Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part – A – Details of the Acquisition

Name of the Target Company (TC)	Prime Focus Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Monsoon Studio Private Limited Person Acting in concert: (i) Mr. Namit Malhotra ("**Namit**") (ii) Mr. Naresh Malhotra ("**Naresh**") (iii) Reliance MediaWorks Limited ("**RMW**") Reliance Land Private Limited ("**RLPL**")		
Whether the acquirer belongs to Promoter / Promoter group	Yes, Namit and Naresh hold 100% of the share capital of the Acquirer.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
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 acquirer along with PACs of: a) Shares carrying voting rights ~~b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)~~ ~~c) Voting Rights (VR) otherwise than by equity shares that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)~~ d) Total (a+b+c+d)	 Namit - 149,00,000 Naresh - 622,01,546	 8.04 33.54	 8.04 33.54
Details of acquisition a) Shares carrying voting rights acquired ~~b) VRs acquired otherwise than by equity shares~~ ~~c) Warrants/convertible securities/any other instrument that entitles the acquirer to~~	 Acquirer - 44,29,172 RMW - 4,36,95,446	 2.39 23.57	 2.39 23.57

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~~receive shares carrying voting rights in the TC (specify holding in each category) acquired~~ ~~d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)~~ e) Total (a+b+c+/-d)			
After the acquisition, holding of acquirer along with PACs of: a) Shares carrying voting rights ~~b) VRs otherwise than by equity shares~~ ~~c) Warrants/ convertible securities / any other instrument than entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition~~ ~~d) Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking/ others)~~ e) Total (a+b+c+d)	Acquirer - 44,29,172 RMW - 4,36,95,446 Namit - 149,00,000 Naresh - 622,01,546	2.39 23.57 8.04 33.54	2.39 23.57 8.04 33.54
Mode of acquisition (e.g. open market / public issue / rightsissue / preferential allotment / inter-setransfer/encumbrance, etc.)	Open Offer Pursuant to an open offer Reliance MediaWorks Limitedand Monsoon Studio Private Limitedacquired shares as follows: Acquirer - 44,29,172 RMW - 4,36,95,446		
Salient features of the securities acquired including time tillredemption, ratio at which it can be converted into equityshares, etc.	Not applicable. Only equity shares have been acquired.		
Date of ~~acquisition of~~/ date of receipt of intimation ofallotment of shares / ~~VR/ warrants/convertible securities/anyother instrument that entitles the acquirer to receive sharesin the TC~~.	January 20, 2015		
Equity share capital / total voting capital of the TC beforethe said acquisition	Rs. 18,54,17,436 with each equity share of face value of Rs. 1/- each.		

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Equity share capital/ total voting capital of the TC after thesaid acquisition	Rs. 18,54,17,436 with each equity share of face value of Rs. 1/- each.
Total diluted share/voting capital of the TC after the saidacquisition	Rs. 18,54,17,436 with each equity share of face value of Rs. 1/- each.

For Monsoon Studio Private Limited

Director

MONSOON STUDIO PRIVATE LIMITED * MUMBAI

Place: Mumbai

Date: January 22, 2015

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the StockExchange under Clause 35 of the listing Agreement.

(**) 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.