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NEW YORK
VANCOUVER

Date: December 16, 2016

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

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

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

Sub: Presentation to the Analyst/Institutional Investor on financial results for the quarter and six months ended September 30, 2016

Dear Sir/ Madam,

Please find enclosed the Presentation to the Analyst/Institutional Investor on financial results for the quarter and six months ended September 30, 2016.

Kindly take the same on record and acknowledge receipt.

Thanking you.

**Yours Faithfully,
For Prime Focus Limited**

**Parina Shah
Company Secretary
Encl: as above**





Prime Focus Limited
Q2FY17 Investor Presentation
December 2016

Safe Harbor



Certain statements in this document may be forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties like regulatory changes, local political or economic developments, and many other factors that could cause our actual results to differ materially from those contemplated by the relevant forward-looking statements.

Prime Focus will not be in any way responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances.



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The background is a solid red color with a white grid pattern. The grid consists of concentric circles and radial lines, creating a target-like or radar-like appearance. In the center, there is a small, dark circular graphic that looks like a stylized eye or a sensor. The text "Q2 FY17 Performance" is written in white, bold, sans-serif font, centered horizontally and positioned in the lower half of the image.

Q2 FY17 Performance

Strong growth in Revenue and Operating EBITDA



Revenue **> Rs 4.8 bn**

Consolidated revenues up 8% YoY in a seasonally slow quarter driven by strong growth across businesses

Order Book **> Creative- \$250+ mn
Technology- \$200+ mn**

Operating EBITDA* **> Rs 912 mn**

Margin @ 18.9%, up ~701 bps YoY with margins expanding in all divisions

Cash Profit** **> Rs 340 mn**

Cash profit margin of 7.0%

Above Financial Results are in compliance with Ind AS

*EBITDA before Forex adjustment and including Other Income

** Cash Profit is calculated as PAT + Depreciation

Segmental Highlights

Creative Services

- Delivered movies like Inferno and Miss Peregrine's Home for Peculiar Children
- Order book at \$250+ mn with projects like Fantastic Beasts, Justice League, Dunkirk, The Mummy, Wonder Woman, Fast 8, etc.
- Consolidation of work flow and facilities across India
- Continue to enhance margins as per phased plan

Tech/Tech Enabled Services

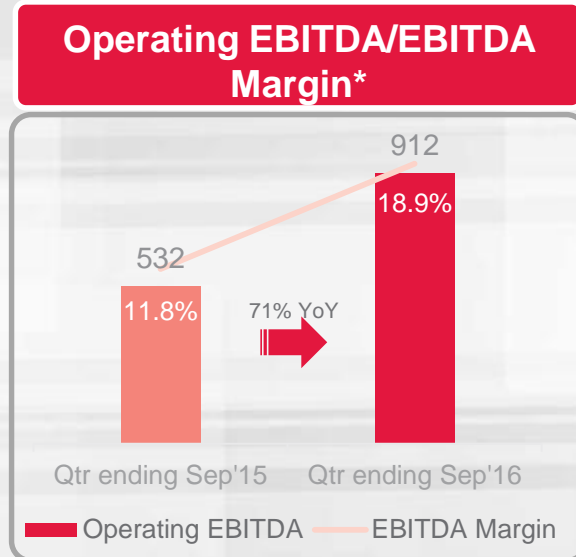
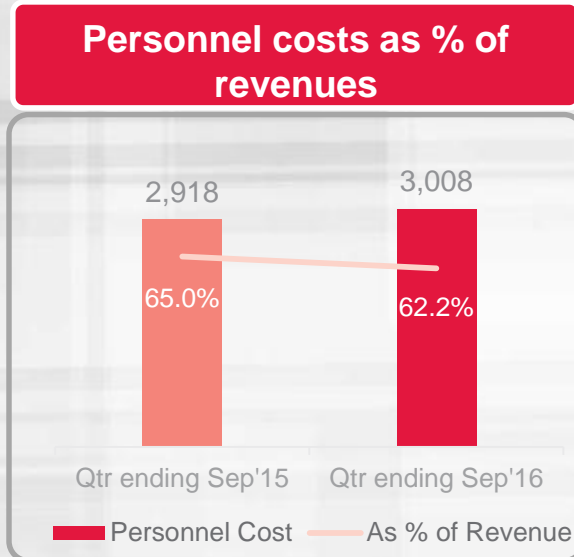
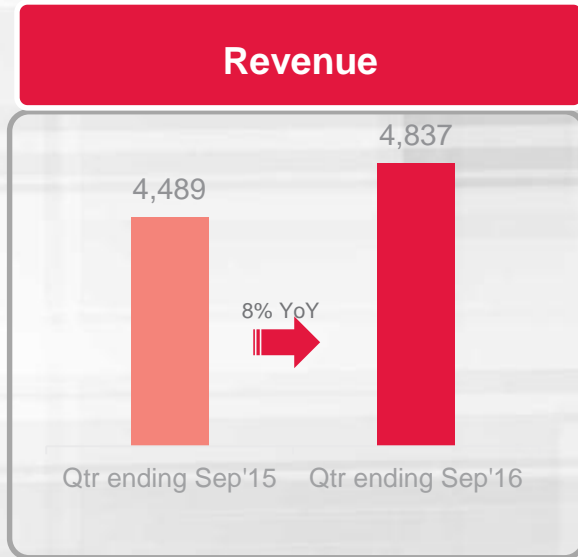
- Secured first round of growth equity funding from Ambit Pragma PE at attractive valuation
- Secured Fourth Patent for DAX with Digital Dailies
- Unveiled industry-first upgrades at IBC 2016
- Signed a deal with Viacom18 to deliver a 'Digital Next' workflow solution for VOOT
- Signed long term agreement with Amazon for their Amazon Prime packaging and Delivery
- Working with INsight TV, offering premium 4K content

India FMS

- Delivered several marquee projects including Rustom, M.S. Dhoni: The Untold Story, Dishoom, A Flying Jatt, amongst others.
- Robust Order book with movies like Raees, Dangal, Kaabil, Dear Zindagi, Tubelight, etc.



