures, up to June 30, 2009. Similarly, banks have also been permitted to undertake, for accounts that were previously restructured, a second restructuring without downgrading the account to the non-performing category, up to June 30, 2009. RBI also permitted banks to restructure as standard accounts all eligible accounts which meet the basic criteria for restructuring, and which were classified as standard at September 1, 2008 irrespective of their subsequent asset classification. This is subject to banks receiving an application from the borrower for restructuring the advance on or before year-end fiscal 2009 and implementing the restructuring the package within 120 days from the date of receipt of the application. During fiscal 2009 we restructured loans aggregating Rs. 11.15 billion extended to 996 borrowers which included 962 retail mortgage borrowers. In fiscal 2008, we had restructured loans aggregating Rs. 16.76 billion. At year-end fiscal 2009, we had received proposals for restructuring of loans aggregating Rs. 20.03 billion from 41 borrowers, which were under process.

The following table sets forth, at year-end fiscal 2008 and year-end fiscal 2009, information regarding the classification of our gross assets (net of write-offs, interest suspense and derivatives income reversal).

Rs. in billion

	March 31, 2008	March 31, 2009
Standard assets	Rs. 2,352.22	**Rs. 2,316.10**
of which: Restructured loans[1]	48.41	**61.27**
Non-performing assets	75.88	**98.03**
Of which: Sub-standard	48.49	**61.67**
Doubtful assets	22.09	**31.04**
Loss assets	5.30	**5.32**
Total customer assets[2]	**Rs. 2,428.10**	**Rs. 2,414.13**

1. Reflects the cumulative position of restructured loans (excluding applications received for restructruing).
2. Customer assets include advances, lease receivables and credit substitutes like debenture and bonds but excludes preference shares.
3. All amounts have been rounded off to the nearest Rs. 10.0 million.

The following table sets forth, at the dates indicated, information regarding our non-performing assets, or NPAs.

Rs. in billion, except percentages

Year ended	Gross NPA[1]	Net NPA	Net customer assets	% of Net NPA to Net customer assets[2]
March 31, 2007	41.68	20.19	2,053.74	0.98%
March 31, 2008	75.88	35.64	2,384.84	1.49%
March 31, 2009	**98.03**	**46.19**	**2,358.24**	**1.96%**

1. Net of write-offs, interest suspense and derivative income reversal.
2. Customer assets include advances and credit substitutes like debentures and bonds but excludes preference shares.
3. All amounts have been rounded off to the nearest Rs. 10.0 million.

At year-end fiscal 2009, the gross NPAs (net of write-offs, interest suspense and derivatives income reversal) were Rs. 98.03 billion compared to Rs. 75.88 billion at year-end fiscal 2008. Gross of technical write-offs, the gross NPAs at year-end fiscal 2009 were Rs. 99.29 billon compared to Rs. 83.50 billion at year-end fiscal 2008. Net NPAs were Rs. 46.19 billion at year-end fiscal 2009 compared to Rs. 35.64 billion at year-end fiscal 2008. The ratio of net NPAs to net customer assets was 1.96% at year-end fiscal 2009 compared to 1.49% at year-end fiscal 2008. During the year, we wrote-off certain NPAs, including retail NPAs, that were fully provided for at the time of the write-off. The coverage ratio (i.e. total provisions and technical write-offs made against non-performing assets as a percentage of gross non-performing assets) at year-end fiscal 2009 was 53.5%. In addition, total general provision held against standard assets was Rs. 14.36 billion at year-end fiscal 2009.

The increase in non-performing assets was due to higher level of non-performing assets in the retail assets portfolio. In the retail assets portfolio, non-performing loans rose due to the change in the portfolio mix towards non-collateralised loans and seasoning of the loan portfolio. At year-end fiscal 2009, the net non-performing loans in the retail portfolio were 2.94% of net retail loans as compared with 1.83% at year-end fiscal 2008. The overall decline in our retail loans during fiscal 2009 contributed to the rise in the proportion of non-performing loans in the retail asset portfolio. The net non-performing loans in the collateralised retail portfolio were 1.59% of net collateralised retail loans and net non-performing loans in the non-collateralised retail portfolio (including overdraft financing against automobiles) were about 10.08% of net non-collateralised retail loans.

During the year, we sold certain retail NPAs to asset reconstruction companies registered with the RBI. Our aggregate investments in security receipts issued by these asset reconstruction companies were Rs. 32.18 billion at year-end fiscal 2009. Our net restructured standard loans were Rs. 59.38 billion at year-end fiscal 2009 compared to Rs. 46.84 billion at year-end fiscal 2008.

Classification of Non-Performing Assets by Industry

The following table sets forth, at year-end fiscal 2008 and year-end fiscal 2009, the composition of gross non-performing assets by industry sector.

Rs. in billion, except percentages

	March 31, 2008		March 31, 2009	
	Amount	**%**	**Amount**	**%**
Retail finance[1]	Rs. 55.16	72.7%	**Rs. 71.50**	**72.9%**
Chemicals & fertilisers	1.92	2.5	**1.96**	**2.0**
Textiles	1.07	1.4	**1.77**	**1.8**
Wholesale/retail trade	0.08	0.1	**1.47**	**1.5**
Services – finance	1.19	1.6	**1.29**	**1.3**
Shipping	1.00	1.3	**1.02**	**1.0**
Food & beverages	0.57	0.8	**1.03**	**1.1**
Electronics & engineering	0.53	0.7	**0.79**	**0.8**
Automobiles	0.07	0.1	**0.32**	**0.3**
Iron/steel & products	1.21	1.6	**0.36**	**0.4**
Services – non finance	0.41	0.5	**0.35**	**0.4**
Metal & metal products	0.10	0.1	**0.20**	**0.2**
Power	0.14	0.2	**0.15**	**0.1**
Paper and paper products	0.04	0.1	**0.04**	**0.1**
Other industries[2]	12.39	16.3	**15.78**	**16.1**
Total	**75.88**	**100.0%**	**98.03**	**100.0%**

1. Includes home loans, automobile loans, commercial business loans, two wheeler loans, personal loans and credit cards. Also includes NPAs in dealer funding and developer finance portfolios of Rs. 0.44 billion at year-end fiscal 2009 and Rs. 0.30 billion at year-end fiscal NPA's in 2008.
2. Other industries primarily include construction, drugs & pharmaceuticals, agriculture & allied activities, FMCG, gems & jewellery, manufacturing products excluding metal, crude petroleum/refining & petrochemicals, mining, cement etc.
3. All amounts have been rounded off to the nearest Rs. 10.0 million.

SEGMENTAL INFORMATION

RBI issued revised guidelines on segment reporting applicable from fiscal 2008. As per the guidelines, the business operations of the Bank have following segments:

- Retail Banking includes exposures which satisfy the four criteria of orientation, product, granularity and low value of individual exposures for retail exposures laid down in Basel Committee on Banking Supervision document "International Convergence of Capital Measurement and Capital Standards: A Revised Framework".
- Wholesale Banking includes all advances to trusts, partnership firms, companies and statutory bodies which are not included under the Retail Banking.
- Treasury includes the entire investment portfolio of the Bank.
- Other Banking includes hire purchase and leasing operations and other items not attributable to any particular business segment.

All liabilities are transfer priced to a central treasury unit, which pools all funds and lends to the business units at appropriate rates based on the relevant maturity of assets being funded after adjusting for regulatory reserve requirements.

Despite challenges in the operating environment during the course of the year, profit before tax of the retail banking segment was Rs. 0.58 billion in fiscal 2009 as compared to Rs. 9.47 billion in fiscal 2008. The profit before tax of the retail banking segment was impacted primarily by the sharp increase in the interest rates in the banking system which impacted the net interest income on the existing retail asset portfolio, and the higher credit losses primarily on account of the challenges in collections and the deteriorating macroeconomic environment. Also, as a risk containment measure, we had consciously moderated retail disbursements, which resulted in a lower level of interest income and loan related fees. These challenges were partly offset by lower direct marketing agency expenses due to lower disbursements during the year.

Profit before tax of the wholesale banking segment was marginally lower at Rs. 34.13 billion in fiscal 2009 as compared to Rs. 35.75 billion in fiscal 2008. This was primarily due to the sharp downturn in the global economy which resulted in a slowdown in the Indian economy and also impacted the Indian corporate sector. Corporate clients had therefore slowed down their investment and overseas expansion plans which impacted our fees related to investment and M&A activity of corporate clients during the second half of the year.

Profit before tax of the treasury banking segment was higher at Rs.12.84 billion in fiscal 2009 as compared to Rs. 5.13 billion in fiscal 2008. With the easing of the monetary policy stance in October 2008, we positioned ourselves to take advantage of the change in the interest rate scenario by increasing the duration of the SLR portfolio as well as taking trading positions to benefit from the drop in yields. This resulted in higher profit before tax of the treasury banking segment.

Profit before tax of the other banking segment was higher at Rs. 3.61 billion in fiscal 2009 as compared to Rs. 0.21 billion in fiscal 2008. This was primarily due to completion of pending income tax assessments during the course of the year, as a result of which we had received interest on income tax refund.

CONSOLIDATED FINANCIALS AS PER INDIAN GAAP

The consolidated profit after tax for fiscal 2009 including the results of operations of our subsidiaries and other consolidating entities was Rs. 35.77 billion as compared to Rs. 33.98 billion for fiscal 2008.

ICICI Bank UK made a profit of Rs. 0.31 billion in fiscal 2009, as compared to Rs. 1.55 billion in fiscal 2008 due to increase in impairment loss mainly pertaining to provision made for investments in Lehman Brothers and other investments, offset, in part, by profit of Rs. 4.02 billion on buy-back of bonds. ICICI Bank UK's mark-to-market loss on investments made through profit and loss accounts was Rs. 0.56 billion (US$ 12 million).

In October 2008, the UK Accounting Standards Board amended FRS 26 on 'Financial Instruments: Recognition and Measurement' and permitted reclassification of financial assets in certain circumstances from the 'held for trading (HFT)' category to the 'available for sale (AFS)' category, HFT category to the 'loans and receivables' category and from the AFS category to the 'loans and receivables' category. Pursuant to these amendments, during fiscal 2009, ICICI Bank UK has transferred certain assets with fair value of Rs. 34.03 billion (US$ 671 million) from the HFT category to the AFS category, certain assets with fair value of Rs. 0.12 billion (US$ 2 million) from the HFT category of investments to 'loans and receivables' category and certain assets with fair value of Rs. 20.39 billion

(US$ 402 million) from the AFS category of investments to 'loans and receivables' category. If these re-classifications had not been made, ICICI Bank UK's profit would have reduced by Rs. 2.45 billion [expense on fair value of financial instruments through profit and loss would have increased by Rs. 2.69 billion (US$ 59 million) offset by change in net interest income by Rs. 0.24 billion (US$ 5 million)].

ICICI Bank UK's mark-to-market provisions against AFS investments adjusted against its shareholders' equity increased by post-tax amount of Rs. 8.31 billion (US$ 164 million) during fiscal 2009 to post-tax amount of Rs. 13.43 billion (US$ 265 million) at year-end fiscal 2009. If the above re-classifications had not been made, these provisions would have increased by a further pre-tax amount of Rs. 0.53 billion (US$ 11 million).

ICICI Bank Canada has made a profit of Rs. 1.39 billion in fiscal 2009 as compared to a loss of Rs. 0.57 billion in fiscal 2008 due to increase in net interest income and income from investment banking and client-centric derivative business. ICICI Bank Canada's loss in fiscal 2008 was due to provision for mark-to-market loss and other losses through the profit and loss account on investments, including asset backed commercial paper and credit derivatives portfolio.

ICICI Prudential Life Insurance Company Limited (ICICI Life) incurred a loss of Rs. 7.80 billion in fiscal 2009 as compared to Rs. 13.95 billion in fiscal 2008. The decline in the loss of ICICI Life was on account of higher renewal premiums and lower new business premiums, resulting in lower upfront expenses and commission expenses, together with rationalisation of various operating expenses. Life insurance companies incur losses in the initial years mainly due to higher business set-up costs in the initial years of rapid growth, non-amortisation of acquisition costs and reserving for actuarial liability in line with insurance company accounting norms. These factors have resulted in statutory losses for the life insurance business since the company's inception, as its business has grown rapidly year on year. The impact on consolidated profits for fiscal 2009 on account of the loss is Rs. 5.77 billion.

ICICI Lombard General Insurance Company Limited (ICICI General) made a profit of Rs. 0.24 billion in fiscal 2009 as compared to Rs. 1.03 billion in fiscal 2008 primarily due to decrease in premium rates on account of de-tariffing, enhanced investments in technology architecture, brand building and offices in small towns, certain high value claims and impairment provision on investments during fiscal 2009.

ICICI Prudential Asset Management Company made a profit of Rs. 7.1 million in fiscal 2009 as compared to Rs. 821.0 million in fiscal 2008 primarily due to reduction in the average funds under management and expenses towards scheme support.

ICICI Securities Limited made a profit of Rs. 0.04 billion in fiscal 2009 as compared to Rs. 1.51 billion in fiscal 2008 on account of sharp decline in brokerage volumes and corporate finance fees due to the unfavourable conditions in domestic and international markets.

Consolidated assets of the Bank and its subsidiaries were Rs. 4,826.91 billion at year-end fiscal 2009 as against Rs. 4,856.17 billion at year-end fiscal 2008. Consolidated advances of the Bank and its subsidiaries increased to Rs. 2,661.30 billion at year-end fiscal 2009 from Rs. 2,514.02 billion at year-end fiscal 2008.

The following table sets forth, for the periods indicated, the profit/(loss) of our principal subsidiaries.

Rs. in billion

	Fiscal 2008	Fiscal 2009
ICICI Bank UK PLC	1.55	**0.31**
ICICI Bank Canada	(0.57)	**1.39**
ICICI Bank Eurasia Limited Liability Company	(0.08)	**(0.07)**
ICICI Prudential Life Insurance Company Limited	(13.95)	**(7.80)**
ICICI Lombard General Insurance Company Limited	1.03	**0.24**
ICICI Prudential Asset Management Company Limited	0.82	**0.01**
ICICI Securities Limited	1.51	**0.04**
ICICI Securities Primary Dealership Limited	1.40	**2.72**
ICICI Home Finance Company Limited	0.70	**1.43**
ICICI Venture Funds Management Company Limited	0.90	**1.48**

INTERNATIONAL FINANCIAL REPORTING STANDARDS

Convergence with International Financial Reporting Standards (IFRS), issued by the International Accounting Standards Board (IASB) is gaining the attention of companies, regulators and investing communities across the globe. Many countries have adopted IFRS and some of them, including India, are in the process of adopting the same. The Institute of Chartered Accountants of India (ICAI) has issued a roadmap for convergence of Indian GAAP with IFRS by April 1, 2011.

Currently, we report our financials under Indian GAAP and also report a reconciliation of Indian GAAP with US GAAP to determine shareholders' equity and net profit in accordance with US GAAP. We will adopt IFRS for our consolidated financial statements as per the roadmap issued by ICAI. The main impact on banks will be on account of the IFRS relating to Financial Instruments (IAS 39, IAS 32 and IFRS 7). The ICAI, has already issued similar Accounting Standards (AS) relating to Financial Instruments (AS 30, AS 31 and AS 32), which are recommendatory from April 1, 2009 till March 31, 2011 and mandatory from April 1, 2011. We have commenced preparations for the conversion to IFRS.

The reconciliation to US GAAP and related notes will be issued separately.

Key Financial Indicators

Rs. in billion, except per share data

	Fiscal 2003	Fiscal 2004	Fiscal 2005	Fiscal 2006	Fiscal 2007	Fiscal 2008	Fiscal 2009
Net interest income	14.45	21.85	29.32	39.07	56.37	73.04	**83.67**
Fee income[1]	8.47	12.89	22.03	34.47	50.12	66.27	**65.24**
Profit before tax	7.80	19.02	25.27	30.96	36.48	50.56	**51.17**
Profit after tax	12.06	16.37	20.05	25.40	31.10	41.58	**37.58**
Dividend per share	7.50	7.50	8.50	8.50	10.00	11.00	**11.00**
Earnings per share (Basic)	19.68	26.66	27.55	32.49	34.84	39.39	**33.76**
Earnings per share (Diluted)	19.65	26.44	27.33	32.15	34.64	39.15	**33.70**

1. Includes merchant foreign exchange income and margin on customer derivative transactions.

Rs. in billion

	At year-end fiscal						
	2003	2004	2005	2006	2007	2008	2009
Advances	532.79	626.48	914.05	1,461.63	1,958.66	2,256.16	**2,183.11**
Deposits	481.69	681.09	998.19	1,650.83	2,305.10	2,444.31	**2,183.48**
Total assets	1,068.12	1,252.29	1,676.59	2,513.89	3,446.58	3,997.95	**3,793.01**
Equity capital & reserves	69.33	80.10	125.50	222.06	243.13	464.71	**495.33**
Total capital adequacy ratio	11.1%	10.4%	11.8%	13.4%	11.7%	14.0%[2]	**15.5%[2]**

2. Total capital adequacy ratio has been calculated as per Basel II framework.

Section 217

Statement pursuant to Section 217 (2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975 (forming part of the Directors` Report for the year ended March 31, 2009) in respect of employees of ICICI Bank Limited

Name, Qualifications and Age (in years)	Desig./ Nature of Duties***	Remuneration Received (Rs.)		Experi-ence (in years)	Date of Com-mencement of Employ-ment	Last Employment
		Gross (Rs.)	Net (Rs.)			
Employees posted in India						
Achar Laxminarayan, B.Com, CA, CPA, (35)	AGM	3104467	2268333	12	17-Oct-00	Assistant Manager, Price Waterhouse
Adarian Farokh, B.Com, CAIIB, DBA, DIRPM, DHRD, DSMM, DFM, DFS, (38)	AGM	2939329	2180571	17	21-Oct-02	Manager, Global Trust Bank
Agarwal Anuj, B.Sc, MBA, (40)	JGM	4801009	3618107	18	20-May-99	Manager Resources, HDFC Limited
Agarwal Bimal, B.Com, CS, CA, CAIIB, JAIIB, (38)	AGM	2824275	2177643	13	16-Jul-07	Team Leader (Power Pracitce), CRISILI Limited
Agarwal Manish, B.Com. DCA, ICWAI, CA, (36)	AGM	3197801	2405814	13	1-Dec-99	Manager Credit, Kotak Mahindra Primus Limited
Agarwal Sanjay, B.Com, ICWAI, CA, (34)	AGM	2466410	1828293	11	31-Dec-07	Finance Manager, Hindustan Coca-Cola Private Limited
Agarwal Sanjay, B.Com, ICWAI, CA, (39)	DGM	3062071	2354414	18	7-Dec-06	Joint General Manager, CARE
Agarwal Sanjay, B.Tech., MBA, (42)*	DGM	1319582	1063819	18	6-Mar-06	Head Operation, SREI Infrastructure Finance Limited
Agarwal Sharad, BE, MMS, (37)	AGM	3285271	2502812	13	15-Feb-07	Vice-President, Yes Bank Limited
Agarwal Vikas, B.Com, CA, (38)	DGM	4633294	3313568	15	15-Dec-98	Analyst, Anand Rathi Group
Agraval Mahavir, B.Com, CA, LLB, CAIIB, (40)	AGM	3043871	2217042	16	19-Feb-07	Senior Manager, IDBI Bank
Agrawal Mayank, BE, PGDM, (38)	JGM	5715483	4105281	15	10-Apr-95	Management Trainee, IPCL
Ahuja Ashish, B.Com, (38)	AGM	3277910	2398324	16	7-Jul-04	Commissioned Officer, Indian Army
Aithal Kamala (Ms.), B.Sc, DSM, PGDBA (38)*	AGM	1486326	1167509	15	9-Jul-07	Consultant, I-Flex Solutions Private Limited
Anandakrishnakumar P. B.Sc., BL, (55)	AGM	2558420	1911397	29	15-Sep-80	—
Ananthan Saravana Kumar, BE, PGDM, CAIIB, (42)	DGM	3875226	3036908	20	19-Mar-03	Head of Fixed Income Fund, SBI Mutual Fund
Arora Atul, DIAE, (41)	DGM	3917643	2879922	22	24-Mar-05	Country Head, Apna Loan (I) Private Limited
Arora Rajiv, BE, MBA, (42)	JGM	4698077	3419826	20	23-Apr-93	Project Officer, IFCI Limited
Arora Sandeep, BE, (32)*	AGM	2144026	1509988	11	16-Aug-00	Sales Executive, Philips India Limited
Arunachalam Srinivasan, B.Sc., MMS, (48)	JGM	5675117	4299130	20	2-Jun-05	Managing Director, Sonnet Strategy Consultants
Ashish Kumar, MA, MMS, (37)	GM	6345302	4687862	15	11-Oct-99	Regional Manager, Ceat Financial Services Limited
Asokraj Thanjavur, M.Sc., BL, (51)	JGM	3478398	2498062	26	11-Oct-06	Senior Vice-President, UTI - LAS
Atrishi Naveen, BE, MBA, (39)	AGM	3084572	2255757	18	19-Dec-05	Assistant General Manager, IFCI Limited
Attra Charanjit, B.Com, CA, CPA (37)*	GM	1484305	1140768	18	11-Sep-01	Manager, Bharat S. Raut & Company
Ayyagari Muralidhar, M.Sc., CAIIB, MBA, (47)*	AGM	2552975	1980448	24	6-Feb-03	Associate Vice-President, IDBI Intech Limited
Ayyangar Varadaraj, B.Com, M.Com, CAIIB, (48)	CMII	2611355	1929217	27	2-Dec-02	Manager II, Syndicate Bank
Badami Suresh, B.Sc., PGDM, (37)	GM	6411625	4532570	15	16-Oct-02	Max Ateev Limited
Badiga Jagadesh, B.Com, PGDFM, (40)	CMII	2476141	1963611	17	21-Feb-01	Senior Officer, Cholamandalam
Bajaj Anand, B.Com, CS, CA, (35)	AGM	2894557	2247041	13	31-Jan-00	Executive, S.R. Batliboi
Balamuragan I.A.S., BE, MBA, (39)*	JGM	2835081	1881892	15	9-Jun-08	Director, UBS
Balani Umesh, B.Sc., PGDM, (34)	AGM	3332661	2438404	11	3-May-00	Manager, Genius Consultants Limited
Balasubramanian Ganesh, M.Com, CAIIB, (40)	DGM	4171100	3030539	21	19-Dec-95	Trainee Officer, State Bank of India
Bane Sanjay, B.Com, CISA, (44)	AGM	2811248	2079186	27	1-Feb-01	Operation Manager, Bank of India
Banerjee Abonty (Ms.), B.Sc., MBA, (37)	JGM	4206586	3184125	13	4-Nov-99	Associate Research Director, ORG-MARG Research Limited
Banerjee Anindya, B.Com, CA, (33)	JGM	5700434	3984354	11	7-Oct-98	—
Bansal Rakesh, B.Com, MBA, DBF, (40)*	DGM	1587338	1211882	18	31-Oct-02	Chief Manager, Kotak Mahindra Finance Limited
Bansal Shalu (Ms.), B.Sc., PGDBF, (33)*	AGM	1570190	1150673	11	4-Oct-00	Executive, Birla Home Finance Limited
Barah Gyan, B.Com, MFM, (45)	CMII	2941517	2148500	22	10-Sep-01	Manager, Mashreq Bank PSC
Basu Sudipto, B.Tech., PGDM, (41)	AGM	3224750	2448371	18	2-Jan-01	Assistant General Manager, ICRA Limited
Batra Mohit, BE, MS, (43)	SGM	10109310	7264456	17	24-Apr-92	—
Batra Sandeep, B.Com, CA, CS, (43)	GCO&CS	9274232	6432387	21	8-Nov-06	Executive Vice-President and CFO, ICICI Prudential Life Insurance Company Limited
Baviskar Sangram, BE, PGDM, (37)*	AGM	1066005	785150	12	27-Apr-05	RBM, Standard Chartered Bank
Beniwal Ravinder, B.Sc., MBA, NCFM, (39)	DGM	4034509	2952305	18	29-Mar-03	Manager Band IV, Max Newyork Life Insurance
Bhagat Amit, B.Com, CA, (42)*	JGM	2752538	1995033	19	2-Sep-02	Deputy General Manager, Maharshi Housing Finance
Bhagavath Padmanabh, BE, DMS, ICWAI, MBF, (41)	DGM	3545128	2662296	21	7-Mar-07	Joint General Manager, Credit Analysis & Research
Bhandari Sevantika (Ms.), BA, PGPM, (32)	AGM	2978110	2196208	8	29-Sep-03	Product Manager, Dabur India Limited
Bhargava Anuj, B.Com, CA, (33)	JGM	4246048	3096017	11	25-Jun-07	Vice-President, ICICI Securities Limited
Bhaskar Bijith, B.Tech., PGDIND, (35)	AGM	3744868	2803169	11	21-Jul-03	Manager Sales Planning & Distribution, Ford India
Bhat Sham, B.Sc., PGDM, (36)	DGM	3410613	2485366	13	2-Sep-02	Senior Manager, IDBI Bank Limited
Bhatia Piyush, BE, MBA, (37)	AGM	2819069	2149951	13	1-Jun-95	—
Bhattacharya Abhijit, B.Sc., MHROD, (33)	CMII	2407345	1781372	8	21-Oct-03	Associate, HCL Perot Systems
Bhattacharya Goutam, B.Tech., CAIIB, M.Tech., (47)*	AGM	1937088	1616080	25	9-Nov-95	Technical Officer, PNB Private Limited
Bhosale Amit, BE, MMS, (33)*	AGM	1188881	837558	10	15-May-00	Sales and Service Engineer, Telco Limited
Bulsara Sanjeev, BE, MDBA, (40)*	DGM	2469957	1858082	17	2-Jun-08	General Manager, Bombay Dyeing
Cazi Arshad, B.Com, LLB, MMS, (39)	DGM	4073474	2845433	15	8-Sep-98	Credit Buyer, Countrywide Consumer Financial Services
Chakraborty Samiran, B.Sc., MA, (35)	AGM	3194924	2350467	9	17-May-04	Lecturer, Delhi School of Economics
Chandok Vijay, B.Tech,MMS, (41)	SGM	9974412	7189224	18	31-May-93	Production Executive, ITC Group - VST Industries
Chandrakant Naik Sushant, BE, MMS, (39)	DGM	3959709	2864147	16	26-May-03	Deputy Manager, SICOM Limited
Chattanathan D., B.Sc., BJO, DBF, CAIIB, (45)	DGM	4119542	2975901	18	27-Jun-97	Agricultural Field Officer, Allahabad Bank
Chatterjee Amit, B.Tech., PGDM, (36)	JGM	4854725	3632853	13	2-May-05	Consultant, Citibank Tokyo
Chatterjee Sonjoy, BE, PGDM, (41)+	ED	12965717	9129772	16	25-Apr-94	Marketing Executive, HCL-HP
Chattopadhyay Deepanwita (Ms.), B.Sc., ME, (51)	AGM	2695312	1964109	23	15-Nov-95	Freelance Scientist
Chaturvedi Akshay, B.Sc., MBA, NCFM, (32)	AGM	3066591	2325994	8	20-Nov-01	Manager, R. R. Financial Services
Chaturvedi Bhupendra, B.Sc., PGDRM, CMR, (35)	AGM	3292081	2409881	9	27-May-04	Manager, A.C. Nielsen Research Services Private Limited
Chaudhry Ajay, BE, MBA, (52)*	GM	4379066	3229614	30	3-Dec-81	Officer, HMV
Chaudhuri Ripujit, BE, MMS, (40)	JGM	5308740	3785734	17	5-Sep-01	Manager, Enron India Private Limited
Chitnis Anand, M.Sc., MCM, (50)	AGM	2614496	1927562	29	17-Feb-99	Assistant Manager, Central Bank of India
Chopra Sumit, BE, PGDM, (35)	AGM	2817122	2085141	11	18-May-06	Senior Manager, Tata Tele Services

Name, Qualifications and Age (in years)	Desig./ Nature of Duties***	Remuneration Received (Rs.) Gross (Rs.)	Remuneration Received (Rs.) Net (Rs.)	Experi-ence (in years)	Date of Com-mencement of Employ-ment	Last Employment
Chougule Sanjay (Dr.), BE, MMS, LLB, Ph.D, (45)	SGM	7090235	5375888	22	1-Jun-87	Junior Engineer, RCF Limited
Chowdhury Suman, B.Tech., PGDM, (38)*	DGM	1677007	1354434	14	15-Feb-06	Assistant General Manager, ICRA
Daga Shekhar, B.Com, CA, (32)	AGM	2558828	1873752	9	4-Dec-00	Manager, Unit Trust of India
Dandekar Sunanda (Ms.), B.Com, CA, (41)*	DGM	1283221	1074783	19	2-Jan-92	Assistant, Lovlock & Lewes
Daruwala Zarin (Ms.), B.Com, CA, CS, (44)	SGM	8612890	6104401	19	21-Jun-89	—
Daryanani Mehul, B. Pharma, MMS, (32)	AGM	2988435	2224439	9	16-Sep-00	Management Trainee, Erudite Capital
Das Aniyan, B.Sc., DCM, (47)	DGM	3558215	2639757	20	20-Mar-02	Head - ISG Services, Apnaloan.com
Das Biswajit, B.Sc., CAIIB, (40)	AGM	2951985	2279738	18	15-Jul-97	Officer, Punjab National Bank
Datar Salil, B.Com, CAIIB, MMS, (42)	DGM	3102878	2298801	20	9-May-02	Head Exports, Schenectady Herdillia
Datye Swati (Ms.), BA, MMS, (44)	DGM	2811570	2126706	22	26-Jun-89	Indian Hotels Company Limited
Delima Paulus, BA, (50)	DGM	3043858	2295494	31	4-Oct-95	Manager, Bank of Maharashtra
Desai Nihal, BE, MBA, (41)	GM	5620527	3991808	14	1-Jun-94	—
Deshpande Charudatta, B. Pharma, (53)	GM	6480418	4556197	14	21-Jul-05	Senior General Manager, Mahindra & Mahindra
Dewan Niraj, BE, PGDM, (38)*	DGM	701333	648767	15	20-Dec-99	Associate, CRISIL
Dey Partha, B.Tech., PGPM, (38)	GM	6653908	4973555	14	3-Jun-96	Tata Steel
Dhaka Sunil, BA, (46)	JGM	4036493	2922414	25	1-Mar-07	Assistant Vice-President, ABN Amro Central Enterprise Services Private Limited
Dhamodaran S., B.Sc., CAIIB, (54)	SGM	7806539	5594905	34	4-Apr-94	Officer MII, State Bank of India
Dhanuka Pankaj, B.Com, ICWAI, CA, CS, (41)	DGM	3888828	2766687	19	1-Jun-00	VP & Company Secretary, SREI International Finance Limited
Dhar Vineet, B.Com, PGDPMIR, (33)	DGM	3746726	2677225	13	15-Mar-00	Officer, HSBC Bank
Dharmapuri Sreedhar, BA, HDSM, MDBA, AMFI, (36)	AGM	2772586	2069880	16	26-Dec-05	Senior Manager, IDBI Bank
Dhawan Amit, BE, MBA, (35)	DGM	4704402	3485414	12	3-Jun-96	—
Dhoble Chinmay, BE, MMS, (32)*	CMII	1246306	931934	8	1-Apr-02	Media Executive, Leo Burnett India Private Limited
Digambar Mahajan Mahendra, BE, PGDBM, (38)*	AGM	1625009	1155777	13	6-Nov-03	Manager, Patni Computers
Doraivel S., B.Com, ICWAI, CA, (40)	DGM	4029336	3102126	16	7-Aug-02	Manager, GE Capital
Dubey Pramod, B.Sc., M.Sc., MIBA, CAIIB, (36)	AGM	2747663	2105344	11	22-Aug-00	Assistant Manager, The Federal Bank Limited
Dwarkani Shyam, B.Com, CS, CA, CTM, (30)	CMII	2419122	1819516	8	3-May-04	Assistant Manager, Indian Oil Corporation Limited
Easwaran Vinod, BE, PGDM, (39)	DGM	2608964	2037045	17	6-Sep-99	Senior Marketing Manager, BPL Wireless Telecom
Gadgil Pankaj, BE, MBA, DFTR, (35)	AGM	2902780	2244361	11	19-May-03	Regional Manager, TADFL
Gandhi Vikrant, B.Com, ICWAI, CA, PGDTFM, (36)*	AGM	892778	618354	7	17-Nov-08	Chief Financial Officer, Kenal Kiran Clothing Limited
Ganesh C.B., B.Com, M.Com, MBA, MBM, CAIIB, (43)*	DGM	1353616	1081913	22	1-Dec-95	Clerk, State Bank of Travancore
Ganesh Nagori Nitish, B.Sc., DCA, DMS, (38)	DGM	3901174	2990701	13	1-Feb-05	Vice-President, ABN Amro Bank
Ganesh R., B.Com, ICWAI, CAIIB, CS, (40)	DGM	4309647	3166880	15	31-Jan-00	Credit Officer, SBI Commercial & International Bank Limited
Ganeshram A.P., B.Com, PGDMM, (36)	AGM	2942994	2267960	14	19-Jul-04	Branch Manager, HDFC Bank
Ganga S.(Ms.), B.Com,MBA, (39)*	CMII	1092798	828437	13	19-Jul-95	—
Garg Rahul, BE, PGPM, (33)	CMII	2531484	1948950	9	20-Mar-01	Manager, SIDBI
Ghosh Abhijit, BE, MBA, (48)	AGM	2518411	1952777	20	2-Jan-92	Application Engineer, Tega India Limited
Ghosh Anindita(Ms.), B.Sc., M.Sc., PGPABM, (32)	AGM	2866327	2145189	9	18-Sep-03	Senior Executive, Deepak Fertilizers
Ghosh Indranil, B.Com, MMS, (37)	AGM	2923020	2199597	14	22-Aug-02	Principal Consultant, Zenith Infotech
Ghosh Mrinal, B.Com, CA, (37)	AGM	2559474	1870963	13	25-Jun-01	Assistant Manager, Kotak Mahindra Finance Limited
Ghosh R., BE, (39)*	CMII	1248287	979060	14	1-Apr-95	Trainee, ITC Classic Finance
Ghoshal Debashish, B.Sc., PGDM, (42)	JGM	5128634	3670164	18	1-Nov-06	Practise Head, Tata Strategic Management Group
Girish V., B.Com, MBA, (36)*	DGM	2718685	2015461	15	20-Jul-98	Senior Manager, Lloyds Capital
Godbole Shankar, BA, B.Com, JAIIB, (55)	GM	3764244	2891507	32	4-May-77	—
Goel Ashish, B.Tech, PGDM, (36)	DGM	3754264	2722172	14	1-Oct-04	Trade Marketing Manager, Marico Industries Limited
Goel Vivek, B.Com, ICWAI, CA, CS, (38)*	DGM	1014496	799347	15	23-Nov-07	General Manager, Reliance Industries Limited
Govil Jatin, BA, PGPM, (35)	AGM	2954474	2177901	11	24-Jan-07	National Sales Manager, Asian Paints Limited
Govindan Krishnan, B.Sc., PGDBM, (40)	DGM	3606767	3026038	18	2-Jan-04	Regional Manager, Asian Paints (I) Limited
Goyal Shiv Kumar, BA, PGPM, (33)	CMII	2403519	1806913	9	7-Mar-03	Assistant Manager, HDFC Bank Limited
Gune Smita (Ms.), B.Com, CA, CIA, (50)	GM	6448776	4622137	25	12-Oct-98	Assistant General Manager,Tata Finance
Gupta Ajay, B.Com, CA, (42)	GM	6420125	4712492	18	25-Nov-91	Article Clerk, A.F. Ferguson Co.
Gupta Anirudh, B.Com, CA, (29)*	AGM	1080528	880409	9	5-Apr-01	Finance Controller, ABB Limited
Gupta Bhavesh, B.Com, MBA, (36)	DGM	4077047	2990717	11	19-May-03	Assistant Vice-President, TADFL
Gupta Kumar, B.Sc, PGDBM, MBA, (40)*	CMII	1118182	884926	17	29-Aug-03	Vice-President, Way 2 Wealth Pvt. Limited
Gupta Narendra, BA, B.Sc, LLB, DBM, (52)*	GM	1019793	836642	25	13-May-08	Officer M II, Central Bank of India
Gupta Rajneesh, BE, PGDM, (36)	DGM	3137839	2435194	13	1-Nov-07	Manager, General Electric International
Gupta Subhro, B. Sc., M.Sc., MBA, (48)	DGM	3763978	2810406	23	1-Jun-06	Assistant Vice Prsident, IDBI Bank
Gupta Sunil, B.Com, CA, (33)	CMII	2535789	1893220	11	29-Nov-04	Manager, IFCI Limited
Hariharan Kashinath, BE, MIB, (38)	AGM	2846514	2185094	13	17-Feb-07	General Manager, Reliance Industries
Hebbar Nagendra, BA, PGDBM, PGDPMIR, (38)	AGM	3076986	2247518	16	1-Jul-96	Senior Manager, Shiram Chit Fund
Hingorani Mahesh, B.Com, CAIIB, (49)	DGM	3328351	2336272	25	2-Feb-96	A.L.P.M. Operator, Canara Bank
Isaac Robi, BA, LLB, (33)	DGM	3944596	2775136	11	3-Sep-07	Resident Partner, Kochhar & Co.
Isser Utpal, BA, PGDRM, (34)	DGM	4046454	2956925	10	1-Oct-01	Senior Research Executive, Indian Mark Research Bureau
Jacob Joe, B.Sc., PGDPMIR, MBA, (38)	AGM	3077161	2297663	15	1-Oct-02	Assistant Manager, Standard Chartered Bank
Jain Arun, B.Com, CA, (32)	AGM	2811591	2176879	9	21-Mar-01	Deputy Manager, S. B. Billimoria
Jain Mukesh, B.Com, CAIIB, PGDBM, DBANKM, (49)	SGM	7999611	5773535	29	29-Mar-94	Officer, Canara Bank
Jain Nakul, BBS, PGDM, (31)	AGM	2984140	2199891	9	2-May-00	—
Jain Nipun, B.Com, MBA, (37)	DGM	4187342	3136731	13	19-May-00	Branch Manager, Gmac-TCFC Finance Limited
Jain Pankaj, BE, MMS, (37)*	JGM	1618878	1250717	14	1-Feb-08	Senior Vice-President, ICICI Prudential Life Insurance Company Limited
Jain Prashant, B.Com, CA, (33)*	AGM	3061898	2332076	9	23-Mar-00	Consultant, Aneja Associates
Jain Radhika (Ms.), BBS, PGDM, (27)	CMI	3070162	2293001	4	14-May-04	—
Jain Sanjeev, B.Com, (39)*	AGM	1087533	886768	13	5-Aug-06	Assistant General Manager, LG
Jain Sukumar, B.Com, ICWAI, CA, (36)	CMII	2481509	1990439	10	20-Jun-05	Finance Advisor Manager, Royal Dutch/Shell

Name, Qualifications and Age (in years)	Desig./ Nature of Duties***	Remuneration Received (Rs.)		Experience (in years)	Date of Commencement of Employment	Last Employment
		Gross (Rs.)	Net (Rs.)			
Jain Vikas, B.Sc., CFA, DMM, PGDBA, AMFI, NCFM, (34)	AGM	3006153	2238661	13	9-Nov-99	Management Trainee, Tata Finance Limited
Jaiswal Manoj, B.Com, DSMKT, NCFM, (36)	AGM	2869334	2207836	16	30-Jul-03	Branch Manager, Global Trust Bank Limited
Jayaraman Mohan, B.Com, ICWAI, (35)	JGM	5039677	3591336	15	2-Dec-02	Assistant General Manager, FISAF
Jayarao K. M., BE, (53)	SGM	8424209	5934374	29	22-Mar-82	Junior Executive, BHEL, Hyderabad
Jethi Vikrant, B.Com, MBA, (35)	AGM	3426501	2531221	13	16-Apr-97	Management Trainee, Schematic Finance Limited
Jha Rakesh, BE, PGDM, (37)	DYCFO	7719389	4430819	12	3-Jun-96	—
Jha Sanjay, B.Sc., PGDM, (38)	AGM	2961138	2255041	13	24-Oct-00	Manager, UTI
Joglekar Vinayak, B.Com, (44)	DGM	4125951	3094491	24	15-Mar-99	Senior Manager, Lloyds Finance Limited
Johnson Shashi, B.Sc., PGDRM, (39)	DGM	4151471	2933691	16	13-Jun-02	Trading Manager, Cargill India Limited
Joshi Ajit, BE, MFM, (41)	AGM	2736164	2035246	18	5-May-03	Systems Architecht, Unisys India Private Limited
Joshi Bhalchandra, B.Sc., MMS, (42)	DGM	3063746	2254696	18	2-Aug-99	Manager, Standard Chartered Bank
Joshi Rahul, B.Sc., MBA, (39)	DGM	4004499	2935368	17	15-Mar-99	Meghraj Financial Services India Private Limited
Joshi Rajiv, BE, MBA, (34)	AGM	3131428	2311552	11	12-Nov-99	GE Countrywide Finance
Juneja Kamaljeet, B.Sc., PGDM, (35)	JGM	4224132	3153634	14	22-Nov-07	Principal Banking, Infosys Technologies
Juneja Maninder, BE, PGDM, (43)	SGM	8310394	5767728	18	5-Apr-99	Head Agency Business,DGP Windsor
Kajrolkar Roopesh, BE, MMS, (35)*	DGM	2853646	2115584	11	7-Apr-08	Market Space Manager, Castrol India Private Limited
Kaliappan Shanti(Ms.), B.Sc, MBA, (35)*	AGM	923683	746413	11	27-Sep-07	Vice-President, ABM Amro Bank
Kamak Bhuvanendran, BE, PGCGM, (41)*	JGM	3096903	2286060	18	1-Jul-08	Director, American Express
Kamani Anirudh, B.Com, CA, (39)	JGM	5237681	3740796	19	1-Feb-05	Manager Supply Chain, Becton Dickinson India Limited
Kamath K.V., BE, PGDBA, (61)+	MD&CEO	30830432	21755569	37	1-May-96	Advisor to Chairman, Bakrie Group, Indonesia
Kamlesh Rajaninath Dangi, B.Com, PGPMS, (37)*	JGM	2175578	1557943	14	2-Jul-01	Manager HR, Shoppers Stop Private Limited
Kanwar Vivek, BA (Hons),PGDBM, (45)*	GM	3897084	2970841	24	30-May-94	Product Manager, India Telecomp Limited
Kapadia Mehernosh, B.Com, LLB, M.Com, CS, (51)*	GM & JCS	3604584	2691184	28	1-Feb-08	Corporate Advisor, Metal FZC
Kapadia Suketu, B.Com, CA, (37)	AGM	2920423	2273383	13	22-Jan-07	Senior Manager, V P Thacker & Co. Private Limited
Karunakaran Nirmal, B.Com, MMS, ICWAI, CFA, (40)	DGM	3800862	2656966	17	22-Jan-92	—
Kashive Ashish, BE, MFM, (37)	DGM	3528335	2529802	16	28-Sep-07	Head-Fuels Practice, CRISIL Limited
Kasliwal Parag, B.Com., CS, CA, (29)*	CMI	1938876	1377854	10	8-Dec-03	Assistant System Engineer, Tata Consultancy
Kaur Satinder (Ms.), M.Com, JAIIB, (45)	DGM	4360641	3144578	24	13-Apr-94	Officer, Punjab National Bank
Kaushal Vikram, B.Com, PGDBM, (38)*	DGM	1769646	1236400	17	8-Oct-01	Associate Vice-President, SREI International Finance
Kaushik Manoj, B.Sc., PGDBM, (39)*	DGM	2918044	2102408	16	12-Nov-99	Vice-President, Technofill Private Limited
Kehair Ashish, B.Com, ICWAI, DBF, CA, (33)*	JGM	4026087	2910158	11	27-Dec-02	Assistant Manager, TAIB Bank E.C.
Kenkre Deepak, BE, MFM, (43)	CMII	2487807	1835842	20	13-Jul-92	Plant Supervisor, Godrej Soaps Limited
Kerkar Sanjiv, B.Tech,MFM, (58)*	SGM	7080803	5388035	33	26-Nov-96	Director-Operations, Asian Finance & Investment Corporation
Khandelwal Rajendra, B.Com, CA, CS, (36)	DGM	4259309	3245211	14	4-Oct-95	—
Khandelwal Sachin, BE, MBA, (42)	SGM	7919375	5769528	17	10-Dec-99	Honda Siel Cars
Khanna Rajat, B.Tech., MBA, (38)	AGM	3066945	2350596	14	2-Apr-07	General Manager, Citi Financial
Khanna Sanjaykumar, BE, (43)	DGM	3635558	2602375	22	15-Apr-05	Senior Manager, National Bank of Oman
Khawaja Peersab, B.Com, M.Com, LLB, CAIIB, (50)	AGM	2530908	1886342	30	9-Jun-97	Manager, Bank of Maharashtra
Kikani Kalpesh, BE, MBA, CFA, (36)	SGM	8920434	6414369	13	1-Jun-95	—
Kochhar Chanda D. (Ms.), BA, MMS, ICWAI, (47)+	JMD & CFO	18401814	13015211	25	17-Apr-84	—
Kodaganti Leelanand, B.Sc., CCCL, (44)	AGM	3449001	2522492	21	26-Aug-04	Chief Manager, Global Trust Bank
Konda Vasudeva, B.Tech., PGDM, (35)	DGM	4195191	3063320	13	19-Apr-99	Senior Systems Analyst, Infosys Technologies
Krishna Prasad T, B.Sc., MBA, (38)*	DGM	1559067	1139500	14	6-Jun-94	—
Krishna Som, B.Sc., M.Sc., MBA, (33)	AGM	3145392	2405305	13	1-Nov-00	Partner, Mradang Cinema
Krishnan A R V, B.Tech., MBA, (38)*	AGM	1465918	1140689	16	16-Aug-99	Assistant Manager, Nagarjuna Finance Limited
Krishnan R., M.Sc., CAIIB, DCA, (46)	AGM	3321000	2392914	24	1-Aug-96	Assistant Manager, SBT
Kumar Mahesh, B.Com, MFM, (36)	CMII	2427346	1840121	11	3-Oct-01	Assistant Manager, Global Trust Bank Limited
Kumar Manish, B.Com, CA, (37)	DGM	4111591	2919498	14	28-Dec-99	Manager, Meta Strips Limited
Kumar Senthil, B.Sc., MBA, (38)	AGM	2914551	2200373	14	4-Jan-01	Branch Manager, Ashok Leyland Finance
Kumar Shilpa, (Ms.), B.Com, PGDM, (42)	SGM	8122549	5796155	19	1-Jun-89	—
Kumar Sushant, MA, CAIIB, (48)	GM	7820984	5524490	21	18-Jul-94	Deputy Manager, United Bank of India
Kumar Vinit, B.Sc., MBMGT, (39)	JGM	3695084	2761012	15	10-Dec-07	Director, American Express Bank
Kuppuswami Swaminathan, M.Com, CAIIB, (54)	DGM	2932517	2237456	32	24-Feb-97	Officer MII, Union Bank of India
Lal Rohit, B.Tech., PGPM, (38)	JGM	5261256	3784075	14	3-Apr-06	Vice-President, Citi Bank
Lamba Amit, BA, MBA, (36)	DGM	3844492	2822590	15	10-Nov-99	Senior Executive, Citicorp Credit Services Limited
Limaye Niranjan, BE, PGDM, (39)	JGM	3846134	2873792	15	1-Jun-95	Graduate Engineering Trainee, Larson & Toubro Limited
Madhavan Anish, B.Com, CA, (37)	DGM	4254391	3085272	13	20-Aug-01	Manager, Orix Auto Fin(I) Limited.
Madhivanan B., B.Sc., PGDM, (39)	SGM	7820643	5714745	18	16-Dec-99	Chief Manager, Arvind Mills Limited
Majumdar Nandini(Ms.), B.Sc., MBA, CDCS, DTIRM, CAIIB, (37)	DGM	3732206	2718747	13	17-Apr-07	Senior Manager, American Express Bank
Mallick Rahul, B.Sc., MBA, (44)	GM	5733760	4087979	20	10-Jan-05	Director, Prospect Base
Malpani Sharad, BE, MBA, (35)	AGM	3237682	2385594	13	18-Sep-01	Research Analyst, Mckinsey Knowledge Center
Manmohan Kapoor Aanchal (Ms.), B.Sc., PGDM, (35)	DGM	4109811	3187863	12	15-Dec-03	Senior Manager, IDBI Bank
Mantri Sanjeev, B.Com, CA, (38)	GM	6330309	4547021	14	1-Oct-03	Deputy Head - Corp. Banking, BNP Paribas
Marshall Vispi, B.Com, DCS, MFM, (43)	DGM	4148482	3211735	22	1-Sep-06	Head Liabilities, Standard Chartered Bank
Mathur Abhishake, B.Tech., MBA, (37)*	DGM	958212	823690	13	14-Jan-05	Head Accounts Services, Standard Chartered Bank
Mattagajasingh Soumendra, BA, MA (IR&PM), (37)	DGM	4623925	3285222	12	23-Sep-02	Senior Officer, Hindustan Petroleum Corporation
Mehra Rajan, B.Sc., CAIIB, (49)	DGM	3003375	2289762	28	5-Sep-98	Officer MIII, Dena Bank
Mehrotra Sumit, B.Com, (38)	DGM	4041312	2958012	17	2-Dec-99	Area Manager - Strategic, GE Capital - TFS
Mehta Harshil, M.Sc., MBA, (42)	JGM	4507042	3233298	15	2-Jul-02	Assistant Vice-President, TADFL
Mehta Jalpesh, B.Com, PGDACM, (30)	CMI	2744121	2022935	8	10-Dec-04	Area Sales Manager, Standard Chartered Bank
Mehta Kartik, B.Com, ICWAI, CA, (40)*	DGM	3089950	2337187	13	25-Jan-08	Vice-President & Head, Development Credit Bank
Mehta Sameer, B.Sc., MBA, (37)*	AGM	857547	669602	12	16-Aug-99	Key Accounts Executive, AFL Logistics Private Limited
Mehta Vikash, B.Com, CA, (33)	AGM	3327847	2399030	10	21-Jan-00	Audit Manager, C.C. Chokshi & Co.
Menon Jayan, B.Com, CA, (41)	JGM	5027548	3691557	20	3-Mar-92	Senior Officer, TISCO- Special Steel Limited

