PFL

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January 28, 2015

To,
The National Stock Exchange of India
Listing Department,
Exchange Plaza, Bandra Kurla Complex
Bandra East,
Mumbai - 400 051
Fax Nos.: 26598237 / 26598238

To,
BSE Limited
Listing Department,
Phiroze Jeejebhoy Towers,
Dalal Street,
Mumbai - 400 001
Fax Nos.:22723121/2037/2039

Sub : Proceedings and Outcome of the Extra-Ordinary General Meeting held on January 28, 2015
Ref : NSE Code: PFOCUS / BSE Code: 532748

Dear Sir/ Madam,

With reference to the above captioned subject, we wish to inform you that the Extra-Ordinary General Meeting of the Company was held at 10.00 a.m. at 9th Floor, 'True North', Plot no. 63, Road no. 13, Opp. Hotel Tunga Paradise, MIDC, Andheri (East), Mumbai – 400093.

In the absence of Mr. Namit Malhotra, Chairman, the Meeting was chaired by Mr. Naresh Malhotra, Whole-Time Director with the consent of the Members present. There were totally 58 Members present (out of which 58 were present in person and Nil through proxy) at the meeting as per the record of attendance.

Based on the Scrutinizer's Combined Report for E-voting and Poll dated January 28, 2015, the resolution for Preferential Issue of Equity shares have been declared passed with requisite majority.

Pursuant to the provisions of Clause 35A of the Listing Agreement, please find attached herewith the details of voting results in the prescribed format along with the Scrutinizer's Report.

Kindly acknowledge and take the same on your record.

Thanking you,

Yours faithfully,

For PRIME FOCUS LIMITED

PRIME FOCUS LTD. Mumbai

KIRTI DESAI
COMPANY SECRETARY

Encl.: As above

DETAILS OF VOTING RESULTS AT THE EGM IN THE FORMAT PRESCRIBED UNDER CLAUSE 35A OF THE LISTING AGREEMENT

Sr. No.	Description	Particulars
A.	Date of the EGM	January 28, 2015
B.	Total No. of shareholders on Record Date i.e. December 31, 2014	12998
C.	No. of Shareholders present either in person or through Proxy	58 in person (nil in proxy)
	-Promoters and promoters group	1
	-Public	57
D.	No. of shareholders attended the meeting through Video Conferencing	Nil

DETAILS OF THE AGENDA:

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 (3)	No. of votes – in favour (4)	No. of votes -against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100 (6)	% of votes against on votes polled (7)=[(5)/(2)]*100 (7)
Resolution No. 1: Preferential Issue of Equity Shares: Kind of Resolution: Special							
(A)Mode of voting: E-voting							
Promoter and Promoter Group	7,71,01,546	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1,06,65,547	0	0.00	0	0	0.00	0.00
Public-Others	9,76,50,343	1,03,360	0.16	1,03,360	0	100.00	0.00
Total (A)	**18,54,17,436**	**1,03,360**	**0.06**	**1,03,360**	**0**	**100.00**	**0.00**
(B)Mode of voting: Poll							
Promoter and Promoter Group	7,71,01,546	0	0.00	0	0	0.00	0.00
Public - Institutional holders	1,06,65,547	0	0.00	0	0	0.00	0.00
Public-Others	9,76,50,343	55,025	0.05	55,003	0	99.96	0.00
Total (B)	**18,54,17,436**	**55,025**	**0.03**	**55,003**	**0**	**99.96**	**0.00**
Total (A+B)	**185,417,436**	**1,58,385**	**0.09**	**1,58,363**	**0**	**99.96**	**0.00**

PRIME FOCUS LTD. Mumbai