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August 14, 2012

To,
The National Stock Exchange of India Limited,
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Fax: 26598237 / 26598238/66418124 /26598100

Ref: Company Symbol - PFOCUS

Sub: Outcome of Board meeting held on August 14, 2012

Dear Sir/Madam,

In terms of Listing Agreement executed by our Company with your Exchange, we would like to inform you that the Meeting of the Board of Directors of the Company was held today, i.e. Tuesday, August 14, 2012 and inter-alia the Board considered and approved Unaudited Financial Results for the Quarter ended June 30, 2012. Please find enclosed herewith Un-audited Financial Results for the Quarter ended June 30, 2012.

Thanking you,

Yours faithfully,

For Prime Focus Limited

Navin Agarwal
Company Secretary

Encl: as above

PRIME FOCUS LIMITED

Registered Office : 2nd Floor, Main Frame IT Park, Building H, Royal Palms
Near Aarey Colony, Goregaon (East), Mumbai – 400065

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2012

Rs. In Lacs

Sr No.	Particulars	Standalone				Consolidated			
		Quarter Ended			Year Ended	Quarter Ended			Year Ended
		30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)	30.06.2012 (Unaudited)	31.03.2012 (Unaudited)	30.06.2011 (Unaudited)	31.03.2012 (Audited)
1	**Net Sales / Income from Operations**	**4,439.55**	**4,717.18**	**3,591.06**	**17,102.72**	**18,820.74**	**18,913.22**	**16,747.63**	**77,191.33**
2	**Expenses**								
	Personnel Cost	2,107.29	2,060.05	1,378.72	6,906.40	10,216.56	9,826.54	7,115.73	35,818.85
	Depreciation and Amortisation	854.37	897.45	691.17	2,974.10	2,077.77	2,389.03	1,291.99	6,480.71
	Other Expenditure	1,059.81	314.19	1,312.13	4,527.16	4,141.77	3,472.51	5,054.71	19,240.97
	Exchange Loss / (Gain) (net)	(1,254.49)	(454.77)	(2.45)	(1,453.89)	(1,254.49)	(354.27)	(21.68)	(1,294.79)
	Total Expenses	**2,766.98**	**2,816.92**	**3,379.57**	**12,953.77**	**15,181.61**	**15,333.81**	**13,440.75**	**60,245.74**
3	**Profit / (Loss) from Operations before other income, finance costs and exceptional items (1 - 2)**	**1,672.57**	**1,900.26**	**211.49**	**4,148.95**	**3,639.13**	**3,579.41**	**3,306.88**	**16,945.59**
4	Other Income	174.22	390.22	167.26	1,024.50	126.02	267.60	76.19	722.85
5	**Profit / (Loss) from ordinary activities before finance costs and exceptional Items (3 ± 4)**	**1,846.79**	**2,290.48**	**378.75**	**5,173.45**	**3,765.15**	**3,847.01**	**3,383.07**	**17,668.44**
6	Finance Costs	461.08	532.52	362.00	1,794.83	779.39	1,200.12	566.71	4,099.65
7	**Profit / (Loss) from ordinary activities after finance costs but before exceptional Items (5 ± 6)**	**1,385.71**	**1,757.96**	**16.75**	**3,378.62**	**2,985.76**	**2,646.89**	**2,816.36**	**13,568.79**
8	Exceptional Items - Expenditure / (Income)	-	-	-	-	-	-	285.73	288.78
9	**Profit / (Loss) from Ordinary Activities before tax (7 ± 8)**	**1,385.71**	**1,757.96**	**16.75**	**3,378.62**	**2,985.76**	**2,646.89**	**2,530.63**	**13,280.01**
10	Tax Expense	452.01	636.19	(37.50)	1,071.45	899.50	609.68	(34.01)	2,999.97
11	**Net Profit / (Loss) from Ordinary Activities after tax (9 ± 10)**	**933.70**	**1,121.77**	**54.25**	**2,307.17**	**2,086.26**	**2,037.21**	**2,564.64**	**10,280.04**
12	Extraordinary items (Net of Tax expense Rs. Nil)	-	-	-	-	-	-	-	-
13	**Net Profit / (Loss) after tax and before minority (11 ± 12)**	**933.70**	**1,121.77**	**54.25**	**2,307.17**	**2,086.26**	**2,037.21**	**2,564.64**	**10,280.04**
14	Minority Interest	-	-	-	-	(12.17)	(54.71)	3.66	354.70
15	**Net Profit / (Loss) for the period (11 ± 12)**	**933.70**	**1,121.77**	**54.25**	**2,307.17**	**2,098.43**	**2,091.92**	**2,560.98**	**9,925.34**
16	Paid-up Equity Share Capital (Face Value - Rs. 1/- per share)	1,488.67	1,388.67	1,388.67	1,388.67	1,488.67	1,388.67	1,388.67	1,388.67
17	Reserves Excluding Revaluation Reserves as per Balance Sheet of previous accounting year	-	-	-	31,163.14	-	-	-	46,965.60
18	Earnings Per Share (before and after extraordinary items - not annualized)								
	(a) Basic	0.63	0.81	0.04	1.66	1.42	1.51	1.85	7.15
	(b) Diluted	0.56	0.67	0.04	1.37	1.26	1.24	1.67	5.89
	PARTICULARS OF SHAREHOLDING								
1	**Public Share Holding**								
	Number of Shares	73,079,734	69,804,734	69,804,726	69,804,734	73,079,734	69,804,734	69,804,726	69,804,734
	Percentage of Shareholding	49.09%	50.27%	50.27%	50.27%	49.09%	50.27%	50.27%	50.27%
2	**Promoter and Promoter Group Shareholding**								
	a) Pledged / Encumbered								
	Number of Shares	28,668,000	27,668,000	20,030,000	27,668,000	28,668,000	27,668,000	20,030,000	27,668,000
	Percentage of Shareholding (as a % of the total shareholding of promoter and promoter group)	37.83%	40.06%	29.00%	40.06%	37.83%	40.06%	29.00%	40.06%
	Percentage of Shares (as a % of total share capital of the Company)	19.26%	19.92%	14.42%	19.92%	19.26%	19.92%	14.42%	19.92%
	b) Non - Pledged / Encumbered								
	Number of Shares	47,119,712	41,394,712	49,032,720	41,394,712	47,119,712	41,394,712	49,032,720	41,394,712
	Percentage of Shares (as a % of total shareholding of promoter and promoters group)	62.17%	59.94%	71.00%	59.94%	62.17%	59.94%	71.00%	59.94%
	Percentage of Shares (as a % of total share capital of the Company)	31.65%	29.81%	35.31%	29.81%	31.65%	29.81%	35.31%	29.81%

