**November 07, 2026**

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

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

**Ref: NSE Code: PFOCUS / BSE Code: 532748**

**Sub.: Voting Results of the Extra-Ordinary General Meeting ("EOGM") of the Members of Prime Focus Limited ("the Company") pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") along with the Scrutinizer's Report**

Dear Sir/ Madam,

Pursuant to Regulation 44 (3) of the SEBI Listing Regulations, please find enclosed herewith the details regarding the Voting Results in the prescribed format along with the Consolidated Scrutinizer's Report on voting through electronic means (i.e. remote e-voting and voting at the Meeting), in respect of the EOGM of the Members of the Company duly convened on **Saturday, November 07, 2026 at 12:30 P.M. (IST)** through Video Conferencing (**"VC"**) / Other Audio Visual Means (**"OAVM"**) in compliance with the relevant circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Further, please note that all the resolutions at the EOGM were passed with requisite majority.

The Voting Results along with the Scrutinizer's Report dated November 07, 2026 are also made available on the website of the Company at www.primefocus.com and on the website of Central Depository Services (India) Limited ("**CDSL**") at www.evotingindia.com.

Request you to take the above on your record.

Thanking You.

**Yours Faithfully,**
**For Prime Focus Limited**

PARINA NIRAV SHAH
Digitally signed by PARINA NIRAV SHAH
Date: 2026.11.07 17:51:05 +05'30'

**Parina Shah**
**Company Secretary & Compliance Officer**
**Encl.: a/a**

PRIME FOCUS LIMITED

022 2648 4900
022 2646 5500
INFO@PRIMEFOCUS.COM
WWW.PRIMEFOCUS.COM

REGISTERED ADDRESS:
PRIME FOCUS HOUSE, LINKING ROAD,
KHAR (W), MUMBAI 400052, INDIA

CIN NUMBER: L92100MH1997PLC108981

**DETAILS OF VOTING RESULTS AT THE EOGM AS PER THE FORMAT PRESCRIBED UNDER REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

| Sr. No. | Description | Particulars |
|---|---|---|
| A. | Day & Date of the EOGM | Saturday, November 07, 2026 |
| B. | Total No. of shareholders on cut-off Date i.e. October 31, 2026 | 29,675 |
| C. | No. of Shareholders present in the meeting either in person or through proxy:<br>i) Promoters and Promoter Group<br>ii) Public | Not Applicable |
| D. | No. of Shareholders who attended the meeting through Video Conferencing:<br>i) Promoters and Promoter Group<br>ii) Public | <br>1<br>67 |

PRIME FOCUS LIMITED

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REGISTERED ADDRESS:
PRIME FOCUS HOUSE, LINKING ROAD,
KHAR (W), MUMBAI 400052, INDIA

CIN NUMBER: L92100MH1997PLC108981

| Resolution(1) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To consider and approve the cessation to exercise control over Brahma AI Holdings Limited (Brahma Holdings) and consequently, over Brahma AI Services India Limited, the unlisted material subsidiaries of the Company | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)= [(2)/(1)]*100 | (4) | (5) | (6)= [(4)/(2)]*100 | (7)= [(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 471532908 | 471532908 | 100 | 471532908 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 471532908 | 471532908 | 100 | 471532908 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 31733970 | 17668131 | 55.6758 | 12662938 | 5005193 | 71.6711 | 28.3289 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 31733970 | 17668131 | 55.6758 | 12662938 | 5005193 | 71.6711 | 28.3289 |
| Public- Non Institutions | E-Voting | 275507002 | 205090398 | 74.4411 | 205085229 | 5169 | 99.9975 | 0.0025 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 275507002 | 205090398 | 74.4411 | 205085229 | 5169 | 99.9975 | 0.0025 |
| Total | | 778773880 | 694291437 | 89.1519 | 689281075 | 5010362 | 99.2783 | 0.7217 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---|---|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

