PRIME FOCUS

MUMBAI
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HYDERABAD
CHENNAI
BANGALORE
CHANDIGARH

November 7, 2012

To,
National Stock Exchange, Mumbai
Listing Department
Bandra Kurla Complex
Bandra (East)
Mumbai-400051

Dear Sir,

Sub: Disclosure under Regulation 29(1) and (3) of Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011

We enclose the captioned disclosure in the prescribed format as required under the Regulation 29(1) and (3) of Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011.

Kindly acknowledge receipt.

Yours truly,

For Prime Focus Limited

Authorised Signatory

Encl.: As above

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

Name of the Target Company (TC)	**Prime Focus Limited**		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	**Standard Chartered Private Equity III (Mauritius) Limited**		
Whether the acquirer belongs to Promoter/Promoter group	**No**		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	**National Stock Exchange** **Bombay Stock Exchange**		
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 :			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Voting rights (VR) otherwise than by equity 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)	NIL	NIL	NIL
d) Total (a+b+c)	NIL	NIL	NIL
Details of acquisition			
a) Shares carrying voting rights acquired	36,549,990	19.71%	19.71%
b) VRs acquired otherwise than by equity 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	NIL	NIL	NIL
d) Total (a+b+c)	36,549,990	19.71%	19.71%

After the acquisition, holding of: a) Shares carrying voting rights b) VRs otherwise than by equity shares 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) after acquisition d) Total (a+b+c)	36,549,990 NIL NIL 36,549,990	19.71% NIL NIL 19.71%	19.71% NIL NIL 19.71%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Preferential Allotment		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc	Not Applicable		
Date of acquisition of/ date of receipt of intimation of allotment of shares / ~~VR/ warrants/convertible securities/any other instrument~~ that entitles the acquirer to receive shares in the TC.	5th November 2012		
Equity share capital / total voting capital of the TC before the said acquisition	148,867,446 (Number of Shares)		
Equity share capital/ total voting capital of the TC after the said acquisition	185,417,436 (Number of Shares)		
Total diluted share/voting capital of the TC after the said acquisition	185,417,436 (Number of Shares)		

Note:

(*) 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 Prime Focus Limited

Authorized signatory

Place : Mumbai
Date: November 7, 0212