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**March 11, 2020**

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

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

Dear Sir/ Madam,

**Ref.: Scrip Code: BSE – 532748 / NSE – PFOCUS**

**Sub.: Outcome of Meeting of the Board of Directors (the “Board”) of Prime Focus Limited (the “Company”) held on March 11, 2020**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we would like to inform you that the Board of Directors of the Company has, in supersession of its resolution of February 14, 2020 regarding re-appointment of Mr. Naresh Malhotra as the Chairman and Whole-time Director of the Company, upon recommendation of Nomination and Remuneration Committee has considered and *inter-alia* approved appointment of Mr. Naresh Malhotra (who has already attained the age of 70 years) as the Chairman and Whole-time Director of the Company w.e.f. May 01, 2020 to April 30, 2023, subject to the approval of shareholders of the Company by a special resolution. The Board of Directors of the Company has also approved the postal ballot notice to be issued to the shareholders in this respect.

Mr. Naresh Malhotra’s current term as a whole-time director expires on March 31, 2020. Mr. Naresh Malhotra will continue to be a Non-Executive Director of the Company from April 1, 2020 until April 30, 2020.

The details as per SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015 are enclosed herewith as **Annexure A**.

Further, in compliance with SEBI directives dated June 14, 2018 to the Stock Exchanges, NSE Circular No. NSE/CML/2018/02 dated June 20, 2018 and BSE Circular No. LIST/COMP/ 14/2018-19 dated June 20, 2018, this is to affirm that Mr. Naresh Malhotra has not been debarred from holding the office of director by virtue of any SEBI order or any other such authority.





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The Meeting of the Board commenced at 08:00 p.m. and concluded at 09:30 p.m.

Kindly take the above on your record and acknowledge receipt of the same.

Thanking You,  
For **Prime Focus Limited**

*Parina Shah*



**Parina Shah**  
**Company Secretary & Compliance Officer**  
Encl.: a/a



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### Annexure A

| Particulars  | Details   |
|--|---|
| Reason for change viz. appointment, resignation, removal, death or otherwise | Appointment of Mr. Naresh Malhotra (DIN 00004597) as the Chairman and Whole-Time Director of the Company  |
| Date of Appointment  | Effective from May 1, 2020, subject to approval of shareholders by a Special Resolution to be passed through postal ballot/ remote e-voting facility  |
| Term of Appointment  | 3 years (May 1, 2020 to April 30, 2023)   |
| Brief profile  | Mr. Naresh Malhotra is the Chairman and Whole-time Director of the Company. A veteran in the Indian M&E industry, best known for producing the Amitabh Bachchan starrer Shahenshah, Nareshji realized early the potential boom in the Indian television industry. He set up India's first digital audio studio in 90s and also started providing equipment rental services to TV and ad film makers |
| Disclosure of relationships between directors                                | Mr. Namit Malhotra (Non-Executive Director) is son of Mr. Naresh Malhotra   |

