

25606/ITSL/OPR/20-21

Dated: 18th March 2021

BSE Limited (Scrip code: 532748) Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001	National Stock Exchange of India Limited (Symbol: PFOCUS) Exchange Plaza, 5 th Floor, Plot No. C/1 G Block, Bandra Kurla Complex, Bandra (East) Mumbai - 400 051
Prime Focus Limited Opposite Citi Bank, Linking Road, Khar (West) Mumbai 400052	

Sub: **Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sir / Madam,

Please find enclosed the disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in respect of the disposal of 73,299,666 equity shares of Prime Focus Limited ("**Target Company**") on 17th March 2021 by IDBI Trusteeship Services Limited in its capacity as the debenture trustee for the benefit of Credit Suisse AG, Singapore Branch (the sole debenture holder), to A2R Holdings. The disposal (by way of sale) is done as part of enforcement of the pledge created by Reliance Mediaworks Financial Services Private Limited over such equity shares of the Target Company.

We request you to take this on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,



For IDBI Trusteeship Services Limited

Encl: a/a

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Prime Focus Limited		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer/seller	IDBI Trusteeship Services Limited acting as debenture trustee for Credit Suisse AG, Singapore Branch, the sole debenture holder (the "Seller") Please also refer to the disclosure as regards the 'Mode of sale' set out hereinbelow.		
Whether the acquirer/seller 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/ disposal 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/sale under consideration, holding of:			
(a) Shares carrying voting rights	73,299,666	24.49%	24.49%
(b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	31,639,695	10.57%	10.57%
(c) Voting rights (VR) otherwise than by shares	--	--	--
(d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	--	--	--
(e) Total (a+b+c+d)	104,939,361	35.06%	35.06%
Details of acquisition/ sale:			
(a) Shares carrying voting rights acquired/sold	73,299,666	24.49%	24.49%
(b) VRs acquired /sold otherwise than by 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/sold	--	--	--
(d) Shares encumbered/ invoked /released by the acquirer	--	--	--
(e) Total (a+b+c+/-d)	73,299,666	24.49%	24.49%

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After the acquisition/sale, holding of:			
(a) Shares carrying voting rights	--	--	--
(b) Shares encumbered with the acquirer/ Seller	31,639,695	10.57%	10.57%
(c) VRs otherwise than by shares	--	--	--
(d) 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	--	--	--
(e) Total (a+b+c+d)	31,639,695	10.57%	10.57%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Off market sale, on 17 th March 2021, of 73,299,666 shares of Prime Focus Limited pursuant to enforcement of pledge created by Reliance Mediaworks Financial Services Private Limited ("RMFSPL") in favour of the Seller, to secure indebtedness of RMFSPL. IDBI Trusteeship Service Limited has sold the aforesaid shares as pledgee, on behalf of Credit Suisse AG, Singapore Branch, to A2R Holdings, on 17 th March 2021.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	17 th March 2021		
Equity share capital / total voting capital of the TC before the said acquisition / sale	299,248,978 (as per latest data available on BSE Ltd. and National Stock Exchange of India Ltd.)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	299,248,978		
Total diluted share/voting capital of the TC after the said acquisition	299,248,978		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange 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.

Signature of the Seller (Authorised Signatory)

Place : Mumbai

Date : 18th March 2021