Naresh Malhotra

201, Priyanka Apts, N.S. Road, J.V.P.D. Scheme, Juhu, Mumbai – 400049

April 1, 2015

To,
The National Stock Exchange of India
Listing Department,
Exchange Plaza,
BandraKurla Complex
Bandra East,
Mumbai - 400 051
Fax Nos.: 26598237 / 26598238

To,
BSE Limited
Listing Department,
PhirozeJeejebhoy Towers,
Dalal Street,
Mumbai - 400 001
Fax Nos.:22723121/2037/2039

To,
The Company Secretary
Prime Focus Limited
Prime Focus House,
Opp. Citi Bank,
Linking Road,
Bandra (East)
Mumbai – 400 052

Dear Sir/Madam,

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

Please find enclosed herewith the disclosures under Regulation 30 (1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 for my shareholding in Prime Focus Limited as on March 31, 2015.

Kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,

(Naresh Malhotra)

Encl: As above

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

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	1. BSE Limited 2. 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 target company) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	1. Mr. NareshMalhotra **Promoter Group** 1. Mr. Namit Malhotra 2. Monsoon Studio Private Limited **Person acting in concert:** 1. Reliance MediaWorks Limited

4. Particulars of the Shareholding of persons 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 31st of the year, holding of: a) Shares			
Mr. Naresh Malhotra	6,22,01,546	33.55	33.55
Promoter Group			
Mr. Namit Malhotra	1,49,00,000	8.04	8.04
Monsoon Studio Private Limited	44,29,172	2.39	2.39
Persons Acting in Concert (PAC):			
Reliance MediaWorks Limited	4,36,95,446	23.57	23.57
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.	Nil Nil Nil Nil	Nil Nil Nil Nil	Nil Nil Nil Nil
Total	**125,226,164**	**67.55**	**67.55**

(*) 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.