Naresh Malhotra

201, Priyanka Apts,N. S Road, J.V.P.D Scheme,Juhu,Mumbai – 400 049

July 4, 2013

To,
Listing Department,
National Stock Exchange of India Ltd. (NSE),
Exchange Plaza Bandras Kurla Complex
Mumbai-400051,
Fax: 26598237/26598238
E-mail: cc_nse@nse.co.in,cmlist@nse.co.in

Dear Sir,

Sub: - Creation and Release of Pledge

Disclosure under Regulation 31(1) and 31(2) of Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011

Please find enclosed herewith the disclosure under Regulation 31(1) and 31(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 pursuant to:

1. Pledge of 2,10,000 Equity Shares of Rs. 1/- each of Prime Focus Limited on June 28, 2013 in favour of STCI Finance Ltd.
2. Pledge of 6,00,000 Equity Shares of Rs. 1/- each of Prime Focus Limited on June 28, 2013 in favour of Kotak Mahindra Bank Ltd.
3. Release of 13,26,000 Equity Shares of Rs. 1/- each of Prime Focus Limited on June 28, 2013 by L&T Finance Ltd.
4. Release of 35,85,000 Equity Shares of Rs. 1/- each of Prime Focus Limited on July 2, 2013 by Karvy Financial Services Ltd.
5. Pledge of 2,10,000 Equity Shares of Rs. 1/- each of Prime Focus Limited on July 3, 2013 in favour of STCI Finance Ltd.
6. Release of 48,000 Equity Shares of Rs. 1/- each of Prime Focus Limited on July 3, 2013 by Karvy Financial Services Ltd.

Please accept the same and acknowledge the receipt.

Thanking You,

Yours faithfully,

Naresh Malhotra

Encl: as above

FROM :PRIME FOCUSLIMITED FAX NO. :91 22 42095001 Jul. 04 2013 11:15AM P2

Disclosure by the Promoter to the Stock Exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31 (1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target company(TC)	Prime Focus Limited
Name of the Promoter(s) on whose shares encumbrance was created/ ~~invoked~~/ released (tick the relevant one)	Naresh Malhotra
Date of reporting	July 4, 2013
Names of the stock exchanges where the shares of the target company are listed	Bombay Stock Exchange Limited National Stock Exchange of India Limited

Details of the promoters' holding:
(The term "event" indicates creation/ invocation/ release of encumbrance, as the case may be)

Promoter(s) or PACs with him	Pre-event holding		Details of events pertaining to Encumbrance		Post event holding (encumbered shares to be excluded)		(*)Details of encumbrance (pledge/lien or other- give details	
							Pre - Transaction Pledge	5,89,90,100 equity shares of Re. 1/- each
							#1 Pledge of Shares on June 28, 2013	2,10,000 equity shares of Re. 1/- each
							#2 Pledge of Shares on June 28, 2013	6,00,000 equity shares of Re. 1/- each
							#3 Release of Shares on June 28, 2013	13,26,000 equity shares of Re. 1/- each
							#4 Release of Shares on July 2, 2013	35,85,000 equity shares of Re. 1/- each
							#5 Pledge of Shares on July 3, 2013	2,10,000 equity shares of Re. 1/- each
							#6 Release of Shares on July 3, 2013	48,000 equity shares of Re. 1/- each
							Total Shares pledged	5,50,51,100 equity shares of Re. 1/- each
Naresh Malhotra	6,12,94,992	33.06%	Pledge	June 28, 2013	20,94,892	1.13%	#1 Shares pledged in favour of STCI Finance Ltd	
			Pledge	June 28, 2013	14,94,892	0.81%	#2 Shares pledged in favour of Kotak Mahindra Bank Ltd	
			Release	June 28, 2013	28,20,892	1.52%	#3 Shares released by L&T Finance Limited	
			Release	July 2, 2013	64,05,892	3.45%	#4 Shares released by Karvy Financial Services Limited	
			Pledge	July 3, 2013	61,95,892	3.34%	#5 Shares pledged in favour of STCI Finance Ltd	
			Release	July 3, 2013	62,43,892	3.36%	#6 Shares released by Karvy Financial Services Limited	

(*) Details shall include the details regarding the person(s) on whose favour the encumbrance has been created and other important features of such encumbrance.

Note:- Total Paid up share capital of Prime Focus Limited (TC) is 185417436 equity shares of Rs. 1/- each.



Signature of the Authorized Signatory

Place: Mumbai
Date: July 4, 2013