



MUMBAI  
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VANCOUVER  
HYDERABAD  
CHENNAI  
BANGALORE  
CHANDIGARH

September 17, 2013

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

To,  
The Bombay Stock Exchange Limited  
Listing Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001  
Fax Nos.: 22723121/2037/2039

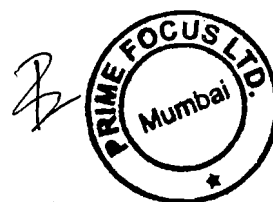
Dear Sir/ Madam,

**Sub: Results of Postal Ballot**

In terms of Listing Agreement executed by our Company with your Exchange, we would like to inform you that the Members of the Company have approved by way of a postal ballot process, to sell, transfer and/or otherwise dispose of the Company's 'Backend Business' of Chandigarh and Mumbai which provides 'Conversion Business' and 'VFX Business' to Prime Focus World Creative Services Pvt. Ltd., an indirect controlled subsidiary of the Company on a going concern basis by way of slump sale.

The information required under clause 35A of the Listing agreement is as under:

|                                                                                 |   |                                                                                                                                                                                                                                                                                                                            |
|---------------------------------------------------------------------------------|---|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Date of the AGM / EGM                                                           | : | N.A.                                                                                                                                                                                                                                                                                                                       |
| Total number of shareholders on record date                                     | : | As on August 2, 2013-13,782 Shareholders                                                                                                                                                                                                                                                                                   |
| No. of shareholders present in the meeting<br>Either in person or through proxy | : | N.A.                                                                                                                                                                                                                                                                                                                       |
| No. of Shareholders attended the meeting<br>Through Video Conferencing          | : | N.A.                                                                                                                                                                                                                                                                                                                       |
| Details of the Agenda                                                           | : | Approval to sell, transfer and/or otherwise dispose of the Company's 'Backend Business' of Chandigarh and Mumbai which provides 'Conversion Business' and "VFX Business" to Prime Focus World Creative Services Pvt. Ltd., an indirect controlled subsidiary of the Company on a going concern basis by way of slump sale. |





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Resolution required : Ordinary Resolution

Mode of Voting : Postal ballot/ e-voting

Details of voting

| Promoter /Public             | No of Shares held (1) | No of Votes Polled (2) | % of Votes polled on Outstanding shares (3)=[(2)/(1)]*100 | No of Votes - in Favour (4) | No of Votes Against (5) | % of Votes in favour on Votes polled (6)=[(4)/(2)]*100 | % of Votes Against on Votes polled (7)=[(5)/(2)]*100 |
|------------------------------|-----------------------|------------------------|-----------------------------------------------------------|-----------------------------|-------------------------|--------------------------------------------------------|------------------------------------------------------|
| Promoter and Promoter Group  | 76194992              | 76194992               | 100.00                                                    | 76194992                    | 0                       | 100.00                                                 | 0.00                                                 |
| Public Institutional Holders | 49229691              | 36549990               | 74.24                                                     | 36549990                    | 0                       | 100.00                                                 | 0.00                                                 |
| Public-Others                | 59992753              | 192897                 | 0.32                                                      | 172866                      | 14171                   | 89.62                                                  | 7.35                                                 |
| Total                        | 185417436             | 112937879              | 60.91                                                     | 112917848                   | 14171                   | 99.98                                                  | 0.01                                                 |

We request you to kindly take the above on record.

Yours truly,  
For Prime Focus Limited

Authorised Signatory

