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, 2013

(Rs. in lacs)

Sr No.	Particulars	Standalone				Consolidated			
		Quarter Ended			Year Ended	Quarter Ended			Year Ended
		30.06.2013	31.03.2013	30.06.2012	31.03.2013	30.06.2013	31.03.2013	30.06.2012	31.03.2013
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	a) Net Sales / Income from Operations	5,023.15	4,446.01	4,439.55	18,288.23	18,846.89	19,689.53	18,820.74	76,216.25
2	**Expenses**								
	Personnel Cost	2,478.81	2,304.88	2,107.29	8,835.33	9,411.62	8,729.45	10,216.56	38,495.50
	Depreciation and Amortisation	847.43	774.20	854.37	3,480.43	2,247.31	3,532.45	2,077.77	9,988.57
	Other Expenditure	964.25	843.31	1,059.81	3,981.28	5,167.49	5,187.97	4,141.77	20,191.74
	Exchange Loss / (Gain) (net)	(1,770.92)	189.55	(1,254.49)	(816.72)	(1,405.66)	300.94	(1,254.49)	(675.27)
	Total Expenses	**2,519.57**	**4,111.94**	**2,766.98**	**15,480.32**	**15,420.76**	**17,750.81**	**15,181.61**	**68,000.54**
3	**Profit / (Loss) from Operations before other income, finance costs and exceptional items (1 - 2)**	**2,503.58**	**334.07**	**1,672.57**	**2,807.91**	**3,426.13**	**1,938.72**	**3,639.13**	**8,215.71**
4	Other Income	307.55	233.65	174.22	1,128.34	277.50	193.06	126.02	1,065.92
5	**Profit / (Loss) from ordinary activities before finance costs and exceptional Items (3 ± 4)**	**2,811.13**	**567.72**	**1,846.79**	**3,936.25**	**3,703.63**	**2,131.78**	**3,765.15**	**9,281.63**
6	Finance Costs	692.56	762.36	461.08	2,299.51	1,304.84	1,094.10	**779.39**	4,182.51
7	**Profit / (Loss) from ordinary activities after finance costs but before exceptional Items (5 ± 6)**	**2,118.57**	**(194.64)**	**1,385.71**	**1,636.74**	**2,398.79**	**1,037.68**	**2,985.76**	**5,099.12**
8	Exceptional Items - Expenditure / (Income)	-	2,537.84	-	10,765.65	721.68	2,537.84	-	10,765.65
9	**Profit / (Loss) from Ordinary Activities before tax (7 ± 8)**	**2,118.57**	**(2,732.48)**	**1,385.71**	**(9,128.91)**	**1,677.11**	**(1,500.16)**	**2,985.76**	**(5,666.53)**
10	Tax Expense	480.22	(1,143.25)	452.01	(3,204.62)	749.34	(2,861.02)	899.50	(3,981.79)
11	**Net Profit / (Loss) from Ordinary Activities after tax (9 ± 10)**	**1,638.35**	**(1,589.23)**	**933.70**	**(5,924.29)**	**927.77**	**1,360.86**	**2,086.26**	**(1,684.74)**
12	Extraordinary items (Net of Tax expense Rs. Nil)	-	-	-	-	-	-	-	-
13	**Net Profit / (Loss) after tax and before minority (11 ± 12)**	**1,638.35**	**(1,589.23)**	**933.70**	**(5,924.29)**	**927.77**	**1,360.86**	**2,086.26**	**(1,684.74)**
14	Minority Interest	-	-	-	-	74.92	117.09	(12.17)	346.36
15	**Net Profit / (Loss) for the period (11 ± 12)**	**1,638.35**	**(1,589.23)**	**933.70**	**(5,924.29)**	**852.85**	**1,243.77**	**2,098.43**	**(2,031.10)**
16	Paid-up Equity Share Capital (Face Value - Rs. 1/- per share)	1,854.17	1,854.17	1,488.67	1,854.17	1,854.17	1,854.17	1,488.67	1,854.17
17	Reserves Excluding Revaluation Reserves as per Balance Sheet of previous accounting year	-	-	-	39,135.35	-	-	-	53,582.32
18	Earnings Per Share (before extraordinary items - not annualised)								
	(a) Basic	0.88	(0.97)	0.63	(3.63)	0.46	0.76	1.42	(1.24)
	(b) Diluted	0.88	(0.97)	0.56	(3.63)	0.46	0.76	1.26	(1.24)

