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September 28, 2015

To,
The National Stock Exchange of India Ltd.
Listing Department
Exchange Plaza, Bandra Kurla Complex
Bandra (East),
Mumbai- 400051
Fax Nos: 26598237/26598238

To,
The BSE Limited,
Listing Department,
Phiroze Jeejebhoy Towers,
Dalal Street
Mumbai- 400001.
Fax Nos: 22723121/2037/2039

Sub: Disclosure under 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
Ref: NSE Code: PFOCUS / BSE Code: 532748

Dear Sir/Madam,

We have received intimation from Reliance MediaWorks Limited vide email on September 28, 2015 regarding the sale of 2,91,40,700 equity shares of Re. 1/- each fully paid up of Prime Focus Limited ("target company") on September 24, 2015 through the Open market.

Pursuant to the aforesaid sale the total shareholding of Reliance MediaWorks Limited in the target company is 10,49,39,361 equity shares of Re. 1/- each representing 35.11% of the total shareholding of the target company.

The necessary form for disclosure of this sale by Reliance MediaWorks Limited was submitted with the above email intimation to the Company under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, copy of which is enclosed herewith.

Kindly take the same on record and oblige.

Thanking you,

**Yours faithfully,
For Prime Focus Limited**


Company Secretary



Encl: a/a

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Prime Focus Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Reliance MediaWorks Limited		
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 and National Stock Exchange of India Limited		
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	13,40,80,061	44.86%	44.86%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)			
c) Voting Rights (VR) otherwise than by equity 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)			
e) Total (a+b+c+d)	13,40,80,061	44.86%	44.86%
Details of acquisition / sale			
a) Shares carrying voting rights acquired/sold	2,91,40,700	9.75%	9.75%
b) VRs acquired otherwise than by equity 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			
d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)			
e) Total (a+b+c+/-d)	2,91,40,700	9.75%	9.75%



After the acquisition/sale, holding of:			
a) Shares carrying voting rights	10,49,39,361	35.11%	35.11%
b) Shares encumbered with the acquirer			
c) VRs otherwise than by shares			
d) Warrants/ convertible securities/ any other instrument than entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition			
e) Shares in the nature of encumbrance (pledge/ lien / non-disposal undertaking/ others)			
f) Total (a+b+c+d)	10,49,39,361	35.11%	35.11%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Open market		
Date of acquisition/ sale of shares VR or date of receipt of intimation of allotment of shares, whichever is applicable	September 24, 2015		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 29,88,78,974 with each equity share of face value of Rs. 1/- each.		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 29,88,78,974 with each equity share of face value of Rs. 1/- each.		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 29,88,78,974 with each equity share of face value of Rs. 1/- each.		

(*) Total share capital/ voting 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 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.

For Reliance MediaWorks Limited

Neelam Samant
Company Secretary



Date: September 28, 2015