Name, Qualifications and Age (in years)	Desig./ Nature of Duties***	Remuneration Received (Rs.)		Experi-ence (in years)	Date of Com-mencement of Employ-ment	Last Employment
		Gross (Rs.)	Net (Rs.)			
Menon Sashidharan, M.Sc., CIA, CIDA, (51)*	SGM	5826236	4182505	27	11-Sep-06	Vice-President & Head of South Asia, Deutsche Bank
Menon Sunith, B.Tech. (40)	DGM	3279702	2401227	18	11-Nov-99	Business Manager, SRF Financials
Mhatre Sangeeta (Ms.), B.Com, CA, (45)	SGM	8182052	5895368	23	12-Jun-89	Junior Officer, Price Waterhouse
Mishra Lok, BA, CAIIB, MBA, (39)	JGM	5330696	3987558	16	22-Oct-96	Assistant Manager, Oriental Bank of Commerce
Mishra Sidhartha, B.Sc., MFC, AMFI, NCFM, (33)	AGM	2904938	2319119	10	24-Oct-98	—
Misra Manish, B.Tech, PGDM, (38)	GM	5972042	4246622	12	19-Jun-02	Vice-President, Oyster Solutions
Mitra Manash, BE, PGDM, (43)*	DGM	2097989	1590064	18	24-May-06	General Manager, HIAL
Mitra Ronita (Ms.), B.Com., MMS, (39)*	JGM	2180925	1507534	20	19-Aug-08	Marketing & Strategy Head, Castrol India Limited
Mittal Ajay, B.Com, ICWAI, CA, PGDTFM, (38)	DGM	4309498	3118228	14	17-Jan-07	Vice-President, ING Vysya Bank
Mohatta Sudarshan, B.Com, ICWAI, CA, CS, JAIIB, (37)	AGM	2981006	2205586	14	5-Oct-06	Manager, The World Bank
Mohd Khan Shakil, BA, DIMA, (35)*	DGM	2021142	1442303	8	22-Mar-03	Credit Manager, Hutchison Telecom
Mookerjee Ranadeep, B.Com, CA, (34)	AGM	3159138	2388079	12	29-Sep-03	Deputy Manager, E-serve International Limited
Mukherjee Siddharth, BA, (39)*	DGM	1196139	940343	18	28-Mar-07	Head - Renewable Energy, SREI Infrastructure Limited
Mulla Parvez, BE, PGDM, (38)	DGM	4673126	3454748	15	16-Aug-00	Relationship Manager, ANZ Grindlays Bank
Muthuvalliappan S.P., B.Com, JAIIB, CAIIB, (53)	DGM	3345767	2418412	9	1-May-00	—
Nachiappan V., B.Sc., CAIIB, PGDBA, (55)	GM	4928901	3606647	35	1-May-00	General Manager, Bank of Madura Limited
Nag Sudipto, B.Sc., MBA, (34)	AGM	3211028	2401683	10	8-May-01	Medical Detailing Officer, Nestle India Limited
Nagarajan Raghu, B.Sc., M.Sc., DCA, (44)	AGM	2658945	2030892	20	14-Nov-94	Assistant Manager, State Bank of India
Nagpal Vikas, DEE, PGDBA, (35)	AGM	3072090	2283019	14	24-Sep-04	Emerson Network Power India Private Limited
Naik Kishor, BE, MMS, (39)	DGM	4055293	2890541	16	1-Jun-95	Officer, DGP Windsor
Nair Jayakumar, B.Tech., PGPM, (38)	AGM	3263394	2508025	18	5-Sep-05	Senior Manager, Bharti Cellular
Nair Jayaprasad, BA, (37)	CMII	2484157	1869051	16	4-Oct-93	Office Assistant, Ajita Chit Fund
Nair Rajesh, B.Com, PGDM, (35)	DGM	4106095	3003361	11	10-Jan-00	Deputy Manager, Export Import Bank of India
Nair Raman, B.Com, CA, CPA, CISA, (43)	AGM	2490660	1921732	21	2-Jul-07	Finance & Accounts Dept., Enam Financial Consultant Private Limited
Nambiar Sanjay, BALLB, ML, (38)	AGM	2938286	2258446	15	23-Jul-07	Chief Manager, Arcil Private Limited
Nandlal Karia Paresh, B.Com, CA, (38)*	AGM	1569681	1240581	14	16-Feb-04	Manager, HDFC Bank
Narayanan Keerthi, B.Com, ACI, (44)	AGM	2829984	2147671	23	4-Sep-06	Assistant Vice-President, UTI Bank
Narayanan N.R., BE, PGDM, (46)	GM	6084643	4348305	22	17-Apr-00	Regional Manager, Eicher Motors Limited
Narayanan T.V., B.Com, CAIIB, (49)	DGM	3221845	2572083	25	16-May-94	Manager, State Bank of India
Nayak Girish, B.Tech., PGDM, (38)	GM	6091571	4442747	16	2-May-94	Software Engineer, Mastek Limited
Neithleth Jayaram, B.Sc., MA, PGDSM, (42)	AGM	2811568	2103431	19	25-Jul-97	Officer II, Bank of Madura
Nidugondi Srinivas, B.Com, PGDM, (35)	AGM	2786903	2111610	11	23-Feb-06	Country Manager, ACG PTE Limited
Nirula Ramni (Ms.), BA, MBA, (56)	SGM	6970076	5137535	33	1-Dec-75	—
Nohwar Rajeev, BE, MBA, (37)	AGM	2654445	1994120	13	20-Apr-99	Area Sales Manager, Bank of America
Padmanabhan Ramesh, B.Sc., CAIIB, CFA, PGDBA, (46)	AGM	2563427	1986964	25	30-Mar-98	Assistant Manager, State Bank of India
Pal D. K., B.Com, ACA, (53)	JGM	4538808	3357931	29	2-Mar-81	State Bank of India
Palta Amit, BE, PGDBM, (37)	GM	4033807	3020898	8	11-Feb-02	Manager, Standard Chartered
Pandey Ajay, BA, PGDIRPM, (41)	AGM	3031858	2259881	15	6-Dec-05	Senior HR. Manager, Convergys India
Pandey Bhaskar, B.Sc., MMS, (38)	AGM	3218144	2362120	9	15-Jan-07	Wealth Advisor, Citi Group
Parameswaran R., B.Com, MFM, AIII, (41)*	CMII	1750170	1418379	14	1-Dec-93	—
Parmar Anilkumar, BBA, CAIIB, (37)	AGM	3064357	2261156	16	18-Jul-05	Senior Manager, Union Bank of India
Patnaik Bisweswar, B.Com, MBA, DBF, CFA, (36)	CMII	2582149	2000543	12	12-Aug-05	Manager, IDBI Bank Limited
Patnaik Shyam, B.Sc, PGPIM, (52)	DGM	3518997	2637414	28	16-Nov-96	Officer MII, Canara Bank
Patni Ashok Kumar, MA, (54)	JGM	4662629	3421131	32	1-May-96	State Bank of Bikaner & Jaipur
Phani Kumar Thota, B.Com, DCA, (39)	AGM	2752281	2179206	15	11-Dec-00	Manager, UTI Bank Limited
Pillai Neelakantan, BBM, (48)	AGM	2928434	2137303	22	10-Jan-00	Manager, Times Bank Limited
Prabhune Sunil, B.Com, PGDM, (33)	DGM	4115086	2879818	12	4-Jul-05	Senior Manager - HR, Novartis
Prakash V., B.Sc., M.Sc., (46)*	GM	3807548	2801590	17	17-Apr-08	Director Head, Standard Chartered Bank
Pramod P.C., B.Sc., MA, COMP., (42)	AGM	3093398	2290701	20	12-Oct-98	Deputy Manager, Bank of Madura
Prasad Jayant, BE, PGDM, (35)	DGM	4095099	3217350	11	4-May-98	—
Prasad Vinayak, B.Sc., MMS, MBA, (41)	JGM	4817639	3555523	14	5-Mar-07	Director- Head of Central Strategic Risk Operations, Capital One Service Inc.
Purandare Madhavi (Ms.), B.Com, ICWAI, CS, CAIIB, (41)	DGM	3854950	2793473	19	10-Jul-99	Manager, Saraswat Bank
Puranik Ganapathy, B.Com, ICWAI, (37)	AGM	3092676	2279299	16	10-Feb-04	Manager, HDFC Bank
Puri-Buch Madhabi (Ms.), BA (Hons),PGDM, (43)*+	ED	13490234	9452446	20	2-Jan-97	Research Director, MARG
Raghavan Balaji, B.Com, PGDM, (37)*	JGM	2331665	1653026	14	20-Jun-05	Vice-President, ABN Amro Bank
Rai Amit, BA, PGDM, (34)	AGM	2876646	2142688	12	1-Jun-01	Territory Manager, GE Countrywide
Rajani Mukesh,M.Com, DFM, COMP, MMS, MBA, (40)	AGM	2975663	2179461	19	20-Jun-01	Manager, Kotak Mahindra Financial Limited
Rajawat Sanjay, M.Com, M.Phil., CA, (41)*	DGM	2692479	2010320	18	1-Jun-06	Zonal Head, IDBI Bank
Ralhan Raj, B.Sc., PGDIT, CAIIB, (41)	DGM	3060643	2273364	19	4-Feb-08	Assistant Vice-President, SBI Capital Market
Ramachandran G. (Dr.), M.Sc., M.Phil., Ph.D., (47)	DGM	4679802	3343438	19	24-Dec-01	Vice-President-Mutual Fund, CRISIL
Ramadorai Radha (Ms.), JAIIB, M.Com, DCM, PGDBM, (43)	AGM	2578881	1957143	24	12-Apr-94	Officer, RBI
Ramakrishnan Arati (Ms.), B.Com, CS,MMS, (32)	AGM	3131680	2255296	9	23-Sep-02	Associate, CRISIL Limited
Ramakrishnan Murali, B.Tech,PGDM, (46)	GM	6706525	4850087	23	2-Aug-99	GE Capital TFS Limited
Raman Arun, BE, PGDM, (38)	JGM	4864655	3466725	9	20-Jul-05	General Manager, Satyam Computers Limited
Ramanujam R., B.Com, PGDM, (35)*	AGM	2451592	2031418	13	5-Aug-05	Assistant Vice-President, Meghraj Financial Service
Ramasubramanian Krishnakumar, B.Tech., PGDM, (36)	DGM	4293229	3236907	13	3-Jun-96	—
Ramchandani Sunir, BE, MBA, (34)*	AGM	1383280	1018070	11	18-Jun-01	Manager Sales & Marketing, Arvind Mills Limited
Ramesh A R, B.Com, PGDM, MBA, (40)	DGM	2990974	2431781	16	1-Nov-99	Assistant Manager, Standard Chartered Bank
Ramesh A.V, BE, M.Tech., (45)	DGM	4190298	3041607	18	30-Apr-01	Manager Systems, State Bank of India
Ramji Krishna Swamy, BE, MBA, (39)	AGM	3030502	2264701	13	22-Dec-03	Assistant Vice-President, Citi Bank Financial
Ramkumar Krishnaswamy, B.Sc., PGDPM & IR, (47)+	ED	14719155	10539772	24	2-Jul-01	General Manager (HR), ICI India Limited
Ranade Anupama (Ms.), B.Com, ICWAI, CS, CA, (39)	DGM	3047910	2229431	16	24-May-93	—
Ranganathan Sridhar, B.Sc., (36)	DGM	4015476	2938007	14	18-Dec-00	Assistant Manager, Bharati Mobile Limited

Name, Qualifications and Age (in years)	Desig./ Nature of Duties***	Remuneration Received (Rs.)		Experi-ence (in years)	Date of Com-mencement of Employ-ment	Last Employment
		Gross (Rs.)	Net (Rs.)			
Rao C. V, M.Com, MBA, (44)*	AGM	1344835	1072506	19	6-May-92	Research Assistant, Indian Institute of Management
Rao Gururaj, BE, MMS, (37)	DGM	3078749	2288431	14	4-Feb-08	Head, Birla Sun Life Insurance
Rao Pramod, BA, LLB, (35)	SGM	7415720	5366083	13	1-Aug-96	Mulla & Mulla
Rao Raghavendra, B.Sc., CAIIB, CDCS, (43)	AGM	3102565	2357668	22	22-Oct-97	Assistant Manager, Indian Bank
Rao Sanjay, B.Com, CA, (34)*	AGM	734751	587910	10	22-Dec-08	Chief Technology Officer, Citigroup Wealth Advisor India Limited
Rao Sekhar, BE, MBA, (40)*	DGM	2259223	1673293	16	11-Jul-03	Zonal Manager, Asian Paints (I) Limited
Rao Subba, M.Sc., DBM, (48)	DGM	3662637	2667808	23	29-Jan-01	Chief Manager, Global Trust Bank
Rastogi Yogesh, BE, PGPM, (40)	JGM	5070577	3680194	16	14-May-93	—
Ratanpal Amit, B.Com, CA, MBA, (33)	AGM	4720607	3319444	9	11-Mar-05	Senior Investment Advisor, ABN Amro Bank
Ravikumar V., M.Sc, (49)*	SGM	5376323	4046809	24	5-Mar-08	Treasurer & Senior Director, I.D.F.C
Ravindranathan N, B.Sc., DCOM, DTM, CS, LLB, CPA, (47)*	DGM	2239237	1670033	27	23-Sep-02	Director, Svagath Professional Services
Rawal Sujeet, BA, (53)*	AGM	1629337	1277998	31	4-Jul-02	Senior Manager, Dena Bank
Rele Sushil, B.Com, MMS, ICWAI, INS, (44)	AGM	3368090	2559819	23	7-Oct-02	Assistant Vice-President, Birla Sunlife Distribution
Rohilla Pradeep, B.Sc., PGDBM, (33)*	AGM	3052900	2402458	11	20-Dec-01	Area Sales Executive, Henkel Spic India Limited
Rohokale Sunil, BE, MBA, (38)*	GM	3688172	2710529	15	1-Jun-94	Management Trainee, Atlas Copco (I) Limited
Roy Chaudhuri P.S., MA, LLB, DPM, DCM, DIPT&D, CAIIB, PGDHRM, HRDA, (53)	AGM	3132584	2344690	29	25-Sep-00	Manager, Union Bank of India
Rupani Viral, BE, MBA, (40)	DGM	3578146	2744105	16	4-Jun-03	Regional Manager, Standard Chartered Bank
Sabharwal Rajiv, B.Tech., PGDM, (43)*	SGM	7586382	5527682	18	21-Dec-98	Assistant Vice-President, Times Bank
Sachdev Hitesh, B.Com, CA, CS, M.Com, LLB, (31)	CMII	2772630	2083052	9	22-Jun-02	Assistant Manager, Torrent Private Limited
Saha Anup, B.Tech., PGPM, (38)	JGM	4989645	3547562	16	21-Jun-03	Assistant Vice-President, GE Capital
Saha Avijit, BE, PGDM, (40)	JGM	5004377	3901586	15	7-Aug-06	Business Manager, ICI Paints
Sahasrabuddhe Vidhyadhar, B.Sc., LLB, (56)	GM	5483577	4011549	38	28-Aug-96	Senior Manager, Bank of Maharashtra
Sahney Mohit, BE, MBA, (34)*	AGM	1995631	1501127	10	28-Oct-99	Senior Officer, Grasim India Private Limited
Sakare Abhay, BE, DSM, AMIE, (40)*	DGM	3871137	2788026	19	5-Feb-99	Senior Officer, HDFC Limited
Salhotra Rohit, BE, PGDM, (42)	JGM	4494221	3459491	19	21-Nov-06	Head Sales & Marketing, Bharti Airtel Limited
Saluja Deepak, B.Sc, PGDBA, (34)*	CMII	1808895	1386125	11	4-Feb-05	Head-Franchising & Mareketing, Egana India Private Limited
Sanghai Anubhuti (Ms.), BA, CA, (35)	DGM	4319915	3079161	11	30-Mar-99	Executive, S.R. Batliboi & Co.
Sanghai Sumit, B.Com, CS, CA, (33)	AGM	3349557	2401701	8	24-Apr-00	—
Sanyal Goutam, B.Sc., M.Sc., Ph.D.(45)	DGM	4345651	3100682	13	21-Nov-05	Consultant, I-flex Solution
Saraf Ajay, B.Com, ICWAI, ACA, (39)	SGM	8481577	6184053	17	1-Jun-02	American Express Bank Limited
Saravade Nandkumar, BE, M.Tech., (46)*	GM	3605865	2593000	24	7-May-08	Director, NASSCOM
Sarawgi Sandeep Kumar, B.Com, CA, (39)	DGM	3576167	2565546	16	17-Jan-07	Chief Financial Officer, Bombay Stock Exchange
Sarkar Debashis, B.Tech, PGDQM, PGDMFM, MS, (41)	DGM	4057420	2888184	18	11-Jul-02	Marico Industries
Sathish Kumar A.R., LLB, (41)*	DGM	3630460	2555493	20	2-Jul-01	Branch Manager, Sundram Home Finance
Satnaliwala Rupesh, B.Com, CA, (33)	DGM	4454930	3134269	10	31-Dec-99	Finance Executive, CESC Limited
Satpathy Suchismita (Ms.), DSM, BA, PGPM, (36)	DGM	4018124	3087574	13	1-Jun-95	—
Satyaprasad Manikonda, M.Com, CAIIB, (50)	JGM	6187634	4425440	28	26-Dec-01	Senior Vice-President, Credit Lyonnais Bank
Savant Geeta (Ms.), B.Com, CA, CS, (45)	DGM	2733185	2123819	22	17-Mar-92	Audit Excecutive., Voltas Limited
Sawhney Guljiv, B.Com, PGDBM, (39)	AGM	2986120	2199823	15	20-Dec-04	Assistant Vice-President, ABN Amro Bank
Saxena Anurag, BE, PGPM, (33)	AGM	2903140	2270577	10	18-Aug-03	Manager, Xerox Office Automation
Saxena Jai, MA, (37)*	DGM	1813260	1366858	15	1-Jun-06	Assistant Vice-President, GE Capital Services India
Saxena Mohit, B.Com, MMS, (39)*	AGM	2090150	1594347	13	21-Jan-00	Assistant Vice-President, BOI Finance
Saxena Rajesh, B.Com, M.Com, CS, (52)	AGM	2430196	1814552	28	2-May-95	Company Secretary, DCM Shriram Leasing
Saxena Sharad, BE, (46)	JGM	5024841	3710112	21	12-Sep-05	Chief Manager IT, Konkan Railway
Sebastian Siby, B.Com, CA, (36)*	AGM	3064694	2366750	12	21-Feb-02	Regional Operations, Kotak Mahindra Primus Limited
Seetharaman M. S., M.Com, CAIIB, (50)	DGM	3757770	2782852	30	31-Mar-95	Officer, Canara Bank
Seghal Girish, BE, MBA, (37)	AGM	3175672	2439497	11	1-Jun-02	Sales Executive, Kodak India Limited
Sehrawat Sanjeev, B.Sc., MBA, PGDM, (40)	GM	6455198	3484891	16	3-Jun-96	Officer, Bharat Petroleum
Sen Debrato, BE, MBA, CFA, (40)	DGM	3664158	2725892	15	4-Dec-03	Senior Relationship Manager, BNP Paribas Bank
Seshadri Sridhar, M.Com, CAIIB, (46)	DGM	3065401	2313485	26	6-Feb-95	Systems Analyst-Scale II, Syndicate Bank
Seshadri Vishwanath, B.Com, ACA, (47)	GM	4712774	3414486	21	19-Aug-98	Manager Finance, Countrywide
Sethi Ajay, B.Com, CAIIB, AMFI, (42)	AGM	2543141	1877972	21	24-Aug-98	Assistant Manager, Vijaya Bank
Sethi Amit, BE, MBA, (36)	JGM	4273053	3040967	13	1-Jun-98	Engineer, Essar Steel Limited.
Shah Parag, B.Com, CA, LLB, MBA, (37)	AGM	2951031	2230597	12	6-Oct-98	Manager, CTRL Services
Shah Anand, B.Com, CA, (31)	AGM	2609530	1990746	8	25-Sep-06	Manager, ITC Limited
Shah Ankur, BBA, MBA, AMFI, (31)	AGM	3187779	2366422	8	1-Jun-00	—
Shah Drupad, BE, MMS, (38)	DGM	4235818	3115066	15	5-Apr-99	Manager, Apple Finance Limited
Shah Hemant, B.Com, CWA, CA, CS, FRM, (40)*	DGM	1717166	1333350	17	6-Apr-92	Audit Assistant, L.B. Jha & Co.
Sharma Atul, B.Com, PGDSAF, PGDBM, (37)*	AGM	1809117	1320091	14	1-Nov-04	Associate Vice-President, Kotak Bank
Sharma Bharat, BE, MBA, DBF, (38)	DGM	4327732	3231640	14	22-May-02	Regional Manager, TADFL
Sharma Shivam, BA, DHM, PGDM, AMFI, NCFM, (33)*	AGM	2474032	1853385	9	1-Jun-00	Management Trainee, Piccadily Hotels Private Limited
Sharma Sudershan, B.Com, CS, CA, (39)	JGM	3995122	2872541	14	1-Jul-99	Manager, IDBI
Sheik Dawood, BBA, CA, (52)	AGM	2495973	1903218	28	10-Oct-97	President, NCL Research Financial Service
Shekar Chandrashekar, BE, GCIE, GDM, MBA, (38)	AGM	2635694	2039030	16	18-Jun-07	Executive Manager, Commonwealth Bank of Australia
Shende Shreepad, B.Sc., PGDM, (38)	AGM	2811286	2041372	15	23-Aug-04	Head - Cross Sell Initiatives, Tata AIG
Shetty Supritha (Ms.), B.Com, CA, (43)	JGM	5801318	4117620	17	26-Sep-03	Manager, BNP Paribas
Shinde Vijaykumar, B.Com, CAIIB, (53)	AGM	2508912	1898367	33	21-Aug-96	Officer M II, Union Bank of India
Shirke Shrikant, B.Sc., BMM, (42)*	JGM	1321649	1014385	17	3-May-04	General Manager, Tata Finance Limited
Shroff Aditya, BA, LLB, (37)*	GM	5275919	3831278	14	4-Jul-03	Senior Associate, CZB & Partners
Shroff Narayan, B, Com, DCA, DEXIM, MBA, AMFI, (32)*	CMII	2922070	2061278	12	29-Sep-03	Manager Marketing, Benchmark AMC Private Limited
Singh Govind, B.Com, CAIIB, (43)	AGM	3039223	2285006	22	11-Jul-00	Assistant Vice-President, UTI Bank Limited
Singh Jagjit, B.Tech, MBA, (44)*	JGM	1583262	1181383	17	1-Apr-08	Vice-President, Mahindra Kotak Bank
Singh Jasminder, B.Com, PGDM, (30)*	CMII	2693500	2137405	7	1-Jun-01	—
Singh Lakhprit, BBA, (33)	AGM	2824895	2126357	11	23-Jun-97	—

Name, Qualifications and Age (in years)	Desig./ Nature of Duties***	Remuneration Received (Rs.)		Experience (in years)	Date of Commencement of Employment	Last Employment
		Gross (Rs.)	Net (Rs.)			
Singh Manu, BE, MMS, (32)*	AGM	1094653	821393	9	19-Aug-02	Assistant Manager, Telco
Singh Navneet, B.Tech., PGDBM, (37)	DGM	4060399	3040536	14	15-Jun-99	Manager, Unit Trust of India
Singh Saurabh, MA, MMS, (42)	GM	6755821	4771489	17	31-Dec-99	Manager HRD,Tata Liebert
Singh Tejinder, BE, MBA, (35)	AGM	2425149	1894610	13	29-Sep-06	Senior Manager, Bharti Airtel Limited
Singh Tina (Ms.), BA, PGDM, (34)	AGM	3017906	2298250	12	10-Feb-03	Segment Manager, Reliance Infocom
Singhal Amit, B.Sc., PGDM, (35)	DGM	4944414	3531831	11	1-Aug-00	Key Accounts Manager, Procter & Gamble
Singhal Ashish, BE, PGDBA, (37)	DGM	4390061	3208298	12	13-May-05	Director, Monarch Marketing
Singhal Raghav, BA, PGDM, (34)	DGM	4232513	3007820	12	10-Jan-00	Product Manager, Godrej GE Appliances
Singhvi Sanjay, B.Sc., CA, (39)	JGM	5147321	3650701	16	15-Mar-00	Group Manager, Birla Global Finance Limited
Singhvi Vikas, B.Com, MBA, (36)	DGM	4029266	2914714	13	21-Aug-96	—
Sinha Madhu (Ms.), B.Sc., M.Sc., (48)	DGM	3286962	2428854	24	19-Jun-07	Assistant General Manager, State Bank of India
Sinha Rahul, BA, MBA, (38)	AGM	2727638	2117854	11	23-Dec-02	Product Manager, Standard Chartered Bank
Sivaramakrishna Harikumar, BA, DIM, MBA, (40)	AGM	3177406	2411775	20	12-Jan-04	Head Accounts, Standard Chartered Bank
Sonawane Mahesh, B.Sc., MBA, (37)	AGM	3116477	2290629	13	26-Jul-96	—
Sood Sanjay, BA, (45)	AGM	3141223	2312323	23	22-Aug-00	Deputy Manager, SBI
Sreekumar Thallam, BA (41)	DGM	4143108	3082043	19	18-Feb-99	Manager, GE Countrywide
Srinivas G, B.Tech, PGDM, (41)	GM	6629592	4669424	17	8-Jun-93	Management Trainee, IFCI Limited
Srinivasan V., B.Com, CA, (43)	DGM	4376840	3139741	20	8-Sep-05	Vice-President, IDBI Bank
Srirang T.K., BE, MBA, (37)	GM	6799014	4738955	13	29-Oct-01	Area HR Manager, Coco-cola India Limited
Subbappa Bharath, B.Com, (43)	AGM	2441546	1876364	22	20-Sep-04	Functional Consultant, Wipro Infotech Limited
Subramanian Gopalan, B.Sc., CAIIB, MBA, (51)	DGM	4075060	3023525	30	2-Sep-94	Officer, Canara Bank
Sudhalkar Ravindra, M.Sc., MBA, (40)*	DGM	1359735	1010001	15	10-Jan-00	Assistant General Manager, Canfin Homes Limited
Suresh Jogani Vandana (Ms.), BE, MMS, (39)	JGM	4972328	3504827	15	7-Mar-05	Assistant Vice-President, GE Countrywide Consumer Finance
Suresh P., BE, PGDM, (37)	JGM	5493558	4009425	14	3-Jun-94	—
Suvarna Rakesh, B.Com, MMS, JAIIB, (36)	DGM	4291653	3241277	12	15-Feb-99	Assistant Manager Projects, Ajcon Capital Markets Limited
Tadikonda Shivakumar, B.Sc., JAIIB, MFM, EPDSS, (45)	DGM	2964497	2210596	23	5-Jul-07	Senior Assistant Vice-President, Bank of Rajasthan
Tandon Vikas, B.Com, (40)	JGM	4523939	3344064	21	2-Jul-07	Head of Compliance, Citi Bank
Tewari Prabhat, B.Sc., MBA, (36)*	DGM	2659281	2023331	12	17-Sep-07	Assistant Vice-President, Citibank
Thakkar Vivek, B.Com, CA, (30)	AGM	2769795	2061026	10	21-May-01	Project Executive, S.H. Bathiya & Associates
Thakurtya Soumya, B.Com, (34)	CMII	2672254	2008444	12	1-Aug-00	Sales Executive, Citicrop Credit Services
Thiagarajan Sankar, BE, (38)	DGM	3695362	2727300	17	8-Jan-01	Manager Marketing, Eicher Motors Limited
Tikotekar Sanjay, B.Com, LLB, CAIIB, (49)	GM	6178871	4488307	28	1-Dec-94	Deputy Manager, Bank of Maharashtra
Tripathy Subhendu, BE, PGDM, (38)	DGM	3619940	2694684	15	7-Jan-02	Business Analyst, Mphasis BFL Limited
Trivedi Amit, BBA, MBA, (37)*	CMII	806667	689014	14	1-Jun-94	—
Trivedi Gira (Ms.), B.Com, CA, CS, (39)	AGM	3145034	2267253	15	20-Dec-93	—
Trivedi Nilesh, B.Com, LLB, FCS, (54)	AGM	2466449	1924989	32	21-Jul-80	Sub Cashier, Sir H N Hospital
Trivedi Praveen, B.Com, CA, (36)	DGM	4283920	3079410	14	3-Dec-01	Assistant Manager, IDBI Bank Limited
Umapathy Avinash, BA, LLB, (31)	AGM	3405859	2535471	8	12-Oct-07	Senior Associate, Trilegal Law Firm
Vaidyanathan V., MBA, AMP (HBS), (41)+	ED	14473935	10099487	18	6-Mar-00	Citibank N.A.
Vallury Shanta (Ms.), MA, MMM, (41)*	JGM	1792162	1378788	20	20-Dec-99	Manager Card Sales, ANZ Grindlays Bank
Varma Mohit, BE, PGDBM, (33)	AGM	3328881	2542064	8	1-May-00	—
Venkatesh Shanti (Ms.), B.Com, M.Com, ICWAI, CS, (39)	AGM	2428023	1791017	18	10-Mar-08	Company Secretary, Great Offshore Limited
Verma Ajit, M.Sc., MBM, (46)*	JGM	2425382	1846979	17	14-Nov-07	Director Head, ASK Raymond James & Associates
Verma Anupam, B.Tech., PGDBM, (34)	DGM	4566542	3394568	11	9-Aug-99	Executive.Trainee, Asian Paints
Verma Mrigendra, BE, PGDM, (39)	DGM	4401109	3147977	15	17-Jul-00	Associate, SBI Caps
Verma Prashant, B.Com, MPM, (34)	DGM	3957729	2901091	11	22-Aug-02	Manager - HR, ITC Limited
Vijapurapu Sundar, B.Com, (42)	DGM	3417007	2528165	21	9-May-94	Officer, State Bank of India
Vohra Pravir, CAIIB, MA, (54)	GCTO	14783978	10945899	34	28-Jan-00	Vice-President, Times Bank
Vora Hemant, BE., MMS., (41)	GM	5903326	4237041	15	1-Feb-06	Associate Director, KPMG
Wasker Anand, B.Com, MBA, (34)	CMII	2597728	1970337	11	2-Jun-03	L3, Reliance Infocom Limited
Yadav Kamal, B.Sc., PGDRM, (40)	DGM	3250270	2402672	13	7-Sep-07	MIII (Business Manager), Olam International Limited
Employees posted at branches and offices abraod						
Afzal Azmi Mohammad, B.Sc., MBA, (35)	CMI	3381977	2275961	10	27-Sep-04	Relationship Manager, Standard Chartered Bank
Agarwal Girish, B.Com, CA, (30)	CMI	6019889	5910017	7	4-Dec-01	—
Agarwal Mihir, B. Tech., M. Tech., PGDM, (26)	MMI	3283356	3263218	2	22-May-07	—
Agarwal Nidhi (Ms.), B.Com, CA, (28)	CMI	3584647	2914788	1	5-Nov-07	Sankar Iyer & Company
Agarwal Ritesh, BMS, MMS, (33)*	MGR	4492275	4492275	9	12-Sep-05	Assistant Manager, IDBI Bank
Agarwal Rituraj, B.Com, MMS, (28)	MMII	3227355	2959499	4	2-Aug-05	Dealer - Corporate. Bond, Darashani Securities Limited
Aggarwal Suraj, B.Com, CA, PGDM, MBA, (30)	CMI	5961332	5360335	6	18-Apr-06	Business Development Manager, Standard Chartered Bank
Agrawal Sumit, B.Tech, PGDM, (30)	MMI	3112772	3042178	3	19-May-06	Software Programmer, Infosys Software
Ahamed Naif, B.Tech, PGDIND, (31)	MMII	2638924	2620916	7	1-Mar-04	Senior Executive, Datamatics
Anand Prashant, B.Com., MBA, (36)	CM	4178324	4178324	2	22-Oct-07	Team Leader -Compliance, Mashreq Bank
Ang Chiah Sin (Ms.), Bachelor of Accountancy, (33)*	AMII	3225068	2537186	11	21-Aug-06	Manager, BNP Paribas
Anis Sharib, BE, M.Sc., MBA, (34)	MMII	2881431	2227996	1	14-Jan-08	—
Arora Suraj, BE, MBA, (35)	CMI	2588610	2108928	13	15-Dec-03	Manager, Fiat India Private Limited
Arun Kumar K.K., BMM, MBA, (31)	MMI	3788050	2550533	9	8-May-06	Assistant Manager, HDFC Bank Limited
Arya Rakesh, BE, PGDM, (35)	AGM	7400492	5446189	12	2-Jun-97	—
Asawa Nikhil, B.Com, CA, (28)	MMII	3929902	3838753	6	5-May-05	Accountant, Ogilvy & Mather Private Limited
Bafna Ashish, B.Sc., MBA, (36)	AGM	6516356	4920245	13	7-Jun-01	Deputy Manager, OTCEI
Bajpai Ankita (Ms.), BE, MMS, (29)	MMII	3177678	3132170	4	13-Feb-06	Media Consultant, Madison Comm Private Limited
Balakrishnan Bama (Ms.), B.Com, AICWA, PGDM, (33)	AGM	6945582	6574223	10	19-Apr-99	—
Bansal Rajesh, B.Com, CS, CA, (31)	CM	3671280	3641967	8	12-Nov-07	Manager, ICI India Limited
Basu Dibas, B.Sc, PGDM, (33)	MMII	3661937	3286457	9	1-Feb-99	Correspondent, S T Shah & Co.

Name, Qualifications and Age (in years)	Desig./ Nature of Duties***	Remuneration Received (Rs.) Gross (Rs.)	Net (Rs.)	Experience (in years)	Date of Commencement of Employment	Last Employment
Bella Feng Siqi (Ms.), Bachelor (International Business), Master (Professional Accounting), (25)	MMI	3788714	3788714	1	17-Apr-08	Shanghai Pudong Development Bank
Bhalerao Milind, B.Com, LLB, CAIIB, PGDBM, (42)	CMII	4547733	3137827	21	24-Jan-95	Assistant Accountant, Abhyudaya Co-op. Bank
Bhat Ashok, B.Com, ICWAI, JAIIB, DMS, CAIIB, (34)	CM	3865830	3865830	12	3-Oct-00	Officer, IDBI Bank Limited
Bhuta Devang, B.Com, CA, (32)	AGM	3161365	2866797	11	17-Aug-00	Arthur Anderson
Bihani Vikash, B.Com, PGDM, (33)	CMII	7864908	7786356	9	13-Jul-05	Relationship Manager, Standard Chartered Bank
Biswas Santanu, B.Com, CA, PGPM, (33)	CMII	6720968	6220488	8	15-Apr-01	Assistant Manager, ACC Limited
Braganza Rony, B.Com, MBA, (35)	CM	2687841	2687841	9	12-Jun-06	Manager, ABN Amro Bank
Burra Shankar, BE, M.Sc., PGDM, (27)	MMI	3286457	3221026	2	22-May-07	—
Chakravarti Arnab, B.Com, CA, CTM, PGDTFM, FRM, PGDASU, (30)	AGM	5967782	3937979	11	25-Feb-08	Associate Director, Standard Chartered Bank
Chan Alex, Diploma(Business Studies), (45)	MMI	2992831	2914279	2	24-Nov-05	Senior Officer, UBAF (Hong Kong) Limited
Chandra Malika(Ms.), BA, PGDM, (31)	MGR	3114736	3114736	8	3-Mar-03	Research Executive, Org-Marg Private Limited
Chaturvedi Vivek, B.Com, CA, (29)	CMI	4539092	4445090	6	17-Feb-05	Audit Manager, Chaturvedi & Shah
Chaytoo Suresh, B.Com, (37)	CM	4140281	4085582	18	10-Aug-05	Head Trade Finance, Bank N A
Chellaramani Amit, B.Sc., PGDBA, (29)	MGR	3495732	3495732	6	14-Nov-05	Area Manager, Ing Vysya Financial Services
Chetia Siddhartha, BA, PGDM, MLLLW, (32)	CMI	3275993	2898015	8	3-Oct-05	HR. Executive, Pan India Network
Chokshi Darshit, B.Sc., MBA, (29)	MMI	2698479	2078461	2	3-Dec-07	BLA Properties LLC
Choo Irene(Ms.), GCE, (52)	MMI	2599746	2021669	22	17-Jul-03	HR. Executive, ADS LINE SVS
Choudhary Rajesh, B.Com, CAIIB, (43)*	CM	2856582	2835032	22	1-May-99	Manager, Bank of Punjab Ltd
Choudhary Srabasti (Ms.), B.Com., (29)	MMI	2652365	1904008	1	2-Jan-08	—
Chourasia Manish, BE, MBA, (39)	AGM	10301047	10222495	16	22-May-95	Engineer, Engineers India Limited
Dash Deepak, B.Sc, PGDM, (35)	MMII	2831489	2550390	12	4-Nov-03	Deputy Manager,UTI Bank Limited
Dash Srijeet, B.Com, MIB, (31)	CMI	4140583	3170968	8	29-Aug-05	Assistant Manager, IDBI Bank
Desai Kartik, B.Sc., PGDMM, CIC, MBA, (34)	MMII	2975248	2041158	7	22-May-06	Sales Manager, Metlife India Insurance
Dev Aparna (Ms.), M.Com.(28)	AMII	2556404	1863358	2	13-Jun-06	—
Devnani Naresh, B Com, CA, (32)	MMII	3873314	3801308	1	11-Feb-08	Senior Manager, Norwest Industries Limited
Dheenadayalu Shyamsundar, B.Com, MBA., CA., CPA(USA)., (32)	AGM	5570306	3906706	1	11-Feb-08	Deloitte & Touche Llp
Dhiman Shweta (Ms.), B. Com, MBA, (31)	MMII	3483629	2325682	2	8-Jan-07	Merrill Lynch
Dhir Virendra, B.Tech, PGDM, (37)	AGM	10030563	9982923	12	30-Sep-05	Manager Sales & Credit, Standard Chartered Bank
Dhumal Sarika (Ms.), B.Com, CA, (30)	MMII	3470477	3454217	9	22-Jan-04	Assistant Audit Manager, A F Ferguson & Co.
Dole Sudhir, B.Com, ICWAI, PGDM, (39)	SGM	13335550	12123198	15	16-Apr-03	Senior Relationship Manager, Standard Chartered Bank
Dunkley Brent, B.Com., (37)	CMI	3014961	2128113	2	8-Jan-07	First National Bank - Commercial
Durbha Vinod, B.Com, ICWAI, CAIIB, (39)	CM	3511273	3481961	12	20-Dec-07	Associate Vice-President, Kotak Mahindra Bank
Eboru Rolland, B.Com, MBA, (29)	MMI	2731647	1939311	1	1-Jun-07	Standard Bank South Africa
Elapata Romesh, BA, MBA, (48)	AGM	3438492	1847124	17	20-Sep-05	Head Corporate Banking, City Bank-Sri Lanka Branch
Fernando Nelun (Ms.), Banking (FIB), MBA, (45)	CM	3085838	2158671	3	3-Oct-05	Assistant General Manager, Pan Asia Bank Limited
Firke Nitin, BE, MBA, (34)	AGM	3802621	3802621	2	16-Sep-07	Regional Sales Manager, ICICI Lombard General Insurance
Ganjoo Pankaj, B.Sc., CAIIB, (45)	DGM	14175069	14175069	24	1-Apr-00	Manager Operations, Indusind Bank
Garg Chandrika (Ms.), BA, MBA, (30)	CMI	5344678	5266126	8	15-Apr-01	—
Goel Gaurav, BMS, MIB, (33)*	CMI	2667475	1872266	8	22-Oct-01	Executive, Adani Wilmar Limited
Gohel Mayank, BE, MBA, AMFI, NCFM, (37)	CM	2884887	2884887	14	31-Oct-07	Head Credit Admin., Citi Financial Consumer
Gopalakrishnan Rahul, BE, PGDBA, (30)	MMI	3187484	3154802	7	10-May-06	Pre - Sales, Compulink System Limited
Goplani Anoop, BA, PGDM, (28)	MMII	3516538	3446140	4	2-Aug-05	Deputy Manager, UTI Bank
Govindarajan Vinoth, BLM, MA, (29)*	CMI	2998197	2644428	8	27-Sep-02	Executive - HR, Hindustan Coca Cola Beverage (P) Limited
Guliani Harpreet, B.Com, DBF, PGDBA, (33)	CMII	4568816	4514213	10	15-Nov-02	Deputy Manager, Centurion Bank
Gupta Abhinav, B.Com., PGPM, (29)*	MMII	2796255	2064455	1	27-May-08	Asian Paints Limited
Gupta Abhishek, B.Com, CA, (31)	MMII	4368179	4361633	10	20-Nov-07	Internal Auditor, United Technologies
Gupta Rakhee (Ms.), BA, MIB, (32)	CMII	6816121	6077001	9	16-Feb-04	Manager, ABN Amro Bank
Gupta Vipin, BA, PGDBA, (30)	MMI	2885550	2318787	8	1-Oct-02	Customer Care Executive,V Customer
Haitao Liu, Diploma (Banking), Master (HR Mgt.), (30)*	MMI	4392674	4392674	1	17-Apr-08	China Construction Bank
Han Linda (Ms.),MBA, (39)	CMI	4209408	3225924	1	3-Mar-08	Citibank (China) Co., Limited
Ho Cheryl (Ms.), Bachelor of Commerce & Law, (34)	MMII	4489247	4410695	8	1-Nov-05	Assistant Manager (Account), National Bank of Pakistan
Huseni Tanveer (Ms.), B.Com, MMS, (32)	AM	3588968	3588968	8	22-Aug-05	Territory Sales Manager, E-Funds
Hussain Omer, B.Sc., (43)	DGM	7063089	4671187	1	6-Nov-07	Chief Compliance Officer, National Bank of Pakistan
Iyer B.K., B.Sc., PGDIM, (54)	GM	11715847	11098992	29	1-Jul-03	Senior Director & Head Trade Banking, American Express Bank
Jadhav Lalit, BE, PGDM, (34)	CM	3545089	3545089	9	20-Jul-07	Regional Manager, Max New York Life Insurance
Jain Neeraj, M.Com, CA, (29)	MMI	4787391	4728477	5	22-Feb-07	Relationship Manager, ABN Amro Bank
Jain Shweta (Ms.), B.Com, PGDBM, (32)*	CMI	3755951	3683945	9	27-Nov-02	Senior Software Engineer, Misys International Private Limited
Jayant Sumeet, BE, MBA, (29)	MMI	2980539	2703810	6	29-Oct-07	Associate, Adventity
Jaywant Saurabh, BALLB, (29)	MGR	2759300	2759300	5	9-Aug-04	Associate, Junnarkar & Associate
Jensen V, B.Tech, PGDBM, (35)	CM	4833876	4807071	13	16-Apr-00	Assistant Manager, Indian Hotels
Jess Hu (Ms.), MBA, (29)	MMI	2707857	2057687	1	14-Jan-08	American Express
Jose Navya (Ms.), B.Tech, PGPM, (28)	MMI	3352991	3293991	3	19-May-06	Assistant Consultant, Kambay Software
Joshi Ranjeet, B.Com, PGPMS, (33)	CMII	4825320	3666088	1	26-Mar-08	HSBC Bank
Juneja Prashant, BE, PGDBM, (29)	MGR	2579991	2579991	5	22-Aug-05	Territory Sale Manager, Maruti Udyog Limited
Kadrekar Anusha (Ms.), M Com, CA,, (30)	CMI	3940679	2913986	6	5-Jan-05	Officer, Saraswat Co-op. Bank Ltd
Kaistha Amit, GSIEMD, BBA, MBA, (32)	CMII	5745293	5745293	10	3-May-02	Executive, Daewoo Motors Ind. Limited
Kalan Rajesh, B.Com, MBA, (34)	CM	3394335	3369012	12	10-Jul-06	M - IV/DGM, Birla Global Fianance
Kalyan Madhav B, BE, PGDBM, BDYIB, (38)*	GM	3701429	3681791	15	30-Jun-95	Branch Manager, Standard Chartered Bank
Kanvinde Yogesh, B.Com, CA, (31)	MMII	4688769	4610217	7	21-Feb-05	Associate, Morgan Stanley Advantage
Kaul Akshat, B.Com, MBA, (29)	MMII	3244683	2667251	4	1-Mar-06	Sales Manager, Citi Bank
Kavitha K. V. (Ms.), B.Com, (34)	MGR	5244592	5226020	12	1-Mar-99	Executive Assistant, AM Soft
Kenneth N.G., Bachelor of Business Accountancy, (46)	CMII	7278236	7199684	9	14-Aug-06	Compliance Manager, Wing Hang Bank Limited
Khan Tariq, B.Sc., PGDM, (34)	CM	2472805	2472805	8	12-Nov-07	Rel. Mgr., SBI Funds Management

Name, Qualifications and Age (in years)	Desig./ Nature of Duties***	Remuneration Received (Rs.)		Experi-ence (in years)	Date of Com-mencement of Employ-ment	Last Employment
		Gross (Rs.)	Net (Rs.)			
Khaw Alick, Bachelor of Accountancy, MAF, (49)	AGM	7272982	6539193	9	16-Feb-04	Award Leader, TMC Inty Holdings
Kothari Mukesh, B.Com, CA, DISA, (30)	MMII	4219466	4180190	11	21-Feb-05	Project Manager, Tata Consultancy Services
Kumar Kewal, B.Com, MGBM, (33)	MGR	2928797	2928797	10	16-Mar-06	Manager, YES Bank Limited
Kumar Nishit, B.Tech, PGDM, (32)	CMII	6144557	4996367	8	30-Dec-02	Mananger, CRISIL
Kumar Sachin, B.Com, ICWAI, CA, (31)	AGM	3472446	3062842	8	18-Sep-00	—
Kundha Rakshith, BBM, DIBM, NCFM, PGDM, (30)	CMII	6411496	6216871	6	10-Jun-02	—
Kurup Anup, B.Tech, PGDM, (29)	MGR	3267522	2718963	5	9-May-05	A.S.E, Tata Consulting Services
Kwong Linda (Ms.), Diploma (B Admin.), (51)	CMI	5058232	4979680	1	7-Dec-07	State Street Bank And Trust Company
Li Zhangao, Bachelor (Mktg), (28)*	MMI	4070591	4070591	1	17-Apr-08	Bank of Communication
Liew Diann (Ms.), BOA, (36)	MMI	2592065	1918841	2	9-Jul-07	Industrial & Commercial Bank of China, Singapore
Mahajan Meenal (Ms.), B.Sc., (36)	AGM	8903479	8903479	16	1-Apr-95	Clerk-cum-Cashier, State Bank of India
Maheshwari Kanika (Ms.), B.Com., MBA, (30)	MMII	3123700	2390220	1	22-Oct-07	Assistant Reconstruction Company (India) Limited
Malhotra Amit, BE, PGDM, (32)*	CM	2659180	2659180	8	7-May-01	Project Manager, Kentropy Technologies
Malhotra Anurag, B.Com, MBA, (35)	AGM	9112586	9089707	12	1-Apr-99	Marketing Executive - Transnet India Private Limited
Malhotra Pravesh, B.Com, PGDBM, MA, (36)*	MGR	2897039	2877060	12	28-Jul-06	Senior Dealer, Centurian Bank of Punjab
Manikandan K.P., B.Sc., MBA, (35)	CMI	6181922	6007251	13	1-Jun-05	Wealth Manager, Citibank
Mehra Chetan, B.Com., DFM, MMS, (36)	JGM	10017895	10017895	12	1-Jun-96	—
Mehrotra Anand, B.Com, PGDMSM, (39)	AGM	5104138	5104138	16	12-Sep-00	Assistant Manager, HDFC Bank Limited
Mehta Sushant, BE, MIB, (40)	CMII	4530498	2908386	16	11-Aug-05	Manager, HDFC Standard Life Insurance
Mehta Vaishali (Ms.), B.Com, MBA, (29)*	CMI	2749239	1690676	1	21-Jul-08	—
Menon Umashankar, B.Com, (40)	MGR	2738248	2738248	13	2-Jul-02	Senior Executive,Thomas Cook (I) Limited
Mishra Manish, BE, MBA, (31)	MMII	3337929	2301936	5	1-Sep-05	Assistant Manager, TVS Group
Mishra Prabhat, B.Sc., MBA, (35)	MGR	2520369	2520369	9	9-Mar-07	Branch Manager, Kotak Mahindra Bank
Mishra Siddharth, BE, PGDM, (34)	CMI	2859426	1816150	9	19-Jun-06	Manager, Arvind Mills
Mok William, SFC, (49)	AGM	6697258	6618706	19	20-Jun-05	Assistant Director, Core Pacific Yamaichi
Momin Ebbad, B, Com., MMS, (26)*	MGR	2895087	2895087	4	29-Aug-05	Metlife India Insurance Company Private Limited
Murugan Sankaran, B.Sc., DCM, DBM, (42)	AGM	5639461	5599441	18	28-Feb-00	Deputy Manager, Indusind Bank Limited
Muthya Anil, B.Com, CA, ICWAI, (46)	AGM	8059435	7980883	19	5-Jan-05	Manager, Common Wealth Finance Corporation Limited
Nair Jayesh, B.Tech, PGDM, (28)	MMI	3625139	3483418	3	19-May-06	Assistant Systems Engineer, Tata Consultancy Service
Narayanan Anand, B.Com, PGDBA, (32)*	AGM	5802410	4387273	19	13-Apr-00	Executive, Galaxy Exports
Narayanaswamy Arvind, B.Com, ICWAI, MBA, (32)	MMI	3231745	3231345	9	28-Mar-05	Associate Conultant, Rgn Price & Co.
Naresh Babu D.R., B.Com, CAIIB, (34)	CMI	4443456	4328987	9	2-Aug-04	Deputy Manager, Indusind Bank
Nirad Nilav, B.Com, MBA, (40)	CM	7431108	7431108	14	29-Aug-05	Vice-President, Kotak Mahindra Bank
Paliwal Jai Prakash, B.Com, CS, PGDBM, (33)	CM	8559171	8559171	11	12-Jan-98	—
Parmar Harmandeep, BE, MBA, (30)	MMI	3109191	2211802	2	21-Apr-07	MIDWEST Inc.
Pawar Shrikant, B.Com, (34)	CMI	2595106	2576589	12	23-Jul-07	Manager, IL&FS Securities Limited
Perumal Uma (Ms.), B.Com, MBA, (33)	MGR	2600845	2600845	9	7-May-07	Relationship Manager, Standard Chartered Bank
Phua Linda (Ms.), (45)	AMII	3109274	2402736	2	11-Jul-06	Loan Dept, BTMU Bank Limited
Pillai Abhilash, BBS,PGDB, (29)	MMI	3182153	3048661	5	17-Feb-07	Senior Associate, Darashaw & Co.
Potukuchi Vamsi, BE, PGDM, (34)*	CMI	3383346	3344070	8	8-Aug-05	Manager, Standard Chartered Bank
Prashad Vikas, B.Com, COMP, DBM, PGPM, (34)	CM	3909979	3881515	11	12-Sep-00	Relationship Manager, Citicorp Maruti Finance Limited
Rahul Kannan, BALLB, (26)	MMII	3215909	3143936	3	1-Jul-05	
Rajagopal Vijay, BE, PGDM, (28)	MMII	3935127	3808064	4	11-Jun-07	Associate Consultant,Tata Strategic Mgmt Group
Ramachandran Vivek, B.Tech, (37)	CM	9210847	9210847	12	11-Feb-00	Assistant Manager, The Federal Bank
Ramesh G.V.S., B.Com, CA, (45)	JGM	10576241	7172191	22	29-Jun-92	Systems Manager, Wipro Systems
Rao Ramana, B.Com, CAIIB, DBM, (48)	AGM	7430811	7320939	26	20-Oct-95	Officer MI, Syndicate Bank
Rao Santosh, B.Com, PGDM, (31)	CMI	3724783	3682074	6	13-Jul-07	Senior Manager, ICICI Prudential
Routray Ashok, B.Com, CA, (34)	MMI	3176925	2905410	6	29-Mar-06	Senior Audit Executive, AFL Private Limited
Roy Dipankar, BE, PGDM, (33)	MGR	2616333	2616333	5	11-May-05	Account Manager, Hughes Escorts Comm Limited
Saini Naveen, B.Com, MBA, BL, NCFM, (32)	CMII	4293406	4292706	9	3-Jul-00	Marketing Executive, Micromation Private Limited
Salgia Akhil, B.Com, CA, (27)	CMI	4257771	3175293	5	5-Apr-04	Associate, Price Waterhouse
Sankar K., B.Com, M.Com, DFTM, JAIIB, (38)	CM	3453464	3424523	16	26-Mar-07	Assistant Vice-President, HDFC Bank
Shah Harita (Ms.), B.Com, CA, (26)	MMI	2837428	2156955	6	25-Apr-05	Accounts & Audit Assistant, M/S Ashwin & Shah
Shahapurkar Sameer, B.Tech, PGDM, (33)	CMI	5833536	5761330	9	24-Nov-03	Manager, CRISIL
Sharma Ajay, BE, MFC, (41)	JGM	7667772	7612862	17	15-Sep-95	Associates, Credit Capital Venture Fund (I) Limited
Sharma Anupama (Ms.), B.Sc., PGDBA, (37)	MMII	6969235	6228416	2	18-May-06	Financial Advisor, Prudential Assurance Company
Sharma Desh, B.Com, PGDBM, (33)*	AGM	8139368	8139368	9	1-Feb-00	Executive, A One Motors Private Limited
Sharma Manoj, BA, PGPM, PGCPM, (37)	CM	3744378	3744378	16	2-Apr-01	Account Manager, Citicorp Finance
Sharma Ranjan, BE, PGDBM, (26)	MMI	3560317	3527587	2	22-May-07	Program Analyst, Cognizant Tech. Solutions
Sharma Sanjeev, B.Tech, PGDM, (29)	MMII	3787981	3260310	5	29-Aug-05	Assistant Manager, GE Capital
Sharma Vikash, B.Com, ICWAI, CA, CTM, (35)	AGM	6355028	6253618	10	31-Dec-04	Assistant Manager, Indian Oil Corporation Limited
Shenoy Raghvendra, B.Sc., PGDM, (32)	MGR	2869657	2869657	10	30-Sep-05	Sales Manager, HDFC Standard Life
Sheth Pushan, B.Com, MMS, (26)	MMI	2933744	2718108	3	12-Jun-06	Manager, Crisil Limited
Shukla Abhinav, B.Sc., PGDBA, PGDFT, (28)	CM	4259215	4259215	6	27-Sep-03	Management Trainee, Wockhardt
Sikka Sachin, BA, MBA, NCFM, AMFI, (34)*	CM	3160499	1579344	10	23-Jan-06	General Manager, Kotak Mahindra Bank
Sikroria Manish, B.Sc., PGDBM, (34)	CM	3816206	3816206	11	16-Aug-99	Assistant Manager, Prosafe Mgmt. & Fin. Co. Private Limited
Singh Harpreet, B.Sc., MBA, (40)	CM	4202780	4170278	16	21-Jul-00	Manager Marketing, Yamaha Motor Escorts Limited
Singh Sanjeev, B.Sc., MBA, (36)	AGM	7513736	7513736	12	15-Mar-00	Assistant Manager, CEAT Financial Service Limited
Singh Seema (Ms.), B.Sc., MCA, PGDM, (36)	CMII	5352259	5123387	11	30-Apr-01	Manager, SIDBI
Sinha Dhananjay, B Com, PGDBM, (30)	MGR	2435612	2435612	1	11-Dec-07	Business Process Executive, Karvy Securities
Sinha Mukesh, B. Pharma, PGDM, (32)	MMI	4308465	4046270	7	10-Apr-06	Marketing Head, Hudson Impex Ltd.
Sood Rajat, B.Sc., MFC, PGDBA, (33)	CM	3905700	3905700	10	1-Aug-00	Senior Executive - Citicorp Credit Services
Subramanian K., B Sc, MBA, (41)	CMI	2874572	2380410	17	25-Oct-02	Manager Sales,Max New York Life Insurance
Subramanian Raja, M.Com, (53)	AGM	8208684	8130132	29	8-Nov-04	Chief Manager, Bank of India

Name, Qualifications and Age (in years)	Desig./ Nature of Duties***	Remuneration Received (Rs.)		Experi-ence (in years)	Date of Com-mencement of Employ-ment	Last Employment
		Gross (Rs.)	Net (Rs.)			
Sujesh K.P., BMS, (33)	CM	8012689	8012689	11	22-Feb-00	Marketing Executive, Times Bank Limited
Surana Prakhar, B.Com, PGDBM, (29)	MMII	4144349	3940296	6	9-Sep-05	Manager, HEG Limited
Szeto Yim Hannah (Ms.), Bachelor of Finance, (47)	CMI	4885843	4807291	2	3-Sep-07	—
Tagore Pradipto Kamal, BE, MOM, (27)	MMI	3189629	2943466	2	10-Aug-07	Analyst, JP Morgan Services India Private Limited
Tai Lu Ng Angie (Ms.), Bachelor of Fin. Serv., (52)	MMI	3349034	2763095	26	4-Apr-05	Section Head Finance, RHB Bank Berhad
Tan Soon Guan, BBA, (46)	CMI	6267195	5524510	20	24-Jan-06	Chief Dealer Fx Spot, Uob Singapore Global Treasury
Thampi Prem, M.Sc, JAIIB, (48)	DGM	6251281	3417917	23	9-Jun-97	Manager, State Bank of India
Thareja Gaurav, B.Com, PGDBM, (30)*	MGR	2818421	2818421	8	2-Jun-06	A.S.M., Standard Chartered Bank
Thygarajan Santosh, B.Sc., MBA, (33)*	MGR	3331098	3331098	10	6-May-02	Senior Officer, HDFC Bank Limited
Tiwari Vimal, B.Com, CA, (31)	MMI	3377929	2731666	5	7-Mar-05	Associate, Aneja Associate
Tonpay Snehal (Ms.), BE, PGDINDM, (28)	MMI	2932638	2324778	4	27-Jul-07	Associate, DBS Bank
Umakanth Swapna (Ms.), BALLB, (36)	CMII	4145818	4108839	2	1-Nov-07	—
Vaccaro Kevin, B. Sc, (41)*	MGR	3200308	2516716	1	19-Feb-08	National Bank of Australia
Vaidya Deepak, B.Com, MBA, AMFI, (32)	CM	5550288	5550288	9	10-Dec-01	Assistant Manager, India Mart-intermesh Limited
Vajpayee Shardindu, B.Com, PGDBA, (33)	MGR	4608194	4608194	8	19-Oct-02	Sales Manager, Ashok Auto Sales Limited
Vanuvamalai Swamynathan, BE, MMS, (33)	CMI	3463075	3039362	10	15-May-06	Manager, Clearing Corp. of India Limited
Vatsa Amit, B.Sc., PGDPM, (32)	CMII	4808167	4503572	9	21-Jul-03	Senior Executive - HR, HCL
Venkata Ramgopal Chemudupati, B.Sc, CAIIB, DMM, MBA, (44)	CMII	5583720	4153458	25	25-Aug-01	Branch Head, UTI Bank
Vithalani Falgun, BE, MS, (32)	CMII	4615720	3425434	11	12-Jun-00	Sales Executive,TATA Libert Limited
Vyas Manish, B.Com, CA, M.Com, (29)	MMII	4501651	4468921	9	16-Sep-03	Assistant Manager, IDBI Bank
Wadhwani Gautam, B.Sc., MBA, (29)*	AM	3674855	3674855	4	26-Apr-06	Customer Care Representative & Technical Support, Daksh - E- Service
Walavalkar Aditya, B.Com, MBA, (26)	MMI	2944365	2841289	4	5-Feb-07	Product Associate, Times of Money Limited
Wong Lai Chun (Ms.), Bachelor of Accountancy, (49)	JGM	9213247	8485054	32	9-Jun-03	Head of Finance & Risk, AIB Govett (Asia) Limited
Wong Ming Ho, Bachelor Degree of Electrical Engineering, (30)	MMI	3442731	3364179	1	17-Jan-08	Cma Industrial Development Foundation Limited

* Indicates part of the year
\+ Nature of employment contractual, other employees are in the permanent employment of the Bank, governed by its rules and conditions of service.
*** Designation/Nature of duties - Abbreviations

MD & CEO	Managing Director & Chief Executive Officer	JMD & CFO	Joint Managing Director & CFO	ED	Executive Director
GCTO	Group Chief Technology Officer	DYCFO	Deputy Chief Financial Officer	GCO & CS	Group Compliance Officer & Company Sercretary
SGM	Senior General Manager	GM&JCS	General Manager & Joint Company Secretary	GM	General Manager
JGM	Joint General Manager	DGM	Deputy General Manager	AGM	Assistant General Manager
CMII	Chief Manager II	CMI	Chief Manager I	CM	Chief Manager
MMII	Manager II	MMI	Manager I	MGR	Manager
AMII	Assistant Manager II	AM	Assistant Manager		

Notes:
1. Gross remuneration for employees posted in India includes salary and other benefits and employer's contribution to provident and superannuation funds.
2. Gross remuneration for employees posted at branches and offices abroad includes salary and other benefits paid in foreign currency which is converted into Indian currency at the exchange rate as on March 31, 2009.
3. Net remuneration for employees posted in India represents gross remuneration less contribution to provident and superannuation funds ,professional tax and income tax.
4. Net remuneration for employees posted at branches and offices abroad represents gross remuneration less applicable tax/statutory deductions as applicable to the respective countries.
5. None of the employees mentioned above is a relative of any Director.
6. Designation of duties are as on March 31, 2009 and remuneration is for the year ended on that date.