Q2FY17 Revenue up 8% in a seasonally slow quarter



*EBITDA before forex adjustment and including Other Income

- Revenue increase driven by 29%, 3% and 7% growth in Tech/Tech Enabled, Creative and India FMS Business in a seasonally slow quarter for Creative Services
 - Creative and Tech/Tech Enabled services contributed 72% and 19%, respectively
- Operating EBITDA margin increased by 701 bps YoY reflecting progressive realisation of synergies
- Non-cash ESOP expense at Rs. 53 mn (first time Prime Focus Ltd. has issued ESOPs to its employees) and non-operating forex loss at Rs. 96 mn for the quarter
- PBT before exceptional items at Rs (264) mn
 - Marginal non-cash one-time exceptional cost of Rs 41 mn related to closure of Singapore Operations
 - Higher depreciation on the back of consolidation of facilities across India
 - Interest expense has increased on the back of Ind AS adjustments – non Cash increase in Macquarie and AID derivative value and amortized cost accounting for acquisition related payables; IRR amortization towards OCDs
- PAT at Rs (361) mn compared to Rs (233) mn in quarter ending Sep'15
 - Cash Profit (PAT + Depreciation) of Rs 340 mn with margin of 7.0%

Note:

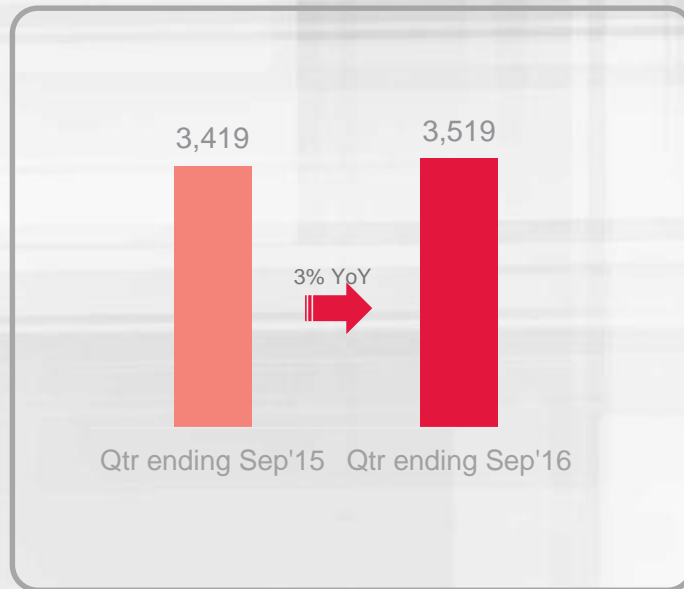
Financials for Quarter ending Sep'16 are in compliance with Indian Accounting Standard (Ind AS), consequently Sep'15 Financials are restated to comply with Ind AS to make them comparable.



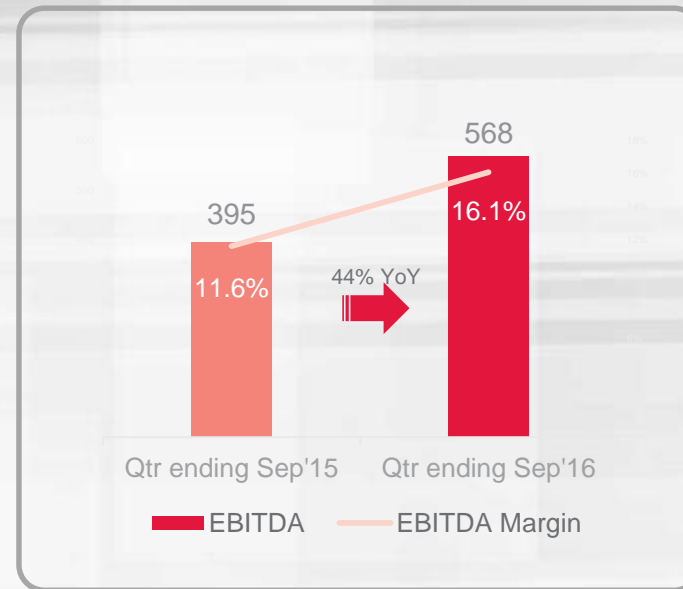
Creative Services reports strong EBITDA growth



Revenue



EBITDA/EBITDA Margin



- Revenue increased 3% YoY in a seasonally slow quarter; Revenue contribution at 72%
 - Delivered movies like Inferno and Miss Peregrine's Home for Peculiar Children
- Order book at \$250+ mn with marquee projects like Fantastic Beasts, Justice League, Dunkirk, The Mummy, Wonder Woman, Fast 8, etc.
- Operating EBITDA Margin up 459 bps led by strategic integration initiatives

Note:

Financials for Quarter ending Sep'16 are in compliance with Indian Accounting Standard (Ind AS), consequently Sep'15 Financials are restated to comply with Ind AS to make them comparable.



