



PRIME FOCUS
L I M I T E D

June 28, 2019

To,
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 Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Fax Nos.: 22723121/2037/2039

Dear Sir/Madam,

Ref.: Scrip Code: BSE - 532748/NSE - PFOCUS

**Sub.: Submission of disclosure on Related Party Transactions pursuant to
Regulation 23(9) of SEBI (Listing Obligations and Disclosure
Requirements) Regulations, 2015**

Please find attached disclosure on Related Party Transactions, on consolidated basis, drawn in accordance with applicable accounting standards as per the requirements of Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Thanking You,

For **Prime Focus Limited**

Parina Shah

Parina Shah
Company Secretary & Compliance Officer

Encl.: a/a



i. Key management personnel (KMP)

Mr. Naresh Malhotra – Chairman and Whole-time Director (Appointed as a Chairman w.e.f. February 14, 2019)

Mr. Ramakrishnan Sankaranarayanan – Managing Director

Mr. Namit Malhotra – Non – Executive Director – (change in designation from CEO, Chairman and Executive Director to Non Executive Director w.e.f. 14th Feb 2019)

Mr. Nishant Fadia – CFO (w.e.f. February 15, 2018)

Mr. Vikas Rathee – CFO (resigned as CFO of the Company w.e.f. February 14, 2018)

Ms. Parina Shah – Company Secretary

ii. Enterprises owned or significantly influenced by Key Management Personnel or their relatives

Blooming Buds Coaching Private Limited

N2M Reality Private Limited

Monsoon Studio Private Limited

i. Enterprises exercising significant influence over the Company

Standard Chartered Private Equity (Mauritius) Limited

Standard Chartered Bank



(i) Key Management Personnel *

Crores

	Year ended March, 31 '2019	Year ended March, 31 '2018
Remuneration		
Total remuneration paid	10.90	13.91

	As at March 31, 2019	As at March 31, 2018
Balance payable / (receivable)		
Total remuneration payable	-2.09	1.95

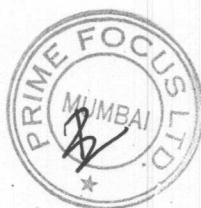
(ii) Enterprises owned or significantly influenced by key management personnel or their relatives

	Year ended March, 31 '2019	Year ended March, 31 '2018
Rent		
Blooming Buds Coaching Private Limited	4.08	4.09
Share warrant		
Monsoon Studio Private Limited	-	75.00

	As at March 31, 2019	As at March 31, 2018
Balance outstanding		
Deposit		
Blooming Buds Coaching Private Limited	5.30	5.30
Capital advance		
N2M Reality Private Limited	26.50	26.50

(iii) Enterprises with significant influence over the Company

	Year ended March, 31 '2019	Year ended March, 31 '2018
Loan (repayments) / taken, net		
Standard Chartered Bank	-	(13.34)
Finance costs		
Standard Chartered Bank	0.00	0.35
Premium on NCD		
Standard Chartered Private Equity (Mauritius) Limited	13.29	32.33
NCD repaid (including premium)		
Standard Chartered Private Equity (Mauritius) Limited	190.02	187.98



	As at March 31, 2019	As at March 31, 2018
Balance outstanding		
Loan outstanding		
Standard Chartered Bank	-	-
Bank Balance in current account		
Standard Chartered Bank	0.01	0.00
Non-convertible debentures		
Standard Chartered Private Equity (Mauritius) Limited	-	89.10
Premium on NCD accrued		
Standard Chartered Private Equity (Mauritius) Limited	-	87.63

The value 0.00 means amount is below 50,000/-

Naresh Malhotra and Namit Malhotra (promoters) have given personal guarantees individually / jointly and have pledged part of their shareholdings for borrowings obtained by the Group.

** Key management personnel have given personal guarantee and have pledged part of their shareholdings for borrowings obtained by the Company. The figures of Key management personnel do not include provisions for gratuity / other employee benefit as separate actuarial valuation not available. Under ESOP Scheme 2014, 27,80,000 options were granted to Key management personnel during March 31, 2018, of which 10,000 options were exercised by Key management personnel during March 31, 2018. The stock options outstanding for KMP's as at March 31, 2019 is 27,70,000 (March 31, 2018: 27,70,000) and employee stock option expense for the year March 31, 2019 is M 3.33 crores (March 31, 2018: 1.62 crores).

All contracts / arrangements with related parties are at arm's length

