

Naresh Malhotra

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

April 12, 2021

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, 2021.

Kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours faithfully,



NARESH MALHOTRA
PROMOTER
DIN: 00004597

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.	<u>Members of Promoter and Promoter Group of TC:</u> 1. Mr. Naresh Malhotra 2. Mr. Namit Malhotra 3. Monsoon Studio Private Limited 4. A2R Holdings #

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 2021, holding of Promoter and Promoter Group: a) Shares			
Mr. Naresh Malhotra	6,22,01,546	20.79%	20.79%
Mr. Namit Malhotra	1,49,00,000	4.98%	4.98%
Monsoon Studio Private Limited	100	0.00%	0.00%
A2R Holdings #	13,24,45,882	44.26%	44.26%
Total	20,95,47,528	70.02%	70.02%
b) Voting Rights (otherwise than by shares)	Nil	Nil	Nil
c) Warrants	Nil	Nil	Nil
d) Convertible Securities	Nil	Nil	Nil
e) Any other instrument that would entitle the holder to receive shares in the TC.	Nil	Nil	Nil

#A2R Holdings acquired 2,75,05,995 shares representing 9.19% of TC's share capital on December 23, 2020 from Monsoon Studio Private Limited by way of *inter-se* transfer of shares between promoters / Promoter group under Regulation 10(1) (a)(iii) of SEBI (SAST) Regulations, 2011. A2R Holdings thereafter acquired additional shares of TC, as follows:

(i) 526 equity shares representing 0% of TC's share capital on March 12, 2021, from shareholders pursuant to an open offer;

(ii) 7,32,99,666 equity shares representing 24.49% of TC's share capital on March 17, 2021 from IDBI Trusteeship Services Limited (acting as debenture trustee for Credit Suisse AG, Singapore Branch); and

(iii) 3,16,39,695 equity shares representing 10.57% of TC's share capital on March 19, 2021 from IDBI Trusteeship Services Limited (acting as debenture trustee for Credit Suisse AG, Singapore Branch).

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
Mr. Naresh Malhotra	Yes	
Mr. Namit Malhotra	Yes	
Monsoon Studio Private Limited	Yes	
A2R Holdings	Yes	

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, 2021 is Rs. 29,92,48,978.
3. The total diluted share capital of the Target Company as on March 31, 2021 is Rs. 29,92,48,978.

(*) 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.

(**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

NARESH MALHOTRA**DIN: 00004597****Filed on behalf of Promoter and Promoter Group of Prime Focus Limited**

Date: April 12, 2021