For and on behalf of the Board

K. V. Kamath
Chairman

May 8, 2009

ICICI Bank

financials

auditors' report

To the Members of ICICI Bank Limited

1. We have audited the attached Balance Sheet of ICICI Bank Limited ('the Bank') as at March 31, 2009 and also the Profit and Loss Account and the Cash Flow Statement for the year then ended, both annexed thereto. These financial statements are the responsibility of the Bank's management. Our responsibility is to express an opinion on these financial statements based on our audit. Incorporated in the said financial statements are the returns of the Singapore, Bahrain and Hong Kong branches of the Bank, audited by other auditors.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. 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 statements presentation. We believe that our audit provides a reasonable basis for our opinion.
3. We did not audit the financial statements of the Singapore, Bahrain and Hong Kong branches of the Bank, whose financial statements reflect total assets of Rs 812,373.4 million as at March 31, 2009, total revenues of Rs 46,276.6 million and cash flows of Rs (4,607.5) million for the year then ended. These financial statements have been audited by other auditors, duly qualified to act as auditors in the country of incorporation of the said branches, whose reports have been furnished to us, and which were relied upon by us for our opinion on the financial statements of the Bank.
4. The Balance Sheet and the Profit and Loss Account have been drawn up in accordance with the provisions of Section 29 of the Banking Regulation Act, 1949 read with Section 211(1), (2) and (3C) of the Companies Act, 1956.
5. We report that:
   i) we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of our audit and have found them to be satisfactory;
   ii) the transactions of the Bank, which have come to our notice, have been within the powers of the Bank;
   iii) the returns received from the offices and branches of the Bank have been found adequate for the purposes of our audit.
6. In our opinion, the Balance Sheet, the Profit and Loss Account and the Cash Flow Statement dealt with by this report comply with the accounting principles generally accepted in India including Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956, to the extent they are not inconsistent with the accounting policies prescribed by the Reserve Bank of India.
7. We further report that:
   i) the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account and the returns;
   ii) in our opinion, proper books of account as required by law have been kept by the Bank so far as appears from our examination of those books;
   iii) the reports on the financial statements of the Singapore, Bahrain and Hong Kong branches audited by other auditors have been dealt with in preparing our report in the manner considered appropriate by us;
   iv) as per information and explanation given to us the Central Government has, till date, not prescribed any cess payable under Section 441A of the Companies Act, 1956.
   v) on the basis of written representations received from the directors, as on March 31, 2009, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on March 31, 2009 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Companies Act, 1956;
8. In our opinion and to the best of our information and according to the explanations given to us and on consideration of reports submitted by the Singapore, Bahrain and Hong Kong branch auditors, the said financial statements together with the notes thereon give the information required by the Banking Regulation Act, 1949 as well as the Companies Act, 1956, in the manner so required for banking companies and give a true and fair view in conformity with accounting principles generally accepted in India:
   i) in the case of the Balance Sheet, of the state of affairs of the Bank as at March 31, 2009;
   ii) in the case of the Profit and Loss Account, of the profit of the Bank for the year ended on that date; and
   iii) in the case of the Cash Flow Statement, of the cash flows of the Bank for the year ended on that date.

For B S R & Co.
Chartered Accountants

Akeel Master
Partner
Membership No.: 046768

Mumbai
April 25, 2009

balance sheet

ICICI Bank

as on March 31, 2009 **(Rs. in '000s)**

	Schedule	As on 31.03.2009	As on 31.03.2008
CAPITAL AND LIABILITIES			
Capital	1	**14,632,898**	*14,626,786*
Reserves and surplus	2	**484,197,292**	*453,575,309*
Deposits	3	**2,183,478,249**	*2,444,310,502*
Borrowings	4	**673,236,886**	*656,484,338*
Other liabilities and provisions	5	**437,464,298**	*428,953,827*
TOTAL CAPITAL AND LIABILITIES		**3,793,009,623**	*3,997,950,762*
ASSETS			
Cash and balances with Reserve Bank of India	6	**175,363,342**	*293,775,337*
Balances with banks and money at call and short notice	7	**124,302,296**	*86,635,952*
Investments	8	**1,030,583,080**	*1,114,543,415*
Advances	9	**2,183,108,492**	*2,256,160,827*
Fixed assets	10	**38,016,209**	*41,088,975*
Other assets	11	**241,636,204**	*205,746,256*
TOTAL ASSETS		**3,793,009,623**	*3,997,950,762*
Contingent liabilities	12	**8,346,830,027**	*12,110,823,313*
Bills for collection		**60,004,383**	*42,782,842*
Significant accounting policies and notes to accounts	18 & 19		

The schedules referred to above form an integral part of the Balance Sheet.

As per our Report of even date.

For B S R & Co.
Chartered Accountants

AKEEL MASTER
Partner
Membership No.: 046768

Place : Mumbai
Date : April 25, 2009

For and on behalf of the Board of Directors

N. VAGHUL
Chairman

K. V. KAMATH
Managing Director & CEO

CHANDA D. KOCHHAR
Joint Managing Director & CFO

V. VAIDYANATHAN
Executive Director

SONJOY CHATTERJEE
Executive Director

K. RAMKUMAR
Executive Director

SANDEEP BATRA
Group Compliance Officer
& Company Secretary

RAKESH JHA
Deputy Chief
Financial Officer

profit and loss account

for the year ended March 31, 2009 **(Rs. in '000s)**

		Schedule	Year ended 31.03.2009	*Year ended 31.03.2008*
I.	**INCOME**			
	Interest earned	13	**310,925,484**	*307,883,429*
	Other income	14	**76,037,271**	*88,107,628*
	TOTAL INCOME		**386,962,755**	*395,991,057*
II.	**EXPENDITURE**			
	Interest expended	15	**227,259,343**	*234,842,423*
	Operating expenses	16	**70,451,137**	*81,541,819*
	Provisions and contingencies	17	**51,670,943**	*38,029,536*
	TOTAL EXPENDITURE		**349,381,423**	*354,413,778*
III.	**PROFIT/LOSS**			
	Net profit for the year		**37,581,332**	*41,577,279*
	Profit brought forward		**24,363,159**	*9,982,741*
	TOTAL PROFIT/(LOSS)		**61,944,491**	*51,560,020*
IV.	**APPROPRIATIONS/TRANSFERS**			
	Transfer to Statutory Reserve		**9,400,000**	*10,400,000*
	Transfer to Reserve Fund		**4,221**	*3,138*
	Transfer to Capital Reserve		**8,180,000**	*1,270,000*
	Transfer to Special Reserve		**2,500,000**	*1,750,000*
	Dividend (including corporate dividend tax) for the previous year paid during the year		**5,811**	*43,822*
	Proposed equity share dividend		**12,245,771**	*12,239,562*
	Proposed preference share dividend		**35**	*35*
	Corporate dividend tax		**1,512,143**	*1,490,304*
	Balance carried over to balance sheet		**28,096,510**	*24,363,159*
TOTAL			**61,944,491**	*51,560,020*
Significant accounting policies and notes to accounts		18 & 19		
Earnings per share (Refer note 19.4)				
	Basic (Rs.)		**33.76**	*39.39*
	Diluted (Rs.)		**33.70**	*39.15*
Face value per share (Rs.)			**10.00**	*10.00*

The schedules referred to above form an integral part of the Profit and Loss Account.

As per our Report of even date.

For B S R & Co.
Chartered Accountants

AKEEL MASTER
Partner
Membership No.: 046768

Place : Mumbai
Date : April 25, 2009

For and on behalf of the Board of Directors

N. VAGHUL
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SANDEEP BATRA
Group Compliance Officer
& Company Secretary

RAKESH JHA
Deputy Chief
Financial Officer

ICICI Bank **for the year ended March 31, 2009** **(Rs. in '000s)**

PARTICULARS		Year ended 31.03.2009	*Year ended 31.03.2008*
Cash flow from operating activities			
Net profit before taxes		**51,169,693**	*50,560,977*
Adjustments for:			
Depreciation and amortisation		**8,576,435**	*7,711,011*
Lease Equalisation		**—**	*—*
Net (appreciation)/depreciation on investments		**13,371,083**	*10,279,608*
Provision in respect of non-performing assets (including prudential provision on standard assets)		**37,500,259**	*27,009,924*
Provision for contingencies & others		**(395,005)**	*1,413,354*
Income from subsidiaries, joint ventures and consolidated entities		**(3,636,999)**	*(12,783,599)*
(Profit)/Loss on sale of fixed assets		**(175,113)**	*(656,069)*
		106,410,353	*83,535,206*
Adjustments for:			
(Increase)/decrease in investments		**26,560,241**	*(25,015,908)*
(Increase)/decrease in advances		**34,618,121**	*(320,850,355)*
Increase/(decrease) in borrowings		**32,785,480**	*43,122,293*
Increase/(decrease) in deposits		**(260,832,253)**	*126,079,339*
(Increase)/decrease in other assets		**(33,283,816)**	*(27,149,533)*
Increase/(decrease) in other liabilities and provisions		**(32,683,319)**	*22,330,716*
		(232,835,546)	*(181,483,448)*
Refund/(payment) of direct taxes		**(15,459,704)**	*(18,363,292)*
Net cash generated from operating activities	(A)	**(141,884,897)**	*(116,311,534)*
Cash flow from investing activities			
Investments in subsidiaries and/or joint ventures (including application money)		**(42,016,414)**	*(44,379,917)*
Income from subsidiaries, joint ventures and consolidated entities		**3,636,999**	*12,783,799*
Purchase of fixed assets		**(10,568,742)**	*(9,592,487)*
Proceeds from sale of fixed assets		**667,236**	*1,064,035*
(Purchase)/sale of held to maturity securities		**86,859,726**	*(135,486,579)*
Net cash generated from investing activities	(B)	**38,578,805**	*(175,611,149)*
Cash flow from financing activities			
Proceeds from issue of share capital (including ESOPs) net of issue expenses		**452,464**	*197,897,060*
Net proceeds/(repayment) of bonds (including subordinated debt)		**29,492,463**	*112,316,167*
Dividend and dividend tax paid		**(13,691,338)**	*(10,565,000)*
Net cash generated from financing activities	(C)	**16,253,589**	*299,648,227*
Effect of exchange fluctuation on translation reserve	(D)	**6,306,853**	*(890,065)*
Net cash and cash equivalents taken over from Sangli Bank Limited on amalgamation	(E)	**—**	*2,362,563*
Net increase/(decrease) in cash and cash equivalents	(A) + (B) + (C) + (D) + (E)	**(80,745,650)**	*9,198,042*
Cash and cash equivalents at April 1		**380,411,288**	*371,213,247*
Cash and cash equivalents at March 31		**299,665,638**	*380,411,289*

Significant accounting policies and notes to accounts (refer Schedule 18 & 19)
The schedules referred to above form an integral part of the Balance Sheet.

As per our Report of even date.

For B S R & Co.
Chartered Accountants

AKEEL MASTER
Partner
Membership No.: 046768

Place : Mumbai
Date : April 25, 2009

For and on behalf of the Board of Directors

N. VAGHUL
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Executive Director

SANDEEP BATRA
Group Compliance Officer
& Company Secretary

RAKESH JHA
Deputy Chief
Financial Officer

forming part of the Balance Sheet (Rs. in '000s)

	As on 31.03.2009	As on 31.03.2008
SCHEDULE 1 – CAPITAL		
Authorised capital		
1,275,000,000 equity shares of Rs. 10 each [March 31, 2008: 1,275,000,000 equity shares of Rs. 10 each]	**12,750,000**	*12,750,000*
15,000,000 shares of Rs. 100 each [March 31, 2008: 15,000,000 shares of Rs.100 each] [1]	**1,500,000**	*1,500,000*
350 preference shares of Rs. 10 million each [March 31, 2008: 350 preference shares of Rs. 10 million each]	**3,500,000**	*3,500,000*
Equity share capital		
Issued, subscribed and paid-up capital [2]		
1,112,687,495 equity shares of Rs. 10 each (March 31, 2008:1,111,218,782 equity shares)	**11,126,875**	*11,112,188*
Add : 563,147 equity shares of Rs. 10 each fully paid up (March 31, 2008: 1,468,713 equity shares) issued pursuant to exercise of employee stock options	**5,631**	*14,687*
	11,132,506	*11,126,875*
Less : Calls unpaid	**378**	*859*
Add : 111,603 equity shares forfeited (March 31, 2008: 111,603 equity shares)	**770**	*770*
TOTAL EQUITY CAPITAL	**11,132,898**	*11,126,786*
Preference share capital [Represents face value of 350 preference shares of Rs. 10 million each issued to preference shareholders of erstwhile ICICI Limited on amalgamation redeemable at par on April 20, 2018]	**3,500,000**	*3,500,000*
TOTAL CAPITAL	**14,632,898**	*14,626,786*

1. These shares will be of such class and with such rights, privileges, conditions or restrictions as may be determined by the Bank in accordance with the Articles of Association of the Bank and subject to the legislative provisions for the time being in that behalf.
2. Includes :-
   a) 3,455,008 equity shares of Rs.10 each fully paid up allotted to shareholders of erstwhile Sangli Bank Limited on amalgamation on May 28, 2007.
   b) 108,598,626 equity shares of Rs. 10 each fully paid up issued vide prospectus dated June 26, 2007 (includes 13,762,869 shares issued under green shoe option).
   c) 99,898,476 equity shares of Rs. 10 each fully paid up underlying 49,949,238 American Depository Shares (ADSs) issued vide prospectus dated June 23, 2007 (includes 6,497,462 ADSs issued under green shoe option).

ICICI Bank **forming part of the Balance Sheet** *(Contd.)* **(Rs. in '000s)**

	As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 2 – RESERVES AND SURPLUS		
I. Statutory reserve		
Opening balance	**39,393,807**	*28,787,307*
Additions during the year	**9,400,000**	*10,606,500*
Deductions during the year	**—**	*—*
Closing balance	**48,793,807**	*39,393,807*
II. Special reserve		
Opening balance	**20,940,000**	*19,190,000*
Additions during the year	**2,500,000**	*1,750,000*
Deductions during the year	**—**	*—*
Closing balance	**23,440,000**	*20,940,000*
III. Securities premium		
Opening balance	**312,471,030**	*120,154,919*
Additions during the year [1]	**446,352**	*197,644,847*
Deductions during the year [2]	**—**	*5,328,736*
Closing balance	**312,917,382**	*312,471,030*
IV. Capital reserve		
Opening balance	**8,010,000**	*6,740,000*
Additions during the year	**8,180,000**	*1,270,000*
Deductions during the year	**—**	*—*
Closing balance	**16,190,000**	*8,010,000*
V Foreign currency translation reserve	**4,966,797**	*(1,391,262)*
VI. Reserve fund		
Opening balance	**4,528**	*1,390*
Additions during the year [3]	**4,221**	*3,138*
Deductions during the year	**—**	*—*
Closing balance	**8,749**	*4,528*
VII. Revenue and other reserves		
Opening balance	**49,784,047**	*49,784,047*
Additions during the year	**—**	*—*
Deductions during the year	**—**	*—*
Closing balance	**49,784,047**	*49,784,047*
VIII. Balance in profit and loss account	**28,096,510**	*24,363,159*
TOTAL RESERVES AND SURPLUS	**484,197,292**	*453,575,309*

1. Includes:-
   a) Rs. 98,865.1 million in the previous year (net of share premium in arrears of Rs. 486.1 million) consequent to public issue (including shares issued under green shoe option) vide prospectus dated June 26, 2007.
   b) Rs. 98,237.4 million in the previous year consequent to issue of ADSs (including shares issued under green shoe option) vide prospectus dated June 23, 2007.
   c) Rs. 184.1 million (March 31, 2008: Rs. 542.3 million) on exercise of employee stock options.
2. Represents:-
   a) Rs. 3,482.2 million in the previous year being the excess of the paid-up value of the shares issued to the shareholders of The Sangli Bank Limited over the fair value of the net assets acquired on merger and amalgamation expenses as per the scheme of amalgamation.
   b) Rs. 1,846.6 million in the previous year being the share issue expenses, written-off from the securities premium account as per the objects of the issue.
3. Represents appropriation of 5% of net profit by Sri Lanka branch to meet the requirements of Section 20 of Sri Lankan Banking Act No. 30 of 1988.

forming part of the Balance Sheet *(Contd.)* **(Rs. in '000s)**

	As on 31.03.2009	As on 31.03.2008
SCHEDULE 3 – DEPOSITS		
A. I. Demand deposits		
i) From banks	**7,455,466**	*5,018,339*
ii) From others	**208,861,406**	*241,894,532*
II. Savings bank deposits	**410,361,455**	*390,893,090*
III. Term deposits		
i) From banks	**158,017,816**	*125,024,337*
ii) From others	**1,398,782,106**	*1,681,480,204*
TOTAL DEPOSITS	**2,183,478,249**	*2,444,310,502*
B. I. Deposits of branches in India	**2,078,376,652**	*2,372,239,318*
II. Deposits of branches outside India	**105,101,597**	*72,071,184*
TOTAL DEPOSITS	**2,183,478,249**	*2,444,310,502*
SCHEDULE 4 – BORROWINGS		
I. Borrowings in India		
i) Reserve Bank of India	**—**	*—*
ii) Other banks	**23,246,348**	*32,105,635*
iii) Other institutions and agencies		
a) Government of India	**1,075,400**	*1,592,480*
b) Financial institutions	**35,427,632**	*27,541,146*
iv) Borrowings in the form of		
Bonds and debentures (excluding subordinated debt)		
— Debentures and bonds guaranteed by the Government of India	**11,755,000**	*14,815,000*
— Borrowings under private placement of bonds carrying maturity of 1 to 30 years from the date of placement	**6,680,649**	*6,545,648*
Bonds issued under multiple option/safety bonds series		
— Regular interest bonds	**3,278,880**	*5,393,095*
— Deep discount bonds	**4,332,005**	*4,401,234*
— Tax saving bonds	**16,033,862**	*17,376,227*
— Pension bonds	**61,805**	*61,722*
TOTAL BORROWINGS IN INDIA	**101,891,581**	*109,832,187*
II. Borrowings outside India		
i) From multilateral/bilateral credit agencies guaranteed by the Government of India for the equivalent of Rs. 20,523.1 million (March 31, 2008: Rs. 18,402.9 million)	**22,862,196**	*20,966,276*
ii) From international banks, institutions and consortiums	**285,348,542**	*241,652,121*
iii) By way of bonds and notes	**262,531,035**	*283,229,410*
iv) Other borrowings	**603,532**	*804,344*
TOTAL BORROWINGS OUTSIDE INDIA	**571,345,305**	*546,652,151*
TOTAL BORROWINGS	**673,236,886**	*656,484,338*

Secured borrowings in I and II above is Rs. Nil [March 31, 2008: Rs. Nil].

ICICI Bank forming part of the Balance Sheet (Contd.) (Rs. in '000s)

		As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 5 – OTHER LIABILITIES AND PROVISIONS			
I.	Bills payable	**18,251,332**	*29,007,972*
II.	Inter-office adjustments (net)	**4,213,071**	*4,293,542*
III.	Interest accrued	**27,989,208**	*25,968,705*
IV.	Unsecured redeemable/perpetual debentures/bonds [Subordinated debt included in Tier I and Tier II Capital]	**254,817,656**	*207,501,787*
V.	Others		
	a) Security deposits from clients	**9,463,352**	*15,197,638*
	b) Sundry creditors	**61,267,278**	*74,101,312*
	c) Received for disbursements under special program	**1,644,645**	*2,034,281*
	d) Provision for standard assets	**14,360,648**	*14,550,250*
	e) Other liabilities[1]	**45,457,108**	*56,298,340*
TOTAL OTHER LIABILITIES AND PROVISIONS		**437,464,298**	*428,953,827*

1. Includes :
   a) Proposed dividend of Rs. 12,245.8 million [March 31, 2008: Rs. 12,239.6 million].
   b) Corporate dividend tax payable of Rs. 1,512.1 million [March 31, 2008: Rs. 1,490.3 million].

		As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 6 – CASH AND BALANCES WITH RESERVE BANK OF INDIA			
I.	Cash in hand (including foreign currency notes)	**28,557,057**	*28,478,239*
II.	Balances with Reserve Bank of India in current accounts	**146,806,285**	*265,297,098*
TOTAL CASH AND BALANCES WITH RESERVE BANK OF INDIA		**175,363,342**	*293,775,337*

		As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 7 – BALANCES WITH BANKS AND MONEY AT CALL AND SHORT NOTICE			
I.	In India		
	i) Balances with banks		
	a) In current accounts	**7,559,863**	*8,705,555*
	b) In other deposit accounts	**36,456,555**	*3,343,519*
	ii) Money at call and short notice		
	a) With banks	**—**	*—*
	b) With other institutions	**—**	*—*
TOTAL		**44,016,418**	*12,049,074*
II.	Outside India		
	i) In current accounts	**23,561,910**	*16,473,903*
	ii) In other deposit accounts	**28,407,146**	*31,635,362*
	iii) Money at call and short notice	**28,316,822**	*26,477,613*
TOTAL		**80,285,878**	*74,586,878*
TOTAL BALANCES WITH BANKS AND MONEY AT CALL AND SHORT NOTICE		**124,302,296**	*86,635,952*

forming part of the Balance Sheet *(Contd.)* (Rs. in '000s)

		As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 8 – INVESTMENTS			
I.	**Investments in India [net of provisions]**		
i)	Government securities	**633,774,902**	*753,777,483*
ii)	Other approved securities	**93,405**	*97,946*
iii)	Shares (includes equity and preference shares)	**17,031,332**	*29,200,790*
iv)	Debentures and bonds	**26,000,683**	*18,871,649*
v)	Subsidiaries and/or joint ventures	**61,194,621**	*46,382,774*
vi)	Others (commercial paper, mutual fund units, pass through certificates, security receipts etc.)	**196,688,823**	*202,833,016*
TOTAL INVESTMENTS IN INDIA		**934,783,766**	*1,051,163,658*
II.	**Investments outside India [net of provisions]**		
i)	Government securities	**953,347**	*1,402,546*
ii)	Subsidiaries and/or joint ventures abroad (includes equity and preference shares)	**65,924,016**	*38,719,449*
iii)	Others	**28,921,951**	*23,257,762*
TOTAL INVESTMENTS OUTSIDE INDIA		**95,799,314**	*63,379,757*
TOTAL INVESTMENTS		**1,030,583,080**	*1,114,543,415*
III.	**Investments in India**		
	Gross value of investments	**947,314,476**	*1,056,883,463*
	Less: Aggregate of provision/depreciation	**12,530,710**	*5,719,805*
	Net investments	**934,783,766**	*1,051,163,658*
IV.	**Investments outside India**		
	Gross value of investments	**97,586,277**	*64,358,489*
	Less: Aggregate of provision/depreciation	**1,786,963**	*978,732*
	Net investments	**95,799,314**	*63,379,757*
TOTAL INVESTMENTS		**1,030,583,080**	*1,114,543,415*

SCHEDULE 9 - ADVANCES [net of provisions]			
A. i)	Bills purchased and discounted	**40,610,992**	*46,763,159*
ii)	Cash credits, overdrafts and loans repayable on demand	**343,945,509**	*348,051,840*
iii)	Term loans	**1,696,347,568**	*1,755,794,419*
iv)	Securitisation, finance lease and hire purchase receivables	**102,204,423**	*105,551,409*
TOTAL ADVANCES		**2,183,108,492**	*2,256,160,827*
B. i)	Secured by tangible assets (includes advances against book debts)	**1,575,653,288**	*1,693,135,659*
ii)	Covered by bank/government guarantees	**14,815,009**	*42,087,202*
iii)	Unsecured	**592,640,195**	*520,937,966*
TOTAL ADVANCES		**2,183,108,492**	*2,256,160,827*
C. I.	Advances in India		
i)	Priority sector	**620,515,976**	*597,325,197*
ii)	Public sector	**3,494,486**	*3,559,887*
iii)	Banks	**252,580**	*45,947*
iv)	Others	**1,015,930,993**	*1,177,773,278*
TOTAL ADVANCES IN INDIA		**1,640,194,035**	*1,778,704,309*
II.	Advances outside India		
i)	Due from banks	**14,965,907**	*41,225,542*
ii)	Due from others		
a)	Bills purchased and discounted	**13,856,733**	*19,965,470*
b)	Commercial loans	**283,420,282**	*271,379,347*
c)	Others	**230,671,535**	*144,886,159*
TOTAL ADVANCES OUTSIDE INDIA		**542,914,457**	*477,456,518*
TOTAL ADVANCES		**2,183,108,492**	*2,256,160,827*

ICICI Bank **forming part of the Balance Sheet** *(Contd.)* **(Rs. in '000s)**

		As on 31.03.2009	As on 31.03.2008
SCHEDULE 10 – FIXED ASSETS			
I.	**Premises**		
	At cost as on March 31 of preceding year	22,942,919	20,496,202
	Additions during the year	1,694,879	2,719,704
	Deductions during the year	(527,480)	(272,987)
	Depreciation to date	(4,139,362)	(3,326,017)
	Net block	19,970,956	19,616,902
II.	**Other fixed assets (including furniture and fixtures)**		
	At cost as on March 31 of preceding year	29,338,047	24,352,894
	Additions during the year	3,833,680	5,588,730
	Deductions during the year	(596,158)	(603,577)
	Depreciation to date	(19,153,333)	(15,836,691)
	Net block	13,422,236	13,501,356
III.	**Assets given on lease**		
	At cost as on March 31 of preceding year	18,079,072	18,136,532
	Additions during the year	—	—
	Deductions during the year	(327,898)	(57,460)
	Depreciation to date, accumulated lease adjustment and provisions	(13,128,157)	(10,108,355)
	Net block	4,623,017	7,970,717
TOTAL FIXED ASSETS		38,016,209	41,088,975
SCHEDULE 11 – OTHER ASSETS			
I.	Inter-office adjustments (net)	—	—
II.	Interest accrued	41,382,870	34,867,173
III.	Tax paid in advance/tax deducted at source (net)	37,815,636	40,660,994
IV.	Stationery and stamps	928	574
V.	Non-banking assets acquired in satisfaction of claims [1]	3,089,212	3,658,544
VI.	Others		
	a) Advance for capital assets	8,776,627	6,404,148
	b) Outstanding fees and other income	6,581,734	5,772,850
	c) Deposits	25,189,917	27,606,644
	d) Deferred tax asset (net)	17,923,148	13,233,940
	e) Early retirement option expenses not written off	—	117,979
	f) Others	100,876,132	73,423,410
TOTAL OTHER ASSETS		241,636,204	205,746,256

1. Includes certain non-banking assets acquired in satisfaction of claims which are in the process of being transferred in the Bank's name.

		As on 31.03.2009	As on 31.03.2008
SCHEDULE 12 – CONTINGENT LIABILITIES			
I.	Claims against the Bank not acknowledged as debts	32,824,550	40,306,033
II.	Liability for partly paid investments	128,126	128,126
III.	Liability on account of outstanding forward exchange contracts	2,583,670,864	3,071,712,304
IV.	Guarantees given on behalf of constituents		
	a) In India	453,001,349	338,313,547
	b) Outside India	127,880,113	74,501,645
V.	Acceptances, endorsements and other obligations	306,782,689	250,992,610
VI.	Currency swaps	569,648,391	477,039,283
VII.	Interest rate swaps, currency options and interest rate futures	4,146,346,015	7,665,289,657
VIII.	Other items for which the Bank is contingently liable	126,547,930	192,540,108
TOTAL CONTINGENT LIABILITIES		8,346,830,027	12,110,823,313

forming part of the Profit and Loss Account

(Rs. in '000s)

		Year ended 31.03.2009	Year ended 31.03.2008
SCHEDULE 13 – INTEREST EARNED			
I.	Interest/discount on advances/bills	**223,238,295**	226,009,874
II.	Income on investments[1]	**74,030,595**	*74,660,091*
III.	Interest on balances with Reserve Bank of India and other inter-bank funds	**5,187,095**	*6,119,944*
IV.	Others [2]	**8,469,499**	*1,093,520*
TOTAL INTEREST EARNED		**310,925,484**	*307,883,429*

1. Includes amortisation of premium on Government securities Rs. 7,253.4 million (March 31, 2008: Rs. 8,976.2 million).
2. Includes interest on income tax refunds Rs. 3,331.7 million (March 31, 2008: Rs. 871.0 million).

		Year ended 31.03.2009	Year ended 31.03.2008
SCHEDULE 14 – OTHER INCOME			
I.	Commission, exchange and brokerage	**56,258,933**	*56,053,127*
II.	Profit/(loss) on sale of investments (net)	**18,004,745**	*18,802,235*
III.	Profit/(loss) on revaluation of investments (net)	**(5,140,339)**	*(680,855)*
IV.	Profit/(loss) on sale of land, buildings and other assets (net)[1]	**175,113**	*656,069*
V.	Profit/(loss) on foreign exchange transactions (net)	**84,146**	*1,101,719*
VI.	Income earned by way of dividends, etc. from subsidiary companies and/or joint ventures abroad/in India	**3,348,233**	*11,519,500*
VII.	Miscellaneous income (including lease income)	**3,306,440**	*655,833*
TOTAL OTHER INCOME		**76,037,271**	*88,107,628*

1. Includes profit/(loss) on sale of assets given on lease.

		Year ended 31.03.2009	Year ended 31.03.2008
SCHEDULE 15 – INTEREST EXPENDED			
I.	Interest on deposits	**157,851,583**	*171,102,433*
II.	Interest on Reserve Bank of India/inter-bank borrowings[1]	**20,045,886**	*18,269,621*
III.	Others (including interest on borrowings of erstwhile ICICI Limited)	**49,361,874**	*45,470,369*
TOTAL INTEREST EXPENDED		**227,259,343**	*234,842,423*

1. Includes interest paid on inter-bank deposits.

		Year ended 31.03.2009	Year ended 31.03.2008
SCHEDULE 16 – OPERATING EXPENSES			
I.	Payments to and provisions for employees	**19,717,045**	*20,788,974*
II.	Rent, taxes and lighting	**6,257,960**	*5,166,414*
III.	Printing and stationery	**1,200,296**	*1,742,100*
IV.	Advertisement and publicity	**1,402,840**	*2,078,608*
V.	Depreciation on Bank's property	**4,684,901**	*3,962,822*
VI.	Depreciation (including lease equalisation) on leased assets	**2,101,070**	*1,820,689*
VII.	Directors' fees, allowances and expenses	**3,640**	*4,190*
VIII.	Auditors' fees and expenses	**22,738**	*23,034*
IX.	Law charges	**924,040**	*453,673*
X.	Postages, telegrams, telephones, etc.	**2,538,545**	*3,305,702*
XI.	Repairs and maintenance	**4,896,929**	*4,198,727*
XII.	Insurance	**2,282,926**	*2,249,540*
XIII.	Direct marketing agency expenses	**5,289,235**	*15,427,433*
XIV.	Other expenditure	**19,128,972**	*20,319,913*
TOTAL OPERATING EXPENSES		**70,451,137**	*81,541,819*

		Year ended 31.03.2009	Year ended 31.03.2008
SCHEDULE 17 – PROVISIONS AND CONTINGENCIES			
I.	Income tax		
	– Current period tax	**17,933,052**	*15,695,283*
	– Deferred tax adjustment	**(4,716,700)**	*(7,133,600)*
	– Fringe benefit tax	**342,010**	*392,015*
II.	Wealth tax	**30,000**	*30,000*
III.	Provision for investments (net)	**977,328**	*622,560*
IV.	Provision for advances (net)[1]	**37,500,259**	*27,009,924*
V.	Others	**(395,006)**	*1,413,354*
TOTAL PROVISIONS AND CONTINGENCIES		**51,670,943**	*38,029,536*

1. Includes provisions on standard assets, non-performing advances, non-performing leased assets and others.

SCHEDULE 18

Significant accounting policies

OVERVIEW

ICICI Bank Limited ("ICICI Bank" or "the Bank"), incorporated in Vadodara, India is a publicly held banking company engaged in providing a wide range of banking and financial services including commercial banking and treasury operations. ICICI Bank is a banking company governed by the Banking Regulation Act, 1949.

Basis of preparation

The financial statements have been prepared in accordance with statutory requirements prescribed under the Banking Regulation Act, 1949. The accounting and reporting policies of ICICI Bank used in the preparation of these financial statements conform to Generally Accepted Accounting Principles in India ("Indian GAAP"), the guidelines issued by Reserve Bank of India ("RBI") from time to time, the Accounting Standards ('AS') issued by the Institute of Chartered Accountants of India ('ICAI') and notified by the Companies (Accounting Standards) Rules, 2006 to the extent applicable and practices generally prevalent in the banking industry in India. The Bank follows the accrual method of accounting, except where otherwise stated, and the historical cost convention.

The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as of the date of the financial statements and the reported income and expenses during the reporting period. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Future results could differ from these estimates.

SIGNIFICANT ACCOUNTING POLICIES

1. Revenue recognition

a) Interest income is recognised in the profit and loss account as it accrues except in the case of non-performing assets ("NPAs") where it is recognised upon realisation, as per the income recognition and asset classification norms of RBI.

b) Income from hire purchase operations is accrued by applying the implicit interest rate to outstanding balances.

c) Income from leases is calculated by applying the interest rate implicit in the lease to the net investment outstanding on the lease over the primary lease period. Leases entered into till March 31, 2001 have been accounted for as operating leases.

d) Income on discounted instruments is recognised over the tenure of the instrument on a constant yield basis.

e) Dividend is accounted on an accrual basis when the right to receive the dividend is established.

f) Loan processing fee is accounted for upfront when it becomes due.

g) Project appraisal/structuring fee is accounted for on the completion of the agreed service.

h) Arranger fee is accounted for as income when a significant portion of the arrangement/syndication is completed.

i) Commission received on guarantees issued is amortised on a straight-line basis over the period of the guarantee.

j) All other fees are accounted for as and when they become due.

k) Net income arising from sell-down/securitisation of loan assets prior to February 1, 2006 has been recognised upfront as interest income. With effect from February 1, 2006, net income arising from securitisation of loan assets is amortised over the life of securities issued or to be issued by the special purpose vehicle/special purpose entity to which the assets are sold. Net income arising from sale of loan assets through direct assignment with recourse obligation is amortised over the life of underlying assets sold and net income from sale of loan assets through direct assignment, without any recourse obligation, is recognised at the time of sale. Net loss arising on account of the sell-down/securitisation and direct assignment of loan assets is recognised at the time of sale.

2. Investments

Investments are accounted for in accordance with the extant RBI guidelines on investment classification and valuation as given below:

a) All investments are classified into 'Held to Maturity', 'Available for Sale' and 'Held for Trading'. Reclassifications, if any, in any category are accounted for as per RBI guidelines. Under each classification, the investments are further categorised as (a) government securities, (b) other approved securities, (c) shares, (d) bonds and debentures, (e) subsidiaries and joint ventures and (f) others.

b) 'Held to Maturity' securities are carried at their acquisition cost or at amortised cost, if acquired at a premium over the face value. Any premium over the face value of fixed rate and floating rate securities acquired is amortised over the remaining period to maturity on a constant yield basis and straight line basis respectively.

c) 'Available for Sale' and 'Held for Trading' securities are valued periodically as per RBI guidelines. Any premium over the face value of investments in government securities, classified as 'Available for Sale', is amortised over the remaining period to maturity on constant yield basis. Quoted investments are valued based on the trades/quotes on the recognised stock exchanges, subsidiary general ledger account transactions, price list of RBI or prices declared by Primary Dealers Association of India jointly with Fixed Income Money Market and Derivatives Association, periodically.

The market/fair value of unquoted government securities which are in the nature of "SLR" securities included in the 'Available for Sale' and 'Held for Trading' categories is as per the rates published by Fixed Income Money Market and Derivatives Association. The valuation of other unquoted fixed income securities wherever linked to the Yield-to-Maturity ("YTM") rates, is computed with a mark-up (reflecting associated credit risk) over the YTM rates for government securities published by Fixed Income Money Market and Derivatives Association.

Unquoted equity shares are valued at the break-up value, if the latest balance sheet is available, or at Re. 1, as per RBI guidelines.

Securities are valued scrip-wise and depreciation/appreciation is aggregated for each category. Net appreciation in each category, if any, being unrealised, is ignored, while net depreciation is provided for.

d) Costs including brokerage and commission pertaining to investments, paid at the time of acquisition, are charged to the profit and loss account.

e) Equity investments in subsidiaries/joint ventures are categorised as 'Held to Maturity' in accordance with RBI guidelines.

f) Profit on sale of investments in the 'Held to Maturity' category is credited to the profit and loss account and is thereafter appropriated (net of applicable taxes and statutory reserve requirements) to Capital Reserve. Profit on sale of investments in 'Available for Sale' and 'Held for Trading' categories is credited to profit and loss account.

g) Repurchase and reverse repurchase transactions are accounted for in accordance with the extant RBI guidelines.

h) Broken period interest on debt instruments is treated as a revenue item.

i) At the end of each reporting period, security receipts issued by the asset reconstruction company are valued in accordance with the guidelines applicable to such instruments, prescribed by RBI from time to time. Accordingly, in cases where the cash flows from security receipts issued by the asset reconstruction company are limited to the actual realisation of the financial assets assigned to the instruments in the concerned scheme, the Bank reckons the net asset value obtained from the asset reconstruction company from time to time, for valuation of such investments at each reporting year/period end.

j) The Bank follows trade date method for accounting of its investments.

3. Provisions/Write-offs on loans and other credit facilities

a) All credit exposures, including overdues arising from crystallised derivative contracts, are classified as per RBI guidelines, into performing and non-performing assets ("NPAs"). Further, NPAs are classified into sub-standard, doubtful and loss assets based on the criteria stipulated by RBI.

In the case of corporate loans, provisions are made for sub-standard and doubtful assets at rates prescribed by RBI. Loss assets and the unsecured portion of doubtful assets are provided/written off as per the extant RBI guidelines. Provisions on homogeneous retail loans, subject to minimum provisioning requirements of RBI, are assessed at a portfolio level on the basis of days past due. The Bank holds specific provisions against non-performing loans and general provision against performing loans. The assessment of incremental specific provisions is made after taking into consideration existing specific provision. The specific provisions on retail loans held by the Bank are higher than the minimum regulatory requirements.

b) Provision on assets restructured/rescheduled is made in accordance with the applicable RBI guidelines on restructuring of advances by Banks.

In respect of non-performing loan accounts subjected to restructuring, the account is upgraded to standard only after the specified period i.e., a period of one year after the date when first payment of interest or of principal, whichever is earlier, falls due, subject to satisfactory performance of the account during the period.

c) Amounts recovered against debts written off in earlier years and provisions no longer considered necessary in the context of the current status of the borrower are recognised in the profit and loss account.

d) In addition to the specific provision on NPAs, the Bank maintains a general provision on performing loans. The general provision covers the requirements of the RBI guidelines.

e) In addition to the provisions required to be held according to the asset classification status, provisions are held for individual country exposures (other than for home country exposure). The countries are categorised into seven risk categories namely insignificant, low, moderate, high, very high, restricted and off-credit and provisioning is made on exposures exceeding 180 days on a graded scale ranging from 0.25% to 100%. For exposures with contractual maturity of less than 180 days, 25% of the above provision is required to be held. If the country exposure (net) of the Bank in respect of each country does not exceed 1% of the total funded assets, no provision is required on such country exposure.

4. Transfer and servicing of assets

The Bank transfers commercial and consumer loans through securitisation transactions. The transferred loans are de-recognised and gains/losses are accounted for only if the Bank surrenders the rights to benefits specified in the underlying securitised loan contract. Recourse and servicing obligations are accounted for net of provisions.

In accordance with the RBI guidelines for securitisation of standard assets, with effect from February 1, 2006, the Bank accounts for any loss arising from securitisation immediately at the time of sale and the profit/premium arising from securitisation is amortised over the life of the securities issued or to be issued by the special purpose vehicle to which the assets are sold. In the case of loans sold to an asset reconstruction company the gain, if any, is ignored.

5. Fixed assets and depreciation

Premises and other fixed assets are carried at cost less accumulated depreciation. Cost includes freight, duties, taxes and incidental expenses related to the acquisition and installation of the asset. Depreciation is charged over the estimated useful life of a fixed asset on a straight-line basis. The rates of depreciation for fixed assets, which are not lower than the rates prescribed in Schedule XIV of the Companies Act, 1956, are given below:

Asset	**Depreciation Rate**
Premises owned by the Bank	1.63%
Improvements to leasehold premises	1.63% or over the lease period, whichever is higher
ATMs	12.50%
Plant and machinery like air conditioners, photo-copying machines, etc.	10.00%
Computers	33.33%
Card acceptance devices	12.50%
Furniture and fixtures	15.00%
Motor vehicles	20.00%
Others (including Software and system development expenses)	25.00%

a) Depreciation on leased assets and leasehold improvements is recognised on a straight-line basis using rates determined with reference to the primary period of lease or rates specified in Schedule XIV to the Companies Act, 1956, whichever is higher.

b) Assets purchased/sold during the year are depreciated on a pro-rata basis for the actual number of days the asset has been put to use.

c) Items costing upto Rs. 5,000/- are depreciated fully over a period of 12 months from the date of purchase.

d) In case of revalued/impaired assets, depreciation is provided over the remaining useful life of the assets.

6. Transactions involving foreign exchange

Foreign currency income and expenditure items of domestic operations are translated at the exchange rates prevailing on the date of the transaction. Income and expenditure items of integral foreign operations (representative offices) are translated at weekly average closing rates, and income and expenditure of non-integral foreign operations (foreign branches and offshore banking units) are translated at quarterly average closing rates.

Monetary foreign currency assets and liabilities of domestic and integral foreign operations are translated at closing exchange rates notified by Foreign Exchange Dealers' Association of India ("FEDAI") at the balance sheet date and the resulting profits/losses are included in the profit and loss account.

Both monetary and non-monetary foreign currency assets and liabilities of non-integral foreign operations are translated at closing exchange rates notified by FEDAI at the balance sheet date and the resulting profits/losses from exchange differences are accumulated in the foreign currency translation reserve until the disposal of the net investment in the non-integral foreign operations.

The premium or discount arising on inception of forward exchange contracts that are entered into to establish the amount of reporting currency required or available at the settlement date of a transaction is amortised over the life of the contract. All other outstanding forward exchange contracts are revalued at the exchange rates notified by FEDAI for specified maturities and at interpolated rates for contracts of interim maturities. The contracts of longer maturities where exchange rates are not notified by FEDAI, are revalued at the forward exchange rates implied by the swap curves in respective currencies. The resultant gains or losses are recognised in the profit and loss account.

Contingent liabilities on account of guarantees, endorsements and other obligations denominated in foreign currencies are disclosed at the closing exchange rates notified by FEDAI at the balance sheet date.

7. Accounting for derivative contracts

The Bank enters into derivative contracts such as foreign currency options, interest rate and currency swaps, credit default swaps and cross currency interest rate swaps.

The swap contracts entered to hedge on-balance sheet assets and liabilities are structured such that they bear an opposite and offsetting impact with the underlying on-balance sheet items. The impact of such derivative instruments is correlated with the movement of underlying assets and accounted pursuant to the principles of hedge accounting. Hedged swaps are accounted for on an accrual basis.

Foreign currency and rupee derivative contracts entered into for trading purposes are marked to market and the resulting gain or loss (net of provisions, if any) is accounted for in the profit and loss account. Pursuant to RBI guidelines, any receivables under derivative contracts, which remain overdue for more than 90 days, are reversed through profit and loss account.

8. Employee Stock Option Scheme ("ESOS")

The Employees Stock Option Scheme ("the Scheme") provides for grant of equity shares of the Bank to wholetime directors and employees of the Bank and its subsidiaries. The Scheme provides that employees are granted an option to subscribe to equity shares of the Bank that vests in a graded manner. The options may be exercised within a specified period. The Bank follows the intrinsic value method to account for its stock-based employee compensation plans. Compensation cost is measured as the excess, if any, of the fair market price of the underlying stock over the exercise price on the grant date. The fair market price is the latest closing price, immediately prior to the date of the Board of Directors meeting in which the options are granted, on the stock exchange on which the shares of the Bank are listed. If the shares are listed on more than one stock exchange, then the stock exchange where there is highest trading volume on the said date is considered.

Since the exercise price of the Bank's stock options are equal to fair market price on the grant date, there is no compensation cost under the intrinsic value method.

The Finance Act, 2007 introduced Fringe Benefit Tax ("FBT") on employee stock options. The FBT liability crystallises on the date of exercise of stock options by employees and is computed based on the difference between fair market value on date of vesting and the exercise price. FBT is recovered from employees as per the Scheme.

9. Staff Retirement Benefits

Gratuity

ICICI Bank pays gratuity to employees who retire or resign after a minimum period of five years of continuous service and in case of employees at overseas locations as per the rules in force in the respective countries. ICICI Bank makes contributions to four separate gratuity funds, for employees inducted from erstwhile ICICI Limited (erstwhile ICICI), employees inducted from erstwhile Bank of Madura, employees inducted from erstwhile The Sangli Bank Limited (erstwhile Sangli Bank) and employees of ICICI Bank other than employees inducted from erstwhile ICICI, erstwhile Bank of Madura and erstwhile Sangli Bank.

Separate gratuity funds for employees inducted from erstwhile ICICI, erstwhile Bank of Madura and erstwhile Sangli Bank are managed by ICICI Prudential Life Insurance Company Limited. The gratuity fund for employees of ICICI Bank, other than employees inducted from erstwhile ICICI, erstwhile Bank of Madura and erstwhile Sangli Bank is administered by Life Insurance Corporation of India and ICICI Prudential Life Insurance Company Limited.

Actuarial valuation of the gratuity liability for all the above funds is determined by an actuary appointed by the Bank. In accordance with the gratuity funds' rules, actuarial valuation of gratuity liability is calculated based on certain assumptions regarding rate of interest, salary growth, mortality and staff attrition as per the projected unit credit method.

Superannuation Fund

ICICI Bank contributes 15.0% of the total annual basic salary of each employee to a superannuation fund for ICICI Bank employees. The employee gets an option on retirement or resignation to commute one-third of the total credit balance in his/her account and receive a monthly pension based on the remaining balance. In the event of death of an employee, his or her beneficiary receives the remaining accumulated balance. ICICI Bank also gives an option to its employees, allowing them to receive the amount contributed by ICICI Bank along with their monthly salary during their employment.

Upto March 31, 2005, the superannuation fund was administered solely by Life Insurance Corporation of India. Subsequent to March 31, 2005, both Life Insurance Corporation of India and ICICI Prudential Life Insurance Company Limited are administering the fund. Employees had the option to retain the existing balance with Life Insurance Corporation of India or seek a transfer to ICICI Prudential Life Insurance Company Limited.

Pension

The Bank provides for pension, a deferred retirement plan covering certain employees of erstwhile Bank of Madura and certain employees of erstwhile Sangli Bank. The plan provides for a pension payment on a monthly basis to these employees on their retirement based on the respective employee's salary and years of employment with the Bank. For erstwhile Bank of Madura and erstwhile Sangli Bank employees in service, separate pension funds are managed in-house and the liability is funded as per actuarial valuation. The pension payments to retired employees of erstwhile Bank of Madura and erstwhile Sangli Bank are being administered by ICICI Prudential Life Insurance Company Limited, for whom the Bank has purchased master annuity policies. Employees covered by the pension plan are not eligible for benefits under the provident fund plan.

Provident Fund

ICICI Bank is statutorily required to maintain a provident fund as a part of retirement benefits to its employees. There are separate provident funds for employees inducted from erstwhile Bank of Madura and erstwhile Sangli Bank (other than those employees who have opted for pension), and for other employees of ICICI Bank. In-house trustees manage these funds. Each employee contributes 12.0% of his or her basic salary (10.0% for certain staff of erstwhile Sangli Bank) and ICICI Bank contributes an equal amount to the funds. The funds are invested according to rules prescribed by the Government of India.

Leave encashment

The Bank provides for leave encashment benefit, which is a defined benefit scheme, based on actuarial valuation as at the balance sheet date conducted by an independent actuary.

10. Income Taxes

Income tax expense is the aggregate amount of current tax, deferred tax and fringe benefit tax borne by the Bank. The income tax provision is determined in accordance with the provisions of the Income Tax Act, 1961. Deferred tax adjustments comprise of changes in the deferred tax assets or liabilities during the year.

Deferred tax assets and liabilities are recognised on a prudent basis for the future tax consequences of timing differences arising between the carrying values of assets and liabilities and their respective tax basis, and carry forward losses. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date. The impact of changes in deferred tax assets and liabilities is recognised in the profit and loss account.

Deferred tax assets are recognised and re-assessed at each reporting date, based upon management's judgement as to whether their realisation is considered as reasonably certain.

11. Impairment of Assets

Fixed assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset with future net discounted cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment is recognised by debiting the profit and loss account and is measured as the amount by which the carrying amount of the assets exceeds the fair value of the assets.

12. Provisions, contingent liabilities and contingent assets

The Bank estimates the probability of any loss that might be incurred on outcome of contingencies on the basis of information available up to the date on which the financial statements are prepared. A provision is recognised when an enterprise has a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are determined based on management estimates required to settle the obligation at the balance sheet date, supplemented by experience of similar transactions. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates. In cases where the available information indicates that the loss on the contingency is reasonably possible but the amount of loss cannot be reasonably estimated, a disclosure to this effect is made in the financial statements. In case of remote possibility neither provision nor disclosure is made in the financial statements. The Bank does not account for or disclose contingent assets, if any.

13. Earnings per share ("EPS")

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share reflect the potential dilution that could occur if contracts to issue equity shares were exercised or converted during the year. Diluted earnings per equity share is computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the year, except where the results are anti-dilutive.

14. Lease transactions

Lease payments for assets taken on operating lease are recognised as an expense in the profit and loss account over the lease term.

15. Cash and cash equivalents

Cash and cash equivalents include cash in hand, balances with RBI, balances with other banks and money at call and short notice.

SCHEDULE 19

NOTES FORMING PART OF THE ACCOUNTS

The following additional disclosures have been made taking into account the requirements of accounting standards and Reserve Bank of India ("RBI") guidelines in this regard.

1. Capital adequacy ratio

The Bank is subject to the capital adequacy norms stipulated by the RBI guidelines on Basel II which became applicable with effect from March 31, 2008. The guidelines require the Bank to maintain a minimum ratio of total capital to risk adjusted assets of 9.0%, with a minimum Tier I capital ratio of 6.0%. Prior to March 31, 2008, the Bank was subject to the capital adequacy norms as stipulated by the RBI guidelines on Basel I.

In view of its transitional arrangements to the Basel II framework, the RBI has prescribed a parallel run under which the Bank has calculated capital adequacy under both Basel I and Basel II. Further at March 31, 2009, the Bank is required to maintain capital adequacy based on the higher of the minimum capital required under Basel II or 90.0% of the minimum capital required under Basel I (100% as at March 31, 2008). The computation under Basel II guidelines has resulted in a higher minimum capital requirement as compared to Basel I and hence the capital adequacy as at March 31, 2008 and March 31, 2009 has been maintained and reported by the Bank as per Basel II guidelines.

Rupees in million

	As per Basel I framework		**As per Basel II framework**	
	As on March 31, 2009	*As on March 31, 2008*	**As on March 31, 2009**	*As on March 31, 2008*
Tier I capital	**420,098.1**	*381,340.1*	**421,967.6**	*421,724.0*
(of which Lower Tier I)	**30,168.6**	*26,573.4*	**30,168.6**	*26,573.4*
Tier II capital	**129,715.9**	*121,212.1*	**131,585.3**	*78,861.0*
(of which Upper Tier II)	**109,100.0**	*24,510.0*	**109,100.0**	*24,510.0*
Total capital	**549,814.0**	*502,552.2*	**553,552.9**	*500,585.0*
Total risk weighted assets	**3,453,378.9**	*3,367,547.0*	**3,564,629.9**	*3,584,566.2*
CRAR (%)	**15.92%**	*14.92%*	**15.53%**	*13.97%*
CRAR – Tier I capital (%)	**12.16%**	*11.32%*	**11.84%**	*11.76%*
CRAR – Tier II capital (%)	**3.76%**	*3.60%*	**3.69%**	*2.20%*
Amount of subordinated debt raised as Tier I capital/Tier II capital during the year	**45,210.0**	*22,350.0*	**45,210.0**	*22,350.0*

2. Business/information ratios

The business/information ratios for the year ended March 31, 2009 and March 31, 2008 are given in the table below:

	Year ended March 31, 2009	*Year ended March 31, 2008*
(i) Interest income to working funds[1]	**8.11%**	*8.29%*
(ii) Non-interest income to working funds[1]	**1.98%**	*2.37%*
(iii) Operating profit to working funds[1]	**2.33%**	*2.14%*
(iv) Return on assets[2]	**0.98%**	*1.12%*
(v) Profit per employee (Rs. in million)	**1.1**	*1.0*
(vi) Business per employee (average deposits plus average advances)[3] (Rs. in million)	**115.4**	*100.8*

1. For the purpose of computing the ratios, working funds represent the average of total assets as reported in Form X to RBI under Section 27 of the Banking Regulation Act, 1949.
2. For the purpose of computing the ratio, assets represent average total assets as reported to RBI in Form X under Section 27 of the Banking Regulation Act, 1949.
3. For the purpose of computing the ratio, deposits and advances are the total deposits and total advances as reported to RBI in Form A under Section 42(2) of the Reserve Bank of India Act, 1934. The average deposits and the average advances represent the simple average of the figures reported in Form A to RBI under Section 42(2) of the Reserve Bank of India Act, 1934.

3. **Information about business and geographical segments**

Business segments

Pursuant to the guidelines issued by RBI on Accounting Standard-17 (Segment Reporting) - Enhancement of Disclosures dated April 18, 2007, effective from year ended March 31, 2008, the following business segments have been reported.

- **Retail Banking** includes exposures which satisfy the four criteria of orientation, product, granularity and low value of individual exposures for retail exposures laid down in Basel Committee on Banking Supervision document "International Convergence of Capital Measurement and Capital Standards: A Revised Framework".
- **Wholesale Banking** includes all advances to trusts, partnership firms, companies and statutory bodies, which are not included under the Retail Banking.
- **Treasury** includes the entire investment portfolio of the Bank.
- **Other Banking** includes hire purchase and leasing operations and other items not attributable to any particular business segment.

Income, expenses, assets and liabilities are either specifically identified with individual segments or are allocated to segments on a systematic basis.

All liabilities are transfer priced to a central treasury unit, which pools all funds and lends to the business units at appropriate rates based on the relevant maturity of assets being funded after adjusting for regulatory reserve requirements.

