



PRIME FOCUS
L I M I T E D

August 09, 2024

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

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

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

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“LODR Regulations”).

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 30 of LODR Regulations, we would like to inform you that the Board of Directors (“**the Board**”) of the Company at its meeting held today i.e. on Friday, August 09, 2024, *inter alia*:

1. Pursuant to recommendation of Nomination and Remuneration Committee, considered and appointed Ms. Pooja Sood (DIN: 10590404) as an Additional Non-Executive Independent Director of the Company with effect from August 09, 2024 to hold office upto the date of ensuing Annual General Meeting (“**AGM**”) of the Company thereafter, subject to the approval of the Members of the Company at said AGM to hold office as an Independent Director for a term of 5 (five) consecutive years commencing from August 09, 2024 to August 08, 2029 (both days inclusive).
2. Pursuant to recommendation of Nomination and Remuneration Committee, considered and appointed Mr. Bharat Dighe (DIN: 00203056) as an Additional Non-Executive Independent Director of the Company with effect from August 09, 2024 to hold office upto the date of ensuing Annual General Meeting (“**AGM**”) of the Company thereafter, subject to the approval of the Members of the Company at said AGM to hold office as an Independent Director for a term of 5 (five) consecutive years commencing from August 09, 2024 to August 08, 2029 (both days inclusive).
3. Took note of the resignation of Mr. Vibhav Parikh (DIN: 00848207) as a Non-Executive Director of the Company, with effect from August 09, 2024, due to his other professional commitments. Mr. Vibhav Parikh has also informed the Company that there are no other material reasons for his resignation other than as stated above.



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The relevant details regarding appointment and resignation as per Regulation 30 of LODR Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are enclosed herewith as **Annexure I and Annexure II** respectively.

This information is also being uploaded on the website of the Company at www.primefocus.com.

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

Thanking you,
For **Prime Focus Limited**

Parina Shah
Company Secretary and Compliance Officer
Encl.: a/a



Annexure I

The relevant details regarding appointment as per Regulation 30 of LODR Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr No	Particulars	Ms. Pooja Sood	Mr. Bharat Dighe
1	Reason for Change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment of Ms. Pooja Sood (DIN: 10590404) as an Additional Non-Executive Independent Director w.e.f. August 09, 2024 to hold office upto the date of ensuing Annual General Meeting (AGM) of the Company thereafter, subject to the approval of the Members of the Company at the said AGM to hold an office as an Independent Director for a term of 5 (five) consecutive years commencing from August 09, 2024 to August 08, 2029 (both days inclusive).	Appointment of Mr. Bharat Dighe (DIN: 00203056) as an Additional Non-Executive Independent Director w.e.f. August 09, 2024 to hold office upto the date of ensuing Annual General Meeting (AGM) of the Company thereafter, subject to the approval of the Members of the Company at the said AGM to hold an office as an Independent Director for a term of 5 (five) consecutive years commencing from August 09, 2024 to August 08, 2029 (both days inclusive).
2	Date of appointment/ re-appointment /cessation & term of appointment/ re-appointment ;	Date of Appointment: August 09, 2024 Term of Appointment: 5 (five) consecutive years commencing from August 09, 2024 to August 08, 2029 (both days inclusive), subject to approval of members in ensuing AGM of the Company.	Date of Appointment: August 09, 2024 Term of Appointment: 5 (five) consecutive years commencing from August 09, 2024 to August 08, 2029 (both days inclusive), subject to approval of members at the ensuing AGM of the Company.
3	Brief Profile (in case of appointment);	Ms. Pooja Sood is a Chartered Accountant from ICAEW. She has overall 27 years of extensive experience in the fields of Limited Company Accounts, Partnership & Rental Accounts, Sole Trader Accounts,	Mr. Bharat Dighe is Chartered Accountant and he has more than 23 years of experience in Private Equity investments and M&A Consulting in India. More than 18 years' experience in direct investing roles with



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		Management Accounts, Audit & Assurance, Small Charity Accounts, IFRS, Corporate & Personal tax returns, VAT return. She also has extensive knowledge of FRS102, FRS105, UK GAAP.	global private equity fund houses investing in Indian unlisted companies, both as minority / majority shareholding. He has also been in senior management positions in global investment houses, handling all aspects of the investment process.
4	Disclosure of relationships between directors	None of the Directors of the Company are inter-se related to Ms. Pooja Sood.	None of the Directors of the Company are inter-se related to Mr. Bharat Dighe.
5	Information as required under BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018.	Ms. Pooja Sood is not debarred from holding the office of Director pursuant to any SEBI order or order of any other such authority.	Mr. Bharat Dighe is not debarred from holding the office of Director pursuant to any SEBI order or order of any other such authority.



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Annexure II

The relevant details regarding resignation of Mr. Vibhav Parikh (DIN: 00848207) as per Regulation 30 of LODR Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Sr. No.	Particulars	Details
1.	Reason for Change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Resignation of Vibhav Parikh (DIN: 00848207), as a Non-Executive Director of the Company due to his other professional commitments. There are no material reasons for his resignation other than as stated above.
2	Date of appointment / re-appointment/ cessation (as applicable) & term of appointment/re-appointment;	August 09, 2024
3	Brief profile (in case of appointment);	Not Applicable
4	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

RESIGNATION LETTER

Date: 9 August 2024

To: Prime Focus Limited
Prime Focus House, Linking Road
Opp. CITI Bank, Khar (West)
Mumbai - 400052

Attn: The Board of Directors

Sub: Resignation from Directorship

Dear Directors,

1. I, Vibhav Niren Parikh, residing at 15D, Shanaz, 15th Floor, 90 Nepean Sea Road, Mumbai - 400006, hereby resign from the office of a director of Prime Focus Limited (the "**Company**"). My resignation will take effect from 9 August 2024. Please consider this resignation letter as my notice for resignation under Section 168 and other relevant provisions of the (Indian) Companies Act, 2013.
2. I request you to kindly acknowledge receipt of this resignation letter by countersigning this document, and make the necessary filings with the Registrar of Companies, Ministry of Corporate Affairs, Government of India.
3. The Company confirms (a) that there are no dues owed by me to the Company; and (b) that the Company has no claims against me. To the extent that any such claim exists or may exist, the Company irrevocably waives such claim and releases me from any liability in respect thereof.
4. By countersigning this resignation letter, the Company acknowledges and agrees to indemnify me in relation to any and all claims and all amounts payable and/or due, arising from or relating to my obligations and liabilities in relation to, any past events, actions, inactions, omissions or activities in my capacity as a director of the Company, to the maximum extent permissible under applicable law.

Thank you.

Yours faithfully,

Name: Vibhav Niren Parikh

Address: 15D, Shanaz, 15th Floor, 90 Nepean Sea Road, Mumbai - 400006

DIN: 00848207

ACKNOWLEDGED AND ACCEPTED

For and on behalf of Prime Focus Limited

Parina Shah



AUTHORISED SIGNATORY

Name: Parina Shah

Designation: Company

Secretary and Compliance
officer