Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Prime Focus Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	**Acquirer:** Monsoon Studio Private Limited ("Monsoon") **Promoter and Promoter Group** 1.Mr. Namit Malhotra ("Namit") 2. Mr. Naresh Malhotra ("Naresh") **Persons acting in concert(PAC):** 1. Reliance Mediaworks Limited ("RMW")		
Whether the acquirer belongs to Promoter / Promoter group	Yes. Mr. NareshMalhotra and Mr. Namit Malhotra hold 100% shareholding of Monsoon (being the Acquirer)		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of : a) Shares carrying voting rights	Monsoon- 44,29,172	Monsoon-2.39	Monsoon- 2.39
~~b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)~~	Namit – 1,49,00,000	Namit – 8.04	Namit – 8.04
~~c) Voting Rights (VR) otherwise than by equity shares~~	Naresh – 6,22,01,546	Naresh – 33.55	Naresh – 33.55
~~d) Warrants/convertible securities /any other insterument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)~~	RMW -4,36,95,446	RMW – 23.57	RMW – 23.57
e) Total (a+b+c+d)	**12,52,26,164**	**67.55**	**67.55**

Details of acquisition~~/ sale~~			
a) Shares carrying voting rights acquired/~~sold~~	Monsoon– 23,076,923	7.72	7.72
~~b) VRs acquired otherwise than by equity shares~~			
~~c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired~~	RMW - 90,384,615	30.24	30.24
~~d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)~~			
e) Total (a+b+c+/-d)	**113,461,538**	**37.96**	**37.96**
After the acquisition/~~sale,~~ holding of:			
~~a)~~ Shares carrying voting rights	Monsoon – 2,75,06,095 Namit – 1,49,00,000	Monsoon – 9.20 Namit – 4.99	Monsoon – 9.20 Namit – 4.99
~~b) Shares encumbered with the acquirer~~	Naresh – 6,22,01,546 RMW -13,40,80,061	Naresh – 20.81 RMW – 44.86	Naresh –20.81 RMW – 44.86
~~c) VRs otherwise than by shares~~			
~~d) Warrants/ convertible securities / any other instrument than entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition~~			
~~e) Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking/ others)~~			
f) Total (a+b+c+d)	**23,86,87,702**	**79.86**	**79.86**
Mode of acquisition ~~/ sale (e.g. open market / off-market /public issue / rightsissue /~~ preferential allotment ~~/ inter-setransfer etc.)~~	Preferential allotment		
Date of acquisition/ sale of shares VR or date of receipt of	April 7, 2015		

intimation ofallotment of shares, whichever is applicable	
Equity share capital / total voting capital of the TC beforethe said acquisition / sale	Rs. 18,54,17,436 with each equity share of face value of Re. 1/- each.
Equity share capital/ total voting capital of the TC after thesaid acquisition / sale	Rs. 298,878,974 with each equity share of face value of Re. 1/- each.
Total diluted share/voting capital of the TC after the said acquisition	Rs. 298,878,974 with each equity share of face value of Re. 1/- each.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the StockExchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion ofthe outstanding convertible securities/warrants into equity shares of the TC.

FOR MONSOON STUDIO PRIVATE LIMITED



DIRECTOR

Date: April 8, 2015