The business segment results on this basis are given below:

Rupees in million

Particulars	Retail Banking	Wholesale Banking	Treasury/ Investment Banking	Other Banking Business	Total
For the year ended March 31, 2009					
1. Revenue	230,152.1	248,077.1	295,908.7	6,125.7	**780,263.6**
2. Less: Inter-segment revenue					**393,300.9**
3. Total revenue (1) – (2)					**386,962.7**
4. Segment results	**580.5**	**34,133.1**	**12,843.5**	**3,612.6**	**51,169.7**
5. Unallocated expenses					**—**
6. Income tax expenses (net of deferred tax credit)					**13,588.4**
7. Net Profit (4) – (5) – (6)					**37,581.3**
8. Segment assets	958,656.7	1,357,062.5	1,400,638.6	11,887.0	**3,728,244.8**
9. Unallocated assets[1]					**64,764.8**
10. Total assets (8) + (9)					**3,793,009.6**
11. Segment liabilities	1,117,555.2	1,111,564.6	1,529,581.8[2]	6,166.6	**3,764,868.2**
12. Unallocated liabilities					**28,141.4**
13. Total liabilities (11) + (12)					**3,793,009.6**
14. Capital expenditure	4,224.2	1,264.2	3.3	36.9	**5,528.6**
15. Depreciation	3,628.6	1,027.3	4.7	2,125.4	**6,786.0**

1. Includes tax paid in advance/tax deducted at source (net) and deferred tax asset (net).
2. Includes share capital and reserves and surplus.

Rupees in million

Particulars	Retail Banking	Wholesale Banking	Treasury/ Investment Banking	Other Banking Business	Total
For the year ended March 31, 2008					
1. Revenue	244,185.4	249,493.5	290,982.6	2,749.2	**787,410.7**
2. Less: Inter-segment revenue					**391,419.6**
3. Total revenue (1) – (2)					**395,991.1**
4. Segment results	**9,472.4**	**35,746.8**	**5,134.9**	**206.9**	**50,561.0**
5. Unallocated expenses					**—**
6. Income tax expenses (net of deferred tax credit)					**8,983.7**
7. Net Profit (4) – (5) – (6)					**41,577.3**

forming part of the Accounts *(Contd.)*

Particulars	Retail Banking	Wholesale Banking	Treasury/ Investment Banking	Other Banking Business	Total
	For the year ended March 31, 2008				
8. Segment assets	1,112,510.1	1,263,992.0	1,540,852.6	27,053.4	**3,944,408.1**
9. Unallocated assets[1]					**53,542.7**
10. Total assets (8) + (9)					**3,997,950.8**
11. Segment liabilities	1,152,965.5	1,378,224.6	1,442,104.8[2]	20,360.4	**3,993,655.3**
12. Unallocated liabilities					**4,295.5**
13. Total liabilities (11) + (12)					**3,997,950.8**
14. Capital expenditure	6,430.8	1,364.6	8.5	504.5	**8,308.4**
15. Depreciation	2,836.8	889.1	5.3	2,052.3	**5,783.5**

1. Includes tax paid in advance/tax deducted at source (net) and deferred tax asset (net).
2. Includes share capital and reserves and surplus.

Geographical segments

The Bank reports its operations under the following geographical segments.

- **Domestic operations** comprises branches having operations in India.
- **Foreign operations** comprises branches having operations outside India and offshore banking unit having operations in India.

Geographical segment results are given below:

Rupees in million

Revenue[1]	For the year ended March 31, 2009	*For the year ended March 31, 2008*
Domestic operation	**347,986.2**	*362,828.2*
Foreign operation	**38,976.6**	*33,162.9*
Total	**386,962.8**	*395,991.1*

1. Gains and losses on offsetting transactions are accounted for separately in domestic and foreign segments respectively and not netted off.

Rupees in million

Assets	As on March 31, 2009	*As on March 31, 2008*
Domestic operation	**3,004,203.2**	*3,329,664.8*
Foreign operation	**733,259.4**	*614,743.3*
Total	**3,737,462.6**	*3,944,408.1*

Rupees in million

	Capital expenditure incurred during the year ended		Depreciation provided during the year ended	
	March 31, 2009	*March 31, 2008*	**March 31, 2009**	*March 31, 2008*
Domestic operations	**5,431.7**	*8,244.3*	**6,734.1**	*5,746.6*
Foreign operations	**96.9**	*64.1*	**51.9**	*36.9*
Total	**5,528.6**	*8,308.4*	**6,786.0**	*5,783.5*

4. Earnings per share

Basic and diluted earnings per equity share are computed in accordance with Accounting Standard 20, "Earnings per Share". Basic earnings per share is computed by dividing net profit after tax by the weighted average number of equity shares outstanding during the year. The diluted earnings per share is computed using the weighted average number of equity shares and dilutive potential equity shares outstanding during the year.

The computation of earnings per share is given below:

Rupees in million, except per share data

	Year ended March 31, 2009	*Year ended March 31, 2008*
Basic		
Weighted average number of equity shares outstanding	**1,113,129,213**	*1,055,591,068*
Net profit	**37,581.3**	*41,577.3*
Basic earnings per share (Rs.)	**33.76**	*39.39*
Diluted		
Weighted average number of equity shares outstanding	**1,115,328,034**	*1,062,103,167*
Net profit	**37,581.3**	*41,577.3*
Diluted earnings per share (Rs.)	**33.70**	*39.15*
Nominal value per share (Rs.)	**10.00**	*10.00*

The dilutive impact is due to options granted to employees by the Bank.

5. Maturity pattern

- In compiling the information of maturity pattern (refer 5 (a) and (b) below), certain estimates and assumptions have been made by the management.
- Assets and liabilities in foreign currency exclude off-balance sheet assets and liabilities.

a) The maturity pattern of assets and liabilities of the Bank as on March 31, 2009 is given below:

Rupees in million

Maturity buckets	Loans & Advances[1]	Investment securities[1]	Deposits[1]	Borrowings[1,2]	Total foreign currency assets	Total foreign currency liabilities
1 to 14 days	77,002.6	116,387.7	159,613.6	17,960.7	92,686.3	52,220.8
15 to 28 days	18,547.3	45,611.8	80,388.8	20,197.7	12,581.7	26,476.9
29 days to 3 months	95,975.6	101,038.8	381,487.7	44,676.2	20,572.8	68,052.0
3 to 6 months	112,396.9	74,045.9	356,088.8	58,999.8	17,960.5	55,441.0
6 months to 1 year	220,770.0	99,709.9	458,313.7	76,648.2	29,985.6	87,612.2
1 to 3 years	887,376.0	260,527.2	731,623.0	240,446.0	156,996.3	215,855.3
3 to 5 years	423,545.6	25,850.1	14,368.4	165,287.0	219,948.8	164,054.1
Above 5 years	347,494.5	307,411.7	1,594.2	49,021.3	226,356.6	110,888.5
Total	2,183,108.5	1,030,583.1	2,183,478.2	673,236.9	777,088.6	780,600.8

1. Includes foreign currency balances.
2. Excludes borrowings in the nature of sub-ordinated debts.

b) The maturity pattern of assets and liabilities of the Bank as on March 31, 2008 is given below:

Rupees in million

Maturity buckets	Loans & Advances[1]	Investment securities[1]	Deposits[1]	Borrowings[1,2]	Total foreign currency assets	Total foreign currency liabilities
1 to 14 days	93,299.9	144,138.8	150,415.1	18,949.7	67,356.4	49,954.8
15 to 28 days	27,857.4	102,926.6	105,105.3	5,407.0	11,229.6	12,310.0
29 days to 3 months	155,107.3	110,681.3	377,315.6	37,476.4	64,606.8	60,017.7
3 to 6 months	156,415.2	106,274.8	353,452.6	98,782.1	31,405.6	82,855.8
6 months to 1 year	260,207.4	171,675.0	596,599.9	112,847.4	61,401.7	121,563.8
1 to 3 years	773,243.4	208,115.1	812,119.4	176,727.5	66,300.5	143,269.2
3 to 5 years	331,808.1	46,577.8	34,047.3	176,974.8	125,974.1	170,063.8
Above 5 years	458,222.1	224,154.0	15,255.3	29,319.4	229,717.0	74,283.0
Total	2,256,160.8	1,114,543.4	2,444,310.5	656,484.3	657,991.7	714,318.1

1. Includes foreign currency balances.
2. Excludes borrowings in the nature of subordinated debts.

6. Related party transactions

The Bank has transactions with its related parties comprising of subsidiaries, associates/joint ventures/other related entities and key management personnel.

Subsidiaries

ICICI Venture Funds Management Company Limited, ICICI Securities Primary Dealership Limited, ICICI Securities Limited, ICICI International Limited, ICICI Trusteeship Services Limited, ICICI Home Finance Company Limited, ICICI Investment Management Company Limited, ICICI Securities Holdings Inc., ICICI Securities Inc., ICICI Bank UK PLC, ICICI Bank Canada, ICICI Prudential Life Insurance Company Limited[1], ICICI Lombard General Insurance Company Limited[1], ICICI Prudential Asset Management Company Limited[1], ICICI Prudential Trust Limited[1], ICICI Bank Eurasia Limited Liability Company and ICICI Wealth Management Inc.

1. Jointly controlled entities.

Associates/Joint Ventures/other related entities

ICICI Equity Fund[1], ICICI Eco-net Internet and Technology Fund[1], ICICI Emerging Sectors Fund[1], ICICI Strategic Investments Fund[1], ICICI Kinfra Limited[1], ICICI West Bengal Infrastructure Development Corporation Limited[1], Financial Information Network and Operations Limited, TCW/ICICI Investment Partners LLC, TSI Ventures (India) Private Limited (upto June 30, 2008), I-Process Services (India) Private Limited, I-Solutions Providers (India) Private Limited, NIIT Institute of Finance, Banking and Insurance Training Limited, ICICI Venture Value Fund, Comm Trade Services Limited, Loyalty Solutions & Research Limited[1], Traveljini.com Limited (upto March 31, 2008), Contests2win.com India Private Limited[2], Crossdomain Solutions Private Limited[2], Transafe Services Limited[2], Prize Petroleum Company Limited[2], ICICI Foundation for Inclusive Growth[2], Firstsource Solutions Limited (Bank's holding is 24.79% as on March 21, 2009) and I-Ven Biotech Limited[1,2].

1. Entities consolidated under Accounting Standard-21 (AS-21) on "Consolidated Financial Statements".
2. With respect to entities, which have been identified as related parties during the year ended March 31, 2009, previous year's comparative figures have not been reported.

Key management personnel

K. V. Kamath, Chanda D. Kochhar, V. Vaidyanathan, Madhabi Puri Buch[1], Sonjoy Chatterjee[2], K. Ramkumar[3], Kalpana Morparia[4], Nachiket Mor[5].

Relatives of key management personnel

Rajalakshmi Kamath, Ajay Kamath, Ajnya Pai, Mohan Kamath, Deepak Kochhar, Arjun Kochhar, Aarti Kochhar, Mahesh Advani, Varuna Karna, Sunita R. Advani, Jeyashree V., V. Satyamurthy, V. Krishnamurthy, K. Vembu, Dhaval Buch[1], Kamal Puri[1], Rama Puri[1], Ameeta Chatterjee[2], Somnath Chatterjee[2], Tarak Nath Chatterjee[2], R. Shyam[3], R. Suchithra[3], J. Krishnaswamy[3].

1. Transactions reported with effect from June 1, 2007 and upto January 31, 2009.
2. Transactions reported with effect from October 22, 2007.
3. Transactions reported with effect from February 1, 2009.
4. Transactions reported upto May 31, 2007.
5. Transactions reported upto October 18, 2007.

The following are the significant transactions between the Bank and its related parties for the year ended March 31, 2009. The material transactions are reported wherever the transaction with an entity exceeds 10% of the particular category of transactions.

Insurance services

During the year ended March 31, 2009, the Bank paid insurance premium to insurance subsidiaries amounting to Rs. 1,132.6 million (March 31, 2008: Rs. 1,065.3 million). The material transactions for the year ended March 31, 2009 were with ICICI Lombard General Insurance Company Limited for Rs. 1,039.9 million (March 31, 2008: Rs. 974.8 million).

During the year ended March 31, 2009, the Bank received claims from insurance subsidiaries amounting to Rs. 965.1 million (March 31, 2008: Rs. 713.9 million). The material transactions for the year ended March 31, 2009 were with ICICI Lombard General Insurance Company Limited for Rs. 924.1 million (March 31, 2008: Rs. 688.9 million).

Fees and commission

During the year ended March 31, 2009, the Bank received fees from its subsidiaries amounting to Rs. 3,704.8 million (March 31, 2008: Rs. 5,748.7 million), from its associates/joint ventures/other related entities amounting to Rs. 142.1 million (March 31, 2008: Rs. 72.5 million) and from key management personnel amounting to Rs. 0.6 million. The material transactions for the year ended March 31, 2009 were with ICICI Securities Limited for Rs. 454.8 million (March 31, 2008: Rs. 903.7 million), ICICI Prudential Life Insurance Company Limited for Rs. 2,385.3 million (March 31, 2008: Rs. 3,033.1 million) and ICICI Lombard General Insurance Company Limited for Rs. 625.6 million (March 31, 2008: Rs. 948.2 million).

During the year ended March 31, 2009, the Bank received commission from its subsidiaries of Rs. 9.0 million (March 31, 2008: Rs. 9.3 million) and from its associates/joint ventures/other related entities amounting to Rs. 7.5 million (March 31, 2008: Rs. 7.4 million). The material transactions for the year ended March 31, 2009 were with ICICI Home Finance Company Limited for Rs. 7.8 million (March 31, 2008: Rs. 7.8 million) and Firstsource Solutions Limited for Rs. 7.2 million (March 31, 2008: Rs. 7.4 million).

Lease of premises and facilities

During the year ended March 31, 2009, the Bank received income from its subsidiaries amounting to Rs. 1,670.5 million (March 31, 2008: Rs. 982.8 million) and from its associates/joint ventures/other related entities amounting to Rs. 7.0 million (March 31, 2008: Rs. 3.9 million) for lease of premises, facilities and other administrative costs. The material transactions for the year ended March 31, 2009 were with ICICI Securities Limited for Rs. 361.5 million (March 31, 2008: Rs. 266.9 million), ICICI Home Finance Company Limited for Rs. 344.2 million (March 31, 2008: Rs. 3.1 million), ICICI Bank UK PLC for Rs. 431.6 million (March 31, 2008: Rs. 254.9 million), ICICI Bank Canada for Rs. 137.1 million (March 31, 2008: Rs. 102.6 million), ICICI Prudential Life Insurance Company Limited for Rs. 164.0 million (March 31, 2008: Rs. 102.5 million) and ICICI Lombard General Insurance Company Limited for Rs. 202.4 million (March 31, 2008: Rs. 186.8 million).

Sale of housing loan portfolio

During the year ended March 31, 2009, the Bank sold housing loan portfolio to ICICI Home Finance Company Limited amounting to Rs. Nil (March 31, 2008: Rs. 6,231.4 million).

Secondment of employees

During the year ended March 31, 2009, the Bank received compensation from its subsidiaries amounting to Rs. 277.1 million (March 31, 2008: Rs. 302.8 million) and from its associates/joint ventures/other related entities amounting to Rs. 16.8 million (March 31, 2008: Rs. 12.7 million) for secondment of employees. The material transactions for the year ended March 31, 2009 were with ICICI Securities Limited for Rs. 53.4 million (March 31, 2008: Rs. 91.5 million) and ICICI Home Finance Company Limited for Rs. 217.2 million (March 31, 2008: Rs. 190.5 million).

Purchase of investments

During the year ended March 31, 2009, the Bank purchased certain investments from its subsidiaries amounting to Rs. 15,170.3 million (March 31, 2008: Rs. 7,934.2 million). The material transactions for the year ended March 31, 2009 were with ICICI Securities Primary Dealership Limited for Rs. 6,695.0 (March 31, 2008: Rs. 7,636.3 million) and ICICI Prudential Life Insurance Company Limited for Rs. 7,922.9 million (March 31, 2008: Rs. 146.2 million).

During the year ended March 31, 2009, the Bank invested in the equity shares, preference shares and bonds of its subsidiaries amounting to Rs. 41,755.0 million (March 31, 2008: Rs. 43,009.2 million) and in its associates/joint ventures/other related entities amounting to Rs. Nil (March 31, 2008: Rs. 57.5 million). The material transactions for the year ended March 31, 2009 were with ICICI Home Finance Company Limited for Rs. 3,000.0 million (March 31, 2008: Rs. 5,000.0 million), ICICI Bank UK PLC for Rs. 4,696.5 million (March 31, 2008: Rs. 12,404.9 million), ICICI Bank Canada for Rs. 22,188.3 million (March 31, 2008: Rs. 10,414.9 million) and ICICI Prudential Life Insurance Company Limited for Rs. 8,081.6 million (March 31, 2008: Rs. 12,580.0 million).

Sale of investments

During the year ended March 31, 2009, the Bank sold certain investments to its subsidiaries amounting to Rs. 13,854.6 million (March 31, 2008: Rs. 15,526.7 million). The material transactions for the year ended March 31, 2009 were with ICICI Securities Primary Dealership Limited for Rs. 5,103.5 million (March 31, 2008: Rs. 11,705.0 million), ICICI Bank UK PLC for Rs. 1,836.0 million (March 31, 2008: Rs. Nil) and ICICI Prudential Life Insurance Company Limited for Rs. 6,364.8 million (March 31, 2008: Rs. 3,223.2 million).

Redemption/buyback and conversion of investments

During the year ended March 31, 2009, the Bank received Rs. 583.5 million (March 31, 2008: Rs. 1.2 million) on account of buyback of equity shares by subsidiaries and Rs. 183.5 million (March 31, 2008: Rs. 2,762.4 million) on account of buyback/redemption of equity shares/units by associates/joint ventures/other related entities. The material transactions for the year ended March 31, 2009 were with ICICI Securities Primary Dealership Limited for Rs. 583.5 million (March 31, 2008: Rs. 1.2 million), ICICI Equity Fund for Rs. 125.0 million (March 31, 2008: Rs. 571.5 million), ICICI Emerging Sectors Fund for Rs. Nil (March 31, 2008: Rs. 2,070.3 million) and Crossdomain Solutions Private Limited for Rs. 58.5 million.

Reimbursement of expenses

During the year ended March 31, 2009, the Bank reimbursed expenses to ICICI Home Finance Company Limited amounting to Rs. 60.8 million (March 31, 2008: Rs. 526.8 million) and to its associates/joint ventures/other related entities amounting to Rs. Nil (March 31, 2008: Rs. 0.8 million).

Brokerage and fee expenses

During the year ended March 31, 2009, the Bank paid brokerage/fees to its subsidiaries amounting to Rs. 627.0 million (March 31, 2008: Rs. 950.7 million) and to its associates/joint ventures/other related entities amounting to Rs. 2,151.2 million (March 31, 2008: Rs. 2,354.7 million). The material transactions for the year ended March 31, 2009 were with ICICI Home Finance Company Limited for Rs. 438.7 million (March 31, 2008: Rs. 621.3 million), Loyalty Solutions & Research Limited for Rs. 673.6 million (March 31, 2008: Rs. 23.3 million), I-Process Services (India) Private Limited for Rs. 1,027.5 million (March 31, 2008: Rs. 1,029.0 million) and I-Solutions Providers (India) Private Limited for Rs. 227.2 million (March 31, 2008: Rs. 932.1 million).

Custodial charges income

During the year ended March 31, 2009, the Bank received custodial charges from its subsidiaries amounting to Rs. 11.4 million (March 31, 2008: Rs. 16.3 million) and from its associates/joint ventures/other related entities amounting to

forming part of the Accounts *(Contd.)*

Rs. 3.3 million (March 31, 2008: Rs. 6.8 million). The material transactions for the year ended March 31, 2009 were with ICICI Securities Primary Dealership Limited for Rs. 7.6 million (March 31, 2008: Rs. 12.1 million), ICICI Lombard General Insurance Company Limited for Rs. 3.8 million (March 31, 2008: Rs. 4.0 million) and ICICI Emerging Sectors Fund for Rs. 1.0 million (March 31, 2008: Rs. 3.1 million).

Interest expenses

During the year ended March 31, 2009, the Bank paid interest to its subsidiaries amounting to Rs. 1,592.6 million (March 31, 2008: Rs. 3,311.9 million) to its associates/joint ventures/other related entities amounting to Rs. 21.8 million (March 31, 2008: Rs. 28.2 million) to its key management personnel amounting to Rs. 2.3 million and to relatives of key management personnel amounting to Rs. 1.3 million. The material transactions for the year ended March 31, 2009 were with ICICI Securities Limited for Rs. 171.4 million (March 31, 2008: Rs. 72.1 million), ICICI Bank UK PLC for Rs. 98.9 million (March 31, 2008: Rs. 1,804.5 million), ICICI Bank Canada for Rs. 660.1 million (March 31, 2008: Rs. 834.2 million) and ICICI Prudential Life Insurance Company Limited for Rs. 427.7 million (March 31, 2008: Rs. 348.6 million).

Interest income

During the year ended March 31, 2009, the Bank received interest from its subsidiaries amounting to Rs. 9,006.7 million (March 31, 2008: Rs. 1,575.3 million), from its associates/joint ventures/other related entities amounting to Rs. 5.3 million (March 31, 2008: Rs. 21.0 million), from its key management personnel Rs. 2.3 million (March 31, 2008: Rs. 0.7 million) and from relatives of key management personnel amounting to Rs. 0.3 million. The material transactions for the year ended March 31, 2009 were with ICICI Securities Primary Dealership Limited for Rs. 1,544.8 million (March 31, 2008: Rs. 342.8 million), ICICI Home Finance Company Limited for Rs. 522.8 million (March 31, 2008: Rs. 273.0 million), ICICI Bank Eurasia Limited Liability Company for Rs. 547.1 million (March 31, 2008: Rs. 611.9 million), ICICI Bank UK PLC for Rs. 1,443.8 million (March 31, 2008: Rs. 105.3 million) and ICICI Bank Canada for Rs. 4,834.7 million (March 31, 2008: Rs. 86.2 million).

Other income

During the year ended March 31, 2009, the net gain/(loss) on derivative transactions entered into with subsidiaries amounted to Rs. 9,239.3 million (March 31, 2008: net gain of Rs. 4,398.0 million) and with its associates/joint ventures/other related entities amounted to Rs. 9.9 million (March 31, 2008: Rs. Nil). The material transactions for the year ended March 31, 2009 were with ICICI Bank UK PLC for Rs. 1,175.3 million (March 31, 2008: Rs. 4,677.0 million) and ICICI Bank Canada for Rs. 7,861.4 million (March 31, 2008: Rs. 401.5 million).

Dividend income

During the year ended March 31, 2009, the Bank received dividend from its subsidiaries amounting to Rs. 3,348.2 million (March 31, 2008: Rs. 3,636.6 million) and from its associates/joint ventures/other related entities amounting to Rs. Nil (March 31, 2008: Rs. 8,931.4 million). The material transactions for the year ended March 31, 2009 were with ICICI Securities Primary Dealership Limited for Rs. 1,300.5 million (March 31, 2008: Rs. 729.5 million), ICICI Venture Funds Management Company Limited for Rs. 950.0 million (March 31, 2008: Rs. 725.0 million), ICICI Home Finance Company Limited for Rs. 740.6 million (March 31, 2008: Rs. 431.3 million) and ICICI Emerging Sectors Fund for Rs. Nil (March 31, 2008: Rs. 7,725.7 million).

Dividend paid

During the year ended March 31, 2009, the Bank paid dividend to its key management personnel amounting to Rs. 10.2 million (March 31, 2008: Rs. 15.0 million). The material transactions for the year ended March 31, 2009 were with K. V. Kamath for Rs. 5.4 million (March 31, 2008: Rs. 6.2 million), Chanda D. Kochhar for Rs. 3.0 million (March 31, 2008: Rs. 2.8 million), Madhabi Puri Buch for Rs. 1.1 million (March 31, 2008: Rs. 1.2 million) and Kalpana Morparia for Rs. Nil (March 31, 2008: Rs. 4.3 million).

Remuneration to whole-time directors

During the year ended March 31, 2009, the Bank paid remuneration to the whole-time directors of the Bank amounting to Rs. 91.7 million (March 31, 2008: Rs. 90.3 million). The material transactions for the year ended March 31, 2009 were with K. V. Kamath for Rs. 30.8 million (March 31, 2008: Rs. 27.9 million), Madhabi Puri Buch for Rs. 13.5 million (March 31, 2008: Rs. 10.0 million), Chanda D. Kochhar for Rs. 18.4 million (March 31, 2008: Rs. 15.6 million), Kalpana Morparia for Rs. Nil (March 31, 2008: Rs. 9.7 million), Nachiket Mor for Rs. Nil (March 31, 2008: Rs. 10.0 million), V. Vaidyanathan for Rs. 14.4 million (March 31, 2008: Rs. 13.4 million) and Sonjoy Chatterjee for Rs. 13.0 million (March 31, 2008: Rs. 3.7 million).

Lines of credit

As on March 31, 2009, the Bank had issued lines of credit to its subsidiaries amounting to Rs. 1,601.5 million (March 31, 2008: Rs. 1,003.0 million). The material transactions for the year ended March 31, 2009 were with ICICI Securities Limited for Rs. 333.5 million (March 31, 2008: Rs. Nil) and ICICI Bank Canada for Rs. 1,268.0 million (March 31, 2008: Rs. 1,003.0 million).

Sale of fixed assets

During the year ended March 31, 2009, the Bank sold fixed assets to its subsidiaries amounting to Rs. 65.3 million (March 31, 2008: Rs. 151.8 million). The material transactions for the year ended March 31, 2009 were with ICICI Home Finance Company Limited for Rs. 58.3 million (March 31, 2008: Rs. Nil), ICICI Securities Limited for Rs. 5.9 million (March 31, 2008: Rs. 99.3 million), ICICI Prudential Life Insurance Company Limited for Rs. 1.1 million (March 31, 2008: Rs. 24.2 million) and ICICI Lombard General Insurance Company Limited for Rs. Nil (March 31, 2008: Rs. 28.3 million).

Purchase of fixed assets

During the year ended March 31, 2009, the Bank purchased fixed assets from its subsidiaries amounting to Rs. 1.2 million (March 31, 2008: Rs. Nil) and from its associates/joint ventures/other related entities amounting to Rs. 13.0 million (March 31, 2008: Rs. Nil). The material transactions for the year ended March 31, 2009 were with Financial Information Network and Operations Limited for Rs. 12.4 million (March 31, 2008: Rs. Nil).

Donation

During the year ended March 31, 2009, the Bank has given donation to ICICI Foundation for Inclusive Growth amounting to Rs. 300.0 million.

Letters of Comfort

The Bank has issued letters of comfort on behalf of its foreign subsidiaries namely, ICICI Bank UK PLC and ICICI Bank Canada. The details of the same are given under:

On behalf of	To	Purpose
ICICI Bank UK PLC	Financial Services Authority, UK ("FSA")	To financially support ICICI Bank UK PLC to ensure that it meets all of its financial obligations as they fall due.
ICICI Bank Canada	Office of the Superintendent of Financial Institutions, Canada ("OSFI")	To infuse additional capital should ICICI Bank Canada's capital fall below the minimum requirement and provide ICICI Bank Canada ongoing financial, managerial and operational support.
ICICI Bank Canada	Canada Deposit Insurance Corporation ("CDIC")	To comply with the Bank Act and the CDIC regulations or by-laws there under and to indemnify CDIC against all losses, damages, reasonable costs and expenses arising from failure of ICICI Bank Canada in performing the same.

The Bank has issued an undertaking on behalf of ICICI Securities Inc. for Singapore dollar 10.0 million (Rs. 333.5 million) to Monetary Authority of Singapore (MAS), which is included in the contingent liabilities.

As per the assessment done, there is no financial impact of the above letters issued to overseas regulators as at March 31, 2009.

In addition to the above, the Bank has also issued letters of comfort in the nature of awareness on behalf of banking and non-banking subsidiaries in respect of their borrowings made or proposed to be made and for other incidental business purposes. As they are in the nature of factual statements or confirmation of facts, they do not create any financial impact on the Bank.

Related party balances

The balances payable to/receivable from subsidiaries/joint ventures/associates/other related entities/key management personnel and relatives of key management personnel included in the balance sheet as on March 31, 2009 are given below:

Rupees in million

Items/Related party	Subsidiaries	Associates/joint ventures/other related entities	Key Management Personnel	Relatives of Key Management Personnel	Total
Deposits with ICICI Bank	12,390.3	434.2	56.7	16.9	12,898.1
Deposits of ICICI Bank	55.8	—	—	—	55.8
Call/term money lent	4,260.5	—	—	—	4,260.5
Call/term money borrowed	3,544.7	—	—	—	3,544.7
Advances	19,294.0	42.5	7.9	7.5	19,351.9
Investments of ICICI Bank	131,711.6	12,034.2	—	—	143,745.8
Investments of related parties in ICICI Bank	794.8	—	9.3	—	804.1
Receivables	1,964.3	239.4	—	—	2,203.7
Payables	67.8	289.5	—	—	357.3
Guarantees	3,404.5	1,916.1	—	—	5,320.6
Swaps/forward contracts (notional amount)	550,751.0	—	—	—	550,751.0
Employee Stock Options Outstanding (Nos.)	—	—	3,318,125	—	3,318,125
Employee Stock Options Exercised[1]	—	—	—	—	—

1. During the year ended March 31, 2009, Nil employee stock options were exercised.

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The maximum balance payable to/receivable from subsidiaries/joint ventures/associates/other related entities/key management personnel and relatives of key management personnel during the year ended March 31, 2009 is given below:

Rupees in million

Items/Related party	Subsidiaries	Associates/joint ventures/other related entities	Key Management Personnel	Relatives of Key Management Personnel	Total
Deposits with ICICI Bank	16,899.9	845.0	119.7	38.0	17,902.6
Deposits of ICICI Bank	1,589.9	—	—	—	1,589.9
Call/term money lent	10,922.1	—	—	—	10,922.1
Call/term money borrowed	3,690.5	—	—	—	3,690.5
Advances	20,981.4	208.3	63.6	7.6	21,260.9
Investments of ICICI Bank	131,711.6	12,159.2	—	—	143,870.8
Investments of related parties in ICICI Bank	2,043.0[1]	—	9.3	—	2,052.3
Receivables	3,649.0	464.0[1]	—	—	4,113.0
Payables	1,382.6[1]	289.5[1]	—	—	1,672.1
Guarantees	3,407.2	2,441.4	—	—	5,848.6
Swaps/forward contracts (notional amount)	647,121.7	880.4	—	—	648,002.1

1. Maximum balances are determined based on comparison of the total outstanding balances as at each quarter end during the financial year.

The balances payable to/receivable from subsidiaries/joint ventures/associates/other related entities/key management personnel and relatives of key management personnel included in the balance sheet as on March 31, 2008 are given below:

Rupees in million

Items/Related party	Subsidiaries	Associates/joint ventures/other related entities	Key Management Personnel	Relatives of Key Management Personnel	Total
Deposits with ICICI Bank	11,476.0	268.9	27.1	14.1	11,786.1
Deposits of ICICI Bank	(17.1)	—	—	—	(17.1)
Call/term money lent	15,917.8	—	—	—	15,917.8
Call/term money borrowed	240.7	—	—	—	240.7
Advances	5,002.5	145.5	13.9	2.2	5,164.1
Investments of ICICI Bank	88,178.8	12,109.2	—	—	100,288.0
Investments of related parties in ICICI Bank	2,250.5	—	8.6	0.5	2,259.6
Receivables	3,351.7	52.5	—	—	3,404.2
Payables	436.4	350.1	—	—	786.5
Guarantees	3,400.2	2,360.2	—	—	5,760.4
Swaps/forward contracts (notional amount)	508,047.8	—	—	—	508,047.8
Employee Stock Options Outstanding (Nos.)	—	—	2,860,625	—	2,860,625
Employee Stock Options Exercised[1]	—	—	138.1	—	138.1

1. During the year ended March 31, 2008, 317,125 employee stock options were exercised.

The maximum balance payable to/receivable from subsidiaries/joint ventures/associates/other related entities/ key management personnel and relatives of key management personnel during the year ended March 31, 2008 is given below:

Rupees in million

Items/Related party	Subsidiaries	Associates/joint ventures/other related entities	Key Management Personnel	Relatives of Key Management Personnel	Total
Deposits with ICICI Bank	50,517.8	5,603.3	71.4	22.5	56,215.0
Deposits of ICICI Bank	1,120.8	—	—	—	1,120.8
Call/term money lent	17,249.5	—	—	—	17,249.5
Call/term money borrowed	2,865.0	—	—	—	2,865.0
Advances	11,496.4	1,021.3	28.7	2.2	12,548.6
Investments of ICICI Bank	88,178.8	18,895.0	—	—	107,073.8
Investments of related parties in ICICI Bank	2,250.5[1]	—	10.8	1.6	2,262.9
Receivables	5,593.5	49.7[1]	—	—	5,643.2
Payables	1,483.4[1]	350.1[1]	—	—	1,833.5
Guarantees	3,450.2	2,360.2	—	—	5,810.4
Swaps/forward contracts (notional amount)	524,892.6	—	—	—	524,892.6

1. Maximum balances are determined based on comparison of the total outstanding balances as at each quarter end during the financial year.

7. Securitisation

The Bank sells loans through securitisation and direct assignment. The information on securitisation activity of the Bank as an originator for the year ended March 31, 2009 (including direct assignment) and March 31, 2008 is given in the table below:

Rupees in million, except number of loans securitised

	Year ended March 31, 2009	*Year ended March 31, 2008*
Total number of loan assets securitised	**7,053**	*1,149,931*
Total book value of loan assets securitised	**8,581.1**	*140,852.0*
Sale consideration received for the securitised assets	**8,621.9**	*142,470.4*
Net gain/(loss) on account of securitisation[1]	**(3,211.5)**	*168.2*

1. Includes loss booked upfront on sales during the year, gain/(loss) on deal closures, gain amortised during the year & expenses relating to utilisation of credit enhancement.

Rupees in million

	As on March 31, 2009	*As on March 31, 2008*
Outstanding credit enhancement (funded)	**13,086.1**	*15,601.2*
Outstanding liquidity facility	**6,853.4**	*7,740.8*
Net outstanding servicing asset/(liability)	**748.9**	*1,355.4*
Outstanding subordinate contributions	**8,849.0**	*11,459.5*

The outstanding credit enhancement in the form of guarantees amounted to Rs. 27,732.9 million as on March 31, 2009 (March 31, 2008: Rs. 29,155.6 million).

Outstanding credit enhancement in the form of guarantees for third party originated securitisation transactions amounted to Rs. Nil as on March 31, 2009 (March 31, 2008: Rs. 805.0 million) and outstanding liquidity facility for third party originated securitisation transactions amounted to Rs. 4.0 million as on March 31, 2009 (March 31, 2008: Rs. 8.6 million).

forming part of the Accounts *(Contd.)*

The details of provision created at the time of securitisation are given below:

Rupees in million

Particulars	Year ended March 31, 2009
Opening balance	**9,186.7**
Add: Additions during the year	**630.5**
Less: Deductions during the year	**4,250.0**
Closing balance	**5,567.2**

8. **Staff retirement benefits**

Pension

Reconciliation of opening and closing balance of the present value of the defined benefit obligation for pension benefits is given below:

Rupees in million

Particulars	Year ended March 31, 2009	*Year ended March 31, 2008*
Opening obligations	**1,678.1**	*1,029.4*
Add: Addition due to amalgamation	**—**	*1,807.4*
Service cost	**62.5**	*54.0*
Interest cost	**146.6**	*230.7*
Actuarial (gain)/loss	**484.8**	*(172.3)*
Liabilities extinguished on settlement	**(364.2)**	*(1,071.0)*
Benefits paid	**(75.6)**	*(200.1)*
Obligations at end of year	**1,932.2**	*1,678.1*
Opening plan assets, at fair value	**1,490.1**	*988.5*
Add: Addition due to amalgamation	**—**	*584.8*
Expected return on plan assets	**117.4**	*115.8*
Actuarial gain/(loss)	**144.8**	*(118.0)*
Assets distributed on settlement	**(395.8)**	*(1,145.2)*
Contributions	**864.4**	*1,264.3*
Benefits paid	**(75.6)**	*(200.1)*
Closing plan assets, at fair value	**2,145.3**	*1,490.1*
Fair value of plan assets at the end of the year	**2,145.3**	*1,490.1*
Present value of the defined benefit obligations at the end of the year	**1,932.2**	*1,678.1*
Amount not recognised as an asset (limit in Para 59(b))	**51.2**	*—*
Asset/(liability)	**161.9**	*(188.0)*
Cost for the year		
Service cost	**62.5**	*54.0*
Interest cost	**146.6**	*230.7*
Expected return on plan assets	**(117.4)**	*(115.8)*
Actuarial (gain)/loss	**340.0**	*(54.3)*
Curtailments & settlements (gain)/loss	**31.6**	*74.2*
Effect of the limit in para 59 (b)	**51.2**	*—*
Net cost	**514.5**	*188.8*
Investment details of plan assets		
Majority of the plan assets are invested in Government securities and corporate bonds.		
Assumptions		
Interest rate	**6.85%**	*8.57%*
Salary escalation rate	**7.00%**	*7.00%*
Estimated rate of return on plan assets	**8.00%**	*8.00%*

Experience adjustment

Rupees in million

Particulars	Year ended March 31, 2009	*Year ended March 31, 2008*	*Year ended March 31, 2007*
Plan assets	**2,145.3**	*1,490.1*	*988.5*
Defined benefit obligations	**1,932.2**	*1,678.1*	*1,029.4*
Amount not recognised as an asset (limit in para 59 (b))	**51.2**	—	—
Surplus/(deficit)	**161.9**	*(188.0)*	*(40.9)*
Experience adjustment on plan assets	**144.8**	*(117.9)*	*(110.1)*
Experience adjustment on plan liabilities	**6.6**	*(121.9)*	*32.8*

Gratuity

Reconciliation of opening and closing balance of the present value of the defined benefit obligation for gratuity benefits is given below:

Rupees in million

Particulars	Year ended March 31, 2009	*Year ended March 31, 2008*
Opening obligations	**1,840.4**	*1,142.1*
Add: Adjustment for exchange fluctuation on opening obligations	**6.4**	—
Add: Addition due to amalgamation/initial recognition of foreign branches	**0.9**	*506.6*
Service cost	**321.6**	*292.8*
Interest cost	**183.9**	*136.4*
Actuarial (gain)/loss	**140.3**	*(62.0)*
Transitional obligation/(asset)	**—**	*(0.2)*
Liability assumed on acquisition/(settled on divestiture)	**(28.8)**	—
Benefits paid	**(269.0)**	*(175.3)*
Obligations at end of year	**2,195.7**	*1,840.4*
Opening plan assets, at fair value	**1,506.7**	*891.7*
Add: Addition due to amalgamation	**—**	*73.1*
Expected return on plan assets	**128.5**	*74.4*
Actuarial gain/(loss)	**(118.0)**	*(24.8)*
Contributions	**1,052.7**	*667.6*
Assets acquired on acquisition/(distributed on divestiture)	**(28.8)**	—
Benefits paid	**(269.0)**	*(175.3)*
Closing plan assets, at fair value	**2,272.1**	*1,506.7*
Fair value of plan assets at the end of the year	**2,272.1**	*1,506.7*
Present value of the defined benefit obligations at the end of the year	**2,195.7**	*1,840.4*
Amount not recognised as an asset (limit in Para 59(b))	**7.9**	—
Asset/(liability)	**68.5**	*(333.7)*
Cost for the year		
Service cost	**321.6**	*292.8*
Interest cost	**183.9**	*136.4*
Expected return on plan assets	**(128.5)**	*(74.4)*
Actuarial (gain)/loss	**258.3**	*(37.2)*
Exchange fluctuation loss/(gain)	**6.4**	—
Transitional obligation/(asset)	**—**	*(0.2)*
Effect of the limit in para 59(b)	**7.9**	—
Net cost	**649.6**	*317.4*

forming part of the Accounts *(Contd.)*

Particulars	Year ended March 31, 2009	*Year ended March 31, 2008*
Investment details of plan assets		
Majority of the plan assets are invested in insurer managed funds and special deposit schemes.		
Assumptions		
Interest rate	**6.85%**	*8.57%*
Salary escalation rate	**7.00%**	*7.00%*
Estimated rate of return on plan assets	**8.00%**	*8.00%*

Experience adjustment

Rupees in million

Particulars	Year ended March 31, 2009	*Year ended March 31, 2008*	*Year ended March 31, 2007*
Plan assets	**2,272.1**	*1,506.7*	*891.7*
Defined benefit obligations	**2,195.7**	*1,840.4*	*1,142.1*
Amount not recognised as an asset (limit in para 59(b))	**7.9**	—	—
Surplus/(deficit)	**68.5**	*(333.7)*	*(250.4)*
Experience adjustment on plan assets	**(118.0)**	*(24.8)*	*(18.0)*
Experience adjustment on plan liabilities	**(4.1)**	*14.0*	*38.1*

The estimates of future salary increases, considered in actuarial valuation, take into consideration inflation, seniority, promotion and other relevant factors.

The guidance on implementing Accounting Standard 15, Employee Benefits (revised 2005) issued by the Accounting Standards Board (ASB) provides that exempt provident funds which require employers to meet the interest shortfall are in effect defined benefit plans. The Bank's actuary has informed that it is not practicable to actuarially determine the interest shortfall obligation.

9. Employee Stock Option Scheme ("ESOS")

In terms of the ESOS, as amended, the maximum number of options granted to any eligible employee in a financial year shall not exceed 0.05% of the issued equity shares of the Bank at the time of grant of the options and aggregate of all such options granted to the eligible employees shall not exceed 5% of the aggregate number of the issued equity shares of the Bank on the date(s) of the grant of options. Under the stock option scheme, options vest in a graded manner over a four-year period, with 20%, 20%, 30% and 30% of grants vesting each year, commencing from the end of 12 months from the date of grant. The options can be exercised within 10 years from the date of grant or five years from the date of vesting, whichever is later.

In terms of the Scheme, 18,992,504 options (March 31, 2008: 15,638,152 options) granted to eligible employees were outstanding as at March 31, 2009.

As per the scheme, the exercise price of ICICI Bank's options is the last closing price on the stock exchange, which recorded highest trading volume preceding the date of grant of options. Hence, there is no compensation cost in the year ended March 31, 2009 based on intrinsic value of options. However, if ICICI Bank had used the fair value of options based on the Black-Scholes model, compensation cost for the year ended March 31, 2009 would have been higher by Rs. 1,411.7 million and proforma profit after tax would have been Rs. 36,169.6 million. On a proforma basis, ICICI Bank's basic and diluted earnings per share would have been Rs. 32.49 and Rs. 32.43 respectively. The key assumptions used to estimate the fair value of options granted during the year ended March 31, 2009 are given below:

Risk-free interest rate	7.62% to 9.24%
Expected life	2 – 6.4 years
Expected volatility	38.90% to 45.23%
Expected dividend yield	1.20% to 3.57%

The weighted average fair value of options granted during the year ended March 31, 2009 is Rs. 331.19.

A summary of the status of the Bank's stock option plan is given below:

Rupees, except number of options

Particulars	Stock options outstanding			
	Year ended March 31, 2009		*Year ended March 31, 2008*	
	Number of options	**Weighted Average Exercise Price**	*Number of options*	*Weighted Average Exercise Price*
Outstanding at the beginning of the year	**15,638,152**	**596.32**	*13,187,783*	*442.50*
Add: Granted during the year	**5,640,500**	**912.30**	*4,956,300*	*938.41*
Less: Lapsed during the year	**1,723,001**	**737.40**	*1,037,218*	*582.51*
Less: Exercised during the year	**563,147**	**336.96**	*1,468,713*	*379.34*
Outstanding at the end of the year	**18,992,504**	**685.05**	*15,638,152*	*596.32*
Options exercisable	**7,188,420**	**496.10**	*3,272,292*	*411.89*

Summary of stock options outstanding as on March 31, 2009 is given below:

Range of exercise price (Rupees per share)	Number of shares arising out of options (Number of shares)	Weighted average exercise price (Rupees)	Weighted average remaining contractual life (Number of years)
105-299	136,682	150.53	2.79
300-599	9,384,822	451.17	6.34
600-999	9,403,000	923.15	8.61
1,000-1,399	68,000	1,114.57	8.65

Weighted average share price at the date of exercise of options as per National Stock Exchange price volume data was Rs. 723.55 for the year ended March 31, 2009. Weighted average share price as per National Stock Exchange price volume data was Rs. 1,044.02 for the year ended March 31, 2008.

The Finance Act, 2007 introduced Fringe Benefit Tax ("FBT") on employee stock options. The FBT liability crystallises on the date of exercise of stock options by employees and is computed based on the difference between fair market value on date of vesting and the exercise price. As per the ESOS scheme, FBT of Rs 81.9 million (March 31, 2008: Rs. 226.7 million) has been recovered from the employees on 563,147 (March 31, 2008: 1,468,713) stock options exercised during the year ended March 31, 2009.

10. Preference shares

Certain government securities amounting to Rs. 2,356.6 million (March 31, 2008: Rs. 2,331.8 million) have been earmarked against redemption of preference share capital, which falls due for redemption on April 20, 2018, as per the original issue terms.

11. Subordinated debt

During the year ended March 31, 2009, the Bank raised subordinated debt qualifying for Tier II capital amounting to Rs. 45,210.0 million. The details of these bonds are given below:

Rupees in million

Particulars	Date of Issue	Coupon Rate (%)	Tenure	Amount
Upper Tier II (Tranche 3)	June 20, 2008	10.00% (annually)[1]	15 years	7,500.0
Upper Tier II	September 22, 2008	11.25% (annually)[1]	15 years	10,000.0
Upper Tier II	November 11, 2008	12.00% (annually)[2]	15 years	15,000.0
Upper Tier II	March 26, 2009	9.95% (annually)[3]	15 years	12,710.0
Total Upper Tier II				**45,210.0**

1. 50 basis points over and above the coupon rate payable annually for the balance years after October 31, 2018, if the call option is not exercised by the Bank, call option exercisable on October 31, 2018 with RBI approval.
2. 50 basis points over and above the coupon rate payable annually for the balance years after November 30, 2018, if the call option is not exercised by the Bank, call option exercisable on November 30, 2018 with RBI approval.
3. 50 basis points over and above the coupon rate payable annually for the balance years after March 26, 2019, if the call option is not exercised by the Bank, call option exercisable on March 26, 2019 with RBI approval.

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During the year ended March 31, 2008, the Bank raised subordinated debt qualifying for Tier I/Tier II capital amounting to Rs. 22,350.0 million. The details of these bonds are given below:

Rupees in million

Particulars	Date of Issue	Coupon Rate (%)	Tenure	Amount
Tier I (Tranche 1 Option I)	January 10, 2008	10.15% (annually)[1]	Perpetual[2]	5,000.0
Total Tier I (1)				**5,000.0**
Upper Tier II (Tranche 1 Option II)	January 10, 2008	9.70% (annually)[1]	15 years[3]	5,000.0
Total Upper Tier II (2)				**5,000.0**
Tier II (Tranche 2 Option I)	January 21, 2008	9.15% (annually)	5 years and 3 months	1,230.0
Tier II (Tranche 2 Option II)	January 21, 2008	9.25% (annually)	10 years	1,120.0
Tier II (Option A-I)	November 10, 2007	9.80% (annually)	5 years and 3 months	6,098.7
Tier II (Option A-II)	November 10, 2007	9.39% (monthly)	5 years and 3 months	74.8
Tier II (Option B-I)	November 10, 2007	10.00% (annually)	10 years	3,718.0
Tier II (Option B-II)	November 10, 2007	9.57% (monthly)	10 years	108.5
Total Tier II (3)				**12,350.0**
Total (1+2+3)				**22,350.0**

1. 50 basis points over and above the coupon rate payable annually for the balance years after April 30, 2018, if the call option is not exercised by the bank.
2. These bonds have been issued with a call option exercisable after 10 years from the date of issue i.e. April 30, 2018, and on every interest payment date thereafter with RBI approval.
3. These bonds have been issued with a call option exercisable after 10 years i.e. April 30, 2018, with RBI approval.

12. Investments

The details of investments and the movement of provisions held towards depreciation of investments of the Bank as on March 31, 2009 and March 31, 2008 are given below:

Rupees in million

	Particulars	As on March 31, 2009	*As on March 31, 2008*
1.	**Value of Investments**		
(i)	Gross value of investments		
	a) In India	**947,314.5**	*1,056,883.5*
	b) Outside India	**97,586.3**	*64,358.5*
(ii)	Provision for depreciation		
	a) In India	**(12,530.7)**	*(5,719.8)*
	b) Outside India	**(1,787.0)**	*(978.7)*
(iii)	Net value of investments		
	a) In India	**934,783.8**	*1,051,163.7*
	b) Outside India	**95,799.3**	*63,379.8*
2.	**Movement of provisions held towards depreciation on investments**		
(i)	Opening balance	**6,698.5**	*5,582.6*
(ii)	Add: Provisions made during the year	**8,912.7**	*2,622.7*
(iii)	Less: Write-off/write back of excess provisions during the year	**(1,293.5)**	*(1,506.8)*
(iv)	Closing balance	**14,317.7**	*6,698.5*

From April 1, 2008, the Bank migrated to first-in-first-out (FIFO) basis of cost determination instead of weighted average cost (WAC) basis, in respect of its portfolios of equity shares, preference shares, mutual fund units, venture fund units, initial contributions and security receipts. The impact of this change is not considered material.

13. Investment in securities, other than government and other approved securities

i) Issuer composition of investments in securities, other than government and other approved securities.

a) The issuer composition of investments of the Bank in securities, other than government and other approved securities as on March 31, 2009, is given below:

Rupees in million

No.	Issuer	Amount	Extent of private placement[2]	Extent of 'below investment grade' securities	Extent of 'unrated' securities[2]	Extent of 'unlisted' securities[3]
			(a)	(b)	(c)	(d)
1.	PSUs	946.1	—	22.8	—	—
2.	FIs	14,279.1	8,981.6	—	45.6	126.3
3.	Banks	40,794.4	12,688.2	1,876.6	8,723.8	15,469.9
4.	Private Corporates	32,554.1	15,972.6	—	8,961.2	5,525.9
5.	Subsidiaries/Joint ventures	131,711.6	324.1	—	—	—
6.	Others[4]	188,604.2	73,680.5	33,536.3	—	—
7.	Provision held towards depreciation	(12,174.7)	—	—	—	—
	Total	**396,714.8**	**111,647.0**	**35,435.7**	**17,730.6**	**21,122.1**

1. Amounts reported under columns (a), (b), (c) and (d) above are not mutually exclusive.
2. Includes Rs Nil of application money towards corporate bonds/debentures.
3. This excludes investments, amounting to Rs. 6,192.6 million, in preference shares of subsidiaries, namely ICICI Bank UK PLC and ICICI Bank Canada. This also excludes investments in government securities Rs. 953.35 million of non-Indian origin made by overseas branches.
4. Other investments include deposit with NABARD under RIDF Deposit Scheme amounting to Rs. 59,999.4 million (March 31, 2008: Rs. 14,850.2 million).
5. Collateralised debt obligations securities have been included in the above data based on the arranger of such instruments.

b) The issuer composition of investments of the Bank in securities, other than government and other approved securities as on March 31, 2008, is given below:

Rupees in million

No.	Issuer	Amount	Extent of private placement	Extent of 'below investment grade' securities	Extent of 'unrated' securities[2]	Extent of 'unlisted' securities [2,3]
			(a)	(b)	(c)	(d)
1.	PSUs	6,022.8	3,000.0	22.5	—	—
2.	FIs	11,601.6	6,711.0	—	1,656.0	3,426.0
3.	Banks	40,374.6	13,376.2	437.8	7,101.2	5,456.0
4.	Private Corporates	35,542.1	14,345.7	—	10,068.9	6,633.6
5.	Subsidiaries/Joint ventures	88,178.8	3,851.4	—	150.0	150.0
6.	Others	188,582.0	75,586.5	26,358.2	—	—
7.	Provision held towards depreciation	(6,067.9)	—	—	—	—
	Total	**364,234.0**	**116,870.8**	**26,818.5**	**18,976.1**	**15,665.9**

1. Amounts reported under columns (a), (b), (c) and (d) above are not mutually exclusive.
2. This excludes investments, amounting to Rs. 3,701.4 million, in preference shares of subsidiaries, namely ICICI Bank UK PLC and ICICI Bank Canada. This also excludes investments in government securities (Rs. 1,402.5 million) of non-Indian origin made by overseas branches.
3. Includes Rs. 1,770.0 million of application money towards bonds issued by banks, which were listed before the Audit Committee Meeting held on April 25, 2008.
4. Collateralised debt obligations securities have been included in the above data based on the arranger of such instruments.

ii) Non-performing investments in securities, other than government and other approved securities

The movement in gross non-performing investments in securities, other than government and other approved securities for the year ended March 31, 2009 and March 31, 2008 is given below:

Rupees in million

Particulars	Year ended March 31, 2009	*Year ended March 31, 2008*
Opening balance	**3,689.6**	*3,083.1*
Additions during the year	**278.7**	*851.3*
Reduction during the year	**(139.2)**	*(244.8)*
Closing balance	**3,829.1**	*3,689.6*
Total provisions held	**3,213.8**	*2,276.3*

14. Repurchase transactions

The details of securities sold and purchased under repos and reverse repos during the year ended March 31, 2009 and March 31, 2008 are given below:

Rupees in million

	Minimum outstanding balance during the year	Maximum outstanding balance during the year	Daily average outstanding balance during the year	Balance as on year end
Year ended March 31, 2009				
Securities sold under repurchase transaction	—	145,875.0	66,861.3	22,092.3
Securities purchased under reverse repurchase transaction	—	10,499.7	31.5	—
Year ended March 31, 2008				
Securities sold under repurchase transaction	—	101,463.6	34,644.5	24,496.8
Securities purchased under reverse repurchase transaction	—	23,044.2	1,330.2	—

1. The above figures do not include securities sold and purchased under Liquidity Adjustment Facility ("LAF") of RBI.
2. The above figures are for Indian branches only.
3. Minimum, maximum & average outstanding is based on first leg of transaction & balance outstanding is based on book value.

15. Lending to sensitive sectors

The Bank has lending to sectors, which are sensitive to asset price fluctuations. The sensitive sectors include capital markets and real estate.

The position of lending to capital market sector is given below:

Rupees in million

	As on March 31, 2009	*As on March 31, 2008*
Capital market sector		
i) Direct investment in equity shares, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt	**13,167.9**	*29,240.6*
ii) Advances against shares/bonds/debentures or other securities or on clean basis to individuals for investment in shares (including IPOs/ESOPs), convertible bonds, convertible debentures, and units of equity-oriented mutual funds	**7,408.5**	*14,324.2*
iii) Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security	**271.7**	*423.2*
iv) Advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	**609.7**	*1,692.3*

		As on March 31, 2009	*As on March 31, 2008*
v)	Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers[1]	**22,890.5**	*26,342.6*
vi)	Loans sanctioned to corporates against the security of shares/bonds/ debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources	**—**	—
vii)	Bridge loans to companies against expected equity flows/issues	**—**	—
viii)	Underwriting commitments taken up by the Bank in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	**—**	—
ix)	Financing to stockbrokers for margin trading	**—**	—
x)	All exposures to Venture Capital Funds (both registered and unregistered)	**13,564.3**	*12,805.2*
xi)	Others	**3,922.2**	—
	Total	**61,834.8**	*84,828.1*

1. Includes a guarantee of Rs. Nil (March 31, 2008: Rs. 3,040.0 million) issued on behalf of a corporate customer to ensure equity capital contribution.