Working with current and upcoming Hollywood hits



Delivered in Q2 FY17

Robust Order book over \$ 250 mn



Inferno



Miss Peregrine's Home for Peculiar Children



Dunkirk



Fast 8



Geostorm



The Great Wall



The Mummy



Justice League



Wonder Women



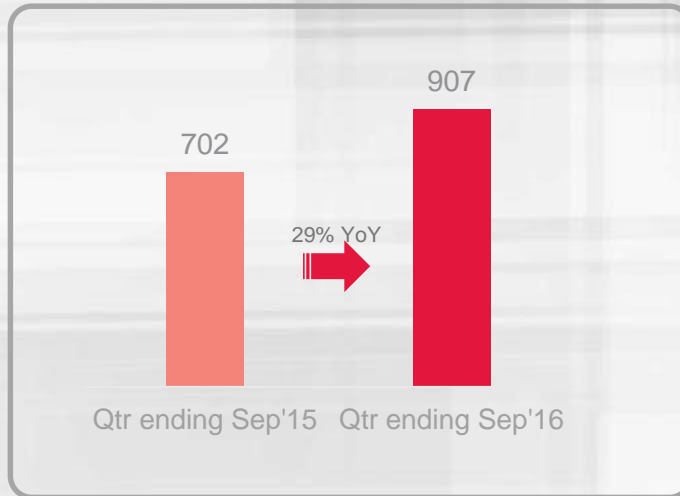
Beauty and the Beast



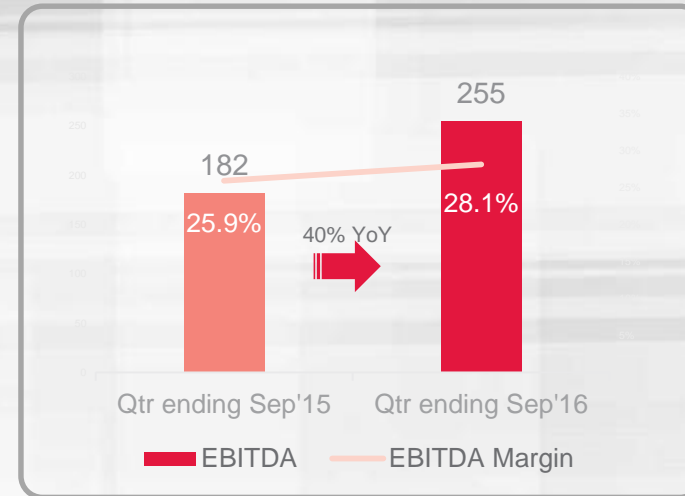
Tech/Tech Enabled Services continue to grow at non linear rate



Revenue



EBITDA/EBITDA Margin



- Revenue up 29% YoY driven by strong growth in International and Indian markets
- EBITDA Margin at 28.1%, maintained in the range of 25-30%
- Secured first round of growth equity funding from Ambit Pragma, at attractive valuation
 - To be used for business development, product development as well as sales and marketing efforts in international markets like US, UK and Europe

Note:

Financials for Quarter ending Sep'16 are in compliance with Indian Accounting Standard (Ind AS), consequently Sep'15 Financials are restated to comply with Ind AS to make them comparable.

