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**Online Submission**

**April 11, 2018**

To,  
**The National Stock Exchange of India Limited**  
Listing Department,  
Exchange Plaza,  
BandraKurla Complex  
Bandra East,  
Mumbai - 400 051  
Fax Nos.:26598237 / 26598238

To,  
**BSE Limited**  
Listing Department,  
PhirozeJeejebhoy 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 Yearended March31, 2018**

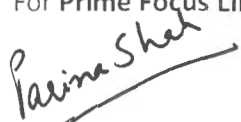
Dear Sir/ Madam,

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 March 31, 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](mailto:sna@snaco.net) | Website [www.snaco.net](http://www.snaco.net)

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

**FOR THE HALF YEAR ENDED 31<sup>st</sup> MARCH, 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 **1<sup>st</sup> October, 2017** to **31<sup>st</sup> March, 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/** were received by the Company during the period under review

**For S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

*Malati A. Kumar*



**Malati Kumar**  
**Partner**  
**ACS : 15508**  
**CP. NO: 10980**

**Date : 10<sup>th</sup> April, 2018**  
**Place : Thane**