The summary of lending to real estate sector is given below:

Rupees in million

			As on March 31, 2009	*As on March 31, 2008*
	Real estate sector			
I	**Direct exposure**		**697,579.8**	*779,388.9*
	i)	Residential mortgages	**545,263.3**	*630,857.6*
		of which; individual housing loans eligible for priority sector advances	**266,820.6**	*314,071.6*
	ii)	Commercial real estate[1]	**142,441.7**	*137,336.2*
	iii)	Investments in mortgage backed securities (MBS) and other securitised exposure	**9,874.8**	*11,195.1*
	a.	Residential	**9,874.8**	*11,195.1*
	b.	Commercial real estate	**—**	—
II	**Indirect exposure**		**70,441.1**	*33,613.5*
	Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs)		**66,477.4**	*20,901.3*
	Others		**3,963.7**	*12,712.2*
	Total[2]		**768,020.9**	*813,002.4*

1. Commercial real estate exposure includes loans given to land and building developers for construction, corporates for their real estate requirements, corporates for development of SEZs and to individuals/firms/corporates against non-residential premises.
2. Excludes non-banking assets acquired in satisfaction of claims.

16. Details of Single Borrower Limit ("SBL"), Group Borrower Limit ("GBL") exceeded by the Bank

During the year ended March 31, 2009, the Bank had no exposure to any single borrower and group borrower, which exceeded the prudential exposure limits prescribed by RBI.

17. Risk category-wise country-wise exposure

As per the extant RBI guidelines, the country exposure of the Bank is categorised into various risk categories listed in the following table. The funded country exposure (net) of the Bank in respect of United Kingdom is 1.22%, United States of America is 1.34% and Canada is 1.05% of the total funded assets as on March 31, 2009 (as on March 31, 2008: United Kingdom was 1.81%, United States of America was 1.57% and Canada was 0.43%). As the net funded exposure to United Kingdom, United States of America and Canada exceeds 1% of total funded assets, the Bank has made a provision of Rs. 285.0 million on country exposure as on March 31, 2009 (Provision as on March 31, 2008: Rs. 245.0 million).

Rupees in million

Risk category	Exposure (net) as on March 31, 2009	Provision held as at March 31, 2009	*Exposure (net) as on March 31, 2008*	*Provision held as at March 31, 2008*
Insignificant	**442,570.4**	**285.0**	*435,312.7*	*245.0*
Low	**172,910.8**	**—**	*167,234.5*	*—*
Moderate	**21,870.7**	**—**	*36,697.3*	*—*
High	**784.1**	**—**	*4,730.7*	*—*
Very High	**22.8**	**—**	*22.1*	*—*
Restricted	**—**	**—**	*—*	*—*
Off-Credit	**—**	**—**	*—*	*—*
Total	**638,158.8**	**285.0**	*643,997.3*	*245.0*
- of which funded	**289,482.0**	**—**	*403,791.3*	*—*

18. Advances

The details of movement of gross NPAs, net NPAs and provisions during year ended March 31, 2009 and March 31, 2008 are given in the table below:

Rupees in million

Particulars	Year ended March 31, 2009	*Year ended March 31, 2008*
i) Net NPAs (funded) to Net Advances (%)	**2.09%**	*1.55%*
ii) Movement of NPAs (Gross)		
a) Opening Balance	**75,795.4**	*41,260.6*
b) Additions during the year[1, 2]	**50,637.1**	*36,896.6*
c) Reductions during the year[1]	**(29,939.4)**	*(2,361.8)*
d) Closing balance	**96,493.1**	*75,795.4*
iii) Movement of Net NPAs		
a) Opening Balance	**34,905.5**	*19,920.4*
b) Additions during the year[1, 2]	**19,824.5**	*17,616.3*
c) Reductions during the year[1]	**(9,190.6)**	*(2,631.2)*
d) Closing balance	**45,539.4**	*34,905.5*
iv) Movement of provisions for NPAs (excluding provisions on standard assets)		
a) Opening Balance[3]	**39,432.7**	*20,835.9*
b) Provisions made during the year[4]	**35,615.4**	*21,083.7*
c) Write-off/write-back of excess provisions	**(24,094.4)**	*(2,486.9)*
d) Closing balance[3]	**50,953.7**	*39,432.7*

1. Includes cases added to and deleted from NPAs during the year ended March 31, 2009, with such gross loans amounting to Rs. 4,713.0 million and such net loans amounting to Rs.4,066.8 million. Excludes cases added to and deleted from NPAs during the year ended March 31, 2008, with such gross loans amounting to Rs. 2,203.2 million and such net loans amounting to Rs. 1,968.6 million.
2. The difference between the opening and closing balances (other than accounts written off during the year) of NPAs in retail loans is included in additions during the year.
3. Excludes technical write-off amounting to Rs. 1,179.2 million (March 31, 2008: Rs. 6,076.1 million) and suspended interest of Rs. 1,457.2 million as on March 31, 2008.
4. The difference between the opening and closing balances (adjusted for write-off and sale of NPAs during the year) of provisions in retail loans is included in provisions made during the year.

In accordance with instructions of the Reserve Bank of India, the floating provision of Rs. 2,841.7 million held as at March 31, 2008 has been treated as a specific provision for NPAs during the year ended March 31, 2009, as the incremental specific provision on non-performing loans for the year is assessed after taking into account the cumulative specific provisions and the floating provisions held. Consequently, the floating provision held as at March 31, 2009 is Rs. Nil. The treatment of the floating provision as a specific provision does not have any impact on the profit & loss account for the year.

19. Financial assets transferred during the year to securitisation company (SC)/reconstruction company (RC)

The Bank has transferred certain assets to Asset Reconstruction Companies (ARCs) in terms of the guidelines issued by RBI governing such transfer. For the purpose of the valuation of the underlying security receipts issued by the underlying trusts managed by ARCs, the security receipts are valued at their respective NAVs as advised by the ARCs. The details of the assets transferred during the year ended March 31, 2009 and March 31, 2008 are given in the table below:

Rupees in million, except number of accounts

		Year ended March 31, 2009	*Year ended March 31, 2008*
A	No. of accounts	**18,429**	*18,480*
B	Aggregate value (net of provisions) of accounts sold to SC/RC	**6,810.7**	*9,344.5*
C	Aggregate consideration	**6,737.9**	*9,408.2*
D	Additional consideration realised in respect of accounts transferred in earlier years[1]	**—**	*—*
E	Aggregate gain/(loss) over net book value	**(72.8)**	*63.7*

1. During the year ended March 31, 2009, ARCIL fully redeemed security receipts of three trusts. The Bank realised Rs. 27.6 million over the gross book value in respect of two trusts (March 31, 2008: Rs. Nil). The Bank also realised an additional amount of Rs. Nil over the gross book value in respect of security receipts already redeemed. Further, the Bank has realised an additional amount of Rs. Nil (March 31, 2008: Rs. 7.7 million) over the gross book value in respect of security receipts not fully redeemed as on March 31, 2009.

20. Provisions on standard assets

The Bank makes provision on standard assets as per RBI guidelines. During the period ended September 30, 2008, the Bank made proportionate additional provision on interest rate and foreign exchange derivative transaction and gold, as applicable to loan assets in the standard category, in line with RBI circular DBOD.No.BP.31/21.04.157/2008-09 dated August 8, 2008. The Bank has also adopted the revised rates for making provision on standard assets during the year ended March 31, 2009, in accordance with RBI circular no. DBOD.BP.BC.83/21.01.002/2008-09 dated November 15, 2008.

The Bank has written back Rs. 190.0 million during the year ended March 31, 2009 as compared to incremental provision of Rs. 1,590.0 million made during the year ended March 31, 2008. The Bank has not written back any standard asset provision post the aforementioned RBI circular dated November 15, 2008. The provision on standard assets held by the Bank at March 31, 2009 was Rs. 14,360.6 million (March 31, 2008: Rs. 14,550.3 million).

21. Provisions and contingencies

The break-up of 'Provisions and contingencies' included in the profit and loss account is given below:

Rupees in million

	Year ended March 31, 2009	*Year ended March 31, 2008*
Provisions for depreciation of investments	**977.3**	*622.6*
Provision towards non-performing assets	**37,690.3**	*25,419.9*
Provision towards standard assets	**(190.0)**	*1,590.0*
Provision towards income tax[1]	**13,558.4**	*8,953.7*
Provision towards wealth tax	**30.0**	*30.0*
Other provision and contingencies	**(395.0)**	*1,413.3*

1. Includes fringe benefit tax amounting to Rs. 342.0 million for the year ended March 31, 2009 (March 31, 2008: Rs. 392.0 million) and net deferred tax asset amounting to Rs. (4,716.7) million for the year ended March 31, 2009 (March 31, 2008: Rs. (7,133.6) million).

22. Movement in provision for credit card reward points

Rupees in million

	Year ended March 31, 2009	*Year ended March 31, 2008*
Opening provision for reward points	**576.3**	*321.9*
Provision for reward points made during the year	**599.4**	*583.5*
Utilisation/Write back of provision for reward points	**943.7**	*329.1*
Closing provision for reward points[1]	**232.0**	*576.3*

1. The closing provision is based on the actuarial valuation of accumulated credit card reward points. This amount will be utilised towards redemption of the credit card reward points.

forming part of the Accounts *(Contd.)*

23. Information in respect of restructured assets

Details of loan assets subjected to restructuring are given below:

Rupees in million

		Year ended March 31, 2009			*Year ended March 31, 2008*		
		CDR Mechanism	**SME Debt Restructuring**	**Others**	*CDR Mechanism*	*SME Debt Restructuring*	*Others*
Standard advances restructured	Number of Borrowers	**1**	**7**	**937**	*2*	—	*1*
	Amount outstanding	**912.2**	**252.5**	**9,781.1**	*1,013.7*	—	*14,781.6*
	Sacrifice (diminution in the fair value)	**107.0**	**0.7**	**59.6**	—	—	—
Sub-standard advances restructured	Number of Borrowers	**—**	**—**	**51**	—	—	*1*
	Amount outstanding	**—**	**—**	**202.1**	—	—	*962.1*
	Sacrifice (diminution in the fair value)	**—**	**—**	**0.7**	—	—	—
Doubtful advances restructured	Number of Borrowers	**—**	**—**	**—**	—	—	—
	Amount outstanding	**—**	**—**	**—**	—	—	—
	Sacrifice (diminution in the fair value)	**—**	**—**	**—**	—	—	—
Total	Number of Borrowers	**1**	**7**	**988**	*2*	—	*2*
	Amount outstanding	**912.2**	**252.5**	**9,983.2**	*1,013.7*	—	*15,743.7*
	Sacrifice (diminution in the fair value)	**107.0**	**0.7**	**60.3**	—	—	—

1. The above disclosure for the year ended March 31, 2009, excludes reversal of interest income of Rs. 159.1 million on account of conversion of overdue interest into Funded Interest Term Loan (FITL) and reversal of derivative income of Rs. 1,134.5 million on account of conversion of derivative receivables into term loans.

Additional disclosure regarding restructured accounts[1]:

Rupees in million

	Particulars	**Number**	**Amount**
1.	Applications received up to March 31, 2009, for restructuring, in respect of accounts which were standard as on September 1, 2008[2]	1,016	31,048.0
2.	Of (1), proposals approved and implemented as on March 31, 2009, which thus became eligible for special regulatory treatment and were classified as standard assets as on the date of the balance sheet	945	10,945.7
3.	Of (1), proposals approved and implemented as on March 31, 2009, but could not be upgraded to the standard category	30	68.6
4.	Of (1), proposals under process/implementation which were standard as on March 31, 2009	38	19,875.1
5.	Of (1), proposals under process/implementation which turned NPA as on March 31, 2009, but are expected to be classified as standard assets on full implementation of the package	3	158.6

1. Excludes cases where terms and conditions of the restructuring were being finalised as on March 31, 2008 and have been subsequently finalised. Also, excludes reversal of derivative income receivables proposed to be converted into term loans.
2. Includes applications for 950 accounts amounting to Rs. 2,001.2 million from various retail borrowers.

24. Details of non-performing assets purchased/sold, excluding those sold to SC/RC

The Bank has sold certain non-performing assets in terms of the guidelines issued by RBI circular no. DBOD.No. BP.BC.16/21.04.048/2005-06 dated July 13, 2005.

Rupees in million, except number of accounts

	Particulars	**Year ended March 31, 2009**	*Year ended March 31, 2008*
A	Number of accounts	**—**	*12,545*
B	Aggregate value (net of provisions) of accounts sold, excluding those sold to SC/RC	**—**	*515.3*
C	Aggregate consideration	**—**	*499.4*
D	Aggregate gain/(loss) over net book value	**—**	*(15.9)*

25. Fixed Assets

Fixed assets include software acquired by the Bank. The movement in software is given below:

Rupees in million

Particulars	**Year ended March 31, 2009**	*Year ended March 31, 2008*
At cost as on March 31st of preceding year	**4,448.8**	*3,216.4*
Additions during the year	**818.6**	*1,235.4*
Deductions during the year	**—**	*(3.0)*
Depreciation to date	**(3,509.5)**	*(2,847.4)*
Net block	**1,757.9**	*1,601.4*

26. Assets given on lease

Assets under finance lease

The details of finance leases are given below:

Rupees in million

Particulars	**As on March 31, 2009**	*As on March 31, 2008*
Future minimum lease receipts		
Present value of lease receipts	**174.8**	*325.6*
Unmatured finance charges	**9.3**	*28.1*
Total	**184.1**	*353.7*
Maturity profile of future minimum lease receipts		
– Not later than one year	**176.4**	*213.3*
– Later than one year and not later than five years	**7.7**	*140.4*
– Later than five years	**—**	*—*
Total	**184.1**	*353.7*

Maturity profile of present value of lease rentals

The details of maturity profile of present value of finance lease receipts are given below:

Rupees in million

Particulars	**As on March 31, 2009**	*As on March 31, 2008*
Not later than one year	**167.3**	*193.0*
Later than one year and not later than five years	**7.5**	*132.6*
Later than five years	**—**	*—*
Total	**174.8**	*325.6*

27. Early Retirement Option ("ERO")

The Bank had implemented an Early Retirement Option Scheme 2003 for its employees in July 2003. All employees who had completed 40 years of age and seven years of service with the Bank (including period of service with entities amalgamated with the Bank) were eligible for the ERO.

The ex-gratia payments under ERO, terminations benefits and leave encashment in excess of the provision made (net of tax benefits), aggregating to Rs. 1,910.0 million has been amortised over a period of five years commencing August 1, 2003 (the date of retirement of employees exercising the Option being July 31, 2003).

On account of the above ERO scheme, an amount of Rs. 118.0 million (March 31, 2008: Rs. 384.0 million) has been charged to revenue being the balance of proportionate amount fully amortised during the year ended March 31, 2009.

28. Provision for income tax

The provision for income tax (including deferred tax and fringe benefit tax) for the year ended March 31, 2009 amounted to Rs. 13,558.4 million (March 31, 2008: Rs. 8,953.7 million).

The Bank has a comprehensive system of maintenance of information and documents required by transfer pricing legislation under section 92-92F of the Income Tax Act, 1961. The Bank is of the opinion that all international transactions are at arm's length so that the above legislation will not have material impact on the financial statements.

29. Deferred tax

As on March 31, 2009 the Bank has recorded net deferred tax asset of Rs. 17,923.1 million (March 31, 2008: Rs. 13,233.9 million), which has been included in other assets.

The break-up of deferred tax assets and liabilities into major items is given below:

Rupees in million

	As on March 31, 2009	*As on March 31, 2008*
Deferred tax asset		
Provision for bad and doubtful debts	**21,597.8**	*18,043.3*
Capital loss	**131.4**	—
Others	**1,680.3**	*1,409.9*
Total deferred tax assets	**23,409.5**	*19,453.2*
Deferred tax liability		
Depreciation on fixed assets	**5,460.1**	*6,220.5*
Others	**—**	—
Total deferred tax liability	**5,460.1**	*6,220.5*
Deferred tax asset/(liability) pertaining to foreign branches	**(26.3)**	*1.2*
Total net deferred tax asset/(liability)	**17,923.1**	*13,233.9*

During the year ended March 31, 2009, the Bank has created a deferred tax asset on carry forward capital losses as based on its firm plans it is virtually certain that sufficient future taxable capital gains will be available against which the loss can be set off.

30. Dividend distribution tax

For the purpose of computation of dividend distribution tax on the proposed dividend, the Bank has reduced the dividend distribution tax on dividend received from its Indian subsidiaries as per the amendment to section 115-O of the Income Tax Act, 1961 vide Finance Bill, 2008, read with Section 294 of the Income Tax Act, 1961.

31. Derivatives

ICICI Bank is a major participant in the financial derivatives market. The Bank deals in derivatives for balance sheet management and market making purposes whereby the Bank offers derivative products to its customers, enabling them to hedge their risks.

Dealing in derivatives is carried out by identified groups in the treasury of the Bank based on the purpose of the transaction. Derivative transactions are entered into by the treasury front office. Treasury middle office conducts an independent check of the transactions entered into by the front office and also undertakes activities such as confirmation, settlement, accounting, risk monitoring and reporting and ensures compliance with various internal and regulatory guidelines.

The market making and the proprietary trading activities in derivatives are governed by the investment policy of the Bank, which lays down the position limits, stop loss limits as well as other risk limits. The Risk Management Group ("RMG") lays down the methodology for computation and monitoring of risk. The Risk Committee of the Board ("RCB") reviews the Bank's risk management policy in relation to various risks (portfolio, liquidity, interest rate, off-balance sheet and operational risks), investment policies and compliance issues in relation thereto. The RCB comprises of independent directors and the Managing Director and CEO.

Risk monitoring of the derivatives portfolio other than credit derivatives is done on a daily basis. Risk monitoring of the credit derivatives portfolio is done on a monthly basis. The Bank measures and monitors risk using Value at Risk ("VAR") approach and the relevant greeks for options. Risk reporting on derivatives forms an integral part of the management information system and the marked to market position and the VAR of the derivatives portfolio other than credit derivatives is reported on a daily basis. The marked to market position and VAR on the credit derivatives portfolio is reported on a monthly basis.

The use of derivatives for hedging purposes is governed by the hedge policy approved by Asset Liability Management Committee ("ALCO"). Subject to prevailing RBI guidelines, the Bank deals in derivatives for hedging fixed rate, floating rate or foreign currency assets/liabilities. Transactions for hedging and market making purposes are recorded separately. For hedge transactions, the Bank identifies the hedged item (asset or liability) at the inception of the transaction itself. The effectiveness is assessed at the time of inception of the hedge and periodically thereafter.

Hedge derivative transactions are accounted for pursuant to the principles of hedge accounting. Derivatives for market making purpose are marked to market and the resulting gain/loss is recorded in the profit and loss account. The premium on option contracts is accounted for as per Foreign Exchange Dealers' Association of India guidelines. Derivative transactions are covered under International Swap Dealers Association ("ISDA") master agreements with the respective counter parties. The exposure on account of derivative transactions is computed as per RBI guidelines and is marked against the credit limits approved for the respective counter parties.

Rupees in million

Sr. No.	Particulars	As on March 31, 2009	
		Currency derivatives[1]	**Interest rate derivatives[2]**
1.	**Derivatives (Notional principal amount)**		
	a) For hedging	21,807.6	236,802.8
	b) For trading	1,190,839.4	3,270,348.6
2.	**Marked to market positions[3]**		
	a) Asset (+)	24,141.6	3,592.7
	b) Liability (–)	—	—
3.	**Credit exposure[4]**	156,118.5	123,036.2
4.	**Likely impact of one percentage change in interest rate (100*PV01)[5]**		
	a) On hedging derivatives[6]	212.6	8,902.0
	b) On trading derivatives	2,446.3	1,943.3
5.	**Maximum and minimum of 100*PV01 observed during the year**		
	a) On hedging[6]		
	Maximum	(194.2)	(7,993.6)
	Minimum	(564.4)	(11,031.3)
	b) On trading		
	Maximum	(1,813.7)	5,597.0
	Minimum	(2,710.5)	61.5

1. Options and cross currency interest rate swaps and currency futures are included in currency derivatives.
2. Foreign currency interest rate swaps, forward rate agreements and swaptions are included in interest rate derivatives.
3. For trading portfolio including accrued interest. Represents net positions.
4. Includes accrued interest.
5. Amounts given are absolute values on a net basis, excluding options.
6. The swap contracts entered for hedging purpose would have an opposite and offsetting impact with the underlying on-balance sheet items.

forming part of the Accounts *(Contd.)*

Rupees in million

Sr. No.	Particulars	As on March 31, 2008 Currency derivatives[1]	Interest rate derivatives[2]
1.	Derivatives (Notional principal amount)		
	a) For hedging	27,056.3	206,265.5
	b) For trading	1,536,757.0	6,372,250.2
2.	Marked to market positions[3]		
	a) Asset (+)	30,085.1	184.5
	b) Liability (–)	—	—
3.	Credit exposure[4]	109,607.8	83,103.4
4.	Likely impact of one percentage change in interest rate (100*PV01)[5]		
	a) On hedging derivatives[6]	559.5	8,879.2
	b) On trading derivatives	1,777 .8	2,270.7
5.	Maximum and minimum of 100*PV01 observed during the year		
	a) On hedging[6]		
	Maximum	(11.6)	(4,268.4)
	Minimum	(714.7)	(9,467.8)
	b) On trading		
	Maximum	(313.2)	2,809.2
	Minimum	(1,870.9)	464.9

1. Options and cross currency interest rate swaps are included in currency derivatives.
2. Foreign currency interest rate swaps, forward rate agreements and swaptions are included in interest rate derivatives.
3. For trading portfolio including accrued interest. Represents net positions.
4. Includes accrued interest.
5. Amounts given are absolute values on a net basis, excluding options.
6. The swap contracts entered for hedging purpose would have an opposite and offsetting impact with the underlying on-balance sheet items.

The Bank deals in credit derivative instruments including credit default swaps, credit linked notes, collateralised debt obligations and principal protected structures. The notional principal amount of these credit derivatives outstanding as on March 31, 2009 was Rs. 18,411.4 million (March 31, 2008: Rs. 12,231.2 million) in funded instruments and Rs. 38,712.6 million (March 31, 2008: Rs. 50,568.5 million) in non-funded instruments which includes Rs. 253.6 million (March 31, 2008: Rs. 200.6 million) of protection bought by the Bank.

The profit and loss impact of the above portfolio on account of mark-to-market and realised loss during the year ended March 31, 2009 was a net loss of Rs. 2,754.3 million (March 31, 2008: Rs. 6,848.3 million). As on March 31, 2009, the total outstanding mark-to-market position of the above portfolio was a net loss of Rs. 4,843.9 million (March 31, 2008: Rs. 5,870.6 million). The credit derivatives are marked to market by the Bank based on counter-party valuation quotes, or internal models using inputs from market sources such as Bloomberg/Reuters, counter-parties and FIMMDA.

The Bank offers deposits to customers of its offshore branches with structured returns linked to interest, forex or equity benchmarks. The Bank covers these exposures in the inter-bank market. As on March 31, 2009, the net open position on this portfolio was Rs. Nil (March 31, 2008: Rs. 4.0 million) with mark-to-market loss of Rs. Nil (March 31, 2008: Rs. 0.1 million).

The notional principal amount of forex contracts, classified as non-trading at March 31, 2009 amounted to Rs. 205,635.1 million (March 31, 2008: Rs. 393,701.5 million). The notional principal amount of forex contracts classified as trading at March 31, 2009 amounted to Rs. 2,378,035.8 million (March 31, 2008: Rs. 2,678,010.8 million).

The net overnight open position at March 31, 2009 was Rs. 512.3 million (March 31, 2008: Rs. 2,584.5 million).

32. Forward rate agreement ("FRA")/Interest rate swaps ("IRS")

The details of the forward rate agreements/interest rate swaps are given below:

Rupees in million

	Particulars	As on March 31, 2009	*As on March 31, 2008*
i)	The notional principal of rupee swap agreements	**1,942,528.9**	*5,618,122.6*
ii)	Losses which would be incurred if all counter parties failed to fulfil their obligations under the agreement	**35,591.81**	*37,181.6*
iii)	Collateral required by the Bank upon entering into swaps	**—**	*—*
iv)	Concentration of credit risk arising from the rupee swaps[2]	**919.7**	*307.5*
v)	The fair value of rupee trading swap book[3]	**622.1**	*(120.9)*

1. For trading portfolio both mark-to-market and accrued interest have been considered and for hedging portfolio, only accrued interest has been considered.
2. Credit risk concentration is measured as the highest net receivable under swap contracts from a particular counter-party.
3. Fair value represents mark-to-market including accrued interest.

33. Exchange traded interest rate derivatives

The details of exchange traded interest rate derivatives are given below:

Rupees in million

	Particulars	As on March 31, 2009	*As on March 31, 2008*
i)	Notional principal amount of exchange traded interest rate derivatives undertaken during the year (instrument-wise)		
	a) Euro dollar futures	**—**	*—*
	b) Treasury note futures – 10 years	**7,608.0**	*7,021.0*
	c) Treasury note futures – 5 years	**—**	*4,557.6*
	d) Treasury note futures – 2 years	**6,390.7**	*1,380.1*
ii)	Notional principal amount of exchange traded interest rate derivatives outstanding (instrument-wise)		
	a) Euro dollar futures	**—**	*—*
	b) Treasury note futures – 10 years	**—**	*—*
	c) Treasury note futures – 5 years	**—**	*—*
	d) Treasury note futures – 2 years	**—**	*—*
iii)	Notional principal amount of exchange traded interest rate derivatives outstanding and not "highly effective " (instrument-wise)	**N.A**	*N.A*
iv)	Mark-to-market value of exchange traded interest rate derivatives outstanding and not "highly effective" (instrument-wise)	**N.A**	*N.A*

1. All the transactions in exchange traded interest rate derivatives have been entered into by foreign branches for trading portfolios.

34. Penalties/fines imposed by RBI and other banking regulatory bodies

There were no penalties imposed by RBI during the year ended March 31, 2009 (March 31, 2008: Rs. Nil).

Central Bank of Sri Lanka (CBSL) has imposed penalty of LKR 865 (Rs. 400) during the year ended March 31, 2009, on Sri Lanka Branch for breach on the maintenance of the Statutory Reserve Requirement (SRR).

35. Small and micro industries

Under the Micro, Small and Medium Enterprises Development Act, 2006 which came into force from October 2, 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. There have been no reported cases of delays in payments to micro and small enterprises or of interest payments due to delays in such payments.

forming part of the Accounts *(Contd.)*

36. Farm loan waiver

The Ministry of Finance, Government of India has issued guidelines for the implementation of the Agriculture debt waiver and relief scheme for farmers on May 23, 2008. The Bank has implemented the scheme as per guidelines issued by RBI vide circular no. DBOD No. BP.BC.26/21.04.048/2008-09 dated July 30, 2008 on "Agricultural Debt Waiver and Debt Relief Scheme, 2008 - Prudential norms on income recognition, asset classification and provisioning and Capital Adequacy".

Pursuant to the scheme an aggregate amount of Rs. 2,666.7 million has been waived which is recoverable from Government of India. Of the above, an amount of Rs. 773.0 million has been received by March 31, 2009 and balance of Rs. 1,893.7 million is receivable in future.

37. Disclosure of complaints

The movement of the outstanding numbers of complaints is given below:

	Particulars	**Year ended March 31, 2009**	*Year ended March 31, 2008*
a)	Number of complaints pending at the beginning of the year	**1,863**	*579*
b)	Number of complaints received during the year	**102,488**	*185,431*
c)	Number of complaints redressed during the year	**103,465**	*184,147*
d)	Number of complaints pending at the end of the year	**886[2]**	*1,863*

1. From April, 2008, complaints resolved within 1 working day are not included.
2. Complaints pending beyond 30 days as on March 31, 2009, are 31.

The details of awards during the year are given below:

	Particulars	**Year ended March 31, 2009**	*Year ended March 31, 2008*
a)	Number of unimplemented awards at the beginning of the year	**1**	*4*
b)	Number of awards passed by the Banking Ombudsmen during the year	**—**	*7*
c)	Number of awards implemented during the year	**1**	*6*
d)	Number of unimplemented awards at the end of the year	**—**	*1*

38. Comparative figures

Figures for the previous year have been regrouped wherever necessary, to conform to the current year's presentation.

Signatures to Schedules 1 to 19

For and on behalf of the Board of Directors

N. VAGHUL
Chairman

K. V. KAMATH
Managing Director & CEO

CHANDA D. KOCHHAR
Joint Managing Director & CFO

V. VAIDYANATHAN
Executive Director

SONJOY CHATTERJEE
Executive Director

K. RAMKUMAR
Executive Director

SANDEEP BATRA
Group Compliance Officer
& Company Secretary

RAKESH JHA
Deputy Chief
Financial Officer

Place : Mumbai
Date : April 25, 2009

Statement pursuant to Section 212 of the Companies Act, 1956, relating to subsidiary companies

Sr. No.	Name of the subsidiary company	Financial year of the subsidiary ended on	No. of equity shares held by ICICI Bank and/or its nominees in the subsidiary as on March 31, 2009	Extent of interest of ICICI Bank in capital of subsidiary	Net aggregate amount of profits/(losses) of the subsidiary so far as it concerns the members of ICICI Bank and is not dealt with in the accounts of ICICI Bank [1]		Net aggregate amount of profits/(losses) of the subsidiary so far as it concerns the members of ICICI Bank dealt with or provided for in the accounts of ICICI Bank [2]	
					Rupees in '000s		Rupees in '000s	
					for the financial year ended March 31, 2009	for the previous financial years of the subsidiary since it became a subsidiary	for the financial year ended March 31, 2009	for the previous financial years of the subsidiary since it became a subsidiary
1	ICICI Securities Primary Dealership Limited	March 31, 2009	15,634 equity shares of Rs. 100,000 each fully paid up	100.0%	1,366,022	4,625,774	1,355,220	5,427,530
2	ICICI Securities Limited	March 31, 2009	305,353,500 equity shares of Rs. 2 each, fully paid up	100.0%	(195,885)	1,081,046	240,064	1,676,459
3	ICICI Securities Holdings Inc.[3]	March 31, 2009	14,450,000 common stock of US$ 1 each fully paid up held by ICICI Securities Limited	—	(36,713)	(25,711)	Nil	Nil
4	ICICI Securities Inc.[3]	March 31, 2009	11,050,000 common stock of US$ 1 each fully paid up held by ICICI Securities Holdings Inc.	—	(146,545)	(240,737)	Nil	15,635
5	ICICI Venture Funds Management Company Limited	March 31, 2009	1,000,000 equity shares of Rs. 10 each fully paid up	100.0%	530,486	921,825	950,000	2,500,979
6	ICICI International Limited[4]	March 31, 2009	90,000 ordinary shares of US$ 10 each fully paid up	100.0%	3,030	23,322	Nil	15,782
7	ICICI Home Finance Company Limited	March 31, 2009	1,098,750,000 equity shares of Rs. 10 each fully paid up	100.0%	688,089	962,147	740,577	1,047,099
8	ICICI Trusteeship Services Limited	March 31, 2009	50,000 equity shares of Rs. 10 each fully paid up	100.0%	376	1,622	Nil	Nil
9	ICICI Investment Management Company Limited	March 31, 2009	10,000,700 equity shares of Rs. 10 each fully paid up	100.0%	2,324	33,955	Nil	Nil
10	ICICI Prudential Life Insurance Company Limited	March 31, 2009	1,055,162,900 equity shares of Rs. 10 each fully paid up	73.9%	(5,764,322)	(21,559,780)	Nil	Nil
11	ICICI Lombard General Insurance Company Limited	March 31, 2009	297,552,950 equity shares of Rs.10 each fully paid up	73.8%	174,349	953,187	Nil	1,225,319
12	ICICI Bank UK PLC[4]	March 31, 2009	545,000,000 ordinary shares of US$ 1 each and 50,002 ordinary shares of 1 GBP each	100.0%	314,031	3,447,540	Nil	535,172
13	ICICI Bank Canada[5,8]	December 31, 2008	597,000,000 common shares of Canadian Dollar (CAD) 1 each	100.0%	588,099	(431,033)	Nil	Nil
14	ICICI Bank Eurasia Limited Liability Company[6,8]	December 31, 2008	Not Applicable #	100.0%	106,012	(58,283)	Nil	Nil
15	ICICI Prudential Asset Management Company Limited	March 31, 2009	9,002,573 equity shares of Rs. 10 each, fully paid up	51.0%	(68,395)	365,165	72,021	428,243
16	ICICI Prudential Trust Limited	March 31, 2009	51,157 equity shares of Rs. 10 each, fully paid up	50.8%	255	428	409	256
17	ICICI Wealth Management Inc.[5,7,8]	December 31, 2008	2,500,001 common shares of Canadian Dollar (CAD) 1 each held by ICICI Bank Canada	—	(46,883)	(20,211)	Nil	Nil

The shares in the authorised capital of ICICI Bank Eurasia Limited Liability Company is registered without issue of equity shares due to the legal form of subsidiary.

1. The above companies (other than ICICI Bank UK PLC, ICICI Bank Canada, ICICI Bank Eurasia Limited Liability Company, ICICI Prudential Asset Management Company Limited, ICICI Prudential Trust Limited and ICICI Wealth Management Inc.) which were subsidiaries of erstwhile ICICI Limited have become subsidiaries of the Bank consequent to the merger of erstwhile ICICI Limited with ICICI Bank.
2. The amount received by erstwhile ICICI Limited upto March 29, 2002 as dividend has also been included in the reserves of ICICI Bank.
3. ICICI Securities Holdings Inc. is wholly-owned subsidiary of ICICI Securities Limited. ICICI Securities Inc. is a wholly-owned subsidiary of ICICI Securities Holdings Inc.
4. The profits/(losses) of ICICI Bank UK PLC and ICICI International Limited for the year ended March 31, 2009 have been translated into Indian Rupees at the rate of 1 US$ = Rs. 45.9438.
5. The profits/(losses) of ICICI Bank Canada and ICICI Wealth Management Inc. for the year ended December 31, 2008 have been translated into Indian Rupees at the rate of 1 CAD = Rs. 41.2701.
6. The profits/(losses) of ICICI Bank Eurasia Limited Liability Company for the year ended December 31, 2008 have been translated into Indian Rupees at the rate of 1 RUB = Rs.1.80118.
7. ICICI Wealth Management Inc. is wholly-owned subsidiary of ICICI Bank Canada.
8. The information furnished for ICICI Bank Canada, ICICI Wealth Management Inc. and ICICI Bank Eurasia Limited Liability Company is from the period January 1, 2008 to December 31, 2008, being their financial year. Please find below key financial parameters of these companies as on March 31, 2009 and their movement from December 31, 2008 levels.

(Rs. in '000s)

Particulars	ICICI Bank Canada[b]			ICICI Wealth Management Inc.[b]			ICICI Bank Eurasia Limited Liability Company[c]		
	As on March 31, 2009	As on December 31, 2008	Movement	As on March 31, 2009	As on December 31, 2008	Movement	As on March 31, 2009	As on December 31, 2008	Movement
Fixed assets	145,943	135,735	10,208	556	560	(4)	104,449	118,495	(14,046)
Investments	40,324,446	57,640,070	(17,315,624)	—	—	—	2,148,675	2,877,987	(729,312)
Advances	204,618,161	188,292,796	16,325,365	—	—	—	15,997,657	18,540,384	(2,542,726)
Borrowings[a]	3,039,375	3,486,546	(447,171)	—	—	—	18,684,379	19,586,884	(902,505)

a. Since it is not possible to identify the amount borrowed to meet its current liabilities, the amount shown above represents the total borrowings.
b. The financial parameters of ICICI Bank Canada and ICICI Wealth Management Inc. have been translated into Indian Rupees at 1 CAD = Rs. 40.5250 for the year ended March 31, 2009 and 1 CAD = Rs. 39.9925 for the year ended December 31, 2008.
c. The financial parameters of ICICI Bank Eurasia Limited Liability Company have been translated into Indian Rupees at 1 RUB =Rs. 1.53775 for the year ended March 31, 2009 and 1 RUB = Rs. 1.70073 for the year ended December 31, 2008.

For and on behalf of the Board of Directors

N. VAGHUL
Chairman

K. V. KAMATH
Managing Director & CEO

CHANDA D. KOCHHAR
Joint Managing Director & CFO

V. VAIDYANATHAN
Executive Director

Place : Mumbai
Date : April 25, 2009

SANDEEP BATRA
Group Compliance Officer & Company Secretary

RAKESH JHA
Deputy Chief Financial Officer

SONJOY CHATTERJEE
Executive Director

K. RAMKUMAR
Executive Director

ICICI Bank

Consolidated financial statements of ICICI Bank Limited and its subsidiaries

auditors' report

To the Board of Directors of ICICI Bank Limited on the Consolidated Financial Statements of ICICI Bank Limited and its Subsidiaries, Associates and Joint Ventures.

1. We have audited the attached consolidated Balance Sheet of ICICI Bank Limited ('the Bank') and its subsidiaries, associates and joint venture (collectively known as 'the Group') as at March 31, 2009 and also the consolidated Profit and Loss Account and the consolidated Cash Flow Statement of the Group for the year then ended, both annexed thereto. These financial statements are the responsibility of the Bank's management and have been prepared by the management on the basis of separate financial statements and other financial information regarding components. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. 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 statements presentation. We believe that our audit provides a reasonable basis for our opinion.
3. We have relied on the unaudited financial statements of certain subsidiaries, associates and joint venture of the Bank as at and for the year ended March 31, 2009. The unaudited financial statements as approved by the respective Board of Directors of these companies have been furnished to us by the management of the Bank. Accordingly, the attached consolidated financial results include results of subsidiaries, associates and joint venture whose unaudited financial results reflect the following-
    - Subsidiaries - total assets of Rs. 24,946.1 million as at March 31, 2009, total revenues of Rs. 2,456.1 million and cash flows amounting to Rs. 1,853.1 million for the year then ended,
    - Associates - total assets of Rs. 4,457.9 million as at March 31, 2009, total revenues of Rs. 3,316.1 million and cash flows amounting to Rs. (103.2) million for the year then ended and
    - Joint venture - total assets of Rs. 13.0 million as at March 31, 2009, total revenues of Rs. 0.2 million and cash flows amounting to Rs. 2.6 million in respect of the aforementioned joint venture for the year then ended.
4. We did not audit the financial statements and other financial information of certain subsidiaries and associate of the Bank. These financial statements have been audited by other auditors, duly qualified to act as auditor in the country of incorporation of the subsidiary and associate whose report has been furnished to us and was relied upon by us for our opinion on the financial statements of the Group. Accordingly, the attached consolidated financial results include results of subsidiaries and associate whose audited financial results reflect the following-
    - Subsidiaries - total assets of Rs. 875,517.5 million as at March 31, 2009, total revenues of Rs. 99,698.9 million and cash flows of Rs. (28,390.8) million for the year then ended and
    - Associates - total assets of Rs. 414.8 million as at March 31, 2009, total revenues of Rs. 31.7 million and cash flows amounting to Rs. 74.7 million for the year then ended.
5. We also did not audit the financial statements of the Singapore, Bahrain and Hong Kong branches of the Bank, whose financial statements reflect total assets of Rs. 812,373.4 million as at March 31, 2009, total revenues of Rs. 46,276.6 million and cash flows of Rs. (4,607.5) million for the year then ended. These financial statements have been audited by other auditors, duly qualified to act as auditors in the country of incorporation of such branches, whose reports have been furnished to us and were relied upon by us for our opinion on the financial statements of the Bank.
6. The actuarial valuation of liabilities for life policies in force is the responsibility of the Group's life insurance subsidiary's appointed actuary (the Appointed Actuary). The actuarial valuation of these liabilities as at March 31, 2009 has been duly certified by the Appointed Actuary and in his opinion,

the assumptions for such valuation are in accordance with the guidelines and norms issued by the IRDA and the Actuarial Society of India in concurrence with the IRDA. We have relied upon Appointed Actuary's certificate in this regard for forming our opinion on the consolidated financial statements of the Group.

7. The actuarial valuation of liabilities in respect of claims incurred but not reported (IBNR) and those incurred but not enough reported (IBENR) as at March 31, 2009, other than for reinsurance accepted from Indian Motor Third Party Insurance Pool of the Group's general insurance subsidiary, has been duly certified by the Appointed Actuary of the Company and relied upon by us. The Appointed Actuary has also certified that the assumptions considered by him for such valuation are in accordance with the guidelines and norms prescribed by the IRDA and the Actuarial Society of India in concurrence with the IRDA.

8. We report that the consolidated financial statements have been prepared by the Bank's management in accordance with the requirements of Accounting Standard 21, Consolidated Financial Statements, Accounting Standard 23, Accounting for Investments in Associates in Consolidated Financial Statements and Accounting Standard 27, Financial Reporting of Interests in Joint Ventures, prescribed by the Companies (Accounting Standards) Rules, 2006.

9. The Balance Sheet and the Profit and Loss Account have been drawn up in accordance with the provisions of Section 29 of the Banking Regulation Act, 1949 read with Section 211(1) and (2) of the Companies Act, 1956.

10. Based on our audit and to the best of our information and according to the explanations given to us and on the consideration of reports of other auditors on separate financial statements and on the consideration of the unaudited financial statements and on other relevant financial information of the components, we are of the opinion that the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India and guidelines issued by Reserve Bank of India in relation to preparation of consolidated financial statement:

    (a) in the case of the consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2009;

    (b) in the case of the consolidated Profit and Loss Account, of the profit of the Group for the year ended on that date; and

    (c) in the case of the consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

For B S R & Co.
Chartered Accountants

Akeel Master
Partner
Membership No.: 046768

Mumbai
April 25, 2009

consolidated balance sheet

ICICI Bank

as on March 31, 2009 **(Rs. in '000s)**

	Schedule	As on 31.03.2009	As on 31.03.2008
CAPITAL AND LIABILITIES			
Capital	1	**14,632,898**	*14,626,786*
Reserves and surplus	2	**456,642,444**	*436,095,477*
Minority interest	2A	**9,105,054**	*7,311,906*
Deposits	3	**2,618,557,532**	*2,769,832,312*
Borrowings	4	**883,918,593**	*845,660,530*
Liabilities on policies in force		**310,535,993**	*268,114,077*
Other liabilities and provisions	5	**533,517,160**	*514,524,771*
TOTAL CAPITAL AND LIABILITIES		**4,826,909,674**	*4,856,165,859*
ASSETS			
Cash and balances with Reserve Bank of India	6	**178,754,485**	*298,007,509*
Balances with banks and money at call and short notice	7	**171,859,371**	*155,279,264*
Investments	8	**1,481,070,029**	*1,600,467,579*
Advances	9	**2,661,304,659**	*2,514,016,693*
Fixed assets	10	**44,974,589**	*46,783,548*
Other assets	11	**288,946,541**	*241,611,266*
TOTAL ASSETS		**4,826,909,674**	*4,856,165,859*
Contingent liabilities	12	**8,677,884,034**	*13,103,285,359*
Bills for collection		**60,026,585**	*42,908,137*
Significant accounting policies and notes to accounts	18 & 19		

The Schedules referred to above form an integral part of the Balance Sheet.

As per our Report of even date.

For and on behalf of the Board of Directors

For B S R & Co.
Chartered Accountants

N. VAGHUL
Chairman

K. V. KAMATH
Managing Director & CEO

CHANDA D. KOCHHAR
Joint Managing Director & CFO

AKEEL MASTER
Partner
Membership No.: 046768

V. VAIDYANATHAN
Executive Director

SONJOY CHATTERJEE
Executive Director

K. RAMKUMAR
Executive Director

Place : Mumbai
Date : April 25, 2009

SANDEEP BATRA
Group Compliance Officer &
Company Secretary

RAKESH JHA
Deputy Chief
Financial Officer

consolidated profit and loss account

for the year ended March 31, 2009 (Rs. in '000s)

	Schedule	Year ended 31.03.2009	*Year ended 31.03.2008*
I. INCOME			
Interest earned	13	**362,507,064**	*340,949,565*
Other income	14	**279,023,743**	*259,581,255*
TOTAL INCOME		**641,530,807**	*600,530,820*
II. EXPENDITURE			
Interest expended	15	**264,872,527**	*257,669,754*
Operating expenses	16	**281,857,874**	*270,434,081*
Provisions and contingencies	17	**61,006,187**	*41,274,341*
TOTAL EXPENDITURE		**607,736,588**	*569,378,176*
III. PROFIT/LOSS			
Net profit for the year		**33,794,219**	*31,152,644*
Less: Minority interest		**(1,975,285)**	*(2,829,656)*
Net profit/(loss) after minority interest		**35,769,504**	*33,982,300*
Profit/(loss) brought forward		**5,496,834**	*(73,672)*
TOTAL PROFIT/(LOSS)		**41,266,338**	*33,908,628*
IV. APPROPRIATIONS/TRANSFERS			
Transfer to Statutory Reserve		**9,400,000**	*10,400,000*
Transfer to Reserve Fund		**4,221**	*3,138*
Transfer to Capital Reserve		**8,180,000**	*1,270,000*
Transfer to Special Reserve		**2,870,000**	*1,892,500*
Transfer to Revenue and other reserves		**1,105,116**	*491,080*
Dividend (including corporate dividend tax) for the previous year paid during the year		**5,811**	*43,900*
Proposed equity share dividend		**12,245,771**	*12,239,618*
Proposed preference share dividend		**35**	*35*
Corporate dividend tax		**2,083,664**	*2,071,523*
Balance carried over to Balance Sheet		**5,371,720**	*5,496,834*
TOTAL		**41,266,338**	*33,908,628*
Significant accounting policies and notes to accounts	18 & 19		
Earnings per share (Refer note 19.1)			
Basic (Rs.)		**32.13**	*32.19*
Diluted (Rs.)		**32.07**	*32.00*
Face value per share (Rs.)		**10.00**	*10.00*

The Schedules referred to above form an integral part of the Profit and Loss Account.

As per our Report of even date.

For and on behalf of the Board of Directors

For B S R & Co.
Chartered Accountants

N. VAGHUL
Chairman

K. V. KAMATH
Managing Director & CEO

CHANDA D. KOCHHAR
Joint Managing Director & CFO

AKEEL MASTER
Partner
Membership No.: 046768

V. VAIDYANATHAN
Executive Director

SONJOY CHATTERJEE
Executive Director

K. RAMKUMAR
Executive Director

Place : Mumbai
Date : April 25, 2009

SANDEEP BATRA
Group Compliance Officer & Company Secretary

RAKESH JHA
Deputy Chief Financial Officer

consolidated cash flow statement

for the year ended March 31, 2009 (Rs. in '000s)

Particulars		Year ended 31.03.2009	*Year ended 31.03.2008*
Cash flow from operating activities			
Net profit before taxes		**51,658,808**	*45,079,134*
Adjustments for :			
Depreciation and amortisation		**10,034,785**	*8,721,642*
Net (appreciation)/depreciation on investments		**17,990,288**	*14,493,875*
Provision in respect of non-performing assets (including prudential provision on standard assets)		**39,115,672**	*27,723,909*
Provision for contingencies & others		**(303,901)**	*1,723,502*
(Profit)/loss on sale of fixed assets		**(14,611)**	*(613,379)*
		118,481,041	*97,128,683*
Adjustments for :			
(Increase)/decrease in investments		**(4,416,202)**	*(132,276,092)*
(Increase)/decrease in advances		**(185,733,697)**	*(423,725,121)*
Increase/(decrease) in borrowings		**41,331,233**	*100,659,704*
Increase/(decrease) in deposits		**(151,274,780)**	*270,566,682*
(Increase)/decrease in other assets		**(39,234,654)**	*(40,067,589)*
Increase/(decrease) in other liabilities and provisions		**16,998,654**	*173,249,913*
		(322,329,446)	*(51,592,503)*
(Payment)/refund of taxes (net)		**(18,405,479)**	*(23,865,900)*
Net cash flow from operating activities	**(A)**	**(222,253,884)**	*21,670,280*
Cash flow from investing activities			
Purchase of fixed assets		**(13,071,158)**	*(13,779,728)*
Proceeds from sale of fixed assets		**897,114**	*1,100,906*
(Purchase)/sale of held to maturity securities		**90,016,170**	*(278,393,897)*
Acquisition of business by a subsidiary (net of cash acquired)		**(140,002)**	*—*
Net cash generated from investing activities	**(B)**	**77,702,124**	*(291,072,719)*
Cash flow from financing activities			
Proceeds from issue of share capital (including ESOPs) net of issue expense		**522,062**	*197,945,383*
Net proceeds/(repayment) of bonds (including subordinated debt)		**44,144,641**	*138,335,874*
Dividend and dividend tax paid		**(14,229,374)**	*(11,124,591)*
Net cash generated from financing activities	**(C)**	**30,437,329**	*325,156,666*
Effect of exchange fluctuation on translation reserve	**(D)**	**11,441,514**	*(1,721,319)*
Net cash and cash equivalents received from The Sangli Bank Limited on amalgamation	**(E)**	**—**	*2,362,563*
Net increase/(decrease) in cash and cash equivalents... (A) + (B) + (C) + (D) + (E)		**(102,672,917)**	*56,395,471*
Cash and cash equivalents as at April 1		**453,286,773**	*396,891,302*
Cash and cash equivalents as at March 31		**350,613,856**	*453,286,773*

Significant Accounting Policies and Notes to Accounts (refer Schedule 18 & 19).

As per our Report of even date.

For and on behalf of the Board of Directors

For B S R & Co.
Chartered Accountants

N. VAGHUL
Chairman

K. V. KAMATH
Managing Director & CEO

CHANDA D. KOCHHAR
Joint Managing Director & CFO

AKEEL MASTER
Partner
Membership No.: 046768

V. VAIDYANATHAN
Executive Director

SONJOY CHATTERJEE
Executive Director

K. RAMKUMAR
Executive Director

Place : Mumbai
Date : April 25, 2009

SANDEEP BATRA
Group Compliance Officer & Company Secretary

RAKESH JHA
Deputy Chief Financial Officer

forming part of the Consolidated Balance Sheet

(Rs. in '000s)

	As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 1 — CAPITAL		
Authorised Capital		
1,275,000,000 equity shares of Rs. 10 each (March 31, 2008:1,275,000,000 equity shares of Rs. 10 each)	**12,750,000**	*12,750,000*
15,000,000 shares of Rs. 100 each (March 31, 2008: 15,000,000 shares of Rs.100 each)[1]	**1,500,000**	*1,500,000*
350 preference shares of Rs. 10 million each (March 31, 2008: 350 preference shares of Rs. 10 million each)	**3,500,000**	*3,500,000*
Equity Share Capital		
Issued, subscribed and paid-up capital		
1,112,687,495 equity shares of Rs. 10 each (March 31, 2008: 1,111,218,782 equity shares)[2]	**11,126,875**	*11,112,188*
Add: 563,147 equity shares of Rs. 10 each fully paid up (March 31, 2008: 1,468,713 equity shares) issued pursuant to exercise of employee stock options	**5,631**	*14,687*
	11,132,506	*11,126,875*
Less: Calls unpaid	**378**	*859*
Add: 111,603 equity shares forfeited (March 31, 2008: 111,603 equity shares)	**770**	*770*
TOTAL EQUITY CAPITAL	**11,132,898**	*11,126,786*
Preference share capital (Represents face value of 350 preference shares of Rs. 10 million each issued to preference shareholders of erstwhile ICICI Limited on amalgamation redeemable at par on April 20, 2018)	**3,500,000**	*3,500,000*
TOTAL CAPITAL	**14,632,898**	*14,626,786*

1. These shares will be of such class and with such rights, privileges, conditions or restrictions as may be determined by the Bank in accordance with the Articles of Association of the Bank and subject to the legislative provisions for the time being in that behalf.
2. Includes:–
   a) 3,455,008 equity shares of Rs. 10 each fully paid up allotted to shareholders of erstwhile The Sangli Bank Limited on amalgamation on May 28, 2007.
   b) 108,598,626 equity shares of Rs. 10 each fully paid up issued vide prospectus dated June 26, 2007 (includes 13,762,869 shares issued under green shoe option).
   c) 99,898,476 equity shares of Rs. 10 each fully paid up underlying 49,949,238 American Depository Shares (ADSs) issued vide prospectus dated June 23, 2007 (includes 6,497,462 ADSs issued under green shoe option).