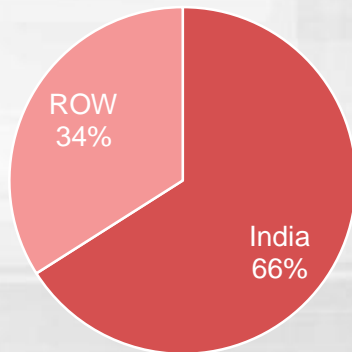


Quarter witnesses continued momentum in client wins, product launches

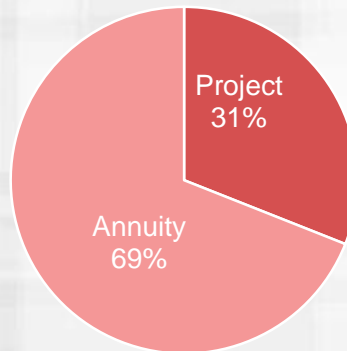


Revenue Analysis

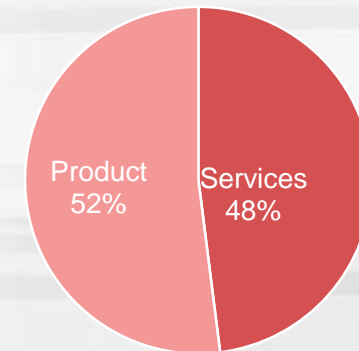
By Geography



By Contract type



By Product Mix



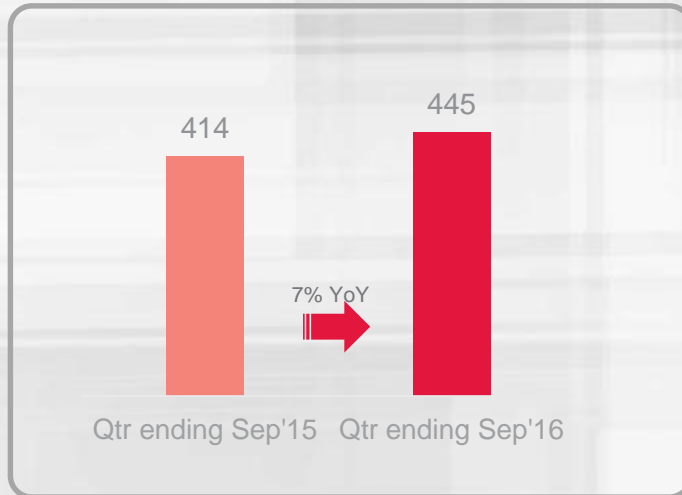
- Multiple new orders taking order book to ~ \$ 200 mn
 - Closed new orders with ICC, Amazon, Prasar Bharti, Katyayani TV, ZEE TV Netflix Delivery, Multivision Multimedia, Paras TV, Phantom Films and Fox Life
- Brands Services continues to make strides, achieved over 90% of FY16 revenue in H1FY17
- Secured Fourth Patent for DAX with Digital Dailies; applies to a broader usage of Digital Dailies
- Unveiled industry-first upgrades to CLEAR™ Media ERP at IBC 2016; also wins TV Technology's 'Best of Show Awards'
- Signed a deal with Viacom18 to deliver a 'Digital Next' workflow solution for VOOT, recently launched OTT video platform
- Gone live with award-winning cloud-based Media ERP solution CLEAR™ at INsight TV, offering premium 4K/Ultra High Definition content
- Signed long term agreement with Amazon for their Amazon Prime packaging and Delivery



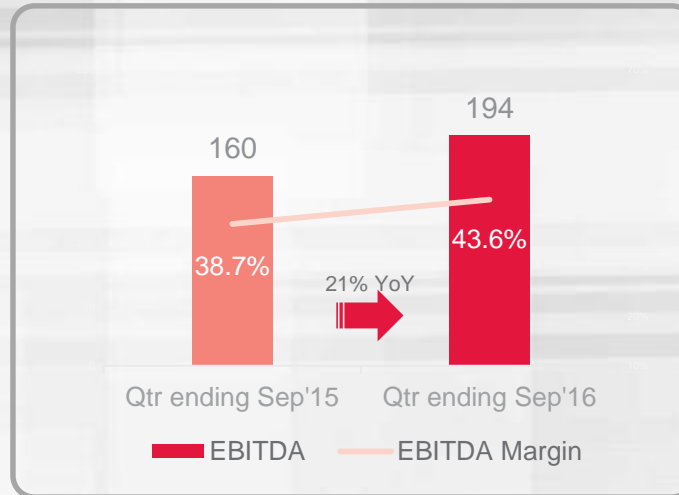
India FMS – Leading company in Indian M&E market



Revenue



EBITDA/EBITDA Margin



- Revenue up 7% on account of pricing improvement, higher ticket size and increased number of projects delivered
 - Delivered several marquee projects including Rustom, M.S. Dhoni: The Untold Story, Dishoom, A Flying Jatt, amongst others
- EBITDA Margin at 43.6%, improving significantly up 492 bps in the price competitive Indian Market; a testimony to PFL'S quality work

Note:

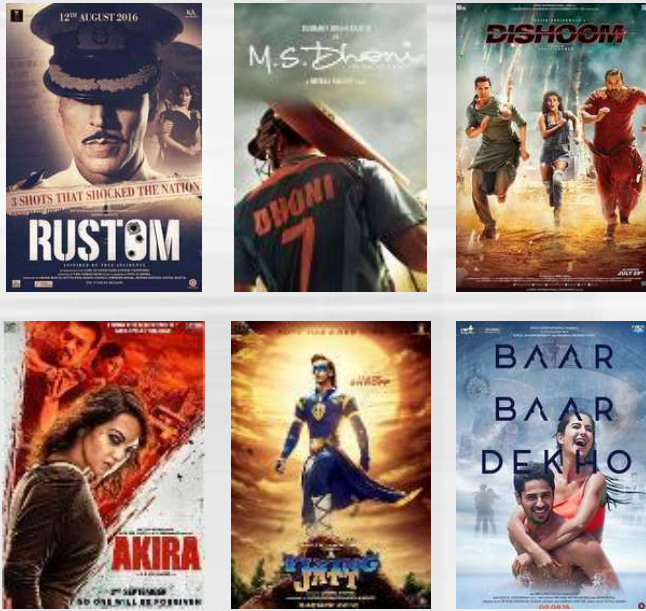
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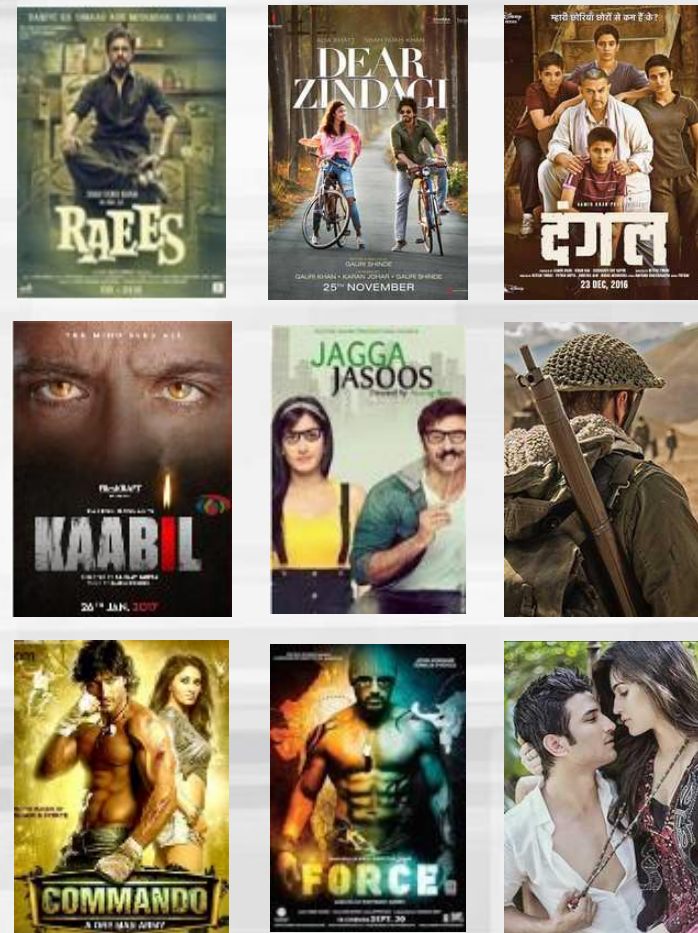
Working with current and upcoming Bollywood Hits



