

**Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 34(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target company(TC)		Prime Focus Limited												
Name of the Stock Exchanges where the shares of the target company are listed		BSE Limited National Stock Exchange of India Limited												
Date of reporting		05-10-2015												
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked		Naresh Malhotra												
<b>Details of the creation of encumbrance:</b>														
Name of the Promoter(s) or PACs with him(**)	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrances (3)							Post event holding of encumbered shares { creation [(2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)] }		
	No. of shares	% of total share capital	% w.r.t diluted share capital(*)	No. of shares	% of total share capital	Type of event (creation / release / invocation)	Date of creation / invocation / release of encumbrance	Type of encumbrances (pledge/ lien/ non disposal undertaking / others)	Reason for encumbrance	No. of shares encumbrances	% of total share capital		Name of the entity in whose favor shares encumbered	No. of shares
Naresh Malhotra	6,22,01,546	20.81%	20.81%	5,67,96,828	19.00%	Release	September 28, 2015	Release	Margin Release	500,000	0.16%	STCI Finance Ltd.	5,62,96,828	18.84%
Namit Malhotra	1,49,00,000	4.99%	4.99%	49,00,000	1.64%	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Monsoon Studio Private Limited	2,75,06,095	9.20%	9.20%	44,29,172	1.48%	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Person Acting in Concert (PAC) with Promoters</b> Reliance MediaWorks Limited***	1340,80,061	44.86%	44.86%	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL



Signature of the Authorized Signatory  
Place: Mumbai  
Date: 05-10-2015

**Note:-** Total Paid up share capital of Prime Focus Limited (TC) is 298878974 equity shares of Rs. 1/- each.

(\*\*\*) As set out in the Letter of Offer dated December 08, 2014 issued by Reliance MediaWorks Limited alongwith Reliance Land Private Limited (PAC 1), Mr. Namit Malhotra (PAC 2), Mr. Naresh Malhotra (PAC 3), Monsoon Studio Private Limited (PAC 4), this includes 13,40,80,061 shares held by Reliance MediaWorks Limited, a person acting in concert with the Promoters.

(\*\*) The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(\*) Total share 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 shares/ 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.

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