ICICI Bank forming part of the Consolidated Balance Sheet (Contd.) (Rs. in '000s)

		As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 2 — RESERVES AND SURPLUS			
I.	Statutory reserve		
	Opening balance (other than joint ventures)	**39,393,807**	*28,787,307*
	Additions during the year	**9,400,000**	*10,606,500*
	Deductions during the year	**—**	*—*
	Closing balance	**48,793,807**	*39,393,807*
II.	Special reserve		
	Opening balance (other than joint ventures)	**21,631,700**	*19,739,200*
	Additions during the year	**2,870,000**	*1,892,500*
	Deductions during the year	**—**	*—*
	Closing balance	**24,501,700**	*21,631,700*
III.	Securities premium		
	Opening balance (other than joint ventures)	**312,650,019**	*120,285,365*
	Additions during the year[1]	**526,450**	*197,644,847*
	Deductions during the year[2]	**10,500**	*5,280,193*
	Closing balance	**313,165,969**	*312,650,019*
IV.	Unrealised Investment reserve		
	Opening balance (other than joint ventures)	**979,264**	*4,867,703*
	Additions during the year	**—**	*218,122*
	Deductions during the year	**4,477,354**	*4,106,561*
	Closing balance	**(3,498,090)**	*979,264*
V.	Capital reserve		
	Opening balance (other than joint ventures)	**8,263,769**	*6,903,166*
	Additions during the year (including capital reserve on consolidation Rs. 12.8 million)	**8,192,833**	*1,360,603*
	Deductions during the year	**—**	*—*
	Closing balance [3]	**16,456,602**	*8,263,769*
VI.	Foreign currency translation reserve	**9,254,640**	*(2,238,079)*
VII.	Reserve Fund		
	Opening balance (other than joint ventures)	**4,528**	*1,390*
	Additions during the year [4]	**4,221**	*3,138*
	Deductions during the year	**—**	*—*
	Closing balance	**8,749**	*4,528*
VIII.	Revenue and other reserves		
	Opening balance for joint ventures	**(2,687)**	*(2,687)*
	Opening balance for others	**49,916,322**	*50,592,261*
	Additions during the year for joint ventures	**—**	*—*
	Additions during the year for others	**1,105,116**	*3,455,640*
	Deductions during the year for joint ventures	**—**	*—*
	Deductions during the year for others[5]	**8,431,404**	*4,131,579*
	Closing balance[6]	**42,587,347**	*49,913,635*
IX.	Balance in profit and loss account for others	**5,374,569**	*5,544,515*
X.	Balance in profit and loss account for joint ventures	**(2,849)**	*(47,681)*
TOTAL RESERVES AND SURPLUS		**456,642,444**	*436,095,477*

1. Includes:
   a) Rs. 98,865.1 million in the previous year (net of share premium in arrears of Rs. 486.1 million) consequent to public issue (including shares issued under green shoe option) vide prospectus dated June 26, 2007.
   b) Rs. 98,237.4 million in the previous year consequent to issue of ADSs (including shares issued under green shoe option) vide prospectus dated June 23, 2007.
   c) Rs. 184.1 million (March 31, 2008: Rs. 542.3 million) on exercise of employee stock options.
2. Includes:
   a) Rs. 3,482.2 million in the previous year being the excess of the paid-up value of the shares issued to the shareholders of The Sangli Bank Limited over the fair value of the net assets acquired on merger and amalgamation expenses as per the scheme of amalgamation.
   b) Rs. 1,846.6 million in the previous year being the share issue expenses, written-off from the securities premium account as per the objects of the issue.
3. Includes capital reserve on consolidation amounting to Rs. 103.4 million (March 31,2008: Rs.90.6 million).
4. Represents appropriation of 5% of net profit by the Bank's Sri Lanka branch to meet the requirements of Section 20 of Sri Lankan Banking Act No. 30 of 1988.
5. Includes unrealised losses, net of tax, of Rs. 8,311.8 million (March 31, 2008: Rs. 4,029.0 million) pertaining to the investments in Available for Sale category of ICICI Bank UK PLC.
6. Includes restricted reserve of Rs. 5,582.9 million (March 31, 2008: Rs. 5,423.2 million) relating to the life insurance subsidiary.

forming part of the Consolidated Balance Sheet *(Contd.)*

(Rs. in '000s)

	As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 2A — MINORITY INTEREST		
Opening minority interest	**7,311,906**	*5,095,649*
Subsequent increase/(decrease)	**1,793,148**	*2,216,257*
CLOSING MINORITY INTEREST	**9,105,054**	*7,311,906*
SCHEDULE 3 — DEPOSITS		
A. I. Demand deposits		
i) From banks	**7,455,983**	*5,681,818*
ii) From others	**215,177,801**	*244,114,127*
II. Savings bank deposits	**515,147,064**	*537,563,405*
III. Term deposits		
i) From banks	**158,017,816**	*125,024,337*
ii) From others	**1,722,758,868**	*1,857,448,625*
TOTAL DEPOSITS	**2,618,557,532**	*2,769,832,312*
B. I. Deposits of branches in India	**2,070,226,567**	*2,361,289,926*
II. Deposits of branches/subsidiaries outside India	**548,330,965**	*408,542,386*
TOTAL DEPOSITS	**2,618,557,532**	*2,769,832,312*
SCHEDULE 4 — BORROWINGS		
I. Borrowings in India		
i) Reserve Bank of India	**—**	*—*
ii) Other banks	**64,286,849**	*72,605,734*
iii) Other institutions and agencies		
a) Government of India	**1,075,400**	*1,592,480*
b) Financial institutions/others	**65,568,161**	*48,292,151*
iv) Borrowings in the form of		
a) Deposits	**26,693,558**	*2,533,110*
b) Commercial paper	**15,810,034**	*20,630,884*
c) Bonds and debentures (excluding subordinated debt)		
– Debentures and bonds guaranteed by the Government of India	**11,755,000**	*14,815,000*
– Borrowings under private placement of bonds carrying maturity of 1 to 30 years from the date of placement	**19,036,267**	*6,545,648*
Bonds issued under multiple option/safety bonds series		
– Regular interest bonds	**3,278,880**	*5,393,095*
– Deep discount bonds	**4,332,005**	*4,401,234*
– Tax saving bonds	**16,033,862**	*17,376,227*
– Pension bonds	**61,805**	*61,722*
TOTAL BORROWINGS IN INDIA	**227,931,821**	*194,247,285*
II. Borrowings outside India		
i) From multilateral/bilateral credit agencies guaranteed by the Government of India for the equivalent of Rs. 20,523.1 million (March 31, 2008: Rs. 18,402.9 million)	**22,862,196**	*20,966,276*
ii) From international banks, institutions and consortiums	**327,853,864**	*307,381,423*
iii) By way of bonds and notes	**304,667,180**	*322,261,202*
iv) Other borrowings	**603,532**	*804,344*
TOTAL BORROWINGS OUTSIDE INDIA	**655,986,772**	*651,413,245*
TOTAL BORROWINGS	**883,918,593**	*845,660,530*

Secured borrowings in I above is Rs. 16,738.5 million (March 31, 2008: Rs. 4,089.0 million) and in II above is Rs. Nil.

ICICI Bank **forming part of the Consolidated Balance Sheet** *(Contd.)* **(Rs. in '000s)**

	As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 5 — OTHER LIABILITIES AND PROVISIONS		
I. Bills payable	**18,677,244**	*29,285,903*
II. Inter-office adjustments (net)	**4,213,049**	*4,293,542*
III. Interest accrued	**30,210,937**	*26,780,408*
IV. Unsecured redeemable/perpetual debentures/bonds (Subordinated debt included in Tier I/Tier II capital)	**273,244,945**	*224,077,862*
V. Others		
a) Security deposits from clients	**9,505,352**	*15,197,638*
b) Sundry creditors	**96,735,844**	*94,745,071*
c) Received for disbursements under special program	**1,644,645**	*2,034,281*
d) Provision for standard assets	**16,623,875**	*15,214,123*
e) Other liabilities[1]	**82,661,269**	*102,895,943*
TOTAL OTHER LIABILITIES AND PROVISIONS	**533,517,160**	*514,524,771*

1. Includes:
   a) Proposed dividend of Rs. 12,245.8 million (March 31, 2008: Rs. 12,239.6 million).
   b) Corporate dividend tax payable of Rs.1,626.4 million (March 31, 2008: Rs. 1,596.0 million).

	As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 6 — CASH AND BALANCES WITH RESERVE BANK OF INDIA		
I. Cash in hand (including foreign currency notes)	**31,942,676**	*32,653,915*
II. Balances with Reserve Bank of India in current accounts	**146,811,809**	*265,353,594*
TOTAL CASH AND BALANCES WITH RESERVE BANK OF INDIA	**178,754,485**	*298,007,509*

	As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 7 — BALANCES WITH BANKS AND MONEY AT CALL AND SHORT NOTICE		
I. In India		
i) Balances with banks		
a) in current accounts	**7,166,610**	*9,241,811*
b) in other deposit accounts	**38,577,751**	*5,908,958*
ii) Money at call and short notice		
a) with banks	**—**	*—*
b) with other institutions	**—**	*—*
TOTAL	**45,744,361**	*15,150,769*
II. Outside India		
i) in current accounts	**25,596,245**	*19,711,210*
ii) in other deposit accounts	**24,076,284**	*28,421,501*
iii) Money at call and short notice	**76,442,481**	*91,995,784*
TOTAL	**126,115,010**	*140,128,495*
TOTAL BALANCES WITH BANKS AND MONEY AT CALL AND SHORT NOTICE	**171,859,371**	*155,279,264*

forming part of the Consolidated Balance Sheet *(Contd.)* **(Rs. in '000s)**

	As on 31.03.2009	As on 31.03.2008
SCHEDULE 8 — INVESTMENTS		
I. Investments in India (net of provisions)		
i) Government securities	**682,931,198**	*786,560,746*
ii) Other approved securities	**93,405**	*97,946*
iii) Shares (includes equity and preference shares)[1]	**29,708,664**	*47,118,726*
iv) Debentures and bonds	**52,956,402**	*49,447,032*
v) Assets held to cover linked liabilities of life insurance business	**286,139,525**	*248,450,720*
vi) Others (commercial paper, mutual fund units, pass through certificates, security receipts etc.)	**216,658,105**	*210,887,719*
TOTAL INVESTMENTS IN INDIA	**1,268,487,299**	*1,342,562,889*
II. Investments outside India (net of provisions)		
i) Government securities	**4,525,830**	*40,899,298*
ii) Others	**208,056,900**	*217,005,392*
TOTAL INVESTMENTS OUTSIDE INDIA	**212,582,730**	*257,904,690*
TOTAL INVESTMENTS	**1,481,070,029**	*1,600,467,579*
III. Investments in India		
Gross value of investments[2]	**1,290,031,307**	1,340,676,954
Less: Aggregate of provision/depreciation/(appreciation)	**21,544,008**	*(1,885,935)*
Net investments	**1,268,487,299**	*1,342,562,889*
IV. Investments outside India		
Gross value of investments	**234,903,006**	*267,772,200*
Less: Aggregate of provision/depreciation/(appreciation)	**22,320,276**	*9,867,510*
Net investments	**212,582,730**	*257,904,690*
TOTAL INVESTMENTS	**1,481,070,029**	*1,600,467,579*

1. Includes acquisition cost of investment in associates of Rs. 459.2 million (March 31, 2008: Rs. 95.4 million).
2. Net of depreciation of Rs. 36,369.6 milion (net of appreciation, March 31, 2008: Rs. 19,534.4 million) on investments held to cover linked liabilities of life insurance business.

	As on 31.03.2009	As on 31.03.2008
SCHEDULE 9 — ADVANCES (net of provisions)		
A. i) Bills purchased and discounted	**40,915,231**	*47,896,278*
ii) Cash credits, overdrafts and loans repayable on demand	**350,610,312**	*351,458,670*
iii) Term loans	**2,167,574,693**	*2,009,110,336*
iv) Securitisation, finance lease and hire purchase receivables	**102,204,423**	*105,551,409*
TOTAL ADVANCES	**2,661,304,659**	*2,514,016,693*
B. i) Secured by tangible assets (includes advances against book debts)	**2,009,647,889**	*1,928,756,159*
ii) Covered by bank/government guarantees	**14,815,009**	*42,087,202*
iii) Unsecured	**636,841,761**	*543,173,332*
TOTAL ADVANCES	**2,661,304,659**	*2,514,016,693*
C. I. Advances in India		
i) Priority sector	**620,515,976**	*597,325,197*
ii) Public sector	**3,494,486**	*3,559,887*
iii) Banks	**252,580**	*45,947*
iv) Others	**1,112,523,081**	*1,238,575,133*
TOTAL ADVANCES IN INDIA	**1,736,786,123**	*1,839,506,164*
II. Advances outside India		
i) Due from banks	**16,618,624**	*53,593,670*
ii) Due from others		
a) Bills purchased and discounted	**14,069,137**	*21,006,755*
b) Commercial loans	**419,791,632**	*324,669,709*
c) Others	**474,039,143**	*275,240,395*
TOTAL ADVANCES OUTSIDE INDIA	**924,518,536**	*674,510,529*
TOTAL ADVANCES	**2,661,304,659**	*2,514,016,693*

ICICI Bank forming part of the Consolidated Balance Sheet (Contd.) (Rs. in '000s)

		As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 10 — FIXED ASSETS			
I.	**Premises**		
	At cost as on March 31 of preceding year	**27,235,332**	*23,574,338*
	Additions during the year	**2,874,560**	*3,985,851*
	Deductions during the year	**(546,690)**	*(324,857)*
	Depreciation to date	**(5,485,251)**	*(4,181,205)*
	Net block	**24,077,951**	*23,054,127*
II.	**Other fixed assets (including furniture and fixtures)**		
	At cost as on March 31 of preceding year	**33,851,617**	*27,621,021*
	Additions during the year	**5,496,137**	*6,917,431*
	Deductions during the year	**(1,208,847)**	*(686,835)*
	Depreciation to date	**(21,865,286)**	*(18,092,913)*
	Net block	**16,273,621**	*15,758,704*
III.	**Assets given on Lease**		
	At cost as on March 31 of preceding year	**18,289,072**	*18,346,532*
	Additions during the year	**—**	*—*
	Deductions during the year	**(327,898)**	*(57,460)*
	Depreciation to date, accumulated lease adjustment and provisions	**(13,338,157)**	*(10,318,355)*
	Net block	**4,623,017**	*7,970,717*
TOTAL FIXED ASSETS		**44,974,589**	*46,783,548*

		As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 11 — OTHER ASSETS			
I.	Inter-office adjustments (net)	**—**	*—*
II.	Interest accrued	**48,793,731**	*39,368,197*
III.	Tax paid in advance/tax deducted at source (net)	**39,668,134**	*42,802,815*
IV.	Stationery and stamps	**928**	*574*
V.	Non-banking assets acquired in satisfaction of claims[1]	**3,089,212**	*3,658,544*
VI.	Others		
	a) Advance for capital assets	**9,037,902**	*7,060,893*
	b) Outstanding fees and other income	**7,864,971**	*10,212,038*
	c) Deposits	**27,197,130**	*28,665,435*
	d) Deferred tax asset (net)	**25,184,000**	*17,280,466*
	e) Early Retirement Option expenses not written off	**—**	*117,979*
	f) Others[2]	**128,110,533**	*92,444,325*
TOTAL OTHER ASSETS		**288,946,541**	*241,611,266*

1. Includes certain non-banking assets acquired in satisfaction of claims which are in the process of being transferred in the Bank's name.
2. Includes goodwill on consolidation amounting to Rs. 1,573.1 million (March 31, 2008: Rs. 630.5 million) and goodwill on purchase of assets by way of merger amounting to Rs. 119.8 million (March 31, 2008: Rs. Nil).

		As on 31.03.2009	*As on 31.03.2008*
SCHEDULE 12 — CONTINGENT LIABILITIES			
I.	Claims against the Bank not acknowledged as debts	**33,911,116**	*40,886,452*
II.	Liability for partly paid investments	**128,126**	*128,126*
III.	Liability on account of outstanding forward exchange contracts	**2,520,288,201**	*3,090,775,426*
IV.	Guarantees given on behalf of constituents		
	a) In India	**453,001,349**	*338,313,937*
	b) Outside India	**129,161,843**	*76,613,035*
V.	Acceptances, endorsements and other obligations	**307,424,746**	*252,963,794*
VI.	Currency swaps	**551,306,568**	*591,090,810*
VII.	Interest rate swaps, currency options and interest rate futures	**4,555,533,888**	*8,510,352,224*
VIII.	Other items for which the Bank is contingently liable	**127,128,197**	*202,161,555*
TOTAL CONTINGENT LIABILITIES		**8,677,884,034**	*13,103,285,359*

forming part of the Consolidated Profit and Loss Account

(Rs. in '000s)

	As on 31.03.2009	As on 31.03.2008
SCHEDULE 13 — INTEREST EARNED		
I. Interest/discount on advances/bills	251,907,185	240,683,557
II Income on investments[1]	93,690,339	89,045,428
III. Interest on balances with Reserve Bank of India and other inter-bank funds	7,685,387	8,747,745
IV. Others[2]	9,224,153	2,472,835
TOTAL INTEREST EARNED	362,507,064	340,949,565

1. Includes amortisation of premium on Government securities of Rs. 7,253.4 million (March 31, 2008: Rs. 8,976.2 million).
2. Includes interest Rs. 3,357.9 million (March 31, 2008: Rs. 880.0 million) on income tax refunds.

	As on 31.03.2009	As on 31.03.2008
SCHEDULE 14 — OTHER INCOME		
I. Commission, exchange and brokerage	65,747,868	67,673,441
II. Profit/(Loss) on sale of investments (net)	24,318,015	34,042,178
III. Profit/(Loss) on revaluation of investments (net)	(4,431,761)	(4,787,585)
IV. Profit/(Loss) on sale of land, buildings and other assets (net)[1]	14,611	613,379
V. Profit/(Loss) on foreign exchange transactions (net)	1,964,929	1,279,786
VI. Premium and other operating income from insurance business	183,582,426	159,919,822
VII. Miscellaneous income (including lease income)	7,827,655	840,234
TOTAL OTHER INCOME	279,023,743	259,581,255

1. Includes profit/(loss) on sale of assets given on lease.

	As on 31.03.2009	As on 31.03.2008
SCHEDULE 15 — INTEREST EXPENDED		
I. Interest on deposits	182,506,979	187,220,141
II. Interest on Reserve Bank of India/inter-bank borrowings[1]	26,564,628	23,140,065
III. Others (including interest on borrowings of erstwhile ICICI Limited)	55,800,920	47,309,548
TOTAL INTEREST EXPENDED	264,872,527	257,669,754

1. Includes interest paid on inter-bank deposits.

	As on 31.03.2009	As on 31.03.2008
SCHEDULE 16 — OPERATING EXPENSES		
I. Payments to and provisions for employees	39,043,015	39,697,995
II. Rent, taxes and lighting	10,766,322	8,979,980
III. Printing and stationery	2,103,465	2,881,776
IV. Advertisement and publicity	3,311,278	6,152,109
V. Depreciation	5,965,761	4,973,453
VI. Depreciation (including lease equalisation) on leased assets	2,101,070	1,820,689
VII. Directors' fees, allowances and expenses	22,897	20,591
VIII. Auditors' fees and expenses	136,872	99,909
IX. Law charges	1,425,366	1,071,497
X. Postages, telegrams, telephones, etc.	4,567,895	5,162,326
XI. Repairs and maintenance	6,831,997	6,287,699
XII. Insurance	2,115,359	2,060,956
XIII. Direct marketing agency expenses	6,121,823	15,749,675
XIV. Claims and benefits paid pertaining to insurance business	18,094,559	13,002,948
XV. Other expenses pertaining to insurance business	147,404,509	129,790,331
XVI. Other expenditure	31,845,686	32,682,147
TOTAL OPERATING EXPENSES	281,857,874	270,434,081

	As on 31.03.2009	As on 31.03.2008
SCHEDULE 17 — PROVISIONS AND CONTINGENCIES		
I. Income tax		
– Current period tax	21,388,517	19,628,199
– Deferred tax adjustment	(6,188,453)	(9,341,410)
– Fringe benefit tax	659,192	780,041
II. Wealth tax	30,048	30,004
III. Provision for investments (net)	6,305,112	730,096
IV. Provision for advances (net)[1]	39,115,672	27,723,909
V. Others	(303,901)	1,723,502
TOTAL PROVISIONS AND CONTINGENCIES	61,006,187	41,274,341

1. Includes provision on standard assets, non-performing advances, non-performing leased assets and others.

SCHEDULE 18

Significant accounting policies

OVERVIEW

ICICI Bank Limited ("ICICI Bank" or "the Bank") together with its subsidiaries, joint ventures and associates (collectively, "the Group") is a diversified financial services group providing a wide range of banking and financial services including commercial banking, retail banking, project and corporate finance, working capital finance, insurance, venture capital and private equity, investment banking, broking and treasury products and services.

The Bank was incorporated in Vadodara, India and is a publicly held banking company governed by the Banking Regulation Act, 1949.

Principles of consolidation

The consolidated financial statements include the financials of ICICI Bank, its subsidiaries, associates and joint ventures.

The Bank consolidates entities in which it holds, directly or indirectly, more than 50% of the voting rights or where it exercises control. Entities where the Bank holds 20% to 50% of the voting rights and/or has the ability to exercise significant influence are accounted for under the equity method of accounting and the pro-rata share of their income/(loss) is included in the consolidated profit and loss account. Assets, liabilities, income and expenditure of jointly controlled entities are consolidated using the proportionate consolidation method. Under this method, the Bank's share of each of the assets, liabilities, income and expenses of the jointly controlled entity is reported in separate line items in the consolidated financial statements. The Bank does not consolidate entities where control is intended to be temporary. All significant inter-company accounts and transactions are eliminated on consolidation.

Basis of preparation

The accounting and reporting policies of the Group used in the preparation of the consolidated financial statements conform to generally accepted accounting principles in India (Indian GAAP), guidelines issued by the Reserve Bank of India ("RBI"), Securities and Exchange Board of India ("SEBI"), Insurance Regulatory and Development Authority ("IRDA") and National Housing Bank ("NHB") from time to time and as applicable to relevant companies and practices generally prevalent within the banking industry in India. In the case of the foreign subsidiaries, generally accepted accounting principles as applicable to the foreign subsidiaries are followed.

The Group follows the accrual method of accounting except where otherwise stated. In case the accounting policies followed by a subsidiary or joint venture are different from those followed by the Bank, the same have been disclosed separately.

The preparation of consolidated financial statements requires management to make estimates and assumptions considered in the reported amounts of assets and liabilities as of the date of the consolidated financial statements and the reported income and expenses during the reporting period. The management believes that the estimates used in the preparation of the consolidated financial statements are prudent and reasonable. Actual results could differ from these estimates.

The consolidated financial statements include the results of the following entities:

Sr. no.	Name of the entity	Country of incorporation	Nature of relationship	Nature of business	Ownership interest
1.	ICICI Securities Limited	India	Subsidiary	Securities broking & merchant banking	100.00%
2.	ICICI Securities Inc.	USA	Subsidiary	Securities broking	100.00%
3.	ICICI Securities Holdings Inc.	USA	Subsidiary	Holding company	100.00%
4.	ICICI Securities Primary Dealership Limited	India	Subsidiary	Securities investment, trading and underwriting	100.00%
5.	ICICI Venture Funds Management Company Limited	India	Subsidiary	Private equity/venture capital fund management	100.00%
6.	ICICI Home Finance Company Limited	India	Subsidiary	Housing finance	100.00%
7.	ICICI Trusteeship Services Limited	India	Subsidiary	Trusteeship services	100.00%
8.	ICICI Investment Management Company Limited	India	Subsidiary	Asset management	100.00%
9.	ICICI International Limited	Mauritius	Subsidiary	Asset management	100.00%
10.	ICICI Bank UK PLC	United Kingdom	Subsidiary	Banking	100.00%
11.	ICICI Bank Canada	Canada	Subsidiary	Banking	100.00%
12.	ICICI Wealth Management Inc.	Canada	Subsidiary	Wealth management	100.00%
13.	ICICI Bank Eurasia Limited Liability Company	Russia	Subsidiary	Banking	100.00%
14.	ICICI Eco-net Internet and Technology Fund	India	Consolidated as per Accounting Standard ('AS') 21	Venture capital fund	92.01%
15.	ICICI Equity Fund	India	Consolidated as per Accounting Standard ('AS') 21	Unregistered venture capital fund	100.00%

forming part of the Consolidated Accounts *(Contd.)*

Sr. no.	Name of the entity	Country of incorporation	Nature of relationship	Nature of business	Ownership interest
16.	ICICI Emerging Sectors Fund	India	Consolidated as per Accounting Standard ('AS') 21	Venture capital fund	99.29%
17.	ICICI Strategic Investments Fund	India	Consolidated as per Accounting Standard ('AS') 21	Unregistered venture capital fund	100.00%
18.	ICICI Prudential Life Insurance Company Limited[1]	India	Jointly controlled entity	Life insurance	73.93%
19.	ICICI Lombard General Insurance Company Limited[1]	India	Jointly controlled entity	General insurance	73.80%
20.	ICICI Prudential Asset Management Company Limited[1]	India	Jointly controlled entity	Asset management company for ICICI Prudential Mutual Fund	51.00%
21.	ICICI Prudential Trust Limited[1]	India	Jointly controlled entity	Trustee company for ICICI Prudential Mutual Fund	50.80%
22.	TCW/ICICI Investment Partners LLC[2]	Mauritius	Jointly controlled entity	Asset management	50.00%
23.	ICICI Kinfra Limited	India	Consolidated as per Accounting Standard ('AS') 21	Infrastructure development consultancy	76.00%
24.	ICICI West Bengal Infrastructure Development Corporation Limited	India	Consolidated as per Accounting Standard ('AS') 21	Infrastructure development consultancy	75.99%
25.	Loyalty Solutions & Research Limited	India	Consolidated as per Accounting Standard ('AS') 21	Customer relationship management, data mining and analytics and marketing services	89.75%
26.	Financial Information Network and Operations Limited[3]	India	Associate	Service provider	28.29%
27.	I-Process Services (India) Private Limited[3]	India	Associate	Service provider	19.00%
28.	I-Solutions Providers (India) Private Limited[3]	India	Associate	Service provider	19.00%
29.	NIIT Institute of Finance Banking and Insurance Training Limited[3]	India	Associate	Education and training in banking and finance	19.00%
30.	ICICI Venture Value Fund[3]	India	Associate	Unregistered venture capital fund	48.00%
31.	Contests2win.com India Private Limited[3]	India	Consolidated as per Accounting Standard ('AS') 23	Internet portal	23.96%
32.	Crossdomain Solutions Private Limited[3]	India	Consolidated as per Accounting Standard ('AS') 23	Business process outsourcing (BPO) services	11.85%
33.	Transafe Services Limited[3]	India	Consolidated as per Accounting Standard ('AS') 23	Logistic products – manufacturer	47.27%
34.	Prize Petroleum Company Limited[3]	India	Associate	Oil exploration and production	35.00%
35.	I-Ven Biotech Limited	India	Consolidated as per Accounting Standard ('AS') 21	Research and development of biotechnology	100.00%

The financial statements of Comm Trade Services Limited, Firstsource Solutions Limited and 3i infotech Limited have not been consolidated under AS no. 21/AS no. 23, as the investments in these companies are temporary in nature.

1. The financial statements of these jointly controlled entities have been consolidated as per AS 21 on "Consolidated Financial Statements" consequent to the limited revision to AS 27 on "Financial Reporting of Interests in Joint Ventures".
2. The entity has been consolidated as per the proportionate consolidation method as prescribed by AS 27 on "Financial Reporting of Interests in Joint ventures". In view of sale of investment in the equity share capital of TSI Ventures (India) Private Limited by ICICI Venture Funds Management Company Limited during the quarter ended June 30, 2008, the entity ceased to be a joint venture as on that date and accordingly, this entity has not been consolidated as at March 31, 2009.
3. These entities have been consolidated as per the equity method as prescribed by AS 23 on "Accounting for Investments in Associates in Consolidated Financial Statements".

SIGNIFICANT ACCOUNTING POLICIES

1. Transactions involving foreign exchange

The consolidated financial statements of the Group are reported in Indian rupees (Rs.), the national currency of India. Foreign currency income and expenditure items are translated as follows:

- For domestic operations, at the exchange rates prevailing on the date of the transaction with the resultant gain or loss accounted for in the profit and loss account.
- For integral foreign operations, at weekly average closing rates with the resultant gain or loss accounted for in the profit and loss account. An integral foreign operation is a subsidiary, associate, joint venture or branch of the reporting enterprise, the activities of which are based or conducted in a country other than the country of the reporting enterprise but are an integral part of the reporting enterprise.
- For non-integral foreign operations, at the quarterly average closing rates with the resultant gains or losses accounted for as foreign currency translation reserve.

Monetary foreign currency assets and liabilities of domestic and integral foreign operations are translated at closing exchange rates notified by Foreign Exchange Dealers' Association of India ("FEDAI") at the balance sheet date and the resulting profits/losses are included in the profit and loss account.

Both monetary and non-monetary foreign currency assets and liabilities of non-integral foreign operations are translated at closing exchange rates notified by Foreign Exchange Dealers' Association of India at the balance sheet date and the resulting profits/losses from exchange differences are accumulated in the foreign currency translation reserve until the disposal of the net investment in the non-integral foreign operations.

The premium or discount arising on inception of forward exchange contracts that are entered to establish the amount of reporting currency required or available at the settlement date of a transaction is amortised over the life of the contract. All other outstanding forward exchange contracts are revalued at the exchange rates notified by Foreign Exchange Dealers' Association of India for specified maturities and at interpolated rates for contracts of interim maturities. The contracts of longer maturities where exchange rates are not notified by FEDAI, are revalued at the forward exchange rates implied by the swap curves in respective currencies. The resultant gains or losses are recognised in the profit and loss account.

Contingent liabilities on account of guarantees, endorsements and other obligations denominated in foreign currency are disclosed at the closing exchange rates notified by Foreign Exchange Dealers' Association of India at the balance sheet date.

2. Revenue recognition

- Interest income is recognised in the profit and loss account as it accrues except in the case of non-performing assets ("NPAs") where it is recognised upon realisation, as per the income recognition and asset classification norms of RBI.
- Income from hire purchase operations is accrued by applying the implicit interest rate to outstanding balances.
- Income from leases is calculated by applying the interest rate implicit in the lease to the net investment outstanding on the lease over the primary lease period. Leases entered till March 31, 2001 have been accounted for as operating leases.
- Income on discounted instruments is recognised over the tenure of the instrument on a constant yield basis.
- Dividend income is accounted on an accrual basis when the right to receive the dividend is established.
- Loan processing fee is accounted for upfront when it becomes due except in the case of foreign banking subsidiaries, where it is amortised over the period of the loan.
- Project appraisal/structuring fee is accounted for on the completion of the agreed service.
- Arranger fee is accounted for as income when a significant portion of the arrangement/syndication is completed.
- Commission received on guarantees issued is amortised on a straight-line basis over the period of the guarantee.
- All other fees are accounted for as and when they become due.
- Net income arising from sell-down/securitisation of loan assets prior to February 1, 2006 has been recognised upfront as interest income. With effect from February 1, 2006 net income arising from securitisation of loan assets is amortised over the life of securities issued or to be issued by the special purpose vehicle/special purpose entity to which the assets are sold. Net income arising from sale of loan assets through direct assignment, with recourse obligation is amortised over the life of underlying assets sold and net income from sale of loan assets through direct assignment, without any recourse obligation, is recognised at the time of sale. Net loss arising on account of the sell-down/securitisation and direct assignment of loan assets is recongnised at the time of sale.
- Income from brokerage activities is recognised as income on the trade date of the transaction. Brokerage income in relation to public or other issuances of securities is recognised based on mobilisation and terms of agreement with the client. The Group follows trade date method for accounting of its investments.
- Life insurance premium is recognised as income when due. Premium on lapsed policies is recognised as income when such policies are reinstated. Top-up premiums are considered as single premium. For linked business, premium is recognised when the associated units are created. Income from linked funds, which includes fund management charges, policy administration charges, mortality charges etc. is recovered from the linked fund in accordance with the terms and conditions of the policy and accounted on accrual basis.
- In the case of general insurance business, premium is recorded for the policy period at the commencement of risk and for instalment cases, it is recorded on instalment due dates. Premium earned is recognised as income over the period of risk or the contract period based on 1/365 method, whichever is appropriate, on a gross basis, net of service tax. Any subsequent revision to premium is recognised over the remaining period of risk or contract period. Adjustments

to premium income arising on cancellation of policies are recognised in the period in which the policies are cancelled. Commission on re-insurance business is recognised as income in the period of ceding the risk. Profit commission under re-insurance treaties, wherever applicable, is recognised as income in the period of determination of profits and combined with commission on reinsurance ceded.

- In the case of general insurance business, insurance premium on ceding of the risk is recognised in the period in which the risk commences. Any subsequent revision to premium ceded is recognised in the period of such revision. Adjustment to re-insurance premium arising on cancellation of policies is recognised in the period in which it is cancelled. In case of life insurance business, cost of reinsurance ceded is accounted for at the time of recognition of premium income in accordance with the treaty or in-principle arrangement with the reinsurer. Profit commission on reinsurance ceded is netted off against premium ceded on reinsurance.
- In the case of general insurance business, premium deficiency is recognised when the sum of expected claim costs and related expenses exceed the reserve for unexpired risks and is computed at a business segment level.

3. Stock based compensation and long term incentive plan

The following entities within the group have granted stock options to their employees:

- ICICI Bank Limited
- ICICI Prudential Life Insurance Company Limited
- ICICI Lombard General Insurance Company Limited
- ICICI Securities Limited
- ICICI Venture Funds Management Company Limited

The Employee Stock Option Scheme ("the Scheme") of ICICI Bank Limited provides for grant of equity shares of the Bank to whole time directors and employees of the Bank and its subsidiaries. The Scheme provides that employees are granted an option to acquire equity shares of the Bank that vests in a graded manner. The options may be exercised within a specified period. ICICI Prudential Life Insurance Company Limited and ICICI Lombard General Insurance Company Limited have also formulated similar stock option schemes for their employees. ICICI Securities Limited has approved an Employees Stock Option Scheme for its employees.

The Group follows the intrinsic value method to account for its stock-based employee compensation plans. Compensation cost is measured as the excess, if any, of the fair market price of the underlying stock over the exercise price on the grant date. The fair market price is the latest closing price, immediately prior to the date of the Board of Directors meeting in which the options are granted, on the stock exchange on which the shares of the Bank are listed. If the shares are listed on more than one stock exchange, then the stock exchange where there is highest trading volume on the said date shall be considered. The banking subsidiaries based out of Canada and UK account for the cost of the options granted to employees by ICICI Bank using the fair value method based on Black Scholes model. In the case of ICICI Prudential Life Insurance Company Limited, ICICI Lombard General Insurance Company Limited and ICICI Securities Limited, the fair value of the shares is determined based on an external valuation report.

Since the exercise price of the Bank's stock options is equal to the fair value price there is no compensation cost under the intrinsic value method.

The Group's venture capital subsidiary i.e. ICICI Venture Funds Management Company Limited has settled carried interest trusts for the benefit of its employees. These trusts have investment in a separate class of units of certain fully consolidated funds. These carried interest entitlements are treated as employee compensation and are accounted for at the time of granting of the awards by the trust to the employees. The liability is re-measured at each reporting date and the carried interest entitlements are recognised as expense in the period of realisation of proceeds from the underlying investments of the funds.

The Finance Act, 2007 introduced Fringe Benefit Tax ("FBT") on the employee stock options. The FBT liability crystallises on the date of exercise of stock options by the employees and is computed on the difference between fair market value on the date of vesting and the exercise price. FBT is recovered from the employees as per the Scheme.

Long term incentive plan

ICICI Prudential Asset Management Company Limited has initiated Long Term Incentive Plan 2008 ('LTIP 2008') during the year. The LTIPs of prior years comprise of LTIP 2005, LTIP 2007, LTIP Special Grant and LTIP Series 2 which are partly vested. These plans are based on bonus points, which are encashable, after they are held for a specified period i.e. the holding period at a determined price. The determined price is arrived at based on the trailing four quarter earnings per share and the price earning ('P/E') multiple.

Provision for the bonus points is made in the books for the value of the points over the holding period. The outstanding bonus points are revalued at the end of each reporting period and the difference is adjusted over the holding period. Further, in respect of bonus points not encashed beyond the holding period, full provision is made for appreciation/depreciation in value at the end of each reporting period. The schemes are launched only after approval of the Board of Directors of the entity.

4. Income taxes

Income tax expense is the aggregate amount of current tax, deferred tax and fringe benefit tax borne by the Group. The income tax provision is determined in accordance with the Income Tax Act, 1961. Deferred tax adjustments comprise of changes in the deferred tax assets or deferred tax liabilities during the year.

Deferred tax assets and liabilities are recognised on a prudent basis for the future tax consequences of timing differences arising between the carrying value of assets and liabilities and their respective tax basis, and carry forward losses. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date. The impact of changes in the deferred tax assets and liabilities is recognised in the profit and loss account.

Deferred tax assets are recognised and re-assessed at each reporting date, based on the management's judgement as to whether their realisation is considered as reasonably certain.

In the consolidated financial statements, deferred tax assets and liabilities are computed at an individual entity level and aggregated for consolidated reporting.

5. Claims and benefits paid

In the case of general insurance business, claims incurred comprise claims paid, estimated liability for outstanding claims made following a loss occurrence reported and estimated liability for claims incurred but not reported ('IBNR') and claims incurred but not enough reported ('IBNER'). Further, claims incurred also include specific claim settlement costs such as survey/legal fees and other directly attributable costs. Claims (net of amounts receivable from re-insurers/co-insurers) are recognised on the date of intimation of the loss based on estimates from surveyors/insured. Estimated liability for outstanding claims at the balance sheet date is recorded net of claims recoverable from/payable to co-insurers/re-insurers and salvage to the extent there is certainty of realisation. Estimated liability for outstanding claim is determined by the entity on the basis of ultimate amounts likely to be paid on each claim based on past experience. These estimates are progressively revalidated on availability of further information. Claims IBNR represent that amount of claims that may have been incurred during the accounting year but have not been reported or claimed. The claims IBNR provision also includes provision, if any, required for claims IBNER. Estimated liability for claims IBNR/claims IBNER is based on an actuarial estimate duly certified by the appointed actuary of the entity. IBNR/IBNER has been created on re-insurance accepted from Indian Motor Third Party Insurance Pool (IMTPIP) based on actuarial estimates received from the IMTPIP.

In the case of life insurance business, claims other than maturity claims are accounted for on receipt of intimation. Maturity claims are accounted when due for payment. Re-insurance on such claims is accounted for in the same period as the related claims. Withdrawals under linked policies are accounted in the respective schemes.

6. Liability for life policies in force

In the case of life insurance business, liability for life policies in force and also policies in respect of which premium has been discontinued but a liability exists, is determined by the appointed actuary on the basis of an annual review of the life insurance business, as per the gross premium method in accordance with accepted actuarial practice, requirements of the IRDA and the Actuarial Society of India.

7. Reserve for unexpired risk

Reserve for unexpired risk is recognised net of re-insurance ceded and represents premium written that is attributable and to be allocated to succeeding accounting periods for risks to be borne by the entity under contractual obligations on contract period basis or risk period basis, whichever is appropriate. It is calculated on a daily pro-rata basis subject to a minimum of 50% of the premium, written on policies during the twelve months preceding the balance sheet date for fire, marine, cargo and miscellaneous business and 100% for marine hull business, on all unexpired policies at balance sheet date, in accordance with the provisions of the Insurance Act, 1938.

8. Actuarial method and valuation

In the case of life insurance business, the actuarial liability on both participating and non-participating policies is calculated using the gross premium method, using assumptions for interest, mortality, expense and inflation, and in the case of participating policies, future bonuses together with allowance for taxation and allocation of profits to shareholders. These assumptions are determined as prudent estimates at the date of valuation with allowances for adverse deviations. No allowance is made for expected lapses.

The interest rates used for valuing the liabilities are in the range of 5.1% to 6.8% per annum (previous year – 4.7% to 10% per annum).

Mortality rates used are based on the published LIC (1994 – 96) Ultimate Mortality Table for assurances and LIC 96-98 table for annuities, adjusted to reflect expected experience while morbidity rates used are based on CIBT 93 table, adjusted to reflect expected experience.

Expenses are provided for at long-term expected renewal expense levels. Per policy renewal expenses are assumed to inflate at 4.14% per annum (previous year – 5.50% per annum).

The greater of a liability calculated using discounted cash flows and unearned premium reserves are held for the unexpired portion of the risk for the general fund liabilities of linked business and attached riders. An unearned premium reserve is held for one year renewable group term insurance.

The unit liability in respect of linked business has been taken as the value of the units standing to the credit of policyholders, using the net asset value (NAV) prevailing at the valuation date. The adequacy of charges under unit linked policies to meet future expenses has been tested and provision made as appropriate. Provision has also been made for the cost of guarantee under unit linked products that carry a guarantee. The units held in respect of lapsed policies are divided into a revival reserve, which contributes to liabilities, and a fund for future appropriation, which contributes to regulatory capital.

9. Acquisition costs for insurance business

Acquisition costs are those costs that vary with, and are primarily related to the acquisition of new and renewal of insurance contracts including commissions and policy issue expenses. These costs are expensed in the period in which they are incurred.

10. Staff Retirement Benefits

Gratuity

ICICI Bank pays gratuity to employees who retire or resign after a minimum period of five years of continuous service and in the case of employees at the overseas locations, as per the rules in force in the respective countries. ICICI Bank makes contributions to four separate gratuity funds, for employees inducted from erstwhile ICICI Limited (erstwhile ICICI), employees inducted from erstwhile Bank of Madura, employees inducted from erstwhile The Sangli Bank Limited (erstwhile Sangli Bank) and employees of ICICI Bank other than employees inducted from erstwhile ICICI, erstwhile Bank of Madura and erstwhile Sangli Bank.

Separate gratuity funds for employees inducted from erstwhile ICICI, erstwhile Bank of Madura and erstwhile Sangli Bank are managed by ICICI Prudential Life Insurance Company Limited. The gratuity fund for employees of ICICI Bank, other than employees inducted from erstwhile ICICI, erstwhile Bank of Madura and erstwhile Sangli Bank is administered by Life Insurance Corporation of India and ICICI Prudential Life Insurance Company Limited.

Actuarial valuation of the gratuity liability for all the above funds is determined by an actuary appointed by the Bank. In accordance with the gratuity fund's rules, actuarial valuation of gratuity liability is calculated based on certain assumptions regarding rate of interest, salary growth, mortality and staff attrition as per the projected unit credit method.

Superannuation Fund

ICICI Bank contributes 15% of the total annual basic salary of each employee to a superannuation fund for ICICI Bank employees. The employee gets an option on retirement or resignation to commute one-third of the total credit balance in his/her account and receive a monthly pension based on the remaining balance. In the event of death of an employee, his or her beneficiary receives the remaining accumulated balance. ICICI Bank also gives cash option to its employees, allowing them to receive the amount contributed by ICICI Bank in their monthly salary during their employment.

Upto March 31, 2005, the superannuation fund was administered solely by Life Insurance Corporation of India. Subsequent to March 31, 2005, both Life Insurance Corporation of India and ICICI Prudential Life Insurance Company Limited are administering the fund. Employees had the option to retain the existing balance with Life Insurance Corporation of India or seek a transfer to ICICI Prudential Life Insurance Company Limited.

Pension

The Bank provides for pension, a deferred retirement plan covering certain employees of erstwhile Bank of Madura and certain employees of erstwhile Sangli Bank. The plan provides for a pension payment on a monthly basis to these employees on their retirement based on the respective employee's salary and years of employment with the Bank. For erstwhile Bank of Madura and erstwhile Sangli Bank employees in service, separate pension funds are managed in-house and the liability is funded as per actuarial valuation. The pension payments to retired employees of erstwhile Bank of Madura and erstwhile Sangli Bank are being administered by ICICI Prudential Life Insurance Company Limited, for whom the Bank has purchased master annuity policies. Employees covered by the pension plan are not eligible for benefits under the provident fund plan.

Provident Fund

ICICI Bank is statutorily required to maintain a provident fund as a part of retirement benefits to its employees. There are separate provident funds for employees inducted from erstwhile Bank of Madura and Sangli Bank (other than those employees who have opted for pension), and for other employees of ICICI Bank. In-house trustees manage these funds. Each employee contributes 12.0% of his or her basic salary (10.0% for certain staff of erstwhile Bank of Madura and Sangli Bank) and ICICI Bank contributes an equal amount to the funds. The funds are invested according to rules prescribed by the Government of India.

Leave encashment

The Bank provides for leave encashment benefit, which is a defined benefit scheme, based on actuarial valuation as at the balance sheet date conducted by an independent actuary.

In respect of retirement benefits in the form of provident fund and other defined contribution schemes of other entities within the group, the contribution payable by the entity for the year is charged to the profit and loss account for that year. In respect of gratuity benefit and other benefit schemes, where the entity makes payments for retirement benefits out of its own funds, provisions are made in the profit and loss account based on actuarial valuation.

11. Provisions, contingent liabilities and contingent assets

The Group estimates the probability of any loss that might be incurred on outcome of contingencies on the basis of information available upto the date on which the consolidated financial statements are prepared. A provision is recognised when an enterprise has a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are determined based on management estimate required to settle the obligation at the balance sheet date, supplemented by experience of similar transactions. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates. In cases where the available information indicates that the loss on the contingency is reasonably possible but the amount of loss cannot be reasonably estimated, a disclosure to this effect is made in the consolidated financial statements. In case of remote possibility neither provision nor disclosure is made in the consolidated financial statements. The Group does not account for or disclose contingent assets, if any.

12. Cash and cash equivalents

Cash and cash equivalents include cash in hand; balances with RBI, balances with other banks and money at call and short notice.

13. Investments

i. Investments of the Bank are accounted for in accordance with the extant RBI guidelines on investment classification and valuation as given below.

   a) All investments are classified into 'Held to Maturity', 'Available for Sale' and 'Held for Trading'. Re-classifications, if any, in any category are accounted for as per the RBI guidelines.

Under each classification, the investments are further classified as (a) government securities, (b) other approved securities, (c) shares, (d) bonds and debentures and (e) others.

b) 'Held to Maturity' securities are carried at their acquisition cost or at amortised cost, if acquired at a premium over the face value. Any premium over the face value of the fixed rate and floating rate securities acquired is amortised over the remaining period to maturity on a constant yield basis and straight line basis respectively.

c) 'Available for Sale' and 'Held for Trading' securities are valued periodically as per RBI guidelines. Any premium over the face value of the investments in government securities, classified as 'Available for Sale', is amortised over the remaining period to maturity on constant yield basis. Quoted investments are valued based on the trades/ quotes on the recognised stock exchanges, subsidiary general ledger account transactions, price list of RBI or prices declared by Primary Dealers Association of India jointly with Fixed Income Money Market and Derivatives Association, periodically.

The market/fair value of unquoted government securities which are in the nature of "SLR" securities included in the 'Available for Sale' and 'Held for Trading' categories is as per the rates published by Fixed Income Money Market and Derivatives Association. The valuation of other unquoted fixed income securities wherever linked to the Yield-to-Maturity ("YTM") rates, is computed with a mark-up (reflecting associated credit risk) over the YTM rates for government securities published by Fixed Income Money Market and Derivatives Association.

Unquoted equity shares are valued at the break-up value, if the latest balance sheet is available or at Re. 1 as per RBI guidelines.

Securities are valued scrip-wise and depreciation/appreciation aggregated for each category. Net appreciation in each category, if any, being unrealised, is ignored, while net depreciation is provided for.

d) Costs including brokerage and commission pertaining to investments, paid at the time of acquisition, are charged to the profit and loss account.

e) Profit on sale of investments in the 'Held to Maturity' category is credited to the profit and loss account and is thereafter appropriated (net of applicable taxes and statutory reserve requirements) to capital reserve. Profit on sale of investments in 'Available for sale' and 'Held for Trading' categories is credited to profit and loss account.

f) Repurchase and reverse repurchase transactions are accounted for in accordance with the extant RBI guidelines.

g) Broken period interest on debt instruments is treated as a revenue item.

h) At the end of each reporting period, security receipts issued by the asset reconstruction company are valued in accordance with the guidelines applicable to such instruments, prescribed by RBI from time to time. Accordingly, in cases where the cash flows from security receipts issued by the asset reconstruction company are limited to the actual realisation of the financial assets assigned to the instruments in the concerned scheme, the Bank reckons the Net Asset Value ("NAV"), obtained from the asset reconstruction company from time to time, for valuation of such investments at each reporting year/period end.

i. The Bank follows trade date method for accounting of its investments.

ii. The Bank's consolidating venture capital funds carry investments at fair values, with unrealised gains and temporary losses on investments recognised as components of investors' equity and accounted for in the unrealised investment reserve account. The realised gains and losses on investments and units in mutual funds and unrealised gains or losses on revaluation of units in mutual funds are accounted for in the profit and loss account. Provisions are made in respect of accrued income considered doubtful. Such provisions as well as any subsequent recoveries are recorded through the profit and loss account. Subscription to/purchase of investments are accounted at the cost of acquisition inclusive of brokerage, commission and stamp duty. Bonus shares and right entitlements are recorded when such benefits are known. Quoted investments are valued on the valuation date at the closing market price. Quoted investments that are not traded on the valuation date but are traded during the two months prior to the valuation date are valued at the latest known closing price. An appropriate discount is applied where the asset management company considers it necessary to reflect restrictions on disposal. Quoted investments not traded during the two months prior to the valuation date are treated as unquoted. Unquoted investments are valued at their estimated fair values by applying appropriate valuation methods. Where there is a decline, other than temporary in the carrying amounts of investments, the resultant reduction in the carrying amount is charged to the profit and loss account during the period in which such decline is identified.

iii. The Bank's primary dealership and investment banking subsidiaries classify their investments as short-term and trading or as long-term investments. The securities held with the intention of holding for short-term and trading are classified as stock-in-trade and are valued at lower of cost arrived at on weighted average basis, or market value. The securities acquired with the intention of holding till maturity or for a longer period are classified as long-term investments and are carried at cost arrived at on weighted average basis. Appropriate provision is made for other than temporary diminution in the value of investments. Commission earned in respect of securities acquired upon devolvement is reduced from the cost of acquisition.

iv. The Bank's housing finance subsidiary classifies its investments as current investments and long-term investments. Investments that are readily realisable and intended to be held for not more than a year are classified as current investments, which are carried at the lower of cost or the market value. All other investments are classified as long-term investments, which are carried at cost. However, a provision for diminution in value is made to recognise any other than temporary decline in the value of investments. Costs such as brokerage, commission etc. paid at the time of acquisition of investments are included in the investment cost.

v. The Bank's United Kingdom and Canadian banking subsidiaries account for unrealised gain/loss, net of tax, on investment in 'Available for Sale' category directly in their reserves. Further, in the case of the Bank's United Kingdom and Canadian banking subsidiaries, unrealised gain/loss on investment in 'Held for Trading' category is accounted directly in the profit and loss account.

vi. In case of life and general insurance businesses, investments are made in accordance with the Insurance Act, 1938, the IRDA (Investment) Regulations, 2000, and various other circulars/notifications issued by the IRDA in this context from time to time.

In case of life insurance business, investments are stated at fair value being the last quoted closing price on the National Stock Exchange ('NSE') (In case of securities not listed on NSE, the last quoted closing price on the Bombay Stock Exchange ('BSE') is used). Mutual fund units as at the balance sheet date are valued at the previous day's net asset values. Equity shares awaiting listing are stated at historical cost subject to provision for diminution, if any, in the value of such investment determined separately for each individual investment.

Unrealised gains/losses arising due to changes in the fair value of listed equity shares and mutual fund units are taken to "Fair Value Change Account" and carried forward in the balance sheet.

In case of general insurance business, all debt securities including government securities and non convertible preference shares are considered as 'held to maturity' and accordingly stated at historical cost subject to amortization of premium or accretion of discount on a straight line basis over the holding/maturity period.

Listed equities and convertible preference shares as at the balance sheet date are stated at fair value, being the lowest of last quoted closing price on the National Stock Exchange ('NSE') or Bombay Stock Exchange Limited ('BSE').

Investments other than mentioned above are valued at cost.

The general insurance subsidiary assesses at each balance sheet date whether there is any indication that any investment in equity or units of mutual fund may be impaired. If any such indication exists, the carrying value of such investment is reduced to its recoverable amount and the impairment loss is recognised in the revenue(s)/profit and loss account. If at the balance sheet date there is any indication that a previously assessed impairment loss no longer exists, then such loss is reversed and the investment is restated to that extent.

The total proportion of investments for which subsidiaries have applied accounting policies different from the Bank as mentioned above, approximate 21.07% of the total investments as on March 31, 2009.

14. Provisions/write-offs on loans and other credit facilities

a) All credit exposures, including overdues arising from crystallised derivative contracts, are classified as per RBI guidelines, into performing and non-performing assets ("NPAs"). Further, NPAs are classified into sub-standard, doubtful and loss assets based on the criteria stipulated by RBI.

In the case of corporate loans, provisions are made for sub-standard and doubtful assets at rates prescribed by RBI. Loss assets and the unsecured portion of doubtful assets are provided/written off as per the extant RBI guidelines. Provisions on homogeneous retail loans, subject to minimum provisioning requirements of RBI, are assessed at a portfolio level on the basis of days past due. The Bank holds specific provisions against non-performing loans and general provision against performing loans. The assessment of incremental specific provisions is made after taking into consideration existing specific provision. The specific provisions on retail loans held by the Bank are higher than the minimum regulatory requirements.

b) Provision on assets restructured/rescheduled is made in accordance with the applicable RBI guidelines on restructuring of advances by Banks.

In respect of non-performing loan accounts subjected to restructuring, the account is upgraded to standard only after the specified period i.e. a period of one year after the date when first payment of interest or of principal, whichever is earlier, falls due, subject to satisfactory performance of the account during the period.

c) Amounts recovered against debts written off in earlier years and provisions no longer considered necessary in the context of the current status of the borrower are recognised in the profit and loss account.

d) In addition to the specific provision on NPAs, the Bank maintains a general provision on performing loans. The general provision covers the requirements of the RBI guidelines.

e) In addition to the provisions required to be held according to the asset classification status, provisions are held for individual country exposures (other than for home country exposure). The countries are categorised into seven risk categories namely insignificant, low, moderate, high, very high, restricted and off-credit and provisioning is made on exposures exceeding 180 days on a graded scale ranging from 0.25% to 100%. For exposures with contractual maturity of less than 180 days, 25% of the above provision is required to be held. If the country exposure (net) of the Bank in respect of each country does not exceed 1% of the total funded assets, no provision is required on such country exposure.

f) In the case of the Bank's primary dealership subsidiary, the policy of provisioning against NPAs is as per the prudential norms prescribed by the RBI for non-banking financial companies. As per the policy adopted, the provisions against sub-standard assets are determined, taking into account management's perception of the higher risk associated with the business of the company. Certain NPAs are considered as loss assets and full provision has been made against such assets.

g) In the case of the Bank's housing finance subsidiary, loans and other credit facilities are classified as per the National Housing Bank guidelines into performing and non-performing assets. Further, NPA's are classified into sub-standard, doubtful and loss assets based on criteria stipulated by National Housing Bank. Additional provisions are made against specific non-performing assets over and above what is stated above, if in the opinion of the management, increased provisions are necessary.

h) In the case of the Bank's overseas banking subsidiaries, loans are stated net of allowance for credit losses. Loans are classified as impaired when there is no longer reasonable assurance of the timely collection of the full amount of principal or interest. An allowance for credit losses is maintained at a level that management considers adequate to absorb identified credit related losses as well as losses that have been incurred but are not yet identifiable.

The total proportion of loans for which subsidiaries have applied accounting policies different from the Bank as mentioned above, approximate 14.59% of the total loans as on March 31, 2009.

15. Transfer and servicing of assets

The Bank transfers commercial and consumer loans through securitisation transactions. The transferred loans are de-recognised and gains/losses are accounted for only if the Bank surrenders the rights to benefits specified in the underlying securitised loan contract. Recourse and servicing obligations are accounted for net of provisions.

In accordance with the RBI guidelines for securitisation of standard assets, with effect from February 1, 2006, the Bank accounts for any loss arising from securitisation immediately at the time of sale and the profit/premium arising from securitisation is amortised over the life of the securities issued or to be issued by the special purpose vehicle to which the assets are sold. In the case of loans sold to an asset reconstruction company the gain, if any, is ignored.

16. Fixed assets and depreciation

Premises and other fixed assets are carried at cost less accumulated depreciation. Cost includes freight, duties, taxes and incidental expenses related to the acquisition and installation of the asset. Depreciation is charged over the estimated useful life of a fixed asset on a straight-line basis, the rates of depreciation for fixed assets are not lower than the rates prescribed in Schedule XIV of the Companies Act, 1956.

Depreciation on leased assets and leasehold improvements is recognised on a straight-line basis using rates determined with reference to the primary period of lease or rates specified in Schedule XIV of the Companies Act, 1956, whichever is higher.

Assets purchased/sold during the year are depreciated on a pro-rata basis for the actual number of days the asset has been put to use.

Items costing up to Rs. 5,000 are depreciated fully over a period of 12 months from the date of purchase.

In case of revalued/impaired assets, depreciation is provided over the remaining useful life of the assets.

In case of the Bank's life insurance subsidiary, intangible assets comprising software are stated at cost less amortisation. Significant improvements to software are capitalised while the insignificant improvements are charged off as software expenses. Software expenses, that are capitalised, are amortised on straight-line method over a period of four years from the date they are put to use, being management's estimate of the useful life of such intangibles. Depreciation on furniture and fixtures is charged at the rate of 15% per annum.

In case of the Bank's general insurance and housing finance subsidiaries, computer software is stated at cost less amortisation. Computer software including improvements is amortised over a period of five years, being management's estimate of the useful life of such intangibles.

17. Accounting for derivative contracts

The Group enters into derivative contracts such as foreign currency options, interest rate and currency swaps, credit default swaps and cross currency interest rate swaps.

The swap contracts entered to hedge on-balance sheet assets and liabilities are structured such that they bear an opposite and offsetting impact with the underlying on-balance sheet items. The impact of such derivative instruments is correlated with the movement of underlying assets and accounted pursuant to the principles of hedge accounting. Hedged swaps are accounted for on an accrual basis except in the case of the Bank's United Kingdom and Canadian banking subsidiaries, where the hedging transactions and the hedged items (for the risks being hedged) are measured at fair value with changes recognised in the profit and loss account.

Foreign currency and rupee derivative contracts entered into for trading purposes are marked to market and the resulting gain/loss, (net of provisions, if any) is accounted for in the profit and loss account. Pursuant to RBI guidelines, any receivables under derivative contracts, which remain overdue for more than 90 days, are reversed through profit and loss account.