Movies delivered in Q2 FY17



Strong Order Book



TVCs

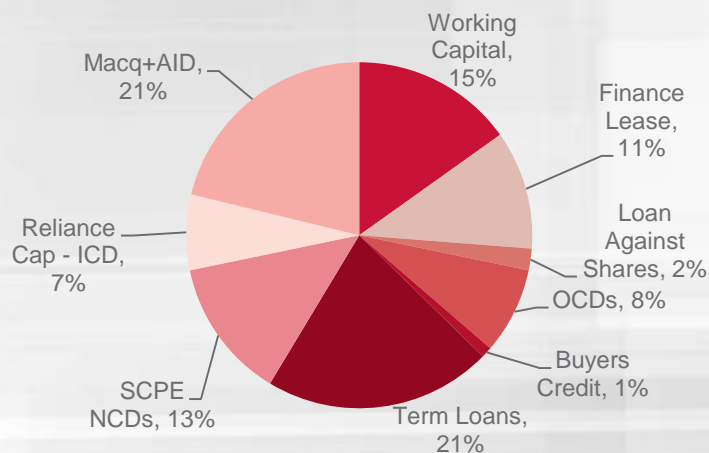


Debt profile

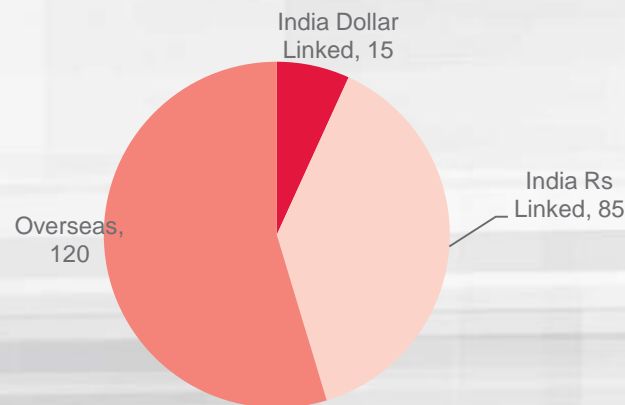


- Consolidated debt at \$220 mn (Rs.14,671 mn) in Sep'16 compared to at \$218 mn (Rs. 14,695 mn) in June'16
 - Cash and cash equivalents at \$16 mn
 - Debt further reduced subsequently
- Increase in debt primarily due to Ind AS conversion impact which treats Macquarie, AID Preferred Equity Instruments to the tune of \$47 mn as debt as opposed to Equity in the case of Indian GAAP

Debt Composition as of Sep'16



Geographical Breakup (in \$ mn)



Note:

- Sept debt excludes loan of \$11.3 mn; for which documentation is completed in the quarter to clear existing long term liability





About Prime Focus

PFL @ FY17 - The Transformation continues



..Emerges as a truly global media services MNC

Landmark transactions in FY14 &15



Strong Leadership across all 3 businesses



Highest revenue



Creative Services



Tier-1 Visual Effects Player & 30% Market Share in 3D Conversion

Delivered 2 of top 5 2016 Hollywood Blockbusters - Order book > \$250+ mn

Tech/Tech Enabled



Leader in cloud solutions for Media & Entertainment industry

International Tech Revenue contribution up from 24% (Pre-acquisition) to 34% (H1FY17)

India FMS



Distinct Leadership in fast growing Indian Market

Achieved higher margins in price competitive Bollywood market



Creative Svcs: World's No. 1 independent Tier 1 player



Global integrated platform across 3 continents utilizing 21 facilities

"A-Level" Pedigree in Hollywood

House of choice
for VFX & 3D
Services for Tier
1 Studios



2 consecutive
Oscar wins for
Interstellar &
Ex Machina

Higher visibility
in Order book,
Over \$ 250 mn



Global competencies from transformational transactions

- Closer to customer, deeper engagement with leading Hollywood clients
- Increasing cross-sell via Bundled offering (VFX & 3D conversion services)
- Robust model – reduced seasonality, lower dependence on individual projects
- Margin expansion via delivery from low cost centres

Unprecedented scale

Rs 14.4bn (ttm*),
Revenues, up 2.9x
from pre-merger levels;

