Disclosure by the Promoter to the Stock Exchanges and to the Target Com[illegible]mbrance of shares / Invocation of encumbrance/ release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Sub[illegible]isition of Shares and Takeovers) Regulations, 2011

Name of the Target company(TC)	Prime Focus Li
Name of the Promoter(s) on whose shares encumbrance was created/ invoked/ released (tick the relevant one)	Naresh Malhotr
Date of reporting	July 04, 2012
Names of the stock exchanges where the shares of the target company are listed	Bombay Stock E[illegible]ged National Stock E[illegible]dia Limited

Details of the promoters' holding:
(The term 'event' indicates creation/ invocation/ release of encumbrance, as the ca[illegible]

Promoter(s) or PACs with him	Pre-event holding		Details of events pertaining to Encumbrance		Post holding (encumbered shares to be excluded)		(*)Details of encumbrance (pledge/lien or other- give details	
							Pre- Transaction Pledge	2,86,68,000 equity shares of Re 1/- each
							Pledge created on July 5, 2012#	25,00,000 equity shares of Re 1/- each
Naresh Malhotra	5,33,87,712	35.86	Creation	July 04, 2012	[illegible]	14.93	Total Shares pledged	3,11,68,000 equity shares of Re 1/- each
							# The Pledge is created in favour of Yes Bank Limited	

(*) Details shall include the details regarding the person(s) on whose favour the enc[illegible] been created and other important features of such encumbrance

Note :- Total Paid up share capital of Prime Focus Limited (TC) is 148567446 equity [illegible] 1/- each

Signature of the Authorized Signatory

Place: Mumbai
Date: July 5, 2012

FROM :PRIME FOCUSLIMITED FAX NO. :91 22 42095001 Jul. 05 2012 04:52PM P1

Naresh Malhotra

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

July 5, 2012

To,
Listing Department,
National Stock Exchange of India Ltd. (NSE),
Exchange Plaza Bandras Kurla Complex
Mumbai-400051,
Fax: 26598237/26598238

Dear Sir,

Sub: - Creation of Pledge

Disclosure under Regulation 31(1) 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) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 pursuant to creation of pledge of 25,00,000 equity shares of Rs. 1/- each on July 4, 2012 of Prime Focus Limited in favour of Yes Bank Limited

Please accept the same and acknowledge the receipt.

Thanking You,

Yours faithfully,

Naresh Malhotra

Encl: as above