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November 14, 2017

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

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

Subject: Certificate by Debenture Trustee under Regulation 52(4) and 52(5) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 52 (4) and 52 (5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a certificate duly signed by the Debenture Trustee under Regulation 52 (5) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,

For Prime Focus Limited

Parina Shah

**Parina Shah
Company Secretary**



Encl: A/a

UNIT TRUST OF INDIA INVESTMENT ADVISORY SERVICES LIMITED

Unit No.2, Block B, 1st Floor, JVPD Scheme, Gulmohar Cross Road No.9, Andheri (West), Mumbai - 400 049.
Tel. : 91-22-2628 5289, 2628 2234, 2628 2265, Fax : 91-22-2628 5239, Website : www.utias.com



UTIAS/TS-144/ 249 /PFL/2017-18

November 14, 2017

Prime Focus Limited

Prime Focus House
Linking Road,
Khar (West),
Mumbai - 400052

Kind Attn. Ms. Pareena Shah, CS

Madam,

Sub : Half yearly Certificate of Debenture Trustee for September 30, 2017

In compliance of the requirement of Chapter V, Regulation 52, Sub Regulations (4) & (5) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Non - Convertible Debt Securities, we would like to state as under:

We are acting as Debenture Trustee for Zero Coupon, Unsecured, Redeemable, Non Convertible Debentures aggregating to Rs.190,10,00,000 issued by Prime Focus Limited, under Series A and Series B. Series A Debenture redeemed during October, 2017.

With reference to above we have received the Disclosure under Regulation 52(4) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 for the half year ended September 30, 2017 (enclosed as Annexure A) and have noted its contents without verification.

This certificate has been signed and issued by us based on the aforesaid Disclosure provided by you on November 14, 2017.

Thanking you.

Yours Sincerely,

Authorised Signatory
For Unit Trist of India Investment Advisory Services Ltd.

Encl. as above



November 14, 2017

To,
Unit Trust of India investment Advisory Limited
Mumbai

Subject: Disclosure under Regulation 52(4) of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015

Please find the below details of Disclosure under Regulation 52(4) of SEBI (Listing Obligations Disclosure Requirements Regulations, 2015 for the half year ended September 30, 2017:

Credit Rating and change in credit rating, if any – IND BBB+

Asset cover - N.A.

Debt Equity ratio- 0.56

Previous due date- N.A.

Next date- 05.11.2018 for series B

Debt service coverage ratio- 0.16

Interest service coverage ratio- 0.38

Debenture Redemption Reserve- Rs. 5,257.50 /- Lakhs

Networth- Rs. 1,08,248.44 /- Lakhs

Net loss after tax- Rs. 1606.57 /- Lakhs

Earnings Per Share before exceptional items- Basic (0.54); Diluted (0.54)

Earnings per share after exceptional items- Basic = (0.54); Diluted = (0.54)

Kindly provide the certificate at the earliest.

For Prime Focus Limited

Parina Shah

**Parina Shah
Company Secretary**

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