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May 22, 2017

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

Sub: Outcome & Adjournment of Board Meeting
Ref: NSE Code: PFOCUS / BSE Code: 532748

Dear Sir/ Madam,

With reference to the earlier letter dated May 12, 2017 regarding Intimation of Board Meeting to be held on May 22, 2017, this is to inform that due to certain inconclusive decisions, it is decided to adjourn the meeting of the Board of Directors of the Company to May 23, 2017 to consider and approve the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2017 and to recommend dividend, if any, for Financial Year 2016-17.

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015 read with the Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders adopted by the Company, the Trading Window for dealing in the securities of the Company shall continue to remain closed for directors, officers and designated employees of the Company and shall open 48 hours after the information becomes generally available for approval of audited financial results for the year ended March 31, 2017.

Further, the Board of Directors of the Company at its meeting held today i.e. May 22, 2017 considered and approved the following, amongst other business items stated in the Agenda:

1. Re-appointment of Mr. Namit Malhotra (DIN: 00004049) as a Chairman and Executive Director of the Company for a period of 3(three) years w.e.f. June 25, 2017 subject to the approval of shareholders of the Company at the ensuing General Meeting and any other statutory approvals as may be required;
2. Re-appointment of Mr. Ramakrishnan Sankaranarayanan (DIN: 02696897) as a Managing Director of the Company for a period of 3 (three) years w.e.f. June 25, 2017 subject to the approval of shareholders of the Company at the ensuing General Meeting and any other statutory approvals as may be required;





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3. Issue of securities to Qualified Institutional Buyers subject to shareholders approval at ensuing general meeting upto an amount of Rs. 500 crore;
4. Issue of Secured / Unsecured Non-Convertible Debentures and/or other Debt securities in one or more tranches within the overall borrowing limit of the Company on private placement basis subject to shareholders approval at the ensuing general meeting upto an amount of Rs. 300 crore.

The Meeting of the Board of Directors commenced at 5:00 p.m. and concluded at 11.40 p.m.

Kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,

FOR PRIME FOCUS LIMITED

Parina Shah

**PARINA SHAH
COMPANY SECRETARY**

