PRIME FOCUS
L I M I T E D

October 03, 2025

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

Dear Sir/Madam,

Ref: Scrip Code: BSE: 532748/ NSE: PFOCUS
Sub.: Outcome of the meeting of the Board of Directors (the "Board") of Prime Focus Limited (the "Company") held on October 03, 2025.

Pursuant to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "**LODR Regulations**"), we would like to inform you that a meeting of the Board of Directors ("**the Board"**) of the Company was held today i.e., on Friday, October 3, 2025, wherein the Board *inter alia* considered and approved exit option in future (on or after January 1, 2029) for Indivisual Investment L.L.C. O.P.C.**,** a shareholder in DNEG S.a.r.l, a material subsidiary of the Company in which the Company currently holds 88.28% (directly and indirectly).

The relevant details pursuant to Para A of Part A of Schedule III of the LODR Regulations read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are attached herewith as **Annexure**.

The Meeting of the Board commenced at 10:30 a.m. and concluded at 11:30 a.m.

The above information will also be made available on the Company's website www.primefocus.com.

You are requested to take the aforementioned information on your record.

Thanking You,
For Prime Focus Limited

PARINA NIRAV SHAH
Digitally signed by PARINA NIRAV SHAH
Date: 2025.10.03 11:39:56 +05'30'

Parina Shah
Company Secretary & Compliance Officer

Encl.: a/a

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ANNEXURE

Details pursuant to Clause 5A of Para A of Part A of Schedule III of LODR Regulations read with SEBI Circular

<table>
<tr><th>S. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>a)</td><td colspan="2">If the listed entity is a party to the agreement,</td></tr>
<tr><td>i.</td><td>Details of the counterparties (including name and relationship with the listed entity);</td><td>An option deed (“Option Deed”) is being entered into as a result of the decision at the Board meeting, between Prime Focus Limited (“Company”) and the following counterparties –
<table>
<tr><th>Name of the Counterparties</th><th>Relation with the listed entity</th></tr>
<tr><td>Indivisual Investment L.L.C. O.P.C (“Investor”)</td><td>Not a related party of or related to the Company</td></tr>
<tr><td>A2R Holdings S.a r.l. (“A2R”)</td><td>Part of promoter and promoter group of the Company</td></tr>
</table></td></tr>
<tr><td>b)</td><td>Purpose of entering into the agreement</td><td>As a part of shareholding arrangement at DNEG Sa.r.l (“DNEG”), a material subsidiary of the Company, the Company has agreed to provide an exit opportunity in future (on or after January 1, 2029) to the Investor, who is financial investor holding minority stake in DNEG.</td></tr>
<tr><td>c)</td><td>Shareholding, if any, in the entity with whom the agreement is executed</td><td>The Company does not hold any shares in A2R or the Investor.</td></tr>
<tr><td>d)</td><td>Significant terms of the agreement (in brief)</td><td>The Option Deed grants an “option” to the Investor to exit DNEG by swapping its shareholding in DNEG for equity shares in the Company, subject to applicable laws.</td></tr>
<tr><td>e)</td><td>Extent and the nature of impact on management or control of the listed entity</td><td>The Option Deed does not impact the management or control of the Company.</td></tr>
<tr><td>f)</td><td>Details and quantification of the restriction or liability</td><td>Company is required to provide an exit to the Investor, upon exercise of the option by the Investor within specified timeline, in the form of issuing shares of the</td></tr>
</table>

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S. No.	Particulars	Details
	imposed upon the listed entity	Company to the Investor in consideration of the shares of DNEG held by the Investor, subject to applicable laws.
g)	**Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship**	DNEG is a material step down subsidiary of the Company. Investor is not related to promoter/ promoter group/ group. A2R is part of the promoter and promoter group of the Company.
h)	**Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"**	This transaction is not a related party transaction.
i)	**In case of issuance of shares to the parties, details of issue price, class of shares issued**	Not applicable as no shares are being issued at present.
j)	**Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.**	Not Applicable.