

A2R Holdings
121, avenue de la Faïencerie, L-1511 Luxembourg

To,

Date: September 19, 2025

Department of Corporate Services BSE Limited (Scrip code: 532748) Floor 24, Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001	The Listing Department National Stock Exchange of India Limited (Symbol: PFOCUS) Exchange Plaza, 5th Floor Plot no. C/1, G Block Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
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Dear Sir / Ma'am,

Sub: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011, as amended

Pursuant to Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (hereinafter referred to as **Takeover Regulations**), we wish to inform you that A2R Holdings has been allotted 15,95,37,479 Equity Shares of Re. 1/- each of Prime Focus Limited, on September 17, 2025 on preferential basis.

Please find enclosed our disclosure pertaining to the same in terms of Regulation 29(2) of the Takeover Regulations, in the format specified in terms of the SEBI Master Circular dated February 16, 2023, bearing reference number SEBI/HO/CFD/PoD-1/P/CIR/2023/31.

Request you to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For A2R Holdings



Authorised Signatory

CC: Parina Shah, Compliance Officer
Prime Focus Limited
Prime Focus House, Opp Citi Bank, Linking Road
Khar (West) Mumbai - 400052

Encl: a/a

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

Name of the Target Company (TC)	Prime Focus Limited ("TC")		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the Acquirer	A2R Holdings ("Acquirer") Persons acting in concert with the Acquirer: Other members of the Promoter and Promoter Group of the TC: 1. Mr. Namit Malhotra 2. Mr. Naresh Malhotra Note: The Acquirer has been allotted equity shares on preferential basis.		
Whether the Acquirer belongs to Promoter/Promoter group	Yes.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. National Stock Exchange of India Limited (NSE) 2. BSE Limited (BSE)		
Details of the acquisition/-disposals are 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	15,10,87,289	48.75%	48.75%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) 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
e) Total (a+b+c+d)	15,10,87,289	48.75%	48.75%
Details of acquisition/-sale			
a) Shares carrying voting rights acquired/sold	15,95,37,479	4.12%	4.12%
b) VRs acquired/ sold otherwise than by 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/ sold	NIL	NIL	NIL
d) Shares encumbered/ invoked/ released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+/-d)#	15,95,37,479	4.12%	4.12 %

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After the acquisition/sale, holding of:			
a) Shares carrying voting rights	31,06,24,768	52.87%	52.87%
b) Shares encumbered with the acquirer	NIL	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL
d) 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	NIL	NIL	NIL
e) Total (a+b+c+d)	31,06,24,768	52.87%	52.87%
Mode of acquisition/ sale (e.g. open market / off-market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Allotment of Equity Shares on preferential basis for consideration other than cash (i.e share swap).		
Date of acquisition/ sale of shares of/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	September 17, 2025		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	30,99,36,976 Equity Shares of Re. 1/- each		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	58,75,59,017 Equity Shares of Re. 1/- each		
Total diluted share/voting capital of the TC after the said acquisition	58,75,59,017 Equity Shares of Re. 1/- each		

Note:

1. The total voting capital includes 11,51,90,562 equity shares of Re. 1/- each allotted to allottees other than A2R Holdings (i.e Non-Promoter allottees).
2. Considering the allotment made to the non-promoter allottees as specified in note 1 above, there has been a reduction in the shareholding of the Promoter and Promoter Group from 67.61% to 62.82%.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) 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.

For A2R Holdings



Authorised Signatory

Date: September 19, 2025
Place: Los Angeles