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Online Submission

October 13, 2017

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: Regulation 40(9) and 40(10) – Certificate for Half Year ended September 30, 2017

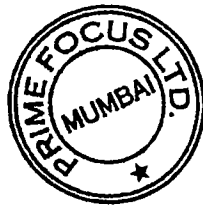
Dear Sir/ Madam,

Pursuant to the provisions of Regulation 40(9) and 40(10) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, kindly find enclosed the Certificate from a practicing company secretary for half year ended September 30, 2017.

Kindly take the same on record and acknowledge the receipt.

Thanking you.

Yours Faithfully,
For Prime Focus Limited
Parina Shah
Parina Shah
Company Secretary



Encl.: a/a

CERTIFICATE UNDER REGULATION 40 (9) OF
SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015

FOR THE HALF YEAR ENDED 30th SEPTEMBER, 2017

We have examined the Share Transfer Forms, Memorandum of Transfers, registers, files and other documents relating to **Prime Focus Limited** bearing **CIN:L92100MH1997PLC108981 (ISIN INE367G01038)** and having its registered office at Prime Focus House, Opp. Citi Bank, Linking Road, Khar (West), Mumbai – 400 052. (hereinafter referred to as the Company) and maintained by **Link Intime India Private Limited**, Company's Registrar & Transfer Agents (RTA), relating to transfer and other requests received by the Company/ RTA pertaining to certificate/s of equity shares, for the period from **1st April, 2017 to 30th September, 2017** (review period) for the purpose of issuing a Certificate under Regulation 40 (9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreement entered into by the Company with **Bombay Stock Exchange Limited** and **National Stock Exchange of India Limited**. Based on the aforesaid examination and information provided by the officers of the Company and / its RTA, we hereby certify that:

No requests for transfer/ transmission/ name deletion/ sub-division/ consolidation/ renewal/ duplicate/ replacement/ transposition were received by the Company during the period under review.

For S. N. ANANTHASUBRAMANIAN & CO.
Company Secretaries

Malati A. Kumar

Malati Kumar

Partner

C.P. No. 10980

Date: 11th October, 2017

Place: Thane

