

Marina IV(Singapore) Pte. Ltd.
8 Marina Boulevard
#23-01 Marina Bay Financial Centre (Tower 1)
Singapore 018981

Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Prime Focus Limited ("Company")		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Marina IV (Singapore) Pte. Ltd. ("Marina") PAC: Standard Chartered Private Equity (Mauritius) III Limited ("PAC")		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	Marina (acquirer): NIL PAC: 36,549,990	Marina (acquirer): NIL PAC: 12.23%	Marina (acquirer): NIL PAC: 12.23%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by equity shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other	NIL	NIL	NIL

instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) e) Total (a+b+c)	36,549,990	12.23%	12.23%
Details of acquisition			
a) Shares carrying voting rights acquired	23,390,875 ¹	7.83%	7.83%
b) VRs acquired otherwise than by equity shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+/-d)	23,390,875	7.83%	7.83%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	Marina (acquirer): 23,390,875 PAC: 13,159,115	Marina (acquirer): 7.83% PAC: 4.40%	Marina (acquirer): 7.83% PAC: 4.40%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) VRs otherwise than by equity shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	36,549,990 ²	12.23%	12.23%

¹ Pursuant to the acquisition, Marina has acquired 23,390,875 shares comprising approximately 7.83% of the total share capital of the Company from PAC.

Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Off-market transfer
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not applicable
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	30 June 2015
Equity share capital / total voting capital of the TC before the said acquisition	298,878,974 (Number of shares)
Equity share capital/ total voting capital of the TC after the said acquisition	298,878,974 (Number of shares)
Total diluted share/voting capital of the TC after the said acquisition	298,878,974 (Number of shares)

² Please note that the total shareholding of PAC in the Company before the acquisition (i.e. 36,549,990 shares comprising 12.23% of the total share capital of the Company) is the same as the total shareholding of Marina along with PAC in the Company after the acquisition.

Signature of the acquirer/ Authorised Signatory



Name: Andrew Dawson, Director

Place : Singapore

Date : 2 July 2015

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.