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10th October, 2012

To,
The National Stock Exchange of India Limited
Listing Department,
Bandra Kurla Complex, Bandra,
Mumbai
Fax No: 26598237/26598238

Dear Sir,

Script ID: PFOCUS

Sub: Outcome of Circular Resolution

In terms of Listing Agreement executed by our Company with your Exchange, we would like to inform you that the Board of Directors of the Company vide circular resolution on October 10, 2012 *inter-alia*, considered and approved the following business:

1. Issue of warrants representing a right to subscribe to equity shares for an aggregate amount of Rs.1040 million, exercisable into equity shares in one or more tranches, on preferential basis to Namit Malhotra ,promoter of the company at a price which shall be the prevailing market price of the equity shares of the Company as at the date of allotment of the warrants subject to a maximum price of Rs. 53/- and a minimum price which shall not be less than the minimum price determined as per Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and other applicable laws and subject to approval of Members in the ensuing General Meeting.

2. Issue of equity shares on preferential basis for an aggregate amount representing the INR equivalent of US$ 35 million to Non Promoter Investor Standard Chartered Private Equity (Mauritius) III Limited at price which shall be the prevailing market price of the equity shares of the Company as at the date of allotment of the equity shares subject to a maximum price per equity share of Rs. 53/- and a minimum price which shall not be less than the minimum price determined as per Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and other applicable laws and subject to approval of Members in the ensuing General Meeting.

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3. Convening an Extra Ordinary General Meeting of the Company on 3rd November, 2012 to seek the shareholders approval for the above mentioned purposes.

Thanking You,

For Prime Focus Limited

Navin Agarwal
Company Secretary

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