

Marina Horizon (Singapore) Pte. Ltd.
#23-00, Marina Bay Financial Centre (Tower 1),
8 Marina Boulevard,
Singapore 018981

Disclosures under Regulation 29(1) 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	Acquirer: Marina Horizon (Singapore) Pte. Ltd. ("Marina") PAC 1: Standard Chartered Private Equity (Mauritius) III Limited ("PAC 1") PAC 2: Marina IV (Singapore) Pte. Ltd. ("PAC 2") PAC 3: Standard Chartered Private Equity (Mauritius) Ltd ("PAC 3")		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
Details of the acquisition 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 acquirer along with PACs of: a) Shares carrying voting rights	Marina (acquirer): NIL PAC 1: 13,159,115 PAC 2: 23,390,875 PAC 3: 29,241,817	Marina (acquirer): NIL PAC 1: 4.40% PAC 2: 7.83% PAC 3: 9.78%	Marina (acquirer): NIL PAC 1: 4.40% PAC 2: 7.83% PAC 3: 9.78%

b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by equity shares	NIL	NIL	NIL
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)	NIL	NIL	NIL
e) Total (a+b+c)	65,791,807	22.01%	22.01%
Details of acquisition			
a) Shares carrying voting rights acquired	Marina (acquirer): 2,700,347 (purchased from PAC-1) PAC 2: 4,179,961(purchased from PAC-1)	Marina (acquirer): 0.90% PAC 2: 1.40%	Marina (acquirer): 0.90% PAC 2: 1.40%
b) VRs acquired otherwise than by equity shares	NIL	NIL	NIL
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	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+/-d)	6,880,308	2.30%	2.30%
After the acquisition, holding of acquirer along with PACs of:			

a) Shares carrying voting rights	Marina (acquirer): 2,700,347 PAC 1: 6,278,807 PAC 2: 27,570,836 PAC 3: 29,241,817	Marina (acquirer): 0.90% PAC 1: 2.10% PAC 2: 9.23% PAC 3: 9.78%	Marina (acquirer): 0.90% PAC 1: 2.10% PAC 2: 9.23% PAC 3: 9.78%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) VRs otherwise than by equity shares	NIL	NIL	NIL
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) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	65,791,807¹	22.01%	22.01%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Off-market transfer		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not applicable		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	31 December 2015		
Equity share capital / total voting capital of the TC before the said acquisition	298,878,974 (Number of shares as per disclosure filed under Clause 35 of listing agreement)		

¹ Please note that the total shareholding of Marina, PAC 1, PAC 2 and PAC 3 in the Company before the acquisition (i.e. 65,791,807 shares comprising 22.01% of the total share capital of the Company) remains unchanged after the acquisition. The transaction involves transfer of shares from PAC 1 to Marina and PAC 2.

Equity share capital/ total voting capital of the TC after the said acquisition	298,878,974 (Number of shares as per disclosure filed under Clause 35 of listing agreement)
Total diluted share/voting capital of the TC after the said acquisition	298,878,974 (Number of shares as per disclosure filed under Clause 35 of listing agreement)

Signature of the acquirer/ Authorised Signatory



Name: Andrew Dawson, Director

Place : Singapore

Date : 4 January 2016

Note:

(*) 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.