

MONSOON STUDIO PRIVATE LIMITED

201, Priyanka Apts, N.S. Road, J.V.P.D Scheme, Juhu, Mumbai – 400056

CIN: U36100MH2011PTC214650

May 14, 2020

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 Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Fax Nos.: 22723121/2037/2039

To,
The Company Secretary
Prime Focus Limited
Prime Focus House,
Opp. Citi Bank,
Linking Road,
Khar (West)
Mumbai – 400 052

Dear Sir/Madam,

Sub: Disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Please find enclosed herewith the disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 of my shareholding in Prime Focus Limited as on March 31, 2020.

Kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours faithfully,

FOR MONSOON STUDIO PVT. LTD.



NARESH MALHOTRA

DIRECTOR

DIN: 00004597

Encl: As above

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A- Details of Shareholding

1. Name of the Target Company (TC)	Prime Focus Limited
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	1. BSE Limited 2. National Stock Exchange of India Limited
3. Particulars of the shareholder(s): a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the target company) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	1. Monsoon Studio Private Limited Promoter Group: 1. Mr. Naresh Malhotra 2. Mr. Namit Malhotra Person acting in concert: 1. Reliance MediaWorks Financial Services Pvt. Ltd.**

4. Particulars of the Shareholding of persons mentioned at (3) above	Number of Shares	% w.r.t .total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As of March 31 st of the year 2020, holding of:			
a) Shares			
Monsoon Studio Private Limited	2,75,06,095	9.19	9.19
Promoter Group:			
Mr. Naresh Malhotra	6,22,01,546	20.79	20.79
Mr. Namit Malhotra	1,49,00,000	4.98	4.98
Persons Acting in Concert (PAC):			
Reliance MediaWorks Financial Services Pvt. Ltd.**	3,16,39,695 [#]	10.57	10.57
Total	13,62,47,336	45.53	45.53
b) Voting Rights (otherwise than by shares)	Nil	Nil	Nil
c) Warrants (held by Monsoon Studio Private Limited)	Nil	Nil	Nil
d) Convertible Securities			
e) Any other instrument that would entitle the holder to receive shares in the TC.	Nil	Nil	Nil
	Nil	Nil	Nil

(*) 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.

(**) As set out in the Letter of Offer dated December 08, 2014 issued by Reliance MediaWorks Limited along with Reliance Land Private Limited (PAC 1), Mr. Namit Malhotra (PAC 2), Mr. Naresh Malhotra (PAC 3), Monsoon Studio Private Limited (PAC 4), this includes 10,49,39,361 shares which were held by Reliance MediaWorks Limited, a person acting in concert with the Promoters. Further, Reliance MediaWorks Limited sold 10,49,39,361 shares on March 30, 2017 to Reliance MediaWorks Financial Services Private Limited (a wholly owned subsidiary of Reliance MediaWorks Limited) by way of inter-se transfer of shares under Regulation 10(1) (a)(iii) of SEBI (SAST) Regulations, 2011.

(#)As per the terms of Issue of 6500 Rated, Listed, Redeemable, Non-convertible Debentures Reliance MediaWorks Financial Services Private Limited has pledged 10,49,39,361 shares on March 27, 2018 to IDBI Trusteeship Services Limited(as Trustee) for Issue.

IDBI Trusteeship Services Limited (acting in its capacity as the debenture trustee for Credit Suisse AG, Singapore Branch, the debenture holder) invoked of 7,32,99,666 equity shares of Prime Focus Limited, amounting to 24.5% of its total voting capital on November 28, 2019, pledged by Reliance Mediaworks Financial Services Private Limited.

Part-B**Name of the Target Company: Prime Focus Limited**

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/ Promoter group	PAN of the person and PACs
Monsoon Studio Private Limited	Yes	
Promoter Group		
Mr. Naresh Malhotra	Yes	
Mr. Namit Malhotra	Yes	
Persons Acting in Concert (PAC)		
Reliance MediaWorks Financial Services Pvt. Ltd.	PAC	

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
2. The total paid up capital of the Target Company as on March 31, 2020 is Rs. 29,92,48,978.
3. The total diluted share capital of the Target Company as on March 31, 2020 is Rs. 29,92,48,978. (3,11,32,076 warrants allotted by the Company to Promoter and Promoter Group and Non-Promoter on February 14, 2018 stands lapsed on August 13, 2019 as the concerned warrants holders have not exercised their option for conversion / entitlement.)

FOR MONSOON STUDIO PRIVATE LIMITED


NARESH MALHOTRA
DIRECTOR
DIN: 00004597

Date: May 14, 2020