

14 August 2017

**ICICI Bank Limited  
(acting through its Dubai Branch)**

**Issue of US\$50,000,000 4.00% Notes due 2026 (the "Notes")**

**(to be consolidated and form a single series with the US\$700,000,000 4.00% Notes due 2026 issued on March 18, 2016 (the "Tranche 1 Notes") and the US\$50,000,000 4.00% Notes due 2026 issued on July 13, 2017 (the "Tranche 2 Notes") (together, the "Original Notes"))**

**under the US\$7,500,000,000  
Global Medium Term Note Programme**

This document constitutes the Pricing Supplement relating to the issue of Notes described herein.

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Offering Circular dated March 10, 2016. This Pricing Supplement contains the final terms of the Notes and must be read in conjunction with such Offering Circular.

- |   |  |   |
|---|--|---|
| 1 | Issuer:  | ICICI Bank Limited, acting through its Dubai Branch   |
| 2 | (a) Series Number:   | 42  |
|   | (b) Tranche Number:  | 3 (to be consolidated and to form a single series with the USD 750,000,000 4% Fixed Rate Note due 2026 after 40 days (26 September 2017)) |
|   | (c) Re-opening   | Yes   |
|   | (d) Date on which Notes will be Consolidated and form a single series                        | September 27, 2017 (the first business day after the applicable distribution compliance period ends 40 days after the Issue Date).        |
| 3 | (a) Specified Currency or Currencies:  | United States dollars (US\$)  |
|   | (b) Exchange Agent responsible for payments in a Specified Currency other than U.S. dollars: | Not Applicable  |
| 4 | Aggregate Nominal Amount:  |   |
|   | (a) Series:  | US\$800,000,000   |
|   | (b) Tranche:   | US\$50,000,000  |
| 5 | (a) Issue Price:   | 102.054% of the Aggregate Nominal Amount plus accrued interest from March 18, 2017 to, but excluding, the Issue Date                      |
|   | (b) Net proceeds (Required only for listed issues):  | USD 51,854,777.78   |

- 6 (a) Specified Denominations: US\$200,000 and integral multiples of US\$1,000 in excess thereof
- (b) Calculation Amount: US\$1,000
- 7 (a) Issue Date: August 17, 2017
- (b) Interest Commencement Date: March 18, 2017
- 8 Maturity Date: March 18, 2026
- 9 Interest Basis: 4.00% Fixed Rate
- 10 Redemption/Payment Basis: Redemption at par
- 11 Change of Interest Basis or Redemption/Payment Basis: Not Applicable
- 12 Put/Call Options: Not Applicable
- 13 Status of the Notes: Senior Unsecured
- 14 (a) Date Board approval for issuance of Notes obtained: May 10, 2017
- (b) Date regulatory approval/consent for issuance of Notes obtained: None required
- 15 Listing: Singapore Exchange Securities Trading Limited  
Expected Listing Date is August 18, 2017
- 16 Method of distribution: Non-Syndicated

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

- 17 Fixed Rate Note Provisions Applicable
- (a) Rate(s) of Interest: 4.00% per annum payable semi-annually in arrear
- (b) Interest Payment Date(s): March 18 and September 18 in each year, commencing on September 18, 2017 up to and including the Maturity Date
- (c) Fixed Coupon Amount(s): US\$20.00 per Calculation Amount
- (d) Broken Amount(s): Not Applicable
- (e) Day Count Fraction: 30/360 (Fixed), unadjusted
- (f) Determination Date(s): Not Applicable
- (g) Other terms relating to the method of calculating interest for Fixed Rate Notes: Payment Calendar: New York and London
- 18 Floating Rate Note Provisions Not Applicable
- 19 Zero Coupon Note Provisions Not Applicable
- 20 Index Linked Interest Note Provisions Not Applicable
- 21 Dual Currency Interest Note Provisions Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

- 22 Issuer Call: Not Applicable
- 23 Investor Put: Not Applicable

- 24 Final Redemption Amount of each Note: Par
- 25 Early Redemption Amount of each Par Note payable on redemption for taxation reasons or on event of default and/or the method of calculating the same (if required or if different from that set out in Condition 7.5):

