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Date: December 7, 2017

To,
The National Stock Exchange of India
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: Press Release

Dear Sir/ Madam,

Please find enclosed herewith Press Release.

Kindly acknowledge the receipt and take the same on record.

Thanking you.

**Yours Faithfully,
For Prime Focus Limited**

Parina Shah

**Parina Shah
Company Secretary & Compliance Officer**



Encl: as above

PRIME FOCUS TO RAISE RS 330 CRORE VIA ISSUE OF EQUITY WARRANTS AT A ~6% PREMIUM TO MARKET PRICE

PROMOTER'S STAKE TO INCREASE TO ~40% POST CONVERSION

PROCEEDS TO BE USED TOWARDS DEBT REDUCTION

Mumbai, December 7, 2017: The board of Prime Focus Limited (PFL), a global leader in media and entertainment services, has approved to issue and allot, on a preferential basis, share warrants worth Rs.330 crore primarily to a promoter entity (Rs. 300 crore) and balance to a non promoter investor (Rs. 30 crore). The funds raised would be used largely towards debt reduction which is in line with our stated priority to significantly bring down the leverage of the Group.

The allotment would be a total of 31,132,076 warrants at the price of Rs 106 per share, with a right exercisable by the warrant holder to subscribe for one Ordinary share per Warrant which option shall be exercisable on or after April 1, 2018, but not later than 18 months from the date of issue of Warrants. This translates to a premium of 6.1% to the closing price of the stock on BSE on December 5, 2017. The fully diluted equity capital of the Company will increase to 330 million shares from 299 million shares as of September 30, 2017. The promoter holding, on full conversion, will increase to ~40% from 35% as on September 30, 2017.

Commenting on the event, Mr. Namit Malhotra, Founder, Executive Chairman and Global CEO, Prime Focus Ltd said:

Ever since the transformative and strategic transactions three years back, Prime Focus has been successfully consolidating its competitive positioning at a global level. Through this period, we have been consistently delivering financial and operational performance ahead of set targets and are focused on delivering superior value to all our stakeholders. I believe this infusion is a further validation of our belief in the long-term growth and value opportunity for the Group. With a strengthened Balance Sheet, strong financial performance and promising outlook for all our businesses, we believe we are well placed to taking Prime Focus to greater heights.

About Prime Focus Limited

Prime Focus Limited (PFL), the world's largest independent integrated media services powerhouse, employs over 9,000 professionals in 19 cities across 5 continents and 7 time zones. We provide end-to-end creative services (visual effects, stereo 3D conversion and animation),



Prime Focus Ltd

technology products & services (CLEAR™ Media ERP Suite and Cloud-enabled media services), production services (equipment rental) and post-production services (Digital Intermediate and picture post) to the Media & Entertainment industry.

Listed on the BSE and NSE of India and recognized on the Fortune India 'Next 500' list, Prime Focus has operations in Bangalore, Chandigarh, New Delhi, Goa, Hyderabad, Kolkata, London, Los Angeles, Mumbai, New York, South Africa, Abu Dhabi, Toronto, Montreal, Chennai, Pune, Sydney and Vancouver.

For more details

www.primefocus.com

www.primefocusindia.com

www.primefocusworld.com

www.dneg.com

www.primefocustechnologies.com

For any investor relations query please contact:

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Note: Certain statements made in the document may be forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties like government actions, economic developments, technological risks, and many other factors that could cause our actual results to differ materially from those contemplated by the relevant forward-looking statements. Prime Focus Limited 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.