18. Impairment of assets

Fixed assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset with future net discounted cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment is recognised by debiting the profit and loss account and is measured as the amount by which the carrying amount of the assets exceeds the fair value of the assets.

19. Earnings per share ("EPS")

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share reflect the potential dilution that could occur if contracts to issue equity shares were exercised or converted during the year. Diluted earnings per equity share is computed using the weighted average number of equity shares and dilutive potential equity shares issued by the group outstanding during the year, except where the results are anti-dilutive.

20. Lease transactions

Lease payments for assets taken on operating lease are recognised as an expense in the profit and loss account over the lease term.

SCHEDULE 19

Notes forming part of the accounts

The following additional disclosures have been made taking into account the requirements of accounting standards and RBI guidelines in this regard.

1. **Earnings per Share ("EPS")**

Basic and diluted earnings per equity share are computed in accordance with Accounting Standard 20, "Earnings per Share". Basic earnings per share is computed by dividing net profit after tax by the weighted average number of equity shares outstanding during the year. The diluted earnings per share is computed using the weighted average number of equity shares and dilutive potential equity shares issued by the Group outstanding as at the end of the year.

The computation of earnings per share is given below.

Rupees in million, except per share data

	Year ended March 31, 2009	*Year ended March 31, 2008*
Basic		
Weighted average no. of equity shares outstanding	**1,113,129,213**	*1,055,591,068*
Net profit	**35,769.5**	*33,982.3*
Basic earnings per share (Rs.)	**32.13**	*32.19*
Diluted		
Weighted average no. of equity shares outstanding	**1,115,328,034**	*1,062,103,167*
Net profit	**35,763.5**	*33,982.3*
Diluted earnings per share (Rs.)	**32.07**	*32.00*
Face value per share (Rs.)	**10.00**	*10.00*

The dilutive impact is mainly due to options granted to employees by the Group.

2. **Related party transactions**

The Group has transactions with its related parties comprising of associates/other related entities and key management personnel and their relatives.

Associates/other related entities

Financial Information Network & Operations Limited, I-Process Services (India) Private Limited, I-Solutions Providers (India) Private Limited, NIIT Institute of Finance Banking and Insurance Training Limited, ICICI Venture Value Fund, Comm Trade Services Limited, Loyalty Solutions & Research Limited (upto March 31, 2008), Traveljini.com Limited (upto March 31, 2008), Contests2win.com India Private Limited[1], Crossdomain Solutions Private Limited[1], Transafe Services Limited[1], Prize Petroleum Company Limited[1], Firstsource Solutions Limited (Bank's holding is 24.79% as on March 31, 2009), and ICICI Foundation for Inclusive Growth[1].

1. With respect to entities, which have been identified as related parties during the year ended March 31, 2009, previous year's comparative figures have not been reported.

Key management personnel

K. V. Kamath, Chanda D. Kochhar, V. Vaidyanathan, Madhabi Puri Buch[1], Sonjoy Chatterjee[2], K. Ramkumar[3], Kalpana Morparia[4], Nachiket Mor[5].

Relatives of key management personnel

Rajalakshmi Kamath, Ajay Kamath, Ajnya Pai, Mohan Kamath, Deepak Kochhar, Arjun Kochhar, Aarti Kochhar, Mahesh Advani, Varuna Karna, Sunita R. Advani, Jeyashree V., V. Satyamurthy, V. Krishnamurthy, K. Vembu, Dhaval Buch[1], Kamal Puri[1], Rama Puri[1], Ameeta Chatterjee[2], Somnath Chatterjee[2], Tarak Nath Chatterjee[2], R. Shyam[3], R. Suchithra[3], J. Krishnaswamy[3].

1. Transactions reported with effect from June 1, 2007 and upto January 31, 2009.
2. Transactions reported with effect from October 22, 2007.
3. Transactions reported with effect from February 1, 2009.
4. Transactions reported upto May 31, 2007.
5. Transactions reported upto October 18, 2007.

The following are the significant transactions of the Group with its associates/other related entities and key management personnel. The material transactions are reported wherever the transaction with an entity exceeds 10% of the particular category of transactions.

Insurance services

During the year ended March 31, 2009, the Group received insurance premium from associates/other related entities amounting to Rs. 207.0 million (March 31, 2008: Rs. 116.8 million) and from key management personnel of the Bank amounting to Rs. 0.3 million. The material transaction for the year ended March 31, 2009 was with Firstsource Solutions Limited for Rs. 196.0 million (March 31, 2008: Rs. 107.2 million).

During the year ended March 31, 2009, the Group paid claims to its associates/other related entities amounting to Rs.164.8 million (March 31, 2008: Rs. 94.3 million) and to the key management personnel of the Bank amounting to Rs. 0.2 million. The material transaction for the year ended March 31, 2009 was with Firstsource Solutions Limited for Rs. 159.7 million (March 31, 2008: Rs. 90.5 million).

Fees and commission

During the year ended March 31, 2009, the Group received fees from its associates/other related entities amounting to Rs.140.6 million (March 31, 2008: Rs. 107.4 million) and from key management personnel amounting to Rs. 0.6 million. The material transaction for the year ended March 31, 2009 was with Firstsource Solutions Limited for Rs. 139.0 million (March 31, 2008: Rs. 105.3 million).

During the year ended March 31, 2009, the Group received commission amounting to Rs.7.5 million (March 31, 2008: Rs. 7.4 million) from its associates/other related entities. The material transaction for the year ended March 31, 2009 was with Firstsource Solutions Limited for Rs. 7.2 million (March 31, 2008: Rs. 7.4 million).

Lease of premises and facilities

During the year ended March 31, 2009, the Group received income amounting to Rs. 31.8 million (March 31, 2008: Rs. 31.3 million) for lease of premises, facilities and other administrative costs from its associates/other related entities. The material transactions for the year ended March 31, 2009 were with Firstsource Solutions Limited for Rs. 26.3 million (March 31, 2008: Rs. 31.3 million) and with ICICI Foundation for Inclusive Growth for Rs. 5.3 million.

Secondment of employees

During the year ended March 31, 2009, the Group received compensation from its associates/other related entities amounting to Rs. 5.3 million (March 31, 2008: Rs. 4.4 million) for secondment of employees. The material transactions for the year ended March 31, 2009 were with I-Process Services (India) Private Limited for Rs. 3.6 million (March 31, 2008: Rs. 2.6 million) and with I-Solutions Providers (India) Private Limited for Rs. 1.7 million (March 31, 2008: Rs. 1.8 million).

Redemption/buyback and conversion of investments

During the year ended March 31, 2009, the Group received Rs. 58.5 million on account of buyback of equity shares by Crossdomain Solutions Private Limited and Rs. 0.5 million (March 31, 2008: Rs. 26.8 million) on account of redemption of units by ICICI Venture Value Fund.

Reimbursement of expenses

During the year ended March 31, 2009, the Group reimbursed expenses to Financial Information Network and Operations Limited for Rs. Nil (March 31, 2008: Rs. 0.8 million).

Brokerage and fee expenses

During the year ended March 31, 2009, the Group paid fees to its associates/other related entities amounting to Rs. 1,790.7 million (March 31, 2008: Rs. 2,595.1 million). The material transactions for the year ended March 31, 2009 were with I-Process Services (India) Private Limited for Rs. 1,027.5 million (March 31, 2008: Rs. 1,029.0 million), I-Solutions Providers (India) Private Limited for Rs. 227.2 million (March 31, 2008: Rs. 932.1 million) and Firstsource Solutions Limited for Rs. 419.6 million (March 31, 2008: Rs. 538.8 million).

Purchase of investments

During the year ended March 31, 2009, the Group invested in the equity and preference shares of its associates/other related entities amounting to Rs.11.4 million (March 31, 2008: Rs. 57.5 million). The material transactions for the year ended March 31, 2009 were with Financial Information Network and Operations Limited for Rs. Nil (March 31, 2008: Rs. 57.5 million) and ICICI Venture Value Fund for Rs. 11.4 million (March 31, 2008: Rs. Nil).

Interest expenses

During the year ended March 31, 2009, the Group paid interest to its associates/other related entities amounting to Rs. 19.3 million (March 31, 2008: Rs. 27.4 million), to its key management personnel amounting to Rs. 2.5 million and to relatives of key management personnel amounting to Rs. 1.3 million. The material transactions for the year ended March 31, 2009 were with Firstsource Solutions Limited for Rs. 10.4 million (March 31, 2008: Rs. 27.4 million) and with Crossdomain Solutions Private Limited for Rs. 8.7 million.

Interest income

During the year ended March 31, 2009, the Group received interest from its associates/other related entities amounting to Rs. 8.7 million (March 31, 2008: Rs. 20.5 million), from its key management personnel amounting to Rs. 2.3 million (March 31, 2008: Rs. 0.7 million) and from relatives of key management personnel amounting to Rs. 0.3 million. The material transactions for the year ended March 31, 2009 were with Firstsource Solutions Limited for Rs. 1.5 million (March 31, 2008: Rs. 20.5 million), Financial Information Network and Operations Limited for Rs. 3.6 million (March 31, 2008: Rs. Nil), Transafe Limited for Rs. 3.6 million and with V. Vaidyanathan for Rs. 2.1 million (March 31, 2008: Rs. 0.2 million).

Other income

During the year ended March 31, 2009, the net gain on derivative transactions entered with Firstsource Solutions Limited for Rs. 9.9 million (March 31, 2008: Rs. Nil).

Dividend income

During the year ended March 31, 2009, the Group received dividend from Transafe Services Limited amounting to Rs. 6.7 million.

Purchase of fixed assets

During the year ended March 31, 2009, the Group purchased fixed assets from its associates/other related entities amounting to Rs.13.0 million (March 31, 2008: Rs. Nil). The material transaction for the year ended March 31, 2009 was with Financial Information Network and Operations Limited for Rs. 12.4 million (March 31, 2008: Rs. Nil).

Dividend paid

During the year ended March 31, 2009, the Bank paid dividend to its key management personnel amounting to Rs. 10.2 million (March 31, 2008: Rs. 15.0 million). The material transactions for the year ended March 31, 2009 were with K. V. Kamath for Rs. 5.4 million (March 31, 2008: Rs. 6.2 million), Chanda D. Kochhar for Rs. 3.0 million (March 31, 2008: Rs. 2.8 million), Madhabi Puri Buch for Rs. 1.1 million (March 31, 2008: Rs. 1.2 million) and with Kalpana Morparia for Rs. Nil (March 31, 2008: Rs. 4.3 million).

Remuneration to whole-time directors

During the year ended March 31, 2009, the Group paid remuneration to the whole-time directors of the Bank amounting to Rs. 91.7 million (March 31, 2008: Rs. 90.3 million). The material transactions for the year ended March 31, 2009 were with K. V. Kamath for Rs. 30.8 million (March 31, 2008: Rs. 27.9 million), Chanda D. Kochhar for Rs. 18.4 million (March 31, 2008: Rs. 15.6 million), Madhabi Puri Buch for Rs. 13.5 million (March 31, 2008: Rs. 10.0 million), Kalpana Morparia for Rs. Nil (March 31, 2008: Rs. 9.7 million), Nachiket Mor for Rs. Nil (March 31, 2008: Rs. 10.0 million), V. Vaidyanathan for Rs. 14.4 million (March 31, 2008: Rs. 13.4 million) and Sonjoy Chatterjee for Rs. 13.0 million (March 31, 2008: Rs. 3.7 million).

Donation given

During the year ended March 31, 2009, the Group has given donation to ICICI Foundation for Inclusive Growth amounting to Rs. 417.8 million.

Related party balances

The following are the balances payable to/receivable from its associates/other related entities included in the balance sheet as on March 31, 2009.

Rupees in million

Items	**As on March 31, 2009**	*As on March 31, 2008*
Deposits with the Group	**287.3**	*234.4*
Advances	**89.9**	*142.8*
Investments of the Group in related parties	**1,598.1**	*1,869.7*
Receivables	**236.3**	*174.4*
Payables	**177.6**	*376.6*
Guarantees issued by the Group	**1,916.1**	*2,355.2*

The following are the balances payable to/receivable from key management personnel as on March 31, 2009:

Rupees in million, except number of shares

Items	**Year ended March 31, 2009**	*Year ended March 31, 2008*
Deposits	**61.4**	*27.1*
Advances	**7.9**	*13.9*
Investments	**9.3**	*8.6*
Employee Stock Options Outstanding*(Nos.)	**3,318,125**	*2,860,625*
Employee Stock Options Exercised	**—**	*138.1*

* During the year ended March 31, 2009, Nil employee stock options were exercised by the key management personnel of the Bank (March 31, 2008: 317,125).

The following are the balances payable to/receivable from relatives of key management personnel as on March 31, 2009:

Rupees in million

Items	**Year ended March 31, 2009**	*Year ended March 31, 2008*
Deposits	**17.2**	*14.1*
Advances	**7.5**	*2.2*
Investments	**—**	*0.5*

The following balances represent the maximum balance payable to/receivable from key management personnel during the year ended March 31, 2009:

Rupees in million

Items	**Year ended March 31, 2009**	*Year ended March 31, 2008*
Deposits	**123.7**	*71.4*
Advances	**63.6**	*28.1*
Investments	**9.3**	*10.8*

The following balances represent the maximum balance payable to/receivable from relatives of key management personnel during the year ended March 31, 2009:

Rupees in million

Items	**Year ended March 31, 2009**	*Year ended March 31, 2008*
Deposits	**38.3**	*22.5*
Advances	**7.6**	*2.2*
Investments	**—**	*1.6*

3. **Employee stock option scheme ("ESOS")**

In terms of the ESOS, as amended, the maximum number of options granted to any eligible employee in a financial year shall not exceed 0.05% of the issued equity shares of the Bank at the time of grant of the options and aggregate of all such options granted to the eligible employees shall not exceed 5% of the aggregate number of the issued equity shares of the Bank on the date(s) of the grant of options. Under the stock option scheme, options vest in a graded manner over a four-year period, with 20%, 20%, 30% and 30% of grants vesting each year, commencing from the end of 12 months from the date of grant. The options can be exercised within 10 years from the date of grant or five years from the date of vesting, whichever is later.

In terms of the scheme, 18,992,504 options (March 31, 2008: 15,638,152 options) granted to eligible employees were outstanding as on March 31, 2009.

As per the scheme, the exercise price of ICICI Bank's options is the last closing price on the stock exchange, which recorded highest trading volume preceding the date of grant of options. Hence, there is no compensation cost for the year ended March 31, 2009 based on intrinsic value of options. However, if ICICI Bank had used the fair value of options based on the Black-Scholes model, compensation cost for the year ended March 31, 2009 would have been higher by Rs. 1,411.7 million and proforma profit after tax would have been Rs. 36,169.6 million. On a proforma basis, ICICI Bank's basic and diluted earnings per share would have been Rs. 32.49 and Rs. 32.43 respectively. The key assumptions used to estimate the fair value of options granted during the year ended March 31, 2009 are given below.

Risk-free interest rate	7.62% to 9.24%
Expected life	2 – 6.4 years
Expected volatility	38.90% to 45.23%
Expected dividend yield	1.20% to 3.57%

The weighted average fair value of options granted during the year ended March 31, 2009 is Rs. 331.19.

forming part of the Consolidated Accounts *(Contd.)*

A summary of the status of the Bank's stock option plan is given below.

Rupees, except number of options

	Stock options outstanding			
	Year ended March 31, 2009		*Year ended March 31, 2008*	
Particulars	**Number of shares**	**Weighted average exercise price**	*Number of shares*	*Weighted average exercise price*
Outstanding at the beginning of the year	**15,638,152**	**596.32**	*13,187,783*	*442.50*
Add: Granted during the year	**5,640,500**	**912.30**	*4,956,300*	*938.41*
Less: Lapsed during the year	**1,723,001**	**737.40**	*1,037,218*	*582.51*
Less: Exercised during the year[1]	**563,147**	**336.96**	*1,468,713*	*379.34*
Outstanding at the end of the year	**18,992,504**	**685.05**	*15,638,152*	*596.32*
Options exercisable	**7,188,420**	**496.10**	*3,272,292*	*411.89*

1. Excludes options exercised but not allotted.

A summary of stock options outstanding as on March 31, 2009 is given below.

Range of exercise price (Rupees per share)	Number of shares arising out of options (Number of shares)	Weighted average exercise price (Rupees)	Weighted average remaining contractual life (Number of years)
105-299	136,682	150.53	2.79
300-599	9,384,822	451.17	6.34
600-999	9,403,000	923.15	8.61
1,000-1,399	68,000	1,114.57	8.65

The options were exercised regularly throughout the year and weighted average share price at the date of exercise of options as per National Stock Exchange price volume data during the year ended March 31, 2009 was Rs. 723.55 (March 31, 2008: Rs. 1,044.02).

The Finance Act 2007 introduced Fringe Benefit Tax ("FBT") on employee stock options. The FBT liability crystallises on the date of exercise of stock options by employees and is computed based on the difference between fair market value on date of vesting and the exercise price. As per the ESOS scheme, FBT of Rs. 81.9 million (March 31, 2008: Rs. 226.7 million) has been recovered from the employees on 563,147 (March 31, 2008: 1,468,713) stock options exercised during the year ended March 31, 2009.

ICICI Prudential Life Insurance Company Limited has formulated six ESOS schemes, namely "Founder I", "2004-05", "2005-06", "2006-07", "Founder II" and "2007-08".

For ICICI Prudential Life Insurance Company Limited there is no compensation cost for the year ended March 31, 2009 based on intrinsic value of options. If the entity had used the fair value of options based on the Black-Scholes model, compensation cost for the year ended March 31, 2009 would have been higher by Rs. 359.0 million. The key assumptions used to estimate the fair value of options are given below.

Risk-free interest rate	6.87% – 8.00 %
Expected life	3 – 5 years
Expected volatility	28.65%
Expected dividend yield	1.50%

A summary of the status of the stock option plan of ICICI Prudential Life Insurance Company Limited is given below.

Rupees, except number of options

Particulars	Stock options outstanding			
	Year ended March 31, 2009		*Year ended March 31, 2008*	
	Number of shares	**Weighted average exercise price**	*Number of shares*	*Weighted average exercise price*
Outstanding at the beginning of the year	**12,684,277**	**94.61**	*7,279,964*	*58.17*
Add: Granted during the year	**6,074,000**	**400.00**	*7,004,675*	*130.00*
Less: Forfeited/lapsed during the year	**1,005,695**	**244.04**	*1,464,563*	*86.02*
Less : Exercised during the year[1]	**1,143,570**	**58.72**	*135,799*	*59.08*
Outstanding at the end of the year	**16,609,012**	**199.72**	*12,684,277*	*94.61*
Options exercisable	**2,920,138**	**71.27**	*2,030,765*	*51.30*

1. Excludes options exercised by employees in respect of which equity shares are pending allotment.

A summary of stock options outstanding as on March 31, 2009 is given below.

Range of exercise price (Rupees per share)	Number of shares arising out of options (Number of shares)	Weighted average exercise price (Rupees)	Weighted average remaining contractual life (Number of years)
30-400	16,609,012	199.72	7

As per the ESOS scheme, FBT of Rs. 114.0 million (March 31, 2008: Rs. 3.2 million) has been recovered from the employees on 1,143,570 (March 31, 2008: 135,799) stock options exercised during the year ended March 31, 2009.

ICICI Lombard General Insurance Company Limited has granted stock options to employees. If the entity would have estimated fair value computed on the basis of Black-Scholes pricing model, compensation cost for the year ended March 31, 2009 would have been higher by Rs. 172.0 million. The key assumptions used to estimate the fair value of options are given below.

Risk-free interest rate	6.39% – 8.17%
Expected life	3 – 7 years
Expected volatility	17.00% – 29.00%
Expected dividend yield	0.80% – 2.85%

A summary of the status of the stock option plan of ICICI Lombard General Insurance Company Limited is given below.

Rupees, except number of options

Particulars	Stock options outstanding			
	Year ended March 31, 2009		*Year ended March 31, 2008*	
	Number of shares	**Weighted average exercise price**	*Number of shares*	*Weighted average exercise price*
Outstanding at the beginning of the year	**12,378,256**	**48.00**	*7,390,776*	*37.91*
Add: Granted during the year	**5,050,000**	**200.00**	*5,625,000*	*60.00*
Less: Forfeited/lapsed during the year	**2,246,266**	**96.69**	*487,280*	*37.07*
Less: Exercised during the year[1]	**783,828**	**39.20**	*150,240*	*36.23*
Outstanding at the end of the year	**14,398,162**	**94.19**	*12,378,256*	*48.00*
Options exercisable	**1,250,394**	**61.86**	*1,478,820*	*37.43*

1. Excludes options exercised by employees in respect of which equity shares are pending allotment.

A summary of stock options outstanding as on March 31, 2009 is given below.

Range of exercise price (Rupees per share)	Number of shares arising out of options (Number of shares)	Weighted average exercise price (Rupees)	Weighted average remaining contractual life (Number of years)
35 – 200	14,398,162	94.19	8.79

As per the ESOS scheme, FBT of Rs. 16.5 million (March 31, 2008: Rs. 0.8 million) has been recovered from the employees on 783,828 (March 31, 2008: 150,240) stock options exercised during the year ended March 31, 2009.

If the Group had used the fair value of options based on the Black-Scholes model, the compensation cost for the year ended March 31, 2009 would have been higher by Rs. 1,828.4 million and the proforma consolidated profit after tax would have been Rs. 33,941.1 million. On a proforma basis, the Group's basic and diluted earnings per share would have been Rs. 30.49 and Rs. 30.43 respectively.

4. Fixed assets

Fixed assets include software acquired by the Group. The movement in software is given below.

Rupees in million

Particulars	As on March 31, 2009	*As on March 31, 2008*
At cost as on March 31 of preceding year	**5,631.8**	*4,101.4*
Additions during the year	**1,329.7**	*1,533.5*
Deductions during the year	**(54.8)**	*(3.1)*
Depreciation/amortisation to date	**(4,385.1)**	*(3,470.7)*
Net Block	**2,521.6**	*2,161.1*

5. Assets on lease

5.1 Assets taken under operating lease

The details of future rentals payable on operating leases are given below.

Rupees in million

Period	As on March 31, 2009	*As on March 31, 2008*
Not later than one year	**1,896.0**	*1,476.6*
Later than one year and not later than five years	**4,904.4**	*4,310.4*
Later than five years	**1,730.9**	*438.9*
Total	**8,531.3**	*6,225.9*

5.2 Assets under finance lease

The details of finance leases are given below.

Rupees in million

Period	As on March 31, 2009	*As on March 31, 2008*
Total of future minimum lease receipts	**184.1**	*353.7*
Present value of lease receipts	**174.8**	*325.6*
Un-matured finance charges	**9.3**	*28.1*
Maturity profile of future minimum lease receipts		
Not later than one year	**176.4**	*213.3*
Later than one year and not later than five years	**7.7**	*140.4*
Later than five years	**—**	*—*
Total	**184.1**	*353.7*

5.3 Maturity profile of present value of lease rentals

The details of maturity profile of present value of finance lease receipts are given below.

Rupees in million

Period	As on March 31, 2009	*As on March 31, 2008*
Not later than one year	**167.3**	*193.0*
Later than one year and not later than five years	**7.5**	*132.6*
Later than five years	**—**	*—*
Total	**174.8**	*325.6*

6. **Early retirement option ("ERO")**

The Bank had implemented an Early Retirement Option Scheme 2003 for its employees in July 2003. All employees who had completed 40 years of age and seven years of service with the Bank (including period of service with entities amalgamated with the Bank) were eligible for the ERO.

The ex-gratia payments under ERO, terminations benefits and leave encashment in excess of the provision made (net of tax benefits), aggregating to Rs. 1,910.0 million has been amortised over a period of five years commencing August 1, 2003 (the date of retirement of employees exercising the Option being July 31, 2003).

On account of the above ERO scheme, an amount of Rs. 118.0 million (March 31, 2008: Rs. 384.0 million) has been charged to revenue being the balance of proportionate amount fully amortised during the year ended March 31, 2009.

7. **Preference shares**

Certain government securities amounting to Rs. 2,356.6 million (March 31, 2008: Rs. 2,331.8 million) have been earmarked against redemption of preference share capital, which falls due for redemption on April 20, 2018, as per the original issue terms.

8. **Staff retirement benefits**

Reconciliation of opening and closing balance of the present value of the defined benefit obligation for pension and gratuity benefits of the Group is given below.

Rupees in million

Particulars	**Pension**	
	Year ended March 31, 2009	*Year ended March 31, 2008*
Defined benefit obligation liability		
Opening obligations	**1,678.1**	*1,029.4*
Add: Addition due to amalgamation	**—**	*1,807.4*
Service cost	**62.5**	*54.0*
Interest cost	**146.6**	*230.7*
Actuarial (gain)/loss	**484.8**	*(172.3)*
Liabilities extinguished on settlement	**(364.2)**	*(1,071.0)*
Benefits paid	**(75.6)**	*(200.1)*
Obligations at the end of the year	**1,932.2**	*1,678.1*
Plan assets at fair value		
Opening plan assets at fair value	**1,490.1**	*988.5*
Add: Addition due to amalgamation	**—**	*584.8*
Expected return on plan assets	**117.4**	*115.8*
Actuarial gain/(loss)	**144.8**	*(118.0)*
Assets distributed on settlement	**(395.8)**	*(1,145.2)*
Contributions	**864.4**	*1,264.3*
Benefits paid	**(75.6)**	*(200.1)*
Closing plan assets at fair value	**2,145.3**	*1,490.1*
Fair value of plan assets at the end of the year	**2,145.3**	*1,490.1*
Present value of the defined benefit obligations at the end of the year	**1,932.2**	*1,678.1*
Amount not recognised as an asset (limit in para 59(b) of Accounting Standard (AS) 15 – "Employee Benefits")	**51.2**	*—*
Asset/(liability)	**161.9**	*(188.0)*
Cost for the year		
Service cost	**62.5**	*54.0*
Interest cost	**146.6**	*230.7*
Expected return on plan assets	**(117.4)**	*(115.8)*
Actuarial (gain)/loss	**340.0**	*(54.3)*
Curtailments & settlements (gain)/loss	**31.6**	*74.2*
Effect of the limit in para 59(b) of Accounting Standard (AS) 15 – "Employee Benefits"	**51.2**	*—*
Net cost	**514.5**	*188.8*
Investment details of plan assets		
Majority of the plan assets are invested in Government securities and corporate bonds.		
Assumptions		
Interest rate	**6.85%**	*8.57%*
Salary escalation rate	**7.00%**	*7.00%*
Estimated rate of return on plan assets	**8.00%**	*8.00%*

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Particulars	Gratuity	
	Year ended March 31, 2009	*Year ended March 31, 2008*
Defined benefit obligation liability		
Opening obligations	**2,287.2**	*1,352.2*
Add: Addition due to amalgamation	**0.9**	*506.6*
Service cost	**480.6**	*384.9*
Interest cost	**231.8**	*153.6*
Actuarial (gain)/loss	**96.7**	*(32.9)*
Past service cost	**13.2**	*115.5*
Liability extinguished on settlement	**28.8**	—
Transitional obligation/(asset)	**—**	*(0.2)*
Liability assumed on acquisition/(settled on divestiture)	**(10.7)**	—
Exchange difference on foreign plans	**6.4**	—
Benefits paid	**(321.1)**	*(191.2)*
Obligations at the end of the year	**2,813.8**	*2,288.5*
Opening plan assets at fair value	**1,712.6**	*1,011.3*
Add: Addition due to amalgamation	**—**	*73.1*
Expected return on plan assets	**146.1**	*84.2*
Actuarial gain/(loss)	**(149.3)**	*(4.0)*
Contributions	**1,115.3**	*739.2*
Asset acquired on acquisition/(distributed on divestiture)	**18.1**	—
Benefits paid	**(321.1)**	*(191.2)*
Closing plan assets at fair value	**2,521.7**	*1,712.6*
Fair value of plan assets at the end of the year	**2,521.7**	*1,712.6*
Present value of the defined benefit obligations at the end of the year	**2,813.8**	*2,288.5*
Unrecognised past service cost	**7.4**	*15.7*
Asset/(liability)	**(284.7)**	*(560.2)*
Cost for the year		
Service cost	**480.6**	*384.9*
Interest cost	**231.8**	*153.6*
Expected return on plan assets	**(146.1)**	*(84.2)*
Actuarial (gain)/loss	**246.0**	*(28.9)*
Past service cost	**13.6**	*99.9*
Exchange fluctuation loss/(gain)	**6.4**	—
Effect of the limit in para 59(b) of Accounting Standard (AS) 15 –"Employee Benefits"	**7.9**	—
Transitional obligation/(asset)	**—**	*(0.2)*
Net cost	**840.2**	*525.1*
Investment details of plan assets		
Majority of the plan assets are invested in insurer managed funds and special deposit schemes.		
Assumptions		
Interest rate	**5.50% – 7.55%**	*7.50% – 8.57%*
Estimated rate of return on plan assets	**7.50% – 8.00%**	*7.50% – 8.50%*
Salary escalation rate	**6.00% – 20.00%**	*7.00% – 20.00%*

The estimates of future salary increases considered in actuarial valuation takes into consideration inflation, seniority, promotion and other relevant factors.

The guidance on implementing Accounting Standard 15, Employee Benefits (revised 2005) issued by the Accounting Standards Board (ASB) provides that exempt provident funds, which require employers to meet the interest shortfall, are in effect defined benefit plans. The Bank's actuary has informed that it is not practicable to actuarially determine the interest shortfall obligation.

9. Provision for income tax

The provision for income tax (including deferred tax and fringe benefit tax) for the year ended March 31, 2009 amounted to Rs. 15,859.3 million (March 31, 2008: Rs. 11,066.8 million).

The Group has a comprehensive system of maintenance of information and documents required by transfer pricing legislation under section 92-92F of the Income Tax Act, 1961. The management is of the opinion that all international transactions are at arm's length and hence the above legislation does not have material impact on the financial statements.

10. Deferred tax

As on March 31, 2009 the group has recorded net deferred tax asset of Rs. 25,184.0 million (March 31, 2008: Rs. 17,280.5 million), which has been included in other assets.

The break-up of deferred tax assets and liabilities into major items is given below.

Rupees in million

Particulars	As on March 31, 2009	*As on March 31, 2008*
Deferred tax asset		
Provision for bad and doubtful debts	**22,037.1**	*18,395.7*
Capital loss	**131.4**	*—*
Others	**5,697.6**	*4,074.3*
Total deferred tax asset	**27,866.1**	*22,470.0*
Less: Deferred tax liability		
Depreciation on fixed assets	**5,494.8**	*6,239.8*
Others	**109.3**	*75.2*
Total deferred tax liability	**5,604.1**	*6,315.0*
Add: Net deferred tax asset pertaining to foreign branches/ foreign subsidiaries	**2,922.0**	*1,125.5*
Total net deferred tax asset/(liability)	**25,184.0**	*17,280.5*

During the year ended March 31, 2009, the Bank has recorded a deferred tax asset on carry forward capital losses as based on its firm plans it is virtually certain that sufficient future taxable capital gains will be available against which the capital loss can be set off.

As on March 31, 2009 ICICI Wealth Management Inc. and ICICI Bank Canada have recorded deferred tax assets on carry forward unabsorbed losses amounting to Rs. 32.7 million (March 31, 2008: Rs. 16.1 million) and Rs. Nil (March 31, 2008: Rs. 685.6 million) respectively based on the virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

In the case of the life and general insurance subsidiary, deferred tax asset has been recorded on carry forward unabsorbed losses amounting to Rs. 3,180.8 million as on March 31, 2009 (March 31, 2008: Rs. 2,170.8 million) and Rs. 353.1 million as on March 31, 2009 (March 31, 2008: Rs. Nil) respectively.

11. Information about business and geographical segments

A. Business segments for the year ended March 31, 2009

During the quarter ended June 30, 2008, a new business segment viz. "Venture fund management" had been identified for the purpose of consolidated segment reporting as the result of this segment exceeded the threshold limits for identifying reportable segment as set out in Accounting Standard 17 on 'Segment Reporting' issued by the Institute of Chartered Accountants of India. Though the results of this segment does not exceed the threshold for identifying reportable segment for the year ended March 31, 2009, the segment has been disclosed as a reportable segment in accordance with Accounting Standard 17 on 'Segment Reporting' issued by the Institute of Chartered Accountants of India.

Pursuant to the guidelines issued by the Reserve Bank of India vide its circular no. DBOD.No.BP.BC.81/21.04.018/2006-07 dated April 18, 2007 on enhanced disclosure on "Segmental Reporting" which is effective from the year ended March 31, 2008, consolidated segmental report has been presented as follows:

1. **Retail Banking** includes exposures of ICICI Bank Limited ('the Bank') which satisfy the four criteria of orientation, product, granularity and low value of individual exposures for retail exposures laid down in the Basel Committee on Banking Supervision document "International Convergence of Capital Measurement and Capital Standards", as per the RBI guidelines for the Bank.
2. **Wholesale Banking** includes all advances to trusts, partnership firms, companies and statutory bodies, by the Bank which are not included under the "Retail Banking" segment, as per the RBI guidelines for the Bank.
3. **Treasury** includes the entire investment portfolio of the Bank, ICICI Eco-net Internet and Technology Fund, ICICI Equity Fund, ICICI Emerging Sectors Fund and ICICI Strategic Investments Fund.
4. **Other Banking** business includes hire purchase and leasing operations and other items not attributable to any particular business segment of the Bank. Further, it includes the Bank's banking subsidiaries i.e. ICICI Bank UK PLC, ICICI Bank Canada and its subsidiary, namely, ICICI Wealth Management Inc. and ICICI Bank Eurasia Limited Liability Company.
5. **Life Insurance** represents ICICI Prudential Life Insurance Company Limited.
6. **General Insurance** represents ICICI Lombard General Insurance Company Limited.
7. **Venture fund management** represents ICICI Venture Funds Management Company Limited.
8. **Others** includes ICICI Home Finance Company Limited, ICICI International Limited, ICICI Securities Primary Dealership Limited, ICICI Securities Limited, ICICI Securities Holdings Inc., ICICI Securities Inc., ICICI Prudential Asset Management Company Limited, ICICI Prudential Trust Limited, ICICI Property Trust (Upto September 30, 2007), ICICI Investment Management Company Limited, ICICI Trusteeship Services Limited, TCW/ICICI Investment Partners LLC., TSI Ventures (India) Private Limited (Upto March 31, 2008), ICICI Kinfra Limited, ICICI West Bengal Infrastructure Development Corporation Limited, Loyalty Solutions & Research Limited (with effect from June 30, 2008) and I-Ven Biotech Limited (with effect from March 31, 2009).

   Income, expenses, assets and liabilities are either specifically identified with individual segments or are allocated to segments on a systematic basis.

   All liabilities are transfer priced to a central treasury unit, which pools all funds and lends to the business units at appropriate rates based on the relevant maturity of assets being funded after adjusting for regulatory reserve requirements.

The business segment results for the year ended March 31, 2009 on this basis are given below.

Rupees in million

Sr. no.	Particulars	Retail banking	Wholesale banking	Treasury	Other banking business	Life insurance	General insurance	Venture fund management	Others	Inter-segment adjustments	Total
1	Revenue	230,152.1	248,077.1	297,421.3	45,280.9	165,074.3	26,624.0	3,456.5	32,160.0	(406,715.4)	641,530.8
2	**Segment results**	580.5	34,133.1	13,069.4	6,079.1	(8,595.6)	2.7	2,020.8	5,893.5	(3,500.0)	49,683.5
3	Unallocated expenses										—
4	Income tax expenses (net)/(net deferred tax credit)										15,889.3
5	Net profit[1] (2)- (3) - (4)										33,794.2
	Other information										
6	Segment assets	958,656.7	1,357,062.5	1,397,053.4	660,402.9	336,670.8	53,464.4	2,706.2	178,395.0	(191,380.4)	4,753,031.5
7	Unallocated assets[2]										73,878.2
8	Total assets (6) + (7)										4,826,909.7
9	Segment liabilities	1,117,555.2	1,111,564.6	1,526,005.7[3]	657,432.0[3]	339,864.4[3]	54,455.1[3]	2,734.7[3]	180,537.0[3]	(191,380.4)	4,798,768.3
10	Unallocated liabilities										28,141.4
11	Total liabilities (9) + (10)										4,826,909.7
12	Capital expenditure	4,224.2	1,264.2	3.3	514.0	854.5	692.3	114.0	715.0	(10.8)	8,370.7
13	Depreciation & amortisation	3,628.6	1,027.3	4.7	2,259.6	554.1	264.4	13.2	314.9	—	8,066.8

1. Includes share of net profit of minority shareholders.
2. Includes assets which cannot be specifically allocated to any of the segments, tax paid in advance/tax deducted at source (net), deferred tax asset (net).
3. Includes share capital and reserves and surplus.

The business segment results for the year ended March 31, 2008 are as follows:

Rupees in million

Sr. no.	Particulars	Retail banking	Wholesale banking	Treasury	Other banking business	Life insurance	General insurance	Venture fund management	Others	Inter-segment adjustments	Total
1	Revenue	244,185.4	249,493.5	293,265.0	28,152.4	143,968.3	22,061.9	2,715.4	24,372.6	(407,683.7)	600,530.8
2	**Segment results**	9,472.4	35,746.8	5,366.4	1,489.5	(15,141.8)	1,302.2	1,271.2	6,552.1	(3,809.4)	42,249.4
3	Unallocated expenses										—
4	Income tax expenses (net)/(net deferred tax credit)										11,096.8
5	Net profit[1] (2)- (3) - (4)										31,152.6
	Other information										
6	Segment assets	1,112,510.1	1,263,992.0	1,541,804.3	559,258.3	297,475.4	37,247.2	2,505.9	120,270.1	(138,628.3)	4,796,435.0
7	Unallocated assets[2]										59,730.9
8	Total assets (6) + (7)										4,856,165.9
9	Segment liabilities	1,152,965.5	1,378,224.6	1,443,059.0[3]	554,908.1[3]	299,603.1[3]	37,716.2[3]	2,649.9[3]	121,372.3[3]	(138,628.3)	4,851,870.4
10	Unallocated liabilities										4,295.5
11	Total liabilities (9) + (10)										4,856,165.9
12	Capital expenditure	6,430.8	1,364.6	8.5	765.3	1,169.1	508.3	86.4	570.3	—	10,903.3
13	Depreciation & amortisation	2,836.8	889.1	5.3	2,165.0	278.3	211.1	173.6	234.9	—	6,794.1

1. Includes share of net profit of minority shareholders.
2. Includes assets which cannot be specifically allocated to any of the segments, tax paid in advance/tax deducted at source (net), deferred tax asset (net).
3. Includes share capital and reserves and surplus.

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B. Geographical segments

The geographical segments for the Group for the year ended March 31, 2009 are given below.

- **Domestic operations** comprising branches of the Bank (including those having operations outside India) and subsidiaries/joint ventures having operations in India.
- **Foreign operations** comprising subsidiaries/joint ventures having operations outside India.

The Group conducts transactions with its customers on a global basis in accordance with their business requirements, which may span across various geographies.

Geographical segment results are given below.

Rupees in million

Revenue[1]	For the year ended March 31, 2009	For the year ended March 31, 2008
Domestic operations	**593,293.4**	*572,499.1*
Foreign operations	**48,237.4**	*28,031.7*
Total	**641,530.8**	*600,530.8*

1. Gains and losses on offsetting transactions are accounted for separately in domestic and foreign segments respectively and not netted off.

Rupees in million

Assets	As on March 31, 2009	As on March 31, 2008
Domestic operations	**4,118,708.7**	*4,270,982.8*
Foreign operations	**643,540.6**	*525,452.2*
Total	**4,762,249.3**	*4,796,435.0*

Note: Segment assets do not include tax paid in advance/tax deducted at source (net) and deferred tax asset (net).

Rupees in million

	Capital expenditure incurred during the year ended		Depreciation provided on capital expenditure during the year ended	
	March 31, 2009	March 31, 2008	March 31, 2009	March 31, 2008
Domestic operations	**7,892.4**	*10,584.8*	**7,924.0**	*6,674.0*
Foreign operations	**478.3**	*318.5*	**142.8**	*120.1*
Total	**8,370.7**	*10,903.3*	**8,066.8**	*6,794.1*

12. Penalties/fines imposed by RBI and other banking regulatory bodies

There were no penalties imposed by RBI during the year ended March 31, 2009 (March 31, 2008: Rs. Nil).

Central Bank of Sri Lanka (CBSL) has imposed a penalty of LKR 865 (Rs. 400) during the year ended March 31, 2009 (March 31, 2008: Rs. Nil), on the Bank's Sri Lanka Branch for breach on the maintenance of the Statutory Reserve Requirement (SRR).

The Office of Superintendent of Financial Institutions (OSFI) had imposed penalties on ICICI Bank Canada of CAD 18,250 (Rs. 0.7 million) under its Late and Erroneous Filing Penalty (LEFP) framework in relation to late submission of certain corporate and financial returns during the year ended March 31, 2008.

Central Bank of the Russian Federation (CBR) inspected the main office of ICICI Bank Eurasia Limited Liability Company (IBEL) in Balabanovo, Kaluga region between October 15 and October 17, 2007. The inspection covered the area of reflecting the correct amount of liabilities in the books in December 2007. As a result of the inspection, it was found that the main office in Balabanovo had violated CBR requirements and consequently, on October 31, 2007, IBEL received a prescription dated October 26, 2007 bearing No. 11-40DSP/5294 from CBR which specified that as on October 01, 2007, IBEL had understated the amount of foreign exchange liabilities by RUB 288,000 which resulted in underestimation of provisions by RUB 9,000. IBEL was fined RUB 10 (Rs. 15.97) for the above violation of regulatory requirements during the year ended March 31, 2008.

13. Small and Micro Industries

Under the Micro, Small and Medium Enterprises Development Act, 2006 which came into force from October 2, 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. There have been no reported cases of delays in payments to micro and small enterprises or of interest payments due to delays in such payments.

14. Farm loan waiver

The Ministry of Finance, Government of India has issued guidelines for the implementation of the Agriculture debt waiver and relief scheme for farmers on May 23, 2008. The Bank has implemented the scheme as per guidelines issued by RBI vide circular no. DBOD No. BP.BC.26/21.04.048/2008-09 dated July 30, 2008 on "Agricultural Debt Waiver and Debt Relief Scheme, 2008 - Prudential norms on income recognition, asset classification and provisioning and Capital Adequacy".

Pursuant to the scheme an aggregate amount of Rs. 2,666.7 million has been waived which is recoverable from Government of India. Out of the above, an amount of Rs. 773.0 million has been received by March 31, 2009 and balance of Rs. 1,893.7 million is receivable in future.

15. Credit derivative instruments

The Group deals in credit derivative instruments including credit default swaps, credit linked notes, collateralised debt obligations and principal protected structures. The notional principal amount of these credit derivatives outstanding at March 31, 2009 was Rs. 33,703.4 million (March 31, 2008: Rs. 27,067.6 million) in funded instruments and Rs. 38,712.6 million (March 31, 2008: Rs. 58,597.9 million) in non-funded instruments which includes Rs. 253.6 million (March 31, 2008: Rs. 200.6 million) of protection bought by the Group. As on March 31, 2009, the total outstanding mark-to-market position of the above portfolio was a loss of Rs. 6,327.3 million (March 31, 2008: Rs. 7,914.2 million). The profit and loss impact on the above portfolio on account of mark-to-market and realised losses during the year ended March 31, 2009 was a loss of Rs. 3,640.5 million (March 31, 2008: Rs. 8,879.8 million).

16. Reclassification of investments in ICICI Bank UK PLC

In October 2008, the UK Accounting Standards Board amended FRS 26 on 'Financial Instruments: Recognition and Measurement' and permitted reclassification of financial assets in certain circumstances from the 'held for trading (HFT)' category to the 'available for sale (AFS)' category, 'held for trading (HFT)' category to the 'loans and receivables' category and from the AFS category to the 'loans and receivables' category.

Pursuant to these amendments, during the year ended March 31, 2009, ICICI Bank UK PLC has transferred certain assets with fair value of Rs. 34,028.0 million (US$ 670.9 million) from the HFT category to the AFS category, certain assets of fair value Rs. 116.7 million (US$ 2.3 million) from HFT category to loans and receivables category and certain assets with fair value of Rs. 20,394.5 million (US$ 402.1 million) from the AFS category to the loans and receivables category.

If these reclassifications had not been made, the Bank's pre-tax profit would have reduced by Rs. 2,448.8 million (US$ 53.3 million) [expense on financial instruments fair value through profit and loss would have increased by Rs. 2,687.7 million (US$ 58.5 million), offset by change in net interest income by Rs. 238.9 million (US$ 5.2 million)] and the Bank's pre-tax losses in available for sale reserve would have increased by Rs. 532.6 million (US$ 10.5 million).

17. Scheme support expenses of ICICI Prudential Asset Management Company Limited

Other expenditure in Schedule 16 – "Operating expenses" of the financial statements includes scheme support expense of Rs. 920.2 million of ICICI Prudential Asset Management Company Limited. The Scheme support expense consists of support given to Fixed Maturity Plans of Rs. 26.8 million towards yield shortfall, money market scheme of Rs. 55.2 million towards liquidity crisis management and equity funds of Rs. 838.2 million as a compensation against diminution in value of certain investments.

18. Liquidity options to employees of ICICI Prudential Life Insurance Company Limited and to employees of ICICI Lombard General Insurance Company Limited

ICICI Bank and Prudential Plc have approved a scheme of liquidity to be provided to the employee stock option holders of ICICI Prudential Life Insurance Company to the extent of shares exercised against options vested on or before March 31, 2007, aggregating to a maximum of 2.5 million shares. The shares would be bought at a price determined by an independent external valuation of the shares and would be in line with the grant price for new stock options being granted. The shares would be bought by the joint venture partners from the employee stock option holders in the proportion of their share holding. During the year ended March 31, 2009, ICICI Bank has purchased 1,704,062 shares (March 31, 2008 : Nil) of ICICI Prudential Life Insurance Company pursuant to this scheme.

Similarly, ICICI Bank and Fairfax Financials Holdings Limited, Canada have approved a scheme of liquidity to be provided to the employee stock option holders of ICICI Lombard General Insurance Company to the extent of shares exercised against options vested on or before March 31, 2007, aggregating to a maximum of 1.1 million shares. The shares would be bought at a price determined by an independent external valuation of the shares and would be in line with the grant price for new stock options being granted. The shares would be bought by the joint venture partners from the employee stock option holders in the proportion of their share holding. During the year ended March 31, 2009, ICICI Bank has purchased 442,950 shares (March 31, 2008 : Nil) of ICICI Lombard General Insurance Company pursuant to this scheme.

19. Additional disclosure

Additional statutory information disclosed in separate financial statements of the parent and subsidiaries having no material bearing on the true and fair view of the consolidated financial statements and the information pertaining to the items which are not material have not been disclosed in the consolidated financial statements.

20. Comparative figures

Previous year figures have been regrouped/reclassified, where necessary, to conform to current period classification.

SIGNATURES TO SCHEDULES 1 TO 19

For and on behalf of the Board of Directors

N. VAGHUL
Chairman

K. V. KAMATH
Managing Director & CEO

CHANDA D. KOCHHAR
Joint Managing Director & CFO

V. VAIDYANATHAN
Executive Director

SANDEEP BATRA
Group Compliance Officer &
Company Secretary

RAKESH JHA
Deputy Chief
Financial Officer

SONJOY CHATTERJEE
Executive Director

K. RAMKUMAR
Executive Director

Place : Mumbai
Date : April 25, 2009

ICICI Bank

Financial information of subsidiary companies for the year ended March 31, 2009

Rupees in million

Particulars	ICICI Securities Primary Dealership Limited	ICICI Securities Limited[2]	ICICI Securities Inc.[2]	ICICI Securities Holdings Inc.[2]	ICICI Home Finance Company Limited	ICICI Trusteeship Services Limited	ICICI Investment Management Company Limited	ICICI Venture Funds Management Company Limited	ICICI Prudential Life Insurance Company Limited[9]	ICICI Lombard General Insurance Company Limited	ICICI International Limited[6]	ICICI Bank UK PLC[6]	ICICI Bank Eurasia Limited Liability Company[1,8]	ICICI Bank Canada[1,7]	ICICI Prudential Trust Limited	ICICI Prudential Asset Management Company Limited	ICICI Wealth Management Inc.[1,7]
Paid-up share capital[3]	1,563.4	1,110.7	476.5	626.1	10,987.5	0.5	100.0	10.0	14,274.9	4,031.5	45.6	30,226.4	3,164.7	27,617.5	1.0	176.5	100.0
Reserves	3,701.2	624.1	(373.2)	(47.3)	1,466.4	2.0	36.3	737.5	(4,070.1)	11,251.9	22.2	(9,439.7)	(535.8)	203.6	7.9	533.9	(66.2)
Total assets	35,062.0	8,093.2	173.8	634.1	133,680.3	2.7	136.7	3,668.2	340,786.9	54,842.0	237.5	371,306.3	25,247.8	260,567.7	16.8	2,160.7	38.4
Total liabilities (excluding capital and reserves)	29,797.4	6,358.3	70.5	55.2	121,226.3	0.2	0.4	2,920.7	330,582.2	39,558.6	169.7	350,519.6	22,618.9	232,746.6	8.0	1,450.2	4.6
Investments (excluding investments in subsidiaries)[4]	24,587.7	1,511.7	1.7	Nil	15,698.0	#	7.7	851.8	327,065.7	30,307.4	12.6	148,457.4	2,878.0	57,640.1	8.9	481.3	Nil
Turnover (Gross income from operations)	7,290.0	5,182.0	41.1	37.5	14,055.8	0.6	10.5	1,942.8	153,562.2	37,492.1	65.6	28,809.8	1,969.9	10,015.6	5.0	3,167.4	(0.3)
Profit before tax	4,176.7	67.3	(135.6)	(34.7)	1,843.9	0.5	3.0	2,020.8	(8,807.0)	2.7	3.5	511.2	183.4	902.4	1.9	3.4	(66.3)
Provision for taxation	1,455.5	23.1	10.9	2.0	415.2	0.1	0.7	540.3	(1,010.0)	(233.5)	0.2	164.5	69.5	332.5	0.6	(3.7)	(20.9)
Profit after tax	2,721.2	44.2	(146.5)	(36.7)	1,428.7	0.4	2.3	1,480.5	(7,797.0)	236.2	3.3	346.7	113.9	569.9	1.3	7.1	(45.4)
Dividend paid (including corporate dividend tax)[5]	1,585.5	280.9	Nil	Nil	866.4	Nil	Nil	1,111.5	Nil	Nil	Nil	Nil	Nil	Nil	Nil	165.2	Nil

Rs. 5,010.00

Notes:

1. The financial information of ICICI Bank Canada, ICICI Wealth Management Inc. and ICICI Bank Eurasia Limited Liability Company is for the period January 1, 2008 to December 31, 2008, being their financial year.
2. ICICI Securities Holdings Inc. is a wholly-owned subsidiary of ICICI Securities Limited. ICICI Securities Inc. is a wholly owned subsidiary of ICICI Securities Holdings Inc.
3. The paid-up share capital of ICICI Securities Limited, ICICI Bank Canada and ICICI Bank UK PLC includes paid-up preference share capital of Rs. 500.0 million, Rs. 3,708.6 million and Rs. 2,536.0 million respectively.
4. Investments also include securities held as stock in trade.
5. Dividend paid includes proposed dividend.
6. The financials of ICICI Bank UK PLC and ICICI International Limited have been translated into Indian Rupees at the closing rate on March 31, 2009 of 1 US$ = Rs. 50.7200.
7. The financials of ICICI Bank Canada and ICICI Wealth Management Inc. have been translated into Indian Rupees at the closing rate on December 31, 2008 of 1 CAD = Rs. 39.9925.
8. The financials of ICICI Bank Eurasia Limited Liability Company have been translated into Indian Rupees at the closing rate on December 31, 2008 of 1 RUB = Rs. 1.70073.
9. The amount of reserves of ICICI Prudential Life Insurance Company Limited, excludes policyholders' funds.

For and on behalf of the Board of Directors

N. VAGHUL
Chairman

K. V. KAMATH
Managing Director & CEO

CHANDA D. KOCHHAR
Joint Managing Director & CFO

V. VAIDYANATHAN
Executive Director

SONJOY CHATTERJEE
Executive Director

K. RAMKUMAR
Executive Director

SANDEEP BATRA
Group Compliance Officer & Company Secretary

RAKESH JHA
Deputy Chief Financial Officer

Place : Mumbai
Date : April 25, 2009

BASEL II – Pillar 3 Disclosures (Consolidated)

1. SCOPE OF APPLICATION

Pillar 3 disclosures apply to ICICI Bank Limited and its consolidated entities, wherein ICICI Bank Limited is the controlling entity in the group.

Basis of consolidation for capital adequacy

Consolidation for capital adequacy is based on consolidated financial statements of ICICI Bank and its subsidiaries in line with guidelines for consolidated accounting and other quantitative methods vide DBOD.No.BP. BC.72/21.04.018/2001-02 issued by Reserve Bank of India (RBI). The capital charge is computed as per RBI guidelines for implementation of the New Capital Adequacy Framework (Basel II) released in April 2007.

The entities considered for consolidation for capital adequacy include subsidiaries, associates and joint ventures of the Bank, which carry on activities of banking or financial nature as stated in the scope for preparing consolidated prudential reports laid down in RBI's Basel II guidelines. Entities engaged in insurance business and businesses not pertaining to financial services have been excluded from consolidation for capital adequacy. Investment above 30% in paid-up equity capital of financial entities which are not consolidated for capital adequacy (including insurance entities) and investments in other instruments eligible for regulatory capital status in those entities have been deducted to the extent of 50% from Tier-1 and 50% from Tier-2 capital.