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

- 26 Form of Notes: Registered Notes:  
Regulation S Global Certificate (US\$50,000,000)  
registered in the name of a nominee for DTC
- 27 Financial Centre(s) or other special provisions relating to Payment Dates: New York and London
- 28 Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): No
- 29 Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment: Not Applicable
- 30 Details relating to Instalment Notes: Not Applicable
- 31 Redenomination applicable: Not Applicable
- 32 Other terms or special conditions: Not Applicable

#### **DISTRIBUTION**

- 33 (a) If syndicated, names of Managers: Not Applicable  
(b) Stabilising Manager (if any): Not applicable
- 34 If non-syndicated, name of relevant Dealer: The Hongkong and Shanghai Banking Corporation Limited
- 35 Whether TEFRA D or TEFRA C rules applicable or TEFRA rules not applicable: Not Applicable
- 36 Additional selling restrictions: Not Applicable

#### **OPERATIONAL INFORMATION**

- 37 Clearing System(s): DTC
- 38 Delivery: Delivery versus payment
- 39 In the case of Registered Notes, specify the location of the office of the Registrar if other than New York: Not Applicable
- 40 Additional Paying Agent(s) (if any): Not Applicable

Temporary codes are applicable up to and including September 26, 2017 (for the duration of the applicable distribution compliance period that ends 40 days after the Issue Date)

Temporary ISIN:	US45112FAL04 (Reg S Re-opening Tranche)
Temporary CUSIP:	45112FAL0 (Reg S Re-opening Tranche)
Temporary Common Code:	166423783 (Reg S Re-opening Tranche)

Permanent codes are applicable from September 27, 2017 onwards (the first business day after the applicable distribution compliance period, ending 40 days after the Issue Date)

Permanent ISIN:	US45112EAG44 (Rule 144A)
	US45112FAJ57 (Reg S)
Permanent CUSIP:	45112EAG4 (Rule 144A)
	45112FAJ5 (Reg S)
Permanent Common Code:	138264998 (144A) / 138265030 (Reg S)

#### **LISTING APPLICATION**

Approval in-principle has been received from the Singapore Exchange Securities Trading Limited (the "SGX-ST") for the listing and quotation of the Notes on the SGX-ST. The SGX-ST assumes no responsibility for any of the statements made or opinions expressed or reports contained in this Pricing Supplement. Approval in-principle for the listing and quotation of the Notes on the SGX-ST are not to be taken as an indication of the merits of the Issuer, the Programme or the Notes.

This Pricing Supplement comprises the final terms required to list the issue of Notes described herein pursuant to the US\$7,500,000,000 Global Medium Term Note Programme of ICICI Bank Limited.

## MANUAL TRANSFER OF NOTES FROM TEMPORARY CUSIP TO PERMANENT CUSIP

The Notes are assigned a temporary CUSIP: 45112FAL0 (Reg S), temporary ISIN: US45112FAL04 (Reg S) and temporary Common Code: 166423783 (Reg S) in connection with the 40-day distribution compliance period which will end on September 26, 2017.

From September 27, 2017, the Notes are available to be consolidated with the Original Notes under the permanent CUSIP: 45112FAJ5 (Reg S), permanent ISIN: US45112FAJ57 (Reg S) and permanent Common Code: 138265030 (Reg S). The Notes will **only** be transferred to the permanent CUSIP by a regular transfer request to The Bank of New York Mellon ("BNYM"), the Transfer Agent for the Notes. Each DTC participant that holds the Notes will need to submit the Notes to BNYM as Transfer Agent. Once received, BNYM will cancel the position and re-deliver the Notes to the DTC participant under the permanent CUSIP noted above.

A notice will be made on September 11, 2017 by the Bank, which will include more detailed transfer instructions.

Please note that duly completed requests will be processed as they are received and that the number of Notes trading under the temporary CUSIP will be reduced as these Notes are transferred to the permanent CUSIP. Please be sure to provide your requests **as soon as possible after September 26, 2017** to BNYM to avoid any delays in transferring the Notes to the permanent CUSIP. If DTC notifies ICICI Bank Limited or BNYM that there is a change in requirement related to the manual transfer of the temporary Notes, the Issuer shall advise each bondholder of such change, in accordance with the terms and conditions of the Notes.

## RESPONSIBILITY

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Signed on behalf of the Issuer:

By:

*Duly authorized*

*Name: Ms. Ranju Sigtia*

*Title: Joint General Manager*