NOTES TO UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2012

1. The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on August 14, 2012. The statutory auditors have carried out a limited review of the Standalone results of the Company.

2. The Company has not revalued the Foreign Currency Convertible Bonds (FCCBs) of USD 55 million as these are considered as non monetary liability. Had the Company revalued the bonds as at June 30, 2012 considering it as a long term monetary liability, the profit for the quarter ended June 30, 2012 would have been lower by Rs. 2,707.99 lacs. The reserves as on that date would have been lower by Rs. 9,069.86 lacs. Further, had the Company provided for the premium on redemption, the securities premium as at June 30, 2012 would have been lower by Rs. 10,314.66 lacs. Consequent to the above, the FCCB balance as at June 30, 2012 would have been higher by Rs. 19,384.52 lacs. This is the subject matter of qualification in the Auditors' Report for the financial year ended March 31, 2012 and year ended March 31, 2011 and year ended March 31, 2010 and year ended March 31, 2009 and in the limited review reports for the quarter ended June 30, 2012 and quarter ended December 31, 2011 and quarter ended September 30, 2011 and quarter ended June 30, 2011 and quarter ended December 31, 2010 and quarter ended September 30, 2010 and quarter ended June 30, 2010 and quarter ended March 31, 2010 and quarter ended December 31, 2009 and quarter ended September 30, 2009 and quarter ended June 30, 2009.

3. On April 13, 2012 the Company has issued and allotted 1,00,00,000 Equity shares against 10,00,000 Convertible Warrants, fully paid up (face value Rs.10 each) issued at price of Rs. 554.78/- each per warrant convertible into equity shares of face value of Rs. 1/- each being the price with respect to the Relevant Date, as prescribed under the Guidelines for Preferential Issues contained in Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulations, 2009 by way of private placement on preferential allotment basis

4. The Company's entire operations are governed by the same set of risks and returns and hence have been considered as representing a single segment.

5. There were no investor complaints pending at the beginning of the quarter. The Company did not receive any investor complaints during the Quarter. There was no investor complaint pending at the end of the quarter.

6. Previous period / year figures have been regrouped and re-arranged wherever necessary.

For and on behalf of the Board of Directors

PRIME FOCUS LTD. MUMBAI

Naresh Malhotra
(Chairman and Whole-time Director)

Place: Mumbai
Date: August 14, 2012