

Online Submission

October 11, 2018

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 Jeejebhoy 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, 2018

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, 2018.

Kindly take the same on record and acknowledge the receipt.

Thanking you.

Yours Faithfully,

For Prime Focus Limited

Parina Shah

Company Secretary

Encl.: a/a

S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400601 | Tel 25345648/25432704 | Email sna@snaco.net | Website www.snaco.net *

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

FOR THE HALF YEAR ENDED 30th SEPTEMBER, 2018

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**, the Company's Registrar & Transfer Agents (RTA), relating to transfer and other requests received by the Company pertaining to certificate/s of equity shares, for the period from 1st **April**, **2018** to **30th September**, **2018** (review period) for the purpose of issuing a Certificate under Clause 40 (9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreement entered into by the Company with **BSE 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/ consolidation/ renewal/ sub-division were received by the Company during the period under review.

For S. N. ANANTHASUBRAMANIAN & CO Company Secretaries

Ashwini Vartak

Partner

ACS : 29463

CP. NO: 16723

Date: 10th October, 2018

Place: Thane