

Regd Office: Communication Centre, Film City Complex, Goregaon East, Mumbai 400 065.

CIN: U74999MH2017PTC292285

May 30, 2020

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block, Bandra Kurla Complex,
Bandra (East), Mumbai 400 051

The Company Secretary / Audit Committee

Prime Focus Limited
Prime Focus House, Opp Citi Bank,
Linking Road, Khar (West) Mumbai 400052

Dear Sir(s),

Subject: Disclosure / declaration in terms of Regulation 30(2) & 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Pursuant to Regulation 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we as Persons Acting in Concert (PAC), hereby give the captioned disclosure of our aggregate shareholding in Prime Focus Limited (PFL) as on March 31, 2020, in the prescribed format enclosed.

Further, pursuant to Regulation 31(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, We as PAC, hereby declare that, we have not made any encumbrance on shares of PFL, directly or indirectly, other than those already disclosed during the financial year ended March 31, 2020.

Thanking you.

Yours faithfully,

For **Reliance MediaWorks Financial Services Private Limited**

Sd/-

Satish Kadakia
Director
DIN: 07004001

Encl.: As Above.

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Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

1. Name of the Target Company (TC)	Prime Focus Limited
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	<ol style="list-style-type: none"> 1. BSE Limited (BSE) 2. National Stock Exchange of India Limited (NSE)
3. Particulars of the shareholder(s): a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	<p>Person acting in concert:</p> <ol style="list-style-type: none"> 1. Reliance Media Works Financial Services Private Limited** <p>Promoter Group</p> <ol style="list-style-type: none"> 1. Mr. Naresh Malhotra 2. Mr. Namit Malhotra 3. Monsoon Studio Private Limited

RELIANCE MEDIAWORKS FINANCIAL SERVICES PRIVATE LIMITED

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4. Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As of March 31 st of the year 2020, holding of:			
a) Shares			
Persons Acting in Concert (PAC):			
Reliance Media Works Financial Services Private Limited**	3,16,39,695	10.57	10.57
Promoter Group:			
Mr. Naresh Malhotra	6,22,01,546	20.79	20.79
Mr. Namit Malhotra	1,49,00,000	4.98	4.98
Monsoon Studio Private Limited	2,75,06,095	9.19	9.19
Total	13,62,47,336	45.53	45.53
b) Voting Rights (otherwise than by shares)	Nil	Nil	Nil
c) Warrants (held by Monsoon Studio Private Limited)	Nil	Nil	Nil
d) Convertible Securities	Nil	Nil	Nil
e) Any other instrument that would entitle the holder to receive shares in the TC.	Nil	Nil	Nil

(**) As set out in the Letter of Offer dated December 8, 2014 issued by Reliance MediaWorks Limited along with Reliance Entertainment Networks Private Limited (formerly Reliance Land Private Limited) (PAC 1), Mr. Namit Malhotra (PAC 2), Mr. Naresh Malhotra (PAC 3), Monsoon Studio Private Limited (PAC 4), this includes 10,49,39,361 shares which were held by Reliance MediaWorks Limited, a person acting in concert with the Promoters. Further, Reliance MediaWorks Limited sold 10,49,39,361 shares on March 30, 2017 to Reliance MediaWorks Financial Services Private Limited (a wholly owned subsidiary of Reliance MediaWorks Limited) by way of inter-se transfer of shares under Regulation 10(1) (a)(iii) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011. out of the above 7,32,99,666 equity shares constituting 24.5% of its total share capital invoked by IDBI Trusteeship Services Limited (acting in its capacity as the debenture trustee for Credit Suisse AG, Singapore Branch, the debenture holder for the debentures issued by the Company) on November 28, 2019.