

April 3, 2017

The Manager

DCS - CRD

BSE Limited

PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

The Manager

Listing Department

The National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Dear Sirs,

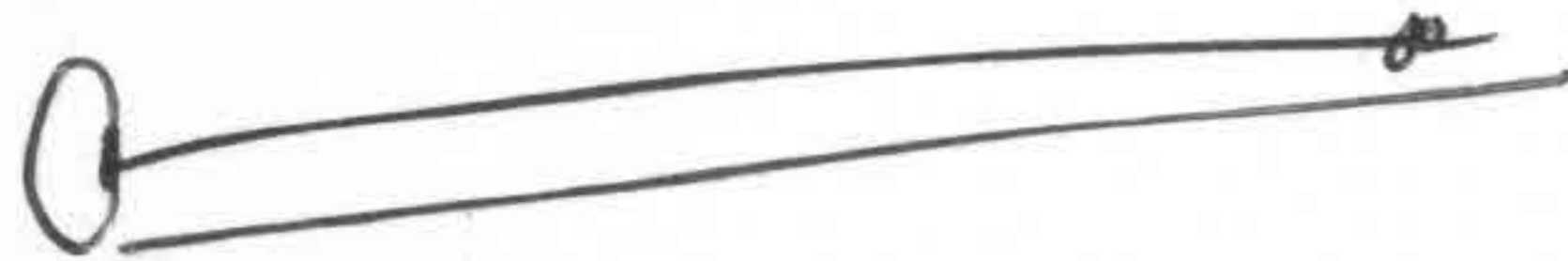
Re: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Please find attached herewith the disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for disposal of shares of M/s. Prime Focus Limited by Reliance MediaWorks Limited and acquisition by Reliance MediaWorks Financial Services Private Limited.

Thanking you.

Yours faithfully,

For Reliance MediaWorks Limited



Neelam Samant

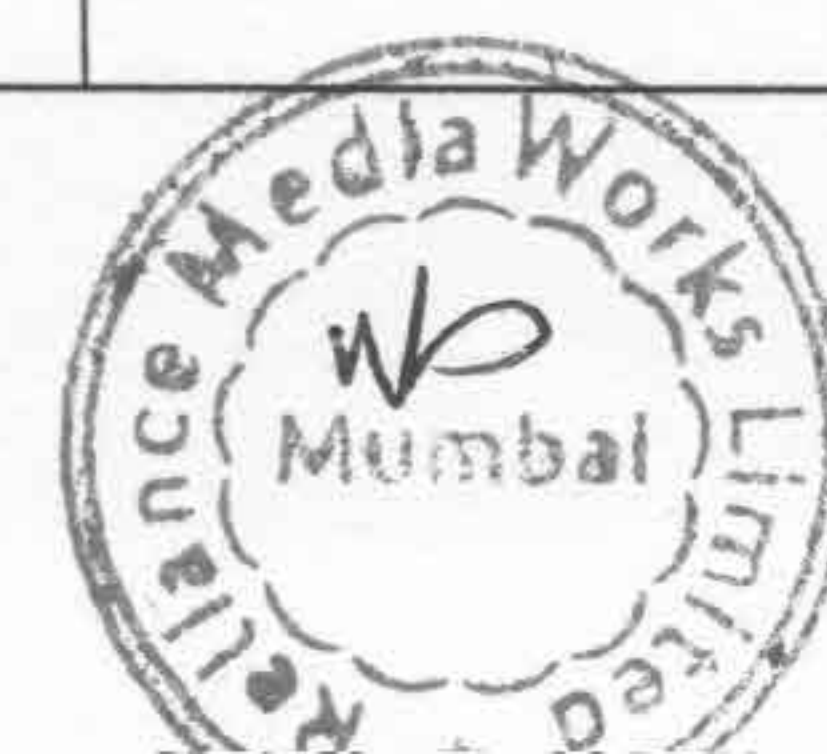
Company Secretary

Encl: a/a

**Cc: The Company Secretary
Prime Focus Limited**

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Prime Focus Limited		
Name(s) of the Seller and Persons Acting in Concert (PAC) with the Seller	Reliance MediaWorks Limited		
Whether the Seller 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 (NSE) BSE Limited (BSE)		
Details of the acquisition / disposal by Seller 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 / disposal under consideration, holding of :			
a) Shares carrying voting rights	10,49,39,361	35.11%	35.11%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the Seller to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	10,49,39,361	35.11%	35.11%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	10,49,39,361	35.11%	35.11%
b) VRs acquired / sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the Seller to receive shares carrying voting rights in the TC (specify holding in each category) Seller/sold	-	-	-
d) Shares encumbered / invoked/released by the Seller	-	-	-
e) Total (a+b+c+/-d)	10,49,39,361	35.11%	35.11%



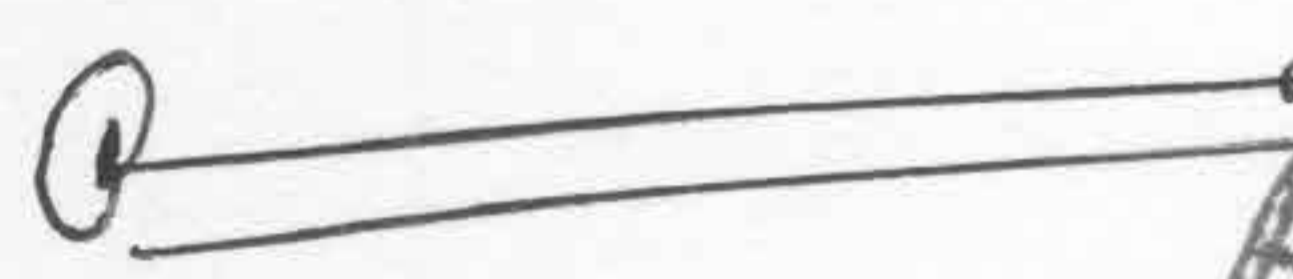
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	-	-	-
b) Shares encumbered with the Seller			
c) VRs otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the Seller to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	-	-	-
Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Inter-se transfer of shares between holding company and its wholly owned subsidiary - on market		
Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	March 30, 2017		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	Rs. 29,88,78,974 comprising 29,88,78,974 equity shares of face value Rs. 1/- each.		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	Rs. 29,88,78,974 comprising 29,88,78,974 equity shares of face value Rs. 1/- each		
Total diluted share/voting capital of the TC after the said acquisition/ sale	Rs. 29,88,78,974 comprising 29,88,78,974 equity shares of face value Rs. 1/- each		

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.

For Reliance MediaWorks Limited


Authorized Signatory
Place: Mumbai
Date: April 3, 2017