PRIME FOCUS LTD. Mumbai

Particulars	Standalone				Consolidated			
	Quarter Ended			Year Ended	Quarter Ended			Year Ended
	30.06.2013	31.03.2013	30.06.2012	31.03.2013	30.06.2013	31.03.2013	30.06.2012	31.03.2013
	(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)	(Unaudited)	(Audited)
PARTICULARS OF SHAREHOLDING								
Public Share Holding								
- Number of Shares	109,222,444	109,629,724	73,079,734	109,629,724	109,222,444	109,629,724	73,079,734	109,629,724
- Percentage of Shareholding	58.91%	59.12%	49.09%	59.12%	58.91%	59.12%	49.09%	59.12%
Promoter and Promoter Group Shareholding								
a) Pledged / Encumbered								
- Number of Shares	58,474,100	53,822,000	28,668,000	53,822,000	58,474,100	53,822,000	28,668,000	53,822,000
- Percentage of Shareholding (as a % of the total shareholding of promoter and promoter group)	76.74%	71.02%	37.83%	71.02%	76.74%	71.02%	37.83%	71.02%
- Percentage of Shares (as a % of total share capital of the Company)	31.54%	29.03%	19.26%	29.03%	31.54%	29.03%	19.26%	29.03%
b) Non - Pledged / Encumbered								
- Number of Shares	17,720,892	21,965,712	47,119,712	21,965,712	17,720,892	21,965,712	47,119,712	21,965,712
- Percentage of Shares (as a % of total shareholding of promoter and promoters group)	23.26%	28.98%	62.17%	28.98%	23.26%	28.98%	62.17%	28.98%
- Percentage of Shares (as a % of total share capital of the Company)	9.56%	11.85%	31.65%	11.85%	9.56%	11.85%	31.65%	11.85%

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Notes to Unaudited Consolidated Financial Results for the Quarter ended June 30, 2013:

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, 2013. The statutory auditors have carried out a limited review of the Standalone results of the Company.

2. The Company has informed BSE that the Board of Directors of the Company at its meeting held on June 21, 2013, inter alia, has transacted the following:

   a) Took on record principal terms and conditions on which Prime Focus World, N.V. proposes to raise USD 38,000,000 from Macquarie (UK) Group Services Limited at an Enterprise Valuation of USD 300 million.

   b) Considered and approved to provide a corporate guarantee for an amount not exceeding USD 44,650,000 in favour of Macquarie (UK) Group Services Limited to secure the obligations of Prime Focus World Limited, Mauritius, a wholly owned subsidiary of Prime Focus limited, as part of raising of financial assistance from Macquarie (UK) Group Services Limited by Prime Focus World, N.V

3. The Board of Directors of the Company at its meeting held on August 05, 2013, inter-alia, has considered and approved to sell, transfer, and/or otherwise dispose of its 'Backend Business', which includes (a) business of providing the services of conversion of 2D audio visual/moving images to stereo 3D audio visual/moving images provided by the Company to Prime Focus World N.V., a company incorporated and operating under the laws of Netherlands ("PFW") ('Conversion Business'); and (b) the business of providing the services of computer generated film visual special effects by the Company to PFW ("VFX Business"),to Prime Focus World Creative Services Pvt. Ltd.', a company incorporated in India and an indirect controlled subsidiary of the Company on a going concern basis by way of slump sale for a total consideration not less than INR equivalent of USD 38 million subject to the approval of the shareholders of the Company through a postal ballot and on receipt of requisite/regulatory approvals.

4. As a part of reorganization of businesses of the group under common control, Prime Focus Technologies acquired the New York based post-production business from Prime Focus World on April 01, 2013. As a result of this there is a write-down in the value of assets by Rs. 721.68 lacs (USD 1.3 million) during the quarter which is shown in item 8 above as an exceptional item in the consolidated results for the quarter.

5. 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.

6. There were no investor complaints pending at the beginning of the quarter. The Company received only one investor complaints during the Quarter. There was no investor complaint pending at the end of the quarter.

7. 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, 2013