5,000+ personnel
across various
facilities

74% contribution in
H1FY17 revenues

*TTM As on Sep'16, Pre merger is TTM as on Mar 14



PFT: Pioneer & leader in cloud solutions for M&E industry



Owns & operates world's only hybrid cloud enabled Media ERP platform – CLEAR™



Replicating domestic success globally

- In the last 5 years, PFT has grown over 29X from a garage start up to a global operation with ~ 2200 people
- The biggest broadcast networks and brands now run on CLEAR™
- Present in all leading in-demand mobile video platforms – Hotstar, Voot, Hooq, etc.
- Accelerating new product launches post DAX integration like DAX production cloud

Revenues of Rs 3.3bn (ttm),

- Up 2.1x from pre- acquisition levels;
- International share up to 34% in H1FY17
- High annuity percentage of ~70% in H1FY17

Serving clients across geographies



*TTM As on Sep'16, Pre acquisition is TTM as on Mar 14

PFT in numbers

Over **1.2 million** hours of Content Under Management (CUM)

Powered over **1.8 million** concurrent streams for OTT platform

35,000 hours of Subtitling and Closed Captioning every year

100,000 hours of content digitized annually

10 million files of Syndication & VoD fulfilment a year

Over **85%** of Prime Time shows in Hollywood use PFT's product



India FMS: Leadership in fast growing Indian M&E market



Complete media services offering across the spectrum



RELIANCE
MediaWorks

Distinct leadership in domestic services

- Complete services offerings across Production, Post Production and Creative Services
- Integrated facilities with strong asset base – 14 facilities across 16 cities
- India's largest integrated studio with ~25% capacity of Mumbai studio market
- Strong order book

Significant expansion in margins in price competitive Bollywood market

- Sustained margins ~40% in last 4 quarters
- Higher quality translating into improved pricing

Rs 1.6bn (ttm) revenues,

- Up 1.3x post merger

*TTM As on Sep'16, Pre merger is TTM as on Mar 15

Gaining Industry recognition



Best VFX for 'Bhajangi
Bhajaan' at 24 FPS
Annual International
Awards 2015

Best Special Effects
for Kick at IIFA
Awards 2015

Excellent relationships with Indian studios & broadcasters. .



VIACOM 18



J W T

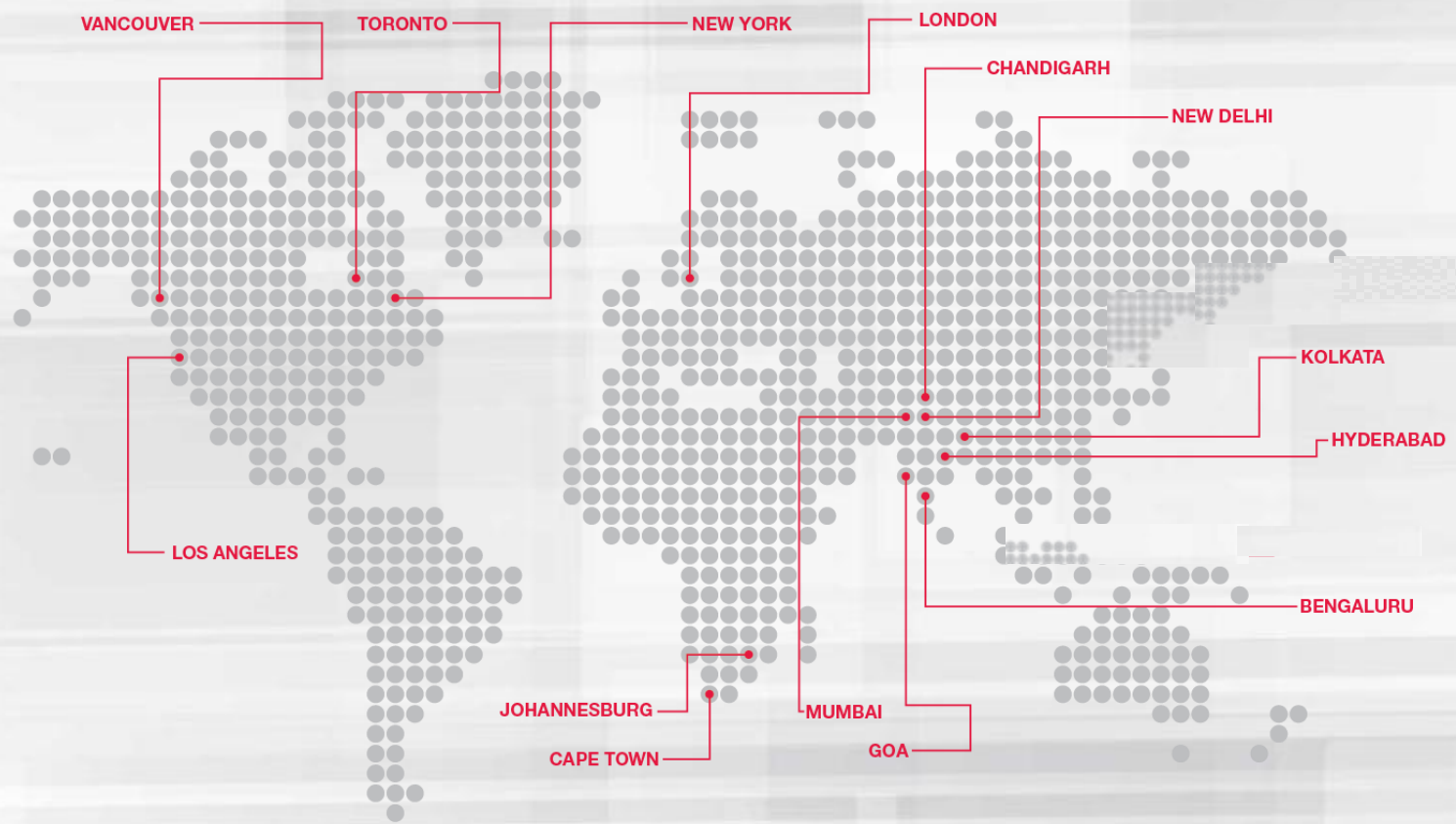
Opilvy





'WorldSourcing' model = unmatched competitive edge

Global network providing highest quality, fastest time to market & most efficient pricing



