

December 02, 2022

To,

The Department of Corporate Services, BSE Limited 14th Floor, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 Email: corp.relations@bseindia.com	National Stock Exchange of India Ltd. Digital exchange portal: https://digitalexchange nseindia.com	Ms. Parina Shah Company Secretary & Compliance Officer Prime Focus Limited Prime Focus House, Linking Road, Opp. CITI Bank, Khar (West) Mumbai, Maharashtra, 400052 Email: ir.india@primefocus.com
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DISCLOSURE UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Name of the Target Company (TC)	Prime Focus Limited ('Company')		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Vistra ITCL (India) Limited ("Vistra") (In our capacity as Debenture Trustee and Security Trustee), The IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051		
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 (BSE) National Stock Exchange of India Limited (NSE)		
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 under consideration, holding of :			
a) Shares carrying voting rights	-----	-----	-----
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	59,84,980	1.99%	-----
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)	-----	-----	-----
Total (a+b+c+d)	59,84,980	1.99%	-----
Details of acquisition/ Sale			
a) Shares carrying voting rights acquired/ sold	-----	-----	-----
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	(59,84,980)	(1.99%)	-----
Total (a+b+c+d)	(59,84,980)	(1.99%)	-----
After the acquisition/ sale holding of:			
a) Shares carrying voting rights	-----	-----	-----
b) Shares encumbered with the acquirer	NIL	NIL	-----
c) VRs otherwise than by shares	-----	-----	-----
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in	-----	-----	-----

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Registered office:

The IL&FS Financial Centre,
Plot No. C- 22, G Block, 6th Floor
Bandra Kurla Complex, Bandra (East),
Mumbai 400051, India

Corporate office :

The Qube, 6th floor, 602
A wing Hasan pada road ,
Mittal industrial estate Marol ,
Andheri (East) Mumbai 400059

Tel : +91 22 2850 0028

Fax : +9122 2850 0029

Email: mumbai@vistra.com

www.vistraitcl.com

Vistra ITCL (India) Limited

Corporate Identity Number (CIN):U66020MH1995PLC095507

the TC (specify holding in each category) after acquisition			
Total (a+b+c+d)	NIL	NIL	----
Mode of acquisition/ sale (e.g. open market /off market/ public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Release of Pledged Equity Shares		
Date of acquisition / sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	Release date: November 18, 2022 and November 30, 2022		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	29,95,36,644 Equity Shares having face value of Rs. 1/- capital Rs. 29,95,36,644/- (As per shareholding pattern available on BSE website for quarter ended September 2022)		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	29,95,36,644 Equity Shares having face value of Rs. 1/- capital Rs. 29,95,36,644/- (As per shareholding pattern available on BSE website for quarter ended September 2022)		
Total diluted share/voting capital of the TC after the said acquisition	-		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

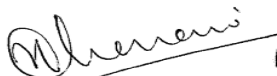
(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Note:

59,84,980 Equity Shares of the Company have been released, which were pledged with Vistra ITCL (India) Limited on the above-mentioned date to secure a Term loan given in favour of Prime Focus Group as a Security Trustee.

The primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender, debenture holder and not on the Trustee. However, out of abundant caution, Vistra in its capacity as security trustee and debenture trustee is disclosing and filing this disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

For Vistra ITCL (India) Limited



Authorised Signatory

Place: Mumbai