| Resolution(2) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | To consider and approve material related party transaction between DNEG S.à.r.l., an unlisted material subsidiary of the Company and Brahma AI Holdings Limited, an unlisted material subsidiary of the Company. | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)= [(2)/(1)]*100 | (4) | (5) | (6)= [(4)/(2)]*100 | (7)= [(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 471532908 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 471532908 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | 31733970 | 17668131 | 55.6758 | 12958986 | 4709145 | 73.3467 | 26.6533 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 31733970 | 17668131 | 55.6758 | 12958986 | 4709145 | 73.3467 | 26.6533 |
| Public- Non Institutions | E-Voting | 275507002 | 91456086 | 33.1956 | 91455924 | 162 | 99.9998 | 0.0002 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 275507002 | 91456086 | 33.1956 | 91455924 | 162 | 99.9998 | 0.0002 |
| Total | | 778773880 | 109124217 | 14.0123 | 104414910 | 4709307 | 95.6845 | 4.3155 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---|---|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

| Resolution(3) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | To consider and approve material related party transaction between Double Negative Holdings Limited, an unlisted subsidiary of the Company and Brahma AI Holdings Limited, an unlisted material subsidiary of the Company | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)= [(2)/(1)]*100 | (4) | (5) | (6)= [(4)/(2)]*100 | (7)= [(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 471532908 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 471532908 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | 31733970 | 17668131 | 55.6758 | 12958986 | 4709145 | 73.3467 | 26.6533 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 31733970 | 17668131 | 55.6758 | 12958986 | 4709145 | 73.3467 | 26.6533 |
| Public- Non Institutions | E-Voting | 275507002 | 91456086 | 33.1956 | 91451019 | 5067 | 99.9945 | 0.0055 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 275507002 | 91456086 | 33.1956 | 91451019 | 5067 | 99.9945 | 0.0055 |
| Total | | 778773880 | 109124217 | 14.0123 | 104410005 | 4714212 | 95.68 | 4.32 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---|---|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

| Resolution(4) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | To approve the material related party transaction for platform license arrangement between DNEG S.à.r.l. and Brahma AI Holdings Limited. | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)= [(2)/(1)]*100 | (4) | (5) | (6)= [(4)/(2)]*100 | (7)= [(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 471532908 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 471532908 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | 31733970 | 17668131 | 55.6758 | 16905694 | 762437 | 95.6847 | 4.3153 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 31733970 | 17668131 | 55.6758 | 16905694 | 762437 | 95.6847 | 4.3153 |
| Public- Non Institutions | E-Voting | 275507002 | 91456086 | 33.1956 | 91451019 | 5067 | 99.9945 | 0.0055 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 275507002 | 91456086 | 33.1956 | 91451019 | 5067 | 99.9945 | 0.0055 |
| Total | | 778773880 | 109124217 | 14.0123 | 108356713 | 767504 | 99.2967 | 0.7033 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---|---|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

# HARSHVARDHAN TARKAS

**Practicing Company Secretary**
**Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.**
**Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com**


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## SCRUTINIZER'S REPORT

To,
The Chairman,
**PRIME FOCUS LIMITED,**
Prime Focus House, Opp. Citi Bank,
Linking Road, Khar – (West),
Mumbai - 400052.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting/e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the Extra Ordinary General Meeting of Prime Focus Limited held on Saturday, November 07, 2026, at 12:30 P.M. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OVAM').**

I, **Harshvardhan Tarkas**, Practicing Company Secretary, (Membership No.: ACS-30701 and Certificate of Practice No.: 24169) having office at Office No. 161, 2nd floor, Raghuleela Mega Mall, Kandivali West, Mumbai – 400 067 was appointed as Scrutinizer by the Board of Directors of **Prime Focus Limited** ("**the Company**") for the purpose of scrutinizing remote e-Voting/e-voting process as well as to scrutinize the electronic voting conducted at the Extra Ordinary General Meeting ("**EGM**") pursuant to Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") in respect of the below mentioned Resolutions proposed at the Extra Ordinary General Meeting of the Equity Shareholders of the Company held on Saturday, November 07, 2026 at 12:30 p.m. IST through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**"), submit my report as under:

The Ministry of Corporate Affairs ('**MCA'**) vide its various circulars issued from time to time have permitted the holding of the EGM through VC/OAVM. I am familiar and well versed with the concept of electronic

HARSHVARDHAN NIKHIL TARKAS
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voting system as prescribed under the prescribed rules, SEBI Circulars and MCA Circulars.