4 continents | 5 time zones | 14 locations | 24/7 – 365 days





Annexure

Consolidated Profit & Loss Statement



Particulars (Rs Million)	Qtr ending Sep'16	Qtr ending Sep'15	% YoY	Qtr ending June'16	% QoQ	6M ending Sep-16
Net sales / income from operations	4,665	4,486	4%	5,262	-11%	9,927
Other income	172	3	NM	13	NM	184
Total Income	4,837	4,489	8%	5,275	-8%	10,112
Total Expenditure	3,925	3,957	-1%	4,246	-8%	8,171
Personnel Cost (including technician fees)	3,008	2,918	3%	3,253	-8%	6,262
Other Expenditure	917	1,039	-12%	992	-8%	1,909
EBITDA	912	532	71%	1,029	-11%	1,941
Foreign exchange gain/(loss)	-96	217	NM	10	NM	-86
EBITDA (including Exch. Gain (net))	815	748	9%	1,039	-22%	1,855
Depreciation & amortization	701	662	6%	690	2%	1,391
EBIT	115	86	33%	349	-67%	464
Interest & Finance charges	325	234	39%	303	7%	629
Non-operating costs (ESOP Expense)	53	0	NM	6	NM	59
PBT Before Exceptional Items	-264	-148	NM	40	NM	-224
Exceptional Items- Expenditure/ (Income)	41	123	-66%	-1,019	NM	-977
PBT	-305	-270	NM	1,059	NM	753
Tax Expense	90	27	232%	6	NM	95
Minority Interest	-34	-65	NM	31	NM	-3
PAT	-361	-233	NM	1,022	NM	661
Other Comprehensive Income (net of tax)	23	1	NM	-202	NM	-179
Total Comprehensive Income (net of tax)	-338	-232	NM	820	NM	482

Key Ratios	Quarter ending Sep'16	Quarter ending Sep'15	Quarter ending June'16	6M ending Sep-16
EBITDA Margin	18.9%	11.8%	19.5%	19.2%
EBITDA (including Exch. Gain (net))	16.9%	16.7%	19.7%	18.3%
Net Margin	-7.5%	-5.2%	19.4%	6.5%
Total Expenditure/ Revenues	81.1%	88.2%	80.5%	80.8%
Personnel Cost/ Total Operating Income	62.2%	65.0%	61.7%	61.9%
Other Expenditure/ Total Operating Income	19.0%	23.1%	18.8%	18.9%

Note:

Financials for Quarter ending Sep'16 and June'16 & H1FY17 are in compliance with Indian Accounting Standard (Ind AS), consequently Sep'15 Financials are restated to comply with Ind AS to make them comparable.

Marginal non-cash one-time exceptional cost of Rs 41 mn on account of payroll and other costs related to closure of Singapore Operations

Non-cash ESOP expense at Rs. 53 mn



Standalone Profit & Loss Statement



Particulars (Rs Million)	Qtr ending Sep'16	Qtr ending Sep'15	% YoY	Qtr ending June'16	% QoQ	6M ending Sep-16
Net sales / income from operations	420	389	8%	395	6%	815
Other income	25	26	-1%	27	-8%	52
Total Income	445	414	8%	423	5%	868
Total Expenditure	300	254	18%	242	24%	542
Personnel Cost (including technician fees)	182	114	59%	128	42%	310
Other Expenditure	118	140	-16%	114	3%	232
EBITDA	146	160	-9%	181	-19%	326
Foreign exchange gain/(loss)	-63	50	NM	2	NM	-61
EBITDA (including Exch. Gain (net))	82	210	-61%	183	-55%	265
Depreciation & amortization	77	81	-5%	77	1%	154
EBIT	5	129	-96%	106	-95%	111
Interest & Finance charges	77	63	22%	83	-8%	160
PBT Before Exceptional Items	-72	66	NM	23	NM	-49
Exceptional Items- Expenditure/ (Income)	-185	-	NM	-	NM	-185
PBT	113	66	70%	23	397%	135
Tax Expense	54	22	142%	5	995%	59
Minority Interest	-	-	NM	-	NM	-
PAT	59	44	34%	18	230%	76

Key Ratios	Quarter ending Sep'16	Quarter ending Sep'15	Quarter ending June'16	6M ending Sep-16
EBITDA Margin	32.7%	38.7%	42.7%	37.6%
EBITDA (including Exch. Gain (net))	18.5%	50.8%	43.3%	30.6%
Net Margin	13.1%	10.5%	4.2%	8.8%
Total Expenditure/ Revenues	67.3%	61.3%	57.3%	62.4%
Personnel Cost/ Total Operating Income	40.8%	27.5%	30.3%	35.7%
Other Expenditure/ Total Operating Income	26.4%	33.8%	27.0%	26.7%

Note:
Financials for Quarter ending Sep'16 and June'16 & H1FY17 are in compliance with Indian Accounting Standard (Ind AS), consequently Sep'15 Financials are restated to comply with Ind AS to make them comparable.



