RELIANCE

Reliance MediaWorks Limited
Film City Complex
Goregaon (East)
Mumbai 400 065, India

Tel: +91 22 3980 8900
Fax: +91 22 3980 8985
www.reliancemediaworks.com
CIN: L29299MH1987PLC045446

January 22, 2015

The Manager
DCS - CRD
BSE Limited
PhirozeJeejeebhoy 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 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Please find attached herewith the disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for the acquisition of shares of M/s. Prime Focus Limited in the open offer.

Thanking you.

Yours faithfully,
For Reliance MediaWorks Limited

Neelam Samant
Company Secretary

Encl: a/a

Cc: **The Company Secretary**
Prime Focus Limited

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:** Reliance MediaWorks Limited **Persons Acting in Concert:** Reliance Land Private Limited (**"PAC 1"**) Mr. Namit Malhotra (**"PAC 2"**) Mr. Naresh Malhotra (**"PAC 3"**) Monsoon Studio Private Limited (**"PAC 4"**)		
Whether the acquirer belongs to Promoter / Promoter group	No		
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)	PAC 2 - 149,00,000 PAC 3 - 622,01,546 Note: Acquirer and PAC 1 did not hold any equity shares prior to the said acquisition. While PAC 2 and PAC 3 were holding 771,01,546 equity shares, such shareholding relates to a period when Acquirer and PAC 1 were not acting in concert with PAC 2, PAC 3 and PAC 4.	PAC 2 - 8.04% PAC 3 - 33.54%	PAC 2 - 8.04% PAC 3 - 33.54%
Details of acquisition a) Shares carrying voting rights acquired	Acquirer - 4,36,95,446 PAC 4 - 44,29,172	Acquirer - 23.57 PAC 4 - 2.39	Acquirer - 23.57 PAC 4 - 2.39

Reliance MediaWorks Limited MUMBAI

~~b) VRs acquired 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) acquired~~ ~~d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)~~ e) Total (a+b+c+/-d)	Acquirer - 4,36,95,446 PAC 4 - 44,29,172	Acquirer - 23.57 PAC 4 - 2.39	Acquirer - 23.57 PAC 4 - 2.39
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)	12,52,26,164 12,52,26,164	67.53 67.53	67.53 67.53
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Open Offer		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not applicable. Only equity shares have been acquired.		
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~~.	January 20, 2015		



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