The venue for the EGM was deemed to be held at the Registered office of the Company at Prime Focus House, Opp. Citi Bank, Linking Road, Khar (West), Mumbai- 400052. I submit my report as under:

1. **Dispatch of Notice convening the Meeting.**

   Pursuant to the MCA and SEBI Circulars, the Notice of the EGM was sent on 16th October 2026 by e-mail to Shareholders who had registered their email- id's with Depositories/the Company. The Notice is also available on Company's website www.primefocus.com websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of CDSL at https://www.evotingindia.com.

2. **Cut-off Date**

   The Voting rights were reckoned as on **Saturday, 31st October, 2026** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting.

3. **e-Voting**

   **i. Agency:**

   The Company has appointed Central Depository Services (India) Limited ("**CDSL**") as the Agency for providing the e-Voting platform.

   **ii. Remote-Voting:**

   The remote e-Voting platform was open from 09:00 a.m. (IST) on Tuesday, November 03, 2026 and ends at 05:00 p.m. (IST) on Friday, November 06, 2026 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary & Special Resolutions, on the e-Voting platform provided by CDSL.

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# HARSHVARDHAN TARKAS

**Practicing Company Secretary**

**Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.**

**Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com**


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## 4. Counting Process:

i. The vote cast under remote e-Voting facility was thereafter unblocked. I have scrutinized and reviewed the remote e-Voting and votes tendered therein based on the data downloaded from the CDSL e-Voting system.

ii. Thereafter, the details of equity shareholders, who voted for or against was extracted from the list of equity shareholders who voted **"For"** or **"Against"** were downloaded from the e-Voting website of Central Depository Services (India) Limited (CDSL) (https://www.evotingindia.com).

iii. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules thereunder and Listing Regulations relating to remote e-Voting and at the Meeting on the Resolutions contained in the Notice of the EGM.

iv. My responsibility as scrutinizer for the remote e-Voting and the voting conducted through electronic voting at the meeting is restricted to scrutinize the E-voting process in fair and transparent manner and to prepare Scrutinizer's Report of the Votes cast on the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by the CDSL.

v. Further, during the EGM, the facility to vote electronically was provided to facilitate those shareholders who were attending the meeting through VC/OAVM but did not participate in the Remote E-voting to record their votes.

vi. The combined result of remote E-voting and E-voting is as under:

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# HARSHVARDHAN TARKAS

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**Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com**


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## Resolution No. 1 - Special Resolution

To consider and approve the cessation to exercise control over Brahma AI Holdings Limited ("Brahma Holdings") and consequently, over Brahma AI Services India Limited, the unlisted material subsidiaries of the Company.

(i) Voted in favour of the Resolution:

| Number of members voted | Number of valid votes cast (Shares) | % of total number of valid votes cast |
|---|---|---|
| 91 | 689281075 | 99.28 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast (Shares) | % of total number of valid votes cast |
|---|---|---|
| 75 | 5010362 | 0.72 |

(iii) Invalid votes

| Number of members voted | Number of votes cast (Shares) | % of total number of votes cast |
|---|---|---|
| Nil | Nil | Nil |

## Resolution No. 2 - Ordinary Resolution

To consider and approve material related party transaction between DNEG S.à.r.l., an unlisted material subsidiary of the Company and Brahma AI Holdings Limited, an unlisted material subsidiary of the Company.