Consolidated Balance Sheet Statement



Particulars	Standalone	Consolidated
	30.09.2016	30.09.2016
	Unaudited	Unaudited
1. Non-current assets		
(a) Property, plant and equipment	39,248	75,178
(b) Capital work-in-progress	139	311
(c) Goodwill	-	99,634
(d) Other intangible assets	336	52,026
(e) Intangible assets under development	-	6,284
(f) Financial assets		
(i) Investments	96,168	19,634
(ii) Loans	3,131	-
(iii) Others	2,135	11,433
(g) Other non-current assets	3,702	5,475
(h) Deferred tax asset (net)	2,587	9,386
	1,47,446	2,79,361
2. Current assets		
(a) Inventories	-	65
(b) Financial assets		
(i) Trade receivables	7,262	19,330
(ii) Cash and cash equivalents	19	4,886
(iii) Bank balances other than (ii) above	424	1,308
(iv) Loans	16,355	674
(v) Others	6,196	29,119
(c) Other current assets	1,935	16,195
	32,191	71,577
Total assets	1,79,637	3,50,938

Note:

Financials for Quarter ending Sep'16 are in compliance with Indian Accounting Standard (Ind AS)



Consolidated Balance Sheet Statement - Continued



Particulars	Standalone 30.09.2016 Unaudited	Consolidated 30.09.2016 Unaudited
Equity		
(a) Equity share capital	2,989	2,989
(b) Other equity	1,07,841	59,094
Equity attributable to equity holders of the Parent	1,10,830	62,083
Non-controlling interests	-	10,819
	1,10,830	72,902
Liabilities		
1. Non-current liabilities		
(a) Financial liabilities		
(i) Borrowings	37,149	91,057
(ii) Others	12,701	39,483
(b) Deferred tax liability (net)	-	10,974
(c) Provisions	218	1,715
(d) Other non-current liabilities	-	-
	50,069	1,43,230
2. Current liabilities		
(a) Financial liabilities		
(i) Borrowings	5,575	21,870
(ii) Current maturities of long-term borrowings	5,084	41,197
(iii) Trade payables	2,848	13,128
(iv) Others	4,880	56,717
(b) Provisions	14	191
(c) Current tax liability	337	1,705
(d) Other current liabilities	-	-
	18,738	1,34,807
Total equity and liabilities	1,79,637	3,50,938

Note:

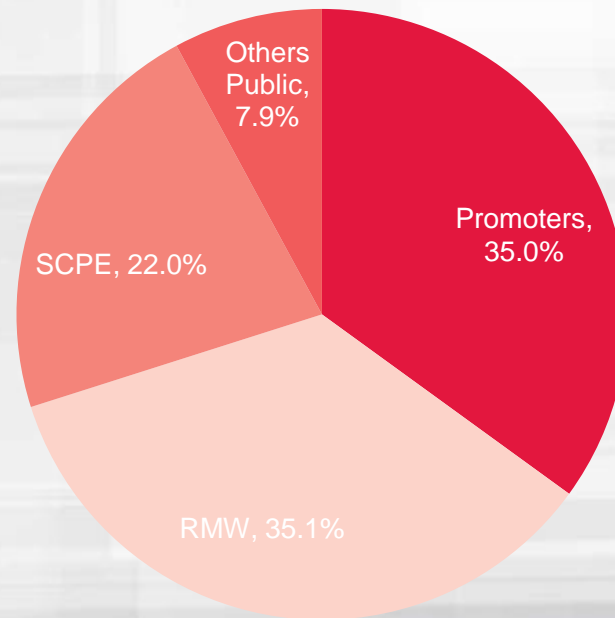
Financials for Quarter ending Sep'16 are in compliance with Indian Accounting Standard (Ind AS)



PFL Shareholding Pattern



As on 30th Sep- 2016 Outstanding shares – 299mn



Contact us

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seema@four-s.com

www.primefocus.com





About Prime Focus Limited

Prime Focus Limited (PFL), the world's largest integrated media services powerhouse employs over 7,000 professionals in 14 cities across 4 continents and 7 time zones. We provide end-to-end creative services (visual effects, stereo 3D conversion and animation), technology products & services (Media ERP Suite and Cloud-enabled media services), production services (equipment rental) and post production services (Digital Intermediate and picture post) to Studios, Broadcast and Advertising industries.

Prime Focus is behind path breaking technologies like CLEAR™ (Hybrid Cloud technology enabled Media ERP Suite), Primetime Emmy® award-winning DAX Digital Dailies® and View-D™ (stereoscopic 2D to 3D conversion process). Leveraging our Global Digital Pipeline and pioneering WorldSourcing® delivery model we partner content creators at every stage of the process ensuring creative enablement, work flow efficiencies and cost optimization.

In mid-2014 Prime Focus Technologies acquired DAX, a leading provider of cloud-based production workflow and media asset management applications; Prime Focus World merged with Double Negative, one of the world's foremost providers of visual effects; and Reliance MediaWorks merged their global film and media services business with Prime Focus Limited.

Listed on the BSE and NSE of India, Prime Focus has operations in Bangalore, Cape Town, Chandigarh, Delhi, Goa, Hyderabad, Johannesburg, Kolkata, London, Los Angeles, Mumbai, New York, Toronto and Vancouver.

For more details
www.primefocus.com
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