STANDARD CHARTERED PRIVATE EQUITY (MAURITIUS) III LTD

C/o Kross Border Trust Services Limited,
St. Louis Business Centre, Cnr Desroches & St. Louis Streets,
Port Louis, Mauritius

Disclosures under Regulation 29(1) 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	**Standard Chartered Private Equity III (Mauritius) Limited**		
Whether the acquirer belongs to Promoter/Promoter group	**No**		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	**National Stock Exchange** **Bombay Stock Exchange**		
Details of the acquisition 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	NIL	NIL	NIL
b) Voting rights (VR) otherwise than by equity shares	NIL	NIL	NIL
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)	NIL	NIL	NIL
d) Total (a+b+c)	NIL	NIL	NIL
Details of acquisition			
a) Shares carrying voting rights acquired	36,549,990	19.71%	19.71%
b) VRs acquired otherwise than by equity shares	NIL	NIL	NIL
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	NIL	NIL	NIL
d) Total (a+b+c)	36,549,990	19.71%	19.71%

After the acquisition, holding of: a) Shares carrying voting rights b) VRs 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) after acquisition d) Total (a+b+c)	36,549,990 NIL NIL 36,549,990	19.71% NIL NIL 19.71%	19.71% NIL NIL 19.71%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Preferential Allotment		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc	Not Applicable		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	5th November 2012		
Equity share capital / total voting capital of the TC before the said acquisition	148,867,446 (Number of Shares)		
Equity share capital/ total voting capital of the TC after the said acquisition	185,417,436 (Number of Shares)		
Total diluted share/voting capital of the TC after the said acquisition	185,417,436 (Number of Shares)		

Note:

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

Signature of Authorised Signatory



Andrew Dawson

Director

Singapore, 7 November 2012