


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 31(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				31-08-2015										
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked				Naresh Malhotra										
Details of the creation of encumbrance:														
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	% of total share capital
Naresh Malhotra	6,22,01,546	20.81%	20.81%	5,63,96,828	18.87%	Creation	August 24, 2015	Pledge	Loan availed by Prime Focus Ltd.	400,000	0.13%	Religare Finvest Limited	5,67,96,828	19.00%
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
Person Acting in Concert (PAC) with Promoters														
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: 31-08-2015

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.

Prateek Savla

From: Prateek Savla <prateek.savla@primefocus.com>
Sent: Monday, August 31, 2015 6:27 PM
To: 'cmlist@nse.co.in'; 'cc_nse@nse.co.in'; 'corp.compliance@bseindia.co'; 'neaps@nse.co.in'
Cc: 'nishant.fadia@primefocus.com'; 'Vikas Rathee'; 'parina.sanghavi@primefocus.com'
Subject: Disclosure under Regulation 31(1) of SEBI (SAST) Regulations, 2011-Pledge of Shares
Attachments: Disclosure under SAST.PDF

Dear Sir,

Please find attached disclosure under Regulation 31(1) of SEBI (SAST) Regulations, 2011 pursuant to creation of pledge of 400,000 Equity Shares in favour of Religare Finvest Limited on August 24, 2015.

Regards,
Prateek Savla
Prime Focus Ltd.