(i) Voted in favour of the Resolution:

| Number of members voted | Number of valid votes cast (Shares) | % of total number of valid votes cast |
|---|---|---|
| 107 | 104414910 | 95.68 |

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# HARSHVARDHAN TARKAS

**Practicing Company Secretary**

**Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.**

**Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com**


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(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast (Shares) | % of total number of valid votes cast |
|---|---|---|
| 51 | 4709307 | 4.32 |

(iii) Invalid votes

| Number of members voted | Number of votes cast (Shares) | % of total number of votes cast |
|---|---|---|
| Nil | Nil | Nil |

**Resolution No. 3 - Ordinary Resolution**

To consider and approve material related party transaction between Double Negative Holdings Limited, an unlisted subsidiary of the Company and Brahma AI Holdings Limited, an unlisted material subsidiary of the Company.

(i) Voted in favour of the Resolution:

| Number of members voted | Number of valid votes cast (Shares) | % of total number of valid votes cast |
|---|---|---|
| 106 | 104410005 | 95.68 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast (Shares) | % of total number of valid votes cast |
|---|---|---|
| 52 | 4714212 | 4.32 |

(iii) Invalid votes

| Number of members voted | Number of votes cast (Shares) | % of total number of votes cast |
|---|---|---|
| Nil | Nil | Nil |

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# HARSHVARDHAN TARKAS

**Practicing Company Secretary**
**Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.**
**Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com**


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**Resolution No. 4 – Ordinary Resolution**

To approve the material related party transaction for platform license arrangement between DNEG S.à.r.l. and Brahma AI Holdings Limited.

(i) Voted in favour of the Resolution:

| Number of members voted | Number of valid votes cast (Shares) | % of total number of valid votes cast |
|---|---|---|
| 101 | 108356713 | 99.3 |

(ii) Voted against the resolution:

| Number of members voted | Number of valid votes cast (Shares) | % of total number of valid votes cast |
|---|---|---|
| 57 | 767504 | 0.7 |

(iii) Invalid votes

| Number of members voted | Number of votes cast (Shares) | % of total number of votes cast |
|---|---|---|
| Nil | Nil | Nil |

The final analysis of the e-voting is annexed herewith as ***Annexure 'A'.*** All other relevant records of voting were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,

HARSHVARDHAN NIKHIL TARKAS
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Date: 2026.11.07 17:37:24 +05'30'

PARINA NIRAV SHAH
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Date: 2026.11.07 17:53:19 +05'30'

**CS Harshvardhan Tarkas**
**Practicing Company Secretary**
**ACS: 30701**
**COP: 24169**
**UDIN: A030701H002185667**
**Place: Mumbai**
**Date: 07.11.2026**

# HARSHVARDHAN TARKAS

**Practicing Company Secretary**

**Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067.**

**Tel: 022- 49638648; Mob: 9594441611/ Email: cshtarkas@gmail.com**


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**Annexure A**

**RESULT SUMMARY**

| SR. NO. | RESOLUTION | TYPE OF RESOLUTION | FAVOUR (%) | AGAINST (%) |
|---|---|---|---|---|
| **1** | To consider and approve the cessation to exercise control over Brahma AI Holdings Limited ("Brahma Holdings") and consequently, over Brahma AI Services India Limited, the unlisted material subsidiaries of the Company. | **Special Resolution** | **99.28** | **0.72** |
| **2** | To consider and approve material related party transaction between DNEG S.à.r.l., an unlisted material subsidiary of the Company and Brahma AI Holdings Limited, an unlisted material subsidiary of the Company. | **Ordinary Resolution** | **95.68** | **4.32** |
| **3** | To consider and approve material related party transaction between Double Negative Holdings Limited, an unlisted subsidiary of the Company and Brahma AI Holdings Limited, an unlisted material subsidiary of the Company. | **Ordinary Resolution** | **95.68** | **4.32** |
| **4** | To approve the material related party transaction for platform license arrangement between DNEG S.à.r.l. and Brahma AI Holdings Limited. | **Ordinary Resolution** | **99.3** | **0.7** |

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