

RELIANCE MEDIAWORKS FINANCIAL SERVICES PRIVATE LIMITED

Regd Office: Communication Centre, Film City Complex, Goregaon East, Mumbai 400 065.
CIN: U74999MH2017PTC292285

March 29, 2018

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001

National Stock Exchange of India Limited

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

Prime Focus Limited

Prime Focus House,
Opp. Citi Bank, Linking Road,
Khar (West), Mumbai 400 052

Dear Sir(s),

Sub.: Disclosure in terms of Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We enclose herewith the captioned disclosure in the prescribed format under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly acknowledge receipt.

Thanking you.

Yours faithfully,

For **Reliance MediaWorks Financial Services Private Limited**

S. M. Kadakia

Satish Kadakia
Director

Encl.: As Above.



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

1. Name of the Target Company (TC)	Prime Focus Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Reliance MediaWorks Financial Services Private Limited		
3. Whether the acquirer belongs to Promoter / Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5. Details of the acquisition/ Disposal 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/ sale under consideration, holding of :			
a) Shares carrying voting rights	10,49,39,361	35.08	31.77
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking / others)	Nil	NA	NA
c) Voting rights (VR) otherwise than by shares	Nil	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	NA	NA
e) Total (a+b+c+d)	10,49,39,361	35.08	31.77
Details of acquisition/sale			
a) Shares carrying voting rights acquired / sold	Nil	NA	NA
b) VRs acquired /sold otherwise than by shares	Nil	NA	NA
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	Nil	NA	NA
d) Shares encumbered /invoked /released by the acquirer	10,49,39,361	35.08	31.77
e) Total (a+b+c+/-d)	10,49,39,361	35.08	31.77
After the acquisition/sale, holding of:			
a) Shares carrying voting rights (***)	10,49,39,361	35.08	31.77
b) Shares encumbered with the acquirer	Nil	NA	NA
c) VRs otherwise than by shares	Nil	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in	Nil	NA	NA



the TC (specify holding in each category) after acquisition.			
e) Total (a+b+c+d)	10,49,39,361	35.08	31.77
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Creation of Pledge in favor of Trustee, IDBI Trusteeship Services Limited. The Trustee holds this security on behalf of holders of NCDs.		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is Applicable	March 27, 2018		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs.29,91,65,645 / 29,91,65,645 equity shares of Rs.1 each		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs.29,91,65,645 / 29,91,65,645 equity shares of Rs.1 each		
10. Total diluted share/voting capital of the TC after the said acquisition/sale	Rs.33,02,97,721 / 33,02,97,721 equity shares of Rs.1 each		

(*) 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.

(***) There is no change in the Shareholding. This disclosure is in relation to creation of pledge.

For **Reliance MediaWorks Financial Services Private Limited**

S. M. Kadakia

Satish Kadakia
Director



Place : Mumbai

Date : March 29, 2018