

Naresh Malhotra
201, Priyanka Apts, N.S. Road, J.V.P.D Scheme, Juhu, Mumbai – 400056

Date: May 24, 2024

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001

E-mail: corp.relations@bseindia.com

(Scrip code: 532748)

National Stock Exchange of India Limited

Exchange Plaza,
Bandra-Kurla-Complex, Bandra (East)
Mumbai – 400 051

E-mail: takeover@nse.co.in

(Symbol: PFOCUS)

Prime Focus Limited

Prime Focus House, Opp. CITI Bank,
Linking Road, Khar (West), Mumbai, Maharashtra, 400052

E-mail: corp.secretarial@primefocus.com

Dear Sir/ Madam,

Subject: Disclosure under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 read with master circular dated February 16, 2023 issued by SEBI (No. SEBI/HO/CFD/PoD-1/P/CIR/2023/31).

This disclosure is being made pursuant to creation of pledge of 2,11,00,000 equity shares of Prime Focus Limited (“PFL”) on May 24, 2024 in the favour of Sheen Metals and Finvest Private Limited.

The disclosure is being filed under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, in the format prescribed *via* Securities and Exchange Board of India’s master circular dated February 16, 2023, bearing reference no. SEBI/HO/CFD/PoD-1/P/CIR/2023/31.

Kindly take the same on record.

Thanking you

Yours faithfully



Naresh Malhotra

Encl: As above

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Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

(Ref: Securities and Exchange Board of India master circular dated February 16, 2023 bearing reference no. SEBI/HO/CFD/PoD-1/P/CIR/2023/31)

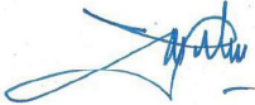
ANNEXURE- 1

Name of the Target Company (TC)	Prime Focus Limited (“PFL”)
Names of the stock exchanges where the shares of the target company are listed	BSE Limited National Stock Exchange of India Limited
Date of reporting	May 24, 2024
Name of the promoter or PAC on whose shares encumbrance has been created/ released / invoked	As on date, the following are disclosed as members of the promoter and promoter group of PFL: 1. Naresh Malhotra; 2. Namit Malhotra; 3. A2R Holdings; and 4. Monsoon Studio Private Limited.
Details of the creation/ invocation / release of encumbrance	

201, Priyanka Apts, N.S. Road, J.V.P.D Scheme, Juhu, Mumbai – 400056

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Naresh Malhotra

Place: Mumbai

Date: May 24, 2024

- ** *The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.*
- * *Total share capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement. Diluted share / voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into equity shares of the TC.*