The table below lists ICICI Bank's financial and non-financial subsidiaries/associates/joint ventures and other entities consolidated for accounting and their treatment in consolidated capital adequacy computations:

Sr. No.	Name of the entity	Nature of business & consolidation status
1	ICICI Securities Primary Dealership Limited	Securities investment, trading and underwriting – fully consolidated
2	ICICI Securities Limited	Securities broking & merchant banking – fully consolidated
3	ICICI Securities Inc.	Securities broking – fully consolidated
4	ICICI Securities Holdings Inc.	Holding company of ICICI Securities Inc. – fully consolidated
5	ICICI Venture Funds Management Company Limited	Private equity/venture capital fund management – fully consolidated
6	ICICI Home Finance Company Limited	Housing finance – fully consolidated
7	ICICI Trusteeship Services Limited	Trusteeship services – fully consolidated
8	ICICI Investment Management Company Limited	Asset management – fully consolidated
9	ICICI International Limited	Asset management – fully consolidated
10	ICICI Bank UK PLC	Banking – fully consolidated
11	ICICI Bank Canada	Banking – fully consolidated
12	ICICI Wealth Management Inc.	Wealth management – fully consolidated
13	ICICI Bank Eurasia Limited Liability Company	Banking – fully consolidated
14	ICICI Eco-net Internet and Technology Fund[1]	Venture capital fund – fully consolidated
15	ICICI Equity Fund[1]	Unregistered venture capital fund – fully consolidated
16	ICICI Emerging Sectors Fund[1]	Venture capital fund – fully consolidated
17	ICICI Strategic Investments Fund[1]	Unregistered venture capital fund – fully consolidated
18	ICICI Prudential Asset Management Company Limited	Asset management – fully consolidated
19	ICICI Prudential Trust Limited	Trusteeship services – fully consolidated

Sr. No.	Name of the entity	Nature of business & consolidation status
20	TCW/ICICI Investment Partners LLC	Asset management – proportionately consolidated
21	ICICI Prudential Life Insurance Company Limited	Life insurance – consolidated for financial reporting but not for capital adequacy and deducted from capital for capital adequacy
22	ICICI Lombard General Insurance Company Limited	General Insurance – consolidated for financial reporting but not for capital adequacy and deducted from capital for capital adequacy
23	ICICI Venture Value Fund	Unregistered venture capital fund – consolidated by equity method
24	ICICI Kinfra Limited[1]	Infrastructure development consultancy – consolidated for financial reporting but not for capital adequacy
25	ICICI West Bengal Infrastructure Development Corporation Limited[1]	Infrastructure development consultancy – consolidated for financial reporting but not for capital adequacy
26	Financial Information Network and Operations Limited	Service provider – consolidated by equity method for financial reporting but not consolidated for capital adequacy
27	I-Process Services (India) Private Limited	Service provider – consolidated by equity method for financial reporting but not consolidated for capital adequacy
28	I-Solutions Providers (India) Private Limited	Service provider – consolidated by equity method for financial reporting but not consolidated for capital adequacy
29	NIIT Institute of Finance, Banking and Insurance Training Limited	Education and training in banking and finance – consolidated by equity method for financial reporting but not consolidated for capital adequacy
30	Loyalty Solutions & Research Limited[1]	Customer relationship management, data mining and analytics and marketing services – consolidated for financial reporting but not for capital adequacy
31	Contests2win.com India Private Limited	Internet portal – consolidated by equity method for financial reporting but not consolidated for capital adequacy
32	Crossdomain Solutions Private Limited	Business process outsourcing services -– consolidated by equity method for financial reporting but not consolidated for capital adequacy
33	Transafe Services Limited	Logistic products manufacturer -– consolidated by equity method for financial reporting but not consolidated for capital adequacy
34	Prize Petroleum Company Limited	Oil exploration and production -– consolidated by equity method for financial reporting but not consolidated for capital adequacy
35	I-Ven Biotech Limited[1]	Research and development of biotechnology - consolidated for financial reporting but not for capital adequacy

1. Consolidating entities under Accounting Standard 21.

a. **Capital deficiencies**

Majority owned financial entities that are not consolidated for capital adequacy purposes and for which the investment in equity and other instruments eligible for regulatory capital status is deducted from capital, meet their respective regulatory capital requirements at all times. There is no deficiency in capital in any of the subsidiaries of the Bank as on March 31, 2009. ICICI Bank maintains an active oversight on all its subsidiaries through their respective Boards and regular updates to the Board of the Bank. On a periodic basis the capital adequacy position of subsidiaries (banking, non-banking & insurance subsidiaries), as per the applicable regulations, is reported to their respective Boards as well as to the Board of the Bank.

b. **Bank's interest in insurance entities**

The book value of the Bank's total interest in its insurance subsidiaries, which is deducted from capital for capital adequacy under Basel II is detailed in the table below.

Rupees in billion

Name of the entity	Country of incorporation	Ownership interest	Book value of investment
ICICI Prudential Life Insurance Company Limited	India	73.93%	35.90
ICICI Lombard General Insurance Company Limited	India	73.80%	10.96

The quantitative impact on regulatory capital of using risk weighted investments method versus using the deduction method is set out in the following table:

Rupees in billion

Method	Quantitative impact
Deduction method	46.86
Capital at 9% based on risk weighted assets	4.22

2. CAPITAL STRUCTURE

a. **Summary information on main terms and conditions/features of capital instruments**

As per the RBI capital adequacy norms, ICICI Bank's regulatory capital is classified into Tier-1 capital and Tier-2 capital.

Tier-1 capital includes paid-up equity capital, statutory reserves, other disclosed free reserves, capital reserves and innovative perpetual debt instruments (Tier-1 bonds) eligible for inclusion in Tier-1 capital that comply with requirement specified by RBI.

Tier-2 capital includes revaluation reserves (if any), general provision and loss reserve, upper Tier-2 instruments (upper Tier-2 bonds) and subordinate debt instruments (lower Tier-2 bonds) eligible for inclusion in Tier-2 capital.

ICICI Bank and its subsidiaries have issued debt instruments that form a part of Tier-1 and Tier-2 capital. The terms and conditions that are applicable for these instruments comply with the stipulated regulatory requirements and where required an independent legal opinion has been obtained for inclusion of these instruments in capital.

Tier-1 bonds are non-cumulative and perpetual in nature with a call option after 10 years. Interest on Tier-1 bonds is payable either annually or semi-annually. These Tier-1 bonds have a step-up clause on interest payment ranging up to 100 bps.

The upper Tier-2 bonds are cumulative and have an original maturity of 15 years with call option after 10 years. The interest on upper Tier-2 bonds is payable either annually or semi-annually. Some of the upper Tier-2 debt instruments have a step-up clause on interest payment ranging up to 100 bps.

The lower Tier-2 bonds (subordinated debt) are cumulative and have an original maturity between 5 to 15 years. The interest on lower Tier-2 capital instruments is payable quarterly, semi-annually or annually.

b. **Amount of Tier-1 capital (March 31, 2009)**

Rupees in billion

Tier-1 capital elements	Amount
Paid-up share capital/common stock[1]	12.80
Reserves[2]	487.93
Innovative Tier-1 capital instruments	30.17
Minority interest	0.35
Gross Tier-1 capital	**531.26**
Deductions:	
Investment in paid-up equity of financial subsidiaries/associates	23.43
Intangible assets other than goodwill[3]	37.35
Securitisation exposures including credit enhancements	15.60
Goodwill	0.74
Minority interest not eligible for inclusion in Tier-1 capital	0.04
Net Tier-1 capital	**454.10**

1. Includes preference shares permitted by RBI for inclusion in Tier-1 capital.
2. Includes statutory reserves, disclosed free reserves and capital reserves.
3. Includes losses and deferred tax assets and unamortized early retirement options.

c. **Amount of Tier-2 capital (March 31, 2009)**

Rupees in billion

Tier-2 capital elements	Amount
General provisions & loss reserves	16.91
Upper Tier-2 capital instruments	113.66
Lower Tier-2 capital instruments	101.40
Gross Tier-2 capital	**231.97**
Deductions :	
Investments in paid-up equity of financial subsidiaries/associates	23.43
Securitisation exposure including credit enhancement	15.60
Net Tier-2 capital	**192.94**

d. **Debt capital instruments eligible for inclusion in Tier-1 and Tier-2 capital**

Rupees in billion

	Tier-1	Upper Tier-2	Lower Tier-2
Total amount outstanding at March 31, 2009	30.17	113.66	126.80
Amount raised during current financial year	—	45.21	5.20
Amount eligible to be reckoned as capital funds	30.17	113.66	101.40

e. **Total eligible capital (March 31, 2009)**

Rupees in billion

	Amount
Eligible Tier-1 capital	454.10
Eligible Tier-2 capital	192.94
Total eligible capital	647.04

3. **CAPITAL ADEQUACY**

a. **Capital assessment**

The Bank is subject to the capital adequacy norms stipulated by the RBI guidelines on Basel II with effect from March 31, 2008. Prior to March 31, 2008, the Bank was subject to the capital adequacy norms as stipulated by the RBI guidelines on Basel I. The RBI guidelines on Basel II require the Bank to maintain a minimum ratio of total capital to risk weighted assets of 9.0%, with a minimum Tier-1 capital adequacy ratio of 6.0%. The total capital adequacy ratio of the Bank at a standalone level as at March 31, 2009 as per the RBI guidelines on Basel II is 15.53% with a Tier-1 capital adequacy ratio of 11.84%. The total capital adequacy ratio of the ICICI Group (consolidated) as at March 31, 2009 as per the RBI guidelines on Basel II is 14.73% with a Tier-1 capital adequacy ratio of 10.34%.

Under Pillar 1 of the RBI guidelines on Basel II, the Bank follows the standardised approach for credit and market risk and basic indicator approach (BIA) for operational risk. The Bank is in the process of setting up a framework for the adoption of the advanced approaches under Basel II for measuring credit, market and operational risks and aims to migrate to these approaches in line with the required approval and time schedule stipulated by RBI.

In view of its transitional arrangements to the Basel II framework, the RBI has prescribed a parallel run under which the Bank calculates capital adequacy under both Basel I and Basel II. Further at March 31, 2009, the Bank is required to maintain capital adequacy based on the higher of the minimum capital required under Basel II or at 90.0% of the minimum capital required under Basel I. The computation under Basel II guidelines results in a higher minimum capital requirement as compared to Basel I and hence as a result the capital adequacy as at March 31, 2009 has been maintained and reported by the Bank as per Basel II guidelines.

The Board of Directors of ICICI Bank maintains an active oversight over the Bank's capital adequacy levels. In line with the RBI guidelines, the Bank has a Board approved policy for internal capital adequacy assessment process (ICAAP) and the outcomes of the ICAAP are presented to the Board on an annual basis. The ICAAP encompasses the Bank's capital planning for current and future periods. The Bank determines its capital needs and the optimum level of capital taking into account the Bank's strategic focus, business plan, growth objectives and any other related factors including:

- Regulatory capital requirements as per the RBI guidelines on Basel II;
- Assessment of material risks;
- Perception of credit rating agencies, shareholders and investors;
- Future strategy with regard to investments or divestments in subsidiaries; and
- Evaluation of capital raising options in the form of equity and hybrid/debt capital instruments from domestic and overseas markets, as permitted by RBI from time-to-time.

The Bank also conducts stress tests and scenario analysis and factors the impact of the same in its capital planning process. The Bank formulates its internal capital level targets based on the ICAAP and endeavours to maintain its capital adequacy level in excess of the targeted levels at all times.

Thus, the Bank's capital assessment and planning for current and future periods reflects the Bank's capital needs, planned capital consumption, desired level of capital, limits related to capital, management actions/ contingency plan for dealing with divergences and unexpected events and assessment for external and internal sources of capital.

b. **Capital requirements for various risk areas (March 31, 2009)**

Rupees in billion

Risk area	Amount[1]
Credit risk	
Capital required	
– Portfolio subject to standardised approach	325.78
– Securitisation exposure	2.36
Market risk	
Capital required	
– for interest rate risk	41.38
– for foreign exchange (including gold) risk	1.06
– for equity position risk	3.69
Operational risk	
Capital required	21.14
Total capital requirement at 9%	**395.42**
Total capital funds of the Bank	**647.04**
Total risk weighted assets	**4,393.50**
Capital adequacy ratio	**14.73%**

1. Includes all entities considered for Basel II capital adequacy computation.

Capital adequacy ratio					
Capital ratios	**Consolidated[1]**	**ICICI Bank Ltd.[1]**	**ICICI Bank UK PLC[2]**	**ICICI Bank Canada[2]**	**ICICI Bank Eurasia LLC[2,3]**
Tier-1 capital ratio	10.34%	11.84%	12.06%	18.55%	N.A.
Total capital ratio	14.73%	15.53%	18.38%	19.89%	15.07%

1. Computed as per RBI guidelines on Basel II.
2. Computed as per capital adequacy framework guidelines issued by regulators of respective jurisdictions.
3. Total capital ratio is required to be reported in line with regulatory norms stipulated by Central Bank of Russia.

4. RISK MANAGEMENT FRAMEWORK

As a financial intermediary, the Bank is exposed to various types of risks including credit, market, liquidity, operational, legal, compliance and reputation risks. The objective of the risk management framework at the Bank is to ensure that various risks are understood, measured and monitored and that the policies and procedures established to address these risks are strictly adhered to.

The key principles underlying the risk management framework at the Bank are as follows:

1. The Board of Directors has oversight on all the risks assumed by the Bank. Specific Committees of the Board have been constituted to facilitate focused oversight of various risks. Risk Committee reviews risk management policies in relation to various risks including portfolio, liquidity, interest rate, investment policies and strategy, and regulatory and compliance issues in relation thereto. Credit Committee reviews developments in key industrial sectors and the Bank's exposure to these sectors as well as to large borrower accounts. Audit Committee provides direction to and also monitors the quality of the internal audit function. Asset Liability Management Committee is responsible for managing the balance sheet and reviewing the Bank's asset-liability position.
2. Policies approved from time to time by the Board of Directors/Committees of the Board form the governing framework for each type of risk. The business activities are undertaken within this policy framework.
3. Independent groups and sub-groups have been constituted across the Bank to facilitate independent evaluation, monitoring and reporting of various risks. These control groups function independently of the business groups/ sub-groups.

The risk management framework forms the basis of developing consistent risk principles across the Bank, overseas branches and overseas banking subsidiaries.

Material risks are identified, measured, monitored and reported to the Board of Directors/Board level committees/ Committee of Directors through the following:

a. **Key risk indicators**

Key risk indicators have been developed pertaining to various risks such as credit risk, interest rate risk, liquidity risk and foreign exchange risk, besides internal audit ratings. These indicators are presented at the end of every quarter.

b. **ICAAP/stress testing**

As part of ICAAP, the Bank has conducted stress tests under various historical and hypothetical scenarios and assessed the impact on its capital adequacy. The outcome of such exercise has been reported to RBI as at March 31, 2008.

Stress test is being conducted as per the ICAAP methodology approved by the Board on periodical basis for all the risks and reported to respective committees.

c. **Stress tolerance limits**

In line with stress testing results, risk tolerance limits have been formulated for various risks. The actual position against the limits is being periodically reported to respective committees.

d. **Analysis of irregularities**

Status of arrears/irregularities is being monitored by independent control group and is reported quarterly to Credit Committee.

e. **Reporting against prudential exposure norms**

Status of actual position against prudential exposure limits set by the Board/stipulated by RBI are reported periodically to respective committees

Measurement of risks for capital adequacy purposes

Under Pillar 1 of the RBI guidelines on Basel II, the Bank currently follows the standardised approach for credit and market risk and basic indicator approach (BIA) for operational risk. The Bank is in the process of setting up a framework for the adoption of the advanced approaches under Basel II and aims to migrate to these approaches in line with the required approval and time schedule stipulated by RBI.

5. CREDIT RISK

The Bank is exposed to credit risk in its lending operations. Credit risk is the risk of loss that may occur from the failure of any counterparty to abide by the terms and conditions of any financial contract with the Bank, principally the failure to make required payments as per the terms and conditions of the contracts.

Policies and processes

All credit risk related aspects are governed by credit and recovery policy (Credit Policy), approved by the Board of Directors. Credit Policy outlines the type of products that can be offered, customer categories, target customer profile, credit approval process and prudential exposure limits.

Structure and organisation of the credit risk management group

The Global Credit Risk Management Group (GCRMG) is responsible for rating of the credit portfolio, tracking changes in various industries and periodic reporting of portfolio-level changes. The GCRMG is segregated into sub-groups for Corporate, Small Enterprises and Rural Micro-banking and Agri-business Group (RMAG) and Retail businesses.

The overseas banking subsidiaries of the Bank have also established similar structures to ensure adequate risk management, factoring in the risks particular to the respective businesses and the regulatory and statutory guidelines. The risk heads of all overseas banking subsidiaries have a reporting relationship to the Head - Global Risk Management Group (GRMG), in addition to reporting to the Chief Executive Officer of the respective subsidiaries.

Credit risk assessment process

There is a structured and standardised credit approval process including a comprehensive credit risk assessment process, which encompasses analysis of relevant quantitative and qualitative information to ascertain credit rating of the borrower.

The credit rating process involves assessment of risk emanating from various sources such as industry risk, business risk, financial risk, management risk, project risk and structure risk. For all corporate and majority of small enterprises, a case-by-case rating is issued based on detailed analysis of the above factors.

In respect of retail advances, the Bank's credit officers evaluate credit proposals on the basis of the product policy approved by the Retail Credit Forum and the risk assessment criteria defined by the Global Retail Credit Risk Management Group.

Credit approval authorisation structure

The Board of Directors has delegated the authority to the Credit Committee consisting of a majority of independent Directors, the Committee of Directors consisting of whole time Directors, the Committee of Executives, the Regional Committee, Small Enterprise Group Forums and Agricultural Credit Forums, all consisting of designated executives and to individual executives in the case of program/policy based products, to approve financial assistance within certain individual and group exposure limits set by the Board of Directors. The authorization is based on the level of risk and the quantum of exposure, to ensure that the transactions with higher exposure and level of risk are put up to correspondingly higher forum/committee for approval.

In respect of retail loans, all product-level policies require the approval of the Retail Credit Forum, comprising of Executive Director and senior managers. These criteria vary across product segments but typically include factors such as the borrower's income, the loan-to-value ratio and demographic parameters. The individual credit proposals are evaluated and approved by executives on the basis of the product policies.

Credit risk monitoring process

For effective monitoring of credit facilities, a post-approval authorization structure has been laid down. For Corporate and Small Enterprises and RMAG, Credit Middle Office Group verifies adherence to the terms of the approval prior to commitment and disbursement of credit facilities.

For retail credit, the Bank has established centralised operations to manage operating risk in the various back office processes of the Bank's retail loan business except for a few operations, which are decentralized to improve turnaround time for customers. A fraud prevention and control group has been set up to manage fraud-related risks through fraud prevention and through recovery of fraud losses. The fraud control group evaluates various external agencies involved in the retail finance operations, including direct marketing associates, external verification associates and collection agencies.

The Bank has a collections unit structured along various product lines and geographical locations, to control delinquency levels. The collections unit operates under the guidelines of a standardised recovery process.

Reporting and measurement

Credit exposure for ICICI Bank is measured & monitored using a centralised exposure management system. The analysis of the composition of the portfolio is presented to the Risk Committee on a quarterly basis.

ICICI Bank complies with the norms on exposure stipulated by RBI for both single borrower as well as borrower group at the consolidated level. Limits have been set by the risk management group as a percentage of the Bank's consolidated capital funds and are regularly monitored. The utilisation against specified limits is reported to the Committee of Directors and Credit Committee on a periodic basis.

Credit concentration risk

Credit concentration risk arises mainly on account of concentration of exposures under various categories including industry, products, geography, underlying collateral nature and single/group borrower exposures.

Within the corporate portfolio, as a prudential measure in line with better risk management practice, the RBI has prescribed regulatory limits on banks' maximum exposure to single borrowers and group borrowers. In order to restrict the concentration risk arising out of longer tenure exposure within the prudential limits set by RBI, the Board of ICICI Bank has approved prescribed sub-limits for the maximum long tenor exposure to a particular borrower group.

Limits are stipulated in the credit policy to address concentration risk. Limits have been stipulated on single borrower, group, industry, longer tenure exposure to a group. Exposure of top 10 borrowers and borrower groups for the consolidated Bank are reported to the Committee of Directors on a quarterly basis.

Definition and classification of non-performing assets (NPA)

The Bank classifies its advances (loans and debentures in the nature of an advance) into performing and non-performing loans (NPL) in accordance with the extant RBI guidelines.

A NPA is defined as a loan or an advance where:

i) interest and/or installment of principal remain overdue for more than 90 days in respect of a term loan. Any amount due to the bank under any credit facility is 'overdue' if it is not paid on the due date fixed by the Bank;

ii) the account remains 'out of order' in respect of an overdraft/cash credit (OD/CC) facility continuously for 90 days. An account is treated as 'out of order' if:

    a) the outstanding balance remains continuously in excess of the sanctioned limit/drawing power, or
    b) where the outstanding balance in the principal operating account is less than the sanctioned limit/drawing power, but there are no credits continuously for 90 days as on the date of the balance sheet, or
    c) credits in the account are not enough to cover the interest debited during the accounting period.
    d) drawings have been permitted in the account for a continuous period of 90 days based on drawing power computed on the basis of stock statements that are more than three months old even though the unit may be working or the borrower's financial position is satisfactory
    e) the regular/ad hoc credit limits have not been reviewed/renewed within 180 days from the due date/date of ad hoc sanction.

iii) a bill purchased/discounted by the Bank remains overdue for a period of more than 90 days;

iv) interest and/or installment of principal in respect of an agricultural loan remains overdue for two crop seasons for short duration crops and one crop season for long duration crops.

Further, NPAs are classified into sub-standard, doubtful and loss assets based on the criteria stipulated by RBI. A sub-standard asset is one, which has remained NPA for a period less than or equal to 12 months. An asset is classified as doubtful if it has remained in the sub-standard category for more than 12 months. A loss asset is one where loss has been identified by the Bank or internal or external auditors or during RBI inspection but the amount has not been written off fully.

The loans of subsidiaries have been classified as non-performing in accordance with the guidelines prescribed by their respective regulators.

a. Total credit risk exposures (March 31, 2009)

Rupees in billion

Category	Credit exposure
Fund-based facilities	3,594.11
Non-fund based facilities	2,088.20
Total[1]	**5,682.31**

1. Includes all entities considered for Basel II capital adequacy computation.

Credit exposure includes exposure towards term loans, working capital facilities (i.e. funded facilities like cash credit, demand loan, temporary limits and non-funded facilities like letter of credit, acceptances, financial guarantee, performance guarantee), sell-down options, securitisation, derivatives, credit derivatives and investments that are held-to-maturity. Direct claims on domestic sovereign (to the extent of Rs. 536.09 billion) and investments covered under specific market risk have been excluded.

b. Geographic distribution of exposures (March 31, 2009)

Rupees in billion

	Fund-based	Non-fund based
Domestic	2,615.87	1,799.57
Overseas	978.24	288.63
Total[1]	**3,594.11**	**2,088.20**

1. Includes all entities considered for Basel II capital adequacy computation.

c. **Industry-wise distribution of exposures (March 31, 2009)**

Rupees in billion

Industry	Fund-based	Non-fund based
Retail finance[1]	1,477.12	50.57
Banks	28.93	406.36
Crude petroleum/refining & petrochemicals	195.49	221.25
Services - non finance	280.32	113.09
Electronics & engineering	71.73	273.34
Road, port, telecom, urban development & other infrastructure	143.20	178.16
Services - finance	233.10	62.69
Iron/steel & products	126.24	114.42
Power	88.68	102.09
Construction	39.90	103.11
Metal & products (excluding iron & steel)	37.59	95.54
Mutual funds	129.55	0.18
Chemical & fertilisers	74.70	54.81
Food & beverages	110.14	11.62
Wholesale/retail trade	34.55	46.69
Drugs & pharmaceuticals	46.94	28.68
Automobiles	38.30	28.11
Cement	29.36	30.83
Shipping	22.45	36.60
Gems & jewellery	38.41	19.58
Manufacturing products excluding metal	34.26	11.27
Textiles	28.47	13.56
FMCG	25.41	6.06
Mining	16.72	3.83
Venture capital funds	12.01	—
Other industries	230.55	75.77
Total[2]	**3,594.11**	**2,088.20**

1. Includes home loans, automobile loans, commercial business loans, two wheeler loans, personal loans, credit cards, dealer funding (Rs. 11.11 billion) and developer financing (Rs. 49.07 billion).
2. Includes all entities considered for Basel II capital adequacy computation.

d. **Residual contractual maturity break-down of assets (March 31, 2009)**

The maturity pattern of assets as on March 31, 2009 is detailed in the table below.

Rupees in billion

Maturity buckets	Cash & balance with monetary authority	Balances with banks & money at call and short notice	Investments	Advances	Fixed assets	Other assets	Total assets
1 to 14 days	63.55	137.12	155.35	92.73	0.14	65.36	514.25
15 to 28 days	10.80	7.67	58.72	28.12	0.01	33.54	138.85
29 days to 3 months	17.34	7.51	133.58	105.08	0.16	15.75	279.42
3 to 6 months	14.02	12.30	79.57	135.16	0.29	5.20	246.53
6 months to 1 year	17.23	4.92	103.82	258.43	2.84	7.41	394.64
1 to 3 years	40.60	1.90	334.89	993.96	0.62	14.68	1,386.68
3 to 5 years	2.22	—	56.78	572.66	0.20	5.27	637.12
Above 5 years	10.07	—	253.58	475.68	35.02	112.88	887.19
Total[1]	**175.83**	**171.42**	**1,176.28**	**2,661.80**	**39.27**	**260.08**	**4,484.69**

1. Consolidated figures for ICICI Bank Limited, ICICI Bank UK PLC, ICICI Bank Canada, ICICI Bank Eurasia LLC, ICICI Home Finance Company, ICICI Securities and its subsidiaries.

e. Amount of non-performing loans (NPL) (March 31, 2009)

Rupees in billion

NPL classification	Gross NPLs[1]	Net NPLs[2]
Sub-standard	62.94	39.80
Doubtful	30.39	6.89
- Doubtful 1 [3]	18.45	4.62
- Doubtful 2 [3]	5.02	2.27
- Doubtful 3 [3]	6.92	—
Loss	5.05	—
Total [4, 5]	**98.38**	**46.69**
NPL Ratio	**3.62%**	**1.75%**

1. Gross NPL ratio is computed as a ratio of Gross NPLs to Gross Advances.
2. Net NPL ratio is computed as a ratio of Net NPLs to Net Advances.
3. Loans classified as NPL for 456-820 days are classified as Doubtful 1, 820-1,550 days as Doubtful 2 and above 1,550 days as Doubtful 3.
4. Includes advances portfolio of ICICI Bank Limited, banking subsidiaries and ICICI Home Finance Company.
5. Identification of loans as non-performing is in line with the guidelines issued by regulators of respective entities.

f. Movement of NPL

Rupees in billion

	Gross	Net
Opening balance as on April 1, 2008	76.42	35.20
Additions during the year[1,2]	51.93	20.69
Reductions during the year	(29.97)	(9.20)
Closing balance as on March 31, 2009	**98.38**	**46.69**

1. The difference between the opening and closing balance (other than accounts written off during the year) of NPLs in retail loans is included in additions during the year.
2. Includes advances portfolio of ICICI Bank Limited, banking subsidiaries and ICICI Home Finance Company.

g. Movement of provisions for NPL

Rupees in billion

	Amount
Opening balance as on April 1, 2008	39.76
Provisions made during the year[1]	36.04
Write-off	(23.22)
Write-back of excess provisions	(0.89)
Closing balance as on March 31, 2009[2]	**51.69**

1. The difference between the opening and closing balances (adjusted for write-off and sale of NPAs during the year) of provisions for retail loans is included in provisions made during the year.
2. Includes provision on advances portfolio of ICICI Bank Limited, banking subsidiaries and ICICI Home Finance Company.

h. Amount of non-performing investments (NPI) in securities, other than government and other approved securities

Rupees in billion

	Amount[1]
Gross NPI as on March 31, 2009	11.82
Total provisions held on NPI	8.78
Net NPI as on March 31, 2009	**3.04**

1. Consolidated figures for ICICI Bank Limited, banking subsidiaries and ICICI Home Finance Company.

i. Movement of provisions for depreciation on investments[1]

Rupees in billion

	Amount
Opening balance as on April 1, 2008	16.24
Provisions made during the year	33.97
(Write-off)/(write-back) of excess provisions during the year	(7.78)
Closing balance as on March 31, 2009[2,3]	**42.43**

1. After considering movement in appreciation on investments.
2. Includes all entities considered for Basel II capital adequacy computation.
3. During the year certain investments were reclassified from AFS category to 'loans and receivables' category in ICICI Bank UK PLC, in accordance with ammendments made to the applicable accounting standards in October 2008. Had this reclassification not been done, additional provisions on investments amounting to US$ 10.5 million would have been done.

6. CREDIT RISK: PORTFOLIOS SUBJECT TO THE STANDARDISED APPROACH

a. External ratings

The RBI guidelines on Basel II require banks to use ratings assigned by specified External Credit Assessment Institutions (ECAIs) namely CRISIL, CARE, ICRA & Fitch (India) for domestic counterparties and Standard & Poors, Moodys and Fitch for foreign counterparties.

ICICI Bank uses an internal ratings mechanism for rating its clients, which is validated at regular intervals with the assistance of ECAIs like CRISIL to ensure the model is in line with market participants. However, the Bank uses external ratings for the purposes of computing capital adequacy as per the RBI guidelines on Basel II.

The prevalence of entity level credit ratings in the Indian market is limited and the instrument/facility-specific credit rating of corporates is more commonly used. Hence, while arriving at risk-weighted assets for credit risk under the standardised approach, facility-specific credit ratings of the corporates have been used to determine the ratings of the counterparty using the conditions specified in the RBI guidelines on Basel II.

As per the RBI guidelines on Basel II, the external rating of the facilities of the counterparty is contingent upon the ratings of the instrument rated by the credit rating agency for the counterparty as at the period of capital adequacy computation. The RBI guidelines outlines specific conditions for facilities that have multiple ratings. In this context, the lower rating, where there are two ratings and the second-lowest rating where there are three or more ratings, are used for a given facility. The mapping of external ratings to Bank's facility has been undertaken on a case by case basis, using Bank's exposure as at March 31, 2009. In line with the RBI guidelines, an unrated short term claim on a counterparty is assigned a risk weight of at least one level higher than the risk weight applicable to the rated short term claim on that counterparty. Ratings for mutual fund schemes, corporate bonds and securitisation tranches have also been obtained from the ratings mapping provided by the rating agencies.

b. Credit exposures by risk weights

The table below discloses the amount of credit exposures in three major risk buckets as at March 31, 2009

Rupees in billion

Exposure category	Amount outstanding[1]
Less than 100% risk weight	1,758.84
100% risk weight	3,189.22
More than 100% risk weight	706.73
Deductions	27.51
Total[2]	**5,682.31**

1. Includes credit exposures and excludes direct claims on sovereign and investments covered under specific market risk.
2. Includes all entities considered for Basel II capital adequacy computation.

7. CREDIT RISK MITIGATION

a. Credit risk mitigation policy

The Bank defines collateral as the assets or rights provided to the Bank by the borrower or a third party in order to secure a credit facility. The Bank would have the rights of secured creditor in respect of the assets/ contracts offered as security for the obligations of the borrower/obligor.

Collateral valuation and management

As stipulated by the RBI guidelines, the Bank uses the comprehensive approach for collateral valuation. Under this approach, the Bank reduces its credit exposure to a counterparty when calculating its capital requirements to the extent of risk mitigation provided by the eligible collateral as specified in the Basel II guidelines.

The Bank adjusts the value of any collateral received to adjust for possible future fluctuations in the value of the collateral in line with the requirements specified by RBI guidelines. These adjustments, also referred to as 'haircuts', to produce volatility-adjusted amounts for collateral, are reduced from the exposure to compute the capital charge based on the applicable risk weights.

Types of collateral taken by the Bank

ICICI Bank determines the appropriate collateral for each facility based on the type of product and counterparty. In case of corporate and small and medium enterprises financing, fixed assets are generally taken as security for long tenor loans and current assets for working capital finance. For project finance, security of the assets of the borrower and assignment of the underlying project contracts is generally taken. In addition, in some cases, additional security such as pledge of shares, cash collateral, charge on receivables with an escrow arrangement and guarantees is also taken.

For retail products, the security to be taken is defined in the product policy for the respective products. Housing loans and automobile loans are secured by the security of the property/automobile being financed. The valuation of the properties is carried out by an approved valuation agency at the time of sanctioning the loan.

The Bank also offers products which are primarily based on collateral such as shares, specified securities, warehoused commodities and gold jewellery. These products are offered in line with the approved product policies which include types of collateral, valuation and margining.

The Bank extends unsecured facilities to higher rated clients and for certain products such as derivatives, credit cards and personal loans. The limits structure with respect to unsecured facilities has been approved by the Board of Directors.

The decision on the type and quantum of collateral for each transaction is taken by the credit approving authority as per the credit approval authorisation approved by the Board of Directors. For facilities provided as per approved product policies (retail products, loan against shares etc.), collateral is taken in line with the policy.

The RBI guidelines on Basel II allow specified types of collateral to be eligible for obtaining capital relief. In line with the RBI guidelines, the Bank has framed a policy on collateral management and credit risk mitigation. The Bank reckons the permitted collateral for capital relief when the collateral fulfill the conditions stipulated for eligibility by RBI in its guidelines on Basel II.

The processes for capital computation and credit risk mitigation based on Basel II guidelines are consistent across subsidiaries of the Bank.

Concentrations within credit risk mitigation

The RBI guidelines in addition to its stipulated pre-conditions for collateral eligibility require that there should not be a material positive correlation between the credit quality of the counterparty and the value of the collateral being considered. GCRMG conducts the assessment to identify any material positive correlation. Based on the assessment the collateral is included or excluded as an eligible credit risk mitigant. Currently, the Bank does not have any concentration risk within credit risk mitigation.

b. Portfolio covered by eligible financial collateral

The RBI guidelines allow specified types of financial collateral subject to fulfillment of certain conditions, to be eligible for providing capital relief. This includes cash (deposited with the Bank), gold (including bullion and jewellery, subject to collateralized jewellery being benchmarked to 99.99% purity), securities issued by Central and State Governments, Kisan Vikas Patra, National Savings Certificates, life insurance policies with a declared surrender value issued by an insurance company which is regulated by the insurance sector regulator, certain debt securities rated by a recognized credit rating agency, mutual fund units where daily Net Asset Value (NAV) is available in public domain and the mutual fund is limited to investing in the instruments listed above. The Bank reckons the permitted financial collateral for capital relief when the financial collateral fulfill the conditions stipulated for eligibility by RBI in its guidelines on Basel II.

The table below details the total exposure that is covered by eligible financial collateral as at March 31, 2009.

Rupees in billion

Exposures covered by eligible financial collateral	Amount[1]
Exposure before considering eligible financial collateral	208.31
Exposure after considering eligible financial collateral	162.80

1. Includes all entities considered for Basel II capital adequacy computation.

8. SECURITISATION

a. Securitisation objectives and policies

Objectives

The Bank's primary objective of securitization activities is to increase the efficiency of capital and enhance the return on capital employed by diversifying sources of funding.

Roles played by the Bank

In securitization transactions backed by assets either originated by the Bank or third parties, the Bank plays the following major roles:

- **Underwriter**: allowing un-subscribed portions of securitized debt issuances, if any to devolve on the Bank, with the intent of selling at a later stage.
- **Investor/trader/market-maker**: acquiring investment grade securitized debt instruments backed by financial assets originated by third parties for purposes of investment/trading/market-making with the aim of developing an active secondary market in securitized debt.
- **Structurer**: structuring appropriately in a form and manner suitably tailored to meet investor requirements while being compliant with extant regulations.
- **Provider of liquidity facilities**: addressing temporary mismatches on account of the timing differences between the receipt of cash flows from the underlying performing assets and the fulfillment of obligations to the beneficiaries.
- **Provider of credit enhancement facilities**: addressing delinquencies associated with the underlying assets, i.e. bridging the gaps arising out of credit considerations between cash flows received/collected from the underlying assets and the fulfillment of repayment obligations to the beneficiaries.
- **Provider of collection and processing services**: collecting and/or managing receivables from underlying obligors, contribution from the investors to securitisation transactions, making payments to counterparties/appropriate beneficiaries, reporting the collection efficiency and other performance parameters and providing other services relating to collections and payments as may be required for the purpose of the transactions.

b. Summary of the Bank's accounting policies for securitisation activities

The Bank transfers commercial and consumer loans through securitisation transactions. The transferred loans are de-recognised and gains/losses are accounted for only if the Bank surrenders the rights to benefits specified in the loan contracts. Recourse and servicing obligations are accounted for net of provisions.

In accordance with the RBI guidelines, with effect from February 1, 2006, the Bank accounts for any loss arising from securitisation immediately at the time of sale and the profit/premium arising from securitisation is amortised over the life of the securities issued or to be issued by the special purpose vehicle to which the assets are sold. In the case of loans sold to an asset reconstruction company, the gain, if any, is ignored.

Key assumptions in measuring the fair value of retained interests at the date of sale or securitisation during the year ended March 31, 2009 and also for subsequent measurement of retained interests as on March 31, 2009 are given in the table below.

	Auto loans	Personal loans	Two wheeler loans	Mortgage loans
Discount rate	7.0% to 15.8%	7.0% to 25.6%	7.0% to 18.8%	7.0% to 10.2%
Constant prepayment rate (per annum)	15.0%	42.0%	12.0%	10.0%
Anticipated net credit losses (per annum)[1]	0.4% to 1.4%	3.2% to 10.0%	1.1%	0% to 1.0%

1. Applicable for single product pools.

c. Rating of securitisation exposures

Ratings obtained from ECAIs are used for rating securisation exposures. Presently, the type of securitisation exposures, for which these ratings are used, are:

- Securitized debt instruments/pass through certificates (PTCs);
- Second loss credit enhancement facility ; and
- Liquidity facility.

d. Break-up of total outstanding exposures securitised by exposure type (March 31, 2009)

Rupees in billion

Exposure type	Amount[1,2]
Vehicle/equipment loans	69.05
Home & home equity loans	29.77
Personal loans	24.06
Corporate loans	
a. Deals originated in current year where the Bank does not have any retained exposure	4.75
b. Deals originated in current year where the Bank has retained exposure	—
c. Deals originated prior to current year where the Bank does not have any retained exposure	6.20
Total	**133.83**

1. The amounts represent the outstanding principal as on March 31, 2009 for securitisation deals.
2. Includes direct assignments.

e. (i) Amount of impaired/past due assets securitized

The Bank has not securitized any impaired/past due assets.

e. (ii) Break-up of securitisation losses (net) by exposure type

Rupees in billion

Exposure type	Fiscal 2009
Vehicle/equipment loans	1.35
Home & home equity loans	—
Personal loans	0.67
Corporate loans	—
Mixed asset pool	1.19
Total[1]	**3.21**

1. Includes direct assignments.

f. **Break-up of aggregate amount of securitisation exposures retained or purchased by exposure type[1]**

Rupees in billion

Exposure type	March 31, 2009
Vehicle/equipment loans	35.41
Home & home equity loans	50.93
Personal loans	24.94
Corporate loans	4.15
Mixed asset pool	33.54
Total[2,3]	**148.97**

1. Securitisation exposures, include, but are not restricted to, securities, liquidity facilities, other commitments and credit enhancements such as interest only strips, cash collateral accounts and other subordinated assets.
2. Includes direct assignments.
3. Net of provisions.

g. (i) **Risk weight bands break-up of aggregate amount of securitisation exposures retained or purchased**

Rupees in billion

Risk weight bands	March 31, 2009
Less than 100%	68.60
100%	48.61
More than 100%	0.56
Total[1]	**117.77**

1. Includes direct assignments.

g. (ii) **Break-up of securitisation exposures deducted from capital by exposure type**

Rupees in billion

Exposure type	Exposures deducted entirely from Tier-1 capital[1,4]	Credit enhancement (interest only) deducted from total capital[2,4]	Other exposures deducted from total capital [3,4]
Vehicle/equipment loans	—	1.55	7.96
Home & home equity loans	—	0.07	2.09
Personal loans	—	2.39	7.32
Corporate loans	—	—	—
Mixed assets	—	0.42	9.39
Total	**—**	**4.43**	**26.76**

1. This includes gain on sale of assets.
2. Includes subordinate contribution amount deducted from capital.
3. Includes credit enhancements and capital deducted on PTCs originated by ICICI Bank as well as devolved PTCs & PTCs purchased in case of third party originated securitisation transactions.
4. Includes direct assignments.

h. (i) **Total number and book value of loan assets securitised – by type of underlying assets**

Rupees in billion, except number of loans securitised

Underlying asset type	Fiscal 2008		Fiscal 2009[1]	
	Total number of loan assets securitized	Total book value of loan assets securitised	Total number of loan assets securitized	Total book value of loan assets securitized
Vehicle/equipment loans	585,779	83.34	—	—
Home & home equity loans	—	—	7,050	3.83
Personal loans	564,147	54.21	—	—
Corporate loans	5	3.30	3	4.75
Total	**1,149,931**	**140.85**	**7,053**	**8.58**

1. Includes direct assignments.

h. (ii) **Summary of securitisation activity**

Rupees in billion

	Fiscal 2008	Fiscal 2009[1]
Sale consideration received for the securitised assets	142.47	8.62
Net gain/(loss) on account of securitisation[2]	0.17	(3.21)

1. Includes direct assignments.
2. Represents loss booked upfront, gain/(loss) on deal closures, gain amortised during the period & expenses relating to utilisation of credit enhancement.

h. (iii) **Summary of form and quantum of services provided**

Rupees in billion

	March 31, 2008	March 31, 2009[1]
Outstanding credit enhancement	44.86	40.92
– Funded	15.70	13.19
– Non-funded	29.16	27.73
Outstanding liquidity facility	7.74	6.85
Net outstanding servicing asset/(liability)	1.36	0.75
Outstanding subordinate contributions	11.80	9.15

1. Includes direct assignments.

9. MARKET RISK IN TRADING BOOK

a. Market risk management policy

Risk management policies

Market risk is the possibility of loss arising from changes in the value of a financial instrument as a result of changes in market variables such as interest rates, exchange rates, credit spreads and other asset prices. The market risk for the Bank and each of its banking subsidiaries is managed in accordance with the investment policies, which are approved by the respective Boards. These policies ensure that operations in securities, foreign exchange and derivatives are conducted in accordance with sound and acceptable business practices and are as per the extant regulatory guidelines, laws governing transactions in financial securities and the financial environment. The policies are reviewed periodically to incorporate therein, changed business requirements, economic environment and revised policy guidelines.

Risk management objectives

The Bank manages its market risk with the broad objectives of:

1. Optimizing interest rate & liquidity risk in the banking book to achieve desired duration of equity.
2. Management of interest rate risk and currency risk of the investment portfolio.
3. Proper classification, valuation and accounting of investment portfolio.
4. Adequate and proper reporting of investments and derivative products.
5. Compliance with regulatory requirements.
6. Effective control over the operation and execution of market related transactions.

Structure and organisation of the market risk management function

The Board approved committees review and approve the policies for the management of market risk. These committees lay down the policies for the market risk and the interest rate risk/liquidity risk on the balance sheet within the broad guidelines approved by the Board.

The market risk management group, which is an independent function, reports to head of GRMG. The market risk management group within GRMG exercises independent control over the process of market risk management and recommends changes in processes and methodologies for measuring market risk.

To comply with the home and host country regulatory guidelines and to have independent control groups there is clear functional separation of:

- Trading i.e. front Office,
- Monitoring & control i.e. middle office and
- Settlements.

Strategies and processes

Internal control system

Treasury operations warrant elaborate control procedures. Keeping this in view, the following guidelines are followed for effective control of the treasury operations:

1. Delegation

   Suitable delegation of administrative powers has been put in place for treasury operations. All investment decisions are vested in the sub-committees of the Board. However, keeping in view the size of the investment portfolio and the variety of securities that the Bank has been dealing in, authority for investment decisions has been delegated to various dealers depending on exigencies of business.

   Treasury Middle Office Group (TMOG) is responsible for an independent check of the transactions entered into by the front office. It also monitors the various limits, which have been laid down in the Investment Policy.

2. System controls

   The systems facilitate straight through processing of deals and have adequate data integrity controls. The deal slips generated from the systems contain names of the dealers along with other relevant deal details. These are used for audit and control purpose.

3. Exception handling processes

   The Investment Policy sets out deal-size limits for various products. Various coherence checks have been inserted in the system for ensuring that the appropriate deal size limits are enforced to minimize exceptions.

The scope and nature of risk reporting and/or measurement systems

Reporting

The Bank periodically reports on the various investments and their related risk measures to the senior management and the committees of the Board. The Bank also periodically reports to its various regulators in compliance with regulatory requirements.

Measurement

The Bank along with its subsidiaries has devised various risk metrics for different products and investments in line with global best practices. These risk metrics are measured and reported to the senior management independently by TMOG. Some of the risk metrics adopted by the Bank for monitoring its risks are Value-at-Risk, Duration of Equity (DoE), Modified Duration/PV01, Stop Loss amongst others. Based on the risk appetite of the Bank, limits are placed on the risk metrics which is monitored on a periodic basis.

Hedging & mitigation

Limits on positions that can be maintained are laid out in the relevant policies. All business groups are required to operate within these limits.

Hedge transactions for banking book transactions are periodically assessed for hedge effectiveness as per home and host country financial guidelines.

b. Capital requirements for market risk (March 31, 2009)

Rupees in billion

Risk category	Amount[1]
Capital required	
– for interest rate risk	41.38
– for foreign exchange (including gold) risk	1.06
– for equity position risk	3.69

1. Includes all entities considered for Basel II capital adequacy computation.

10. OPERATIONAL RISK

a. Operational risk management framework

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people or systems, or from external events. Operational risk includes legal risk but excludes strategic and reputational risk. Operational risk is inherent in the Bank's business activities in both domestic as well as overseas operations and, like other risk types, is managed through an overall framework with checks and balances.

Objectives

The objective of the Bank's operational risk management is to manage and control operational risks in the manner specified in the Operational Risk Management Policy (the Policy). The Policy aims at the following:

- Clear ownership and accountability for management and mitigation of operational risk;
- Help business and operations to improve internal controls, reduce likelihood of occurrence of operational risk incidents and minimize potential impact of losses ;
- Minimize losses and customer dissatisfaction due to failure in processes; and
- Develop comprehensive operational risk loss database for effective mitigation.

Operational risk management governance & framework

The Bank's operational risk management governance and framework risk is defined in the Policy. While the Policy provides a broad framework, detailed standard operating procedures for operational risk management processes are established. For the purpose of robust quality of operational risk management across the Bank, the operational risk management processes of the Bank have been ISO 9001 certified.

The Policy specifies the composition, roles and responsibilities of Operational Risk Management Committee (ORMC). In line with the RBI guidelines, an independent Operational Risk Management Group (ORMG) was set up in 2006. The key elements in the operational risk management framework include:

- Identification and assessment of operational risks and controls;
- New products and processes approval framework;
- Measurement through incident and exposure reporting;
- Monitoring through key risk indicators; and
- Mitigation through process & controls enhancement and insurance.

Identification and assessment

Operational risks and controls across the Bank are documented and updated regularly. ORMG facilitates the business and operation groups for carrying out self assessment on a periodic basis. Risk mitigation plans are monitored to ensure timely mitigation of risks. Internal controls are tested by Internal Audit and the teams administering compliance of Sarbanes Oxley Act in the Bank. The testing results are incorporated in the operational risk assessment. The new product and process approval framework facilitates detailed review of risks in the products/processes prior to the launch.

Measurement, monitoring, mitigation and reporting

Transactions resulting in operational losses are recorded in a separate operational risk account and are regularly reported. The Bank has initiated steps to measure bank-wide operational value-at-risk that would facilitate migration to the Advanced Measurement Approach. Root cause analysis is carried out for the significant operational risk incidents reported and corrective actions are incorporated back into respective processes.

Operational risk exposures and risk mitigation plans are monitored by ORMC. Operational risk management status is updated to the Board on a half-yearly basis. Bank-wide operational risk profile is monitored by the Board on a periodic basis. Operational risk profiles are presented to the business and operations management on a periodic basis.

For facilitating comprehensive operational risk management, the Bank is in the process of implementing operational risk management application software during the year ending March 31, 2010.

Operational risk management in international locations

ORMG is responsible for design, development and continuous enhancement of the operational risk management framework across the Bank including overseas banking subsidiaries and overseas branches. While the common framework is adopted, suitable modifications in the processes are carried out depending upon the requirements of the local regulatory guidelines, if any.

b. Capital requirement for operational risk (March 31, 2009)

As per the mandate from RBI, the Bank had adopted Basic Indicator Approach for computing capital charge for operational risk. Based on the timelines given by RBI for adopting advanced approaches, the Bank has taken up quantitative and qualitative steps to migrate to advanced approaches.

Rupees in billion

	Amount[1]
Capital required for operational risk as per Basic Indicator Approach	21.14

1. Includes all entities considered for Basel II capital adequacy computation.

11. INTEREST RATE RISK IN THE BANKING BOOK (IRRBB)

a. Risk Management Framework for IRRBB

Interest rate risk is the risk of potential variability in earnings and capital value resulting from changes in market interest rates. Interest rate risk in the banking book refers to the risk associated with interest rate sensitive instruments that are not held in the trading book of the Bank. The Bank holds assets, liabilities and off balance sheet items across various markets with different maturity or re-pricing dates and linked to different benchmark rates, thus creating exposure to unexpected changes in the level of interest rates in such markets.

Organizational set-up

Asset Liability Management Committee (ALCO) is a Committee of the Board of Directors with responsibility of management of the balance sheet of the Bank with a view to manage the market risk exposure assumed by the Bank within the risk parameters laid down by the Board of Directors/Risk Committee. Structural Rate Risk Management Group (SRRMG) manages the risk in domestic operations whereas the Asset Liability Management (ALM) groups in overseas branches are responsible for the risk at their respective branches, under direction of the Bank's ALM team for overseas branches. The Board of Directors/Risk Committee/ALCO have oversight on the functioning of the other entities in the group, including with respect to management of IRRBB. The treasuries at these entities manage the IRRBB within the parameters approved by respective Boards.

The ALM Policy of the Bank contains the prudential limits on liquidity and interest rate risk, as prescribed by the Board of Directors/Risk Committee/ALCO. Any amendments to the ALM Policy can be proposed by business group(s), in consultation with the market risk and compliance teams and are subject to approval from Board of Directors/Risk Committee/ALCO, as per the authority defined in the Policy. The amendments so approved by ALCO are presented to the Board of Directors/Risk Committee for information.

TMOG is responsible for preparing the various reports to monitor the adherence to the prudential limits as per the ALM Policy. These limits are monitored on a regular basis at various levels of periodicity. Breaches, if any, are duly reported to Board of Directors/Risk Committee/ALCO, as may be required under the framework defined for approvals/ratification. Whenever the indicators point to an adverse impact on account of IRRBB, ALCO suggests necessary corrective actions and re-alignment measures in order to mitigate the risk.

Each of the other entities in the Group, wherever applicable, also have organizational set ups and policies that address the risks defined above.

Risk measurement and reporting framework

The Bank proactively manages impact of IRRBB as a part of its ALM activities. ALM policy defines the different types of interest rates risks that are to be monitored, measured and controlled. ALCO decides strategies for managing IRRBB at the desired level. Further, ALCO periodically gives direction for management of interest rate risk on the basis of its expectations of future interest rates. Based on the guidance, SRRMG and ALM groups (in overseas branches) manage the IRRBB with the help of various tools viz. gap analysis, earnings at risk (EaR), duration of equity (DoE), stress testing for basis risk etc. These tools are detailed hereunder:

- **Gap analysis:** The interest rate gap or mismatch risk is measured by calculating gaps over different time intervals as at a given date. This static analysis measures mismatches between rate sensitive liabilities (RSL) and rate sensitive assets (RSA) (including off-balance sheet positions and trading positions). The report is prepared fortnightly by grouping rate sensitive liabilities, assets and off-balance sheet positions into time buckets according to residual maturity or next re-pricing period, whichever is earlier. The difference between RSA and RSL for each time bucket signifies the gap in that time bucket. The direction of the gap indicates whether net interest income is positively or negatively impacted by a change in interest rates and the magnitude of the gap approximates the change in net interest income for any given interest rate shift. There are bucket-wise limits that are linked to networth of the Bank.
- **EaR**: From an EaR perspective, the gap reports indicate whether the Bank is in a position to benefit from rising interest rates by having a positive gap (RSA > RSL) or whether it is in a position to benefit from declining interest rates by a negative gap (RSL > RSA). The Bank monitors the EaR of NII to a 100 basis points adverse change in the level of interest rates. The magnitude of the impact as a percentage of the NII gives a fair measure of the earnings risk that the Bank is exposed to.
- **Stress test for basis risk**: The assets and liabilities on the balance sheet are priced based on multiple benchmarks and when interest rates fluctuate, all these various yield curves may not necessarily move in tandem exposing the balance sheet to basis risk. Therefore, over and above the EaR, the Bank measures the impact of different movement in interest rates across benchmark curves. Various scenarios of interest rate movements (across various benchmark yield curves) are identified and the worst-case impact is measured as a percentage of the aggregate of Tier-1 and Tier-2 capital. These scenarios take into account the magnitude as well as the timing of various interest rate movements (across curves).
- **DoE**: Change in the interest rates also have a long-term impact on the market value of equity of the Bank, as the economic value of the Bank's assets, liabilities and off-balance sheet positions get affected. Duration is a measure of interest rate sensitivity of assets, liabilities and also equity. It may be defined as the percentage change in the market value of an asset or liability (or equity) for a given change in interest rates. Thus DoE is a measure of by how much the market value of equity of a firm would change for the identified change in the interest rates. The Bank uses DoE as a part of framework to manage IRRBB for its domestic and overseas operations and has devised limits for the above risk metrics in order to monitor and manage IRRBB. The utilization against these limits is computed for appropriate interest rate movements and monitored periodically.

Most of the other entities in the Group, wherever applicable, also monitor IRRBB through similar tools and limit framework.

Marked-to-market (MTM) on the trading book

In addition to the above, the price risk of the trading book is monitored through a framework of daily and cumulative trigger limits. The trading book includes securities held for SLR purposes, all fixed income securities in available for sale (AFS) and held for trading (HFT) book, interest rate swaps, and any other derivatives, which have to be marked to market. The management of price risk of the trading book is detailed in the investment policy. MTM on trading book of other entities in the Group is also monitored as described above.

Hedging policy

Depending on the underlying asset or liabilities and prevailing market conditions, the Bank enters into hedge transactions for the banking book. The Bank has a policy for undertaking hedge transactions. These hedges are periodically assessed for hedge effectiveness as per the applicable financial guidelines.

b. Level of interest rate risk

The following table sets forth, using the balance sheet as at March 31, 2009 as the base, one possible prediction of the impact of changes in interest rates on net interest income for the year ending March 31, 2009, assuming a parallel shift in the yield curve:

Currency	Change in interest rates (in basis points)			
	(100)	(50)	50	100
	Impact on NII (Rupees in million)			
INR	(83.9)	(42.0)	42.0	83.9
US$	(647.6)	(323.8)	323.8	647.6
JPY	121.1	60.6	(60.6)	(121.1)
GBP	(534.6)	(267.3)	267.3	534.6
EURO	118.8	59.4	(59.4)	(118.8)
CHF	17.5	8.8	(8.8)	(17.5)
CAD	(490.2)	(245.1)	245.1	490.2
Others	92.9	46.4	(46.4)	(92.9)
Total[1]	**(1,406.0)**	**(703.0)**	**703.0**	**1,406.0**

1. Consolidated figures for ICICI Bank Limited, ICICI Bank UK PLC, ICICI Bank Canada, ICICI Bank Eurasia LLC, ICICI Home Finance Company, ICICI Securities and its subsidiaries.

As on March 31, 2009, impact on economic value of equity is as follows:

Currency	Change in interest rates (in basis points)			
	(100)	(50)	50	100
	Impact on Economic Value[1,2] (Rupees in million)			
INR	29,704.0	14,852.0	(14,852.0)	(29,704.0)
US$	1,119.9	560.0	(560.0)	(1,119.9)
JPY	664.6	332.3	(332.3)	(664.6)
GBP	(601.8)	(300.9)	300.9	601.8
EURO	(361.4)	(180.7)	180.7	361.4
CHF	22.3	11.2	(11.2)	(22.3)
CAD	(964.1)	(482.1)	482.1	964.1
Others	175.7	87.9	(87.9)	(175.7)
Total[3]	**29,759.3**	**14,879.7**	**(14,879.7)**	**(29,759.3)**

1. The economic value has been computed assuming parallel shifts in the yield curves across all currencies.
2. For INR, coupon and yield of 7% across all time buckets have been assumed. For other currencies, coupon and yield of currency wise Libor/swap rates have been assumed across all time buckets that are closest to the mid point of the time buckets.
3. Consolidated figures for ICICI Bank Limited, ICICI Bank UK PLC, ICICI Bank Canada, ICICI Bank Eurasia LLC, ICICI Home Finance Company, ICICI Securities and its subsidiaries.

Global Reach

ICICI Bank's global network spans 19 countries.

Graphical Representation. Not to scale.