

RELIANCE MEDIAWORKS FINANCIAL SERVICES PRIVATE LIMITED

Regd Office: Communication Centre, Film City Complex, Goregaon East, Mumbai 400 065.

CIN: U74999MH2017PTC292285

April 1, 2019

The Manager
Listing Department
BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

The Manager
Listing Department

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Dear Sirs,

Re: Disclosure under Regulation 30(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Please find attached herewith the disclosure under Regulation 30(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by Reliance MediaWorks Financial Services Private Limited for its holding in Prime Focus Limited.

Thanking you.

Yours faithfully,

For **Reliance MediaWorks Financial Services Private Limited**



Satish Kadakia
Director
DIN: 07004001

Encl: a/a

CC: The Company Secretary
Prime Focus Limited
Linking Road, Opp. CITI Bank,
Khar (West), Mumbai - 400052.

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part - A - Details of Shareholding

1.Name of the Target Company (TC)	Prime Focus Limited		
2.Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited National Stock Exchange of India Limited		
3.Particulars of the shareholder(s) : a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and PAC with him.	#Reliance MediaWorks Financial Services Private Limited***		
4.Particulars of the shareholding of person(s) mentioned at (3) above	Number of Shares	% w.r.t. total share / voting capital wherever applicable	% of total diluted share/ voting capital of TC(*)
As of March 31 st of the year, holding of:			
a) Shares	10,49,39,361	35.08%	31.77
b) Voting Rights (otherwise than by shares)	-	-	-
c) Warrants,	-	-	-
d) Convertible Securities	-	-	-
e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
Total	10,49,39,361	35.08 %	31.77

(***) As per the terms of Issue of 6500 Rated , Listed, Redeemable, Non-convertible Debentures, Reliance MediaWorks Financial Services Private Limited has pledged 10,49,39,361 shares on March 27, 2018 to IDBI Trusteeship Services Limited(as Trustee) for Issue.

(#) As set out in the Letter of Offer dated December 08, 2014 issued by Reliance MediaWorks Limited along with Reliance Land Private Limited (PAC 1), Mr. Namit Malhotra (PAC 2), Mr. Naresh Malhotra (PAC 3), Monsoon Studio Private Limited (PAC 4), this includes 10,49,39,361 shares which were held by Reliance MediaWorks Limited, a person acting in concert with the Promoters. Further, Reliance MediaWorks Limited sold 10,49,39,361 shares on March 30, 2017 to Reliance MediaWorks Financial Services Private Limited (a wholly owned subsidiary of Reliance MediaWorks Limited) by way of inter-se transfer of shares under Regulation 10(1) (a)(iii) of SEBI (SAST) Regulations, 2011.

Part-B**

Name of the Target Company: Prime Focus Limited

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter group	
Reliance MediaWorks Financial Services Private Limited	No	

For Reliance MediaWorks Financial Services Private Limited

S. M. Kadakia

Satish Kadakia
Director
DIN: 07004001

Place: Mumbai

Date: April 1, 2019

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) 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 TC.
- (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.
2. The total paid up capital of the Target Company as on March 31, 2019 is Rs. 29,91,82,312.
3. The total diluted share capital of the Target Company as on March 31, 2019 is Rs. 33,03,14,388 (assuming the conversion of 3,11,32,076 outstanding convertible warrants).