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April 10, 2014

To,  
The Bombay Stock Exchange Limited  
Listing Department  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001  
Fax No. : 22723121

Dear Sir,

**Ref: Scrip Code: 532748**

**Sub: Shareholding Pattern as per Clause 35 of the Listing Agreement for the Quarter ended March 31, 2014**

Please find herewith enclosed the Shareholding Pattern for the Quarter ended March 31, 2014.

Kindly acknowledge the receipt of the same.

Thanking You,

Yours truly,

For Prime Focus Limited

  
Company Secretary



Encl: as above

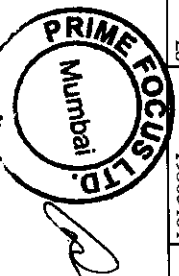
(1) (a) Statement showing Shareholding Pattern as on March 31, 2014

Name of the Company:		PRIM FOCUS LIMITED		
Scrip Code, Name of the scrip, class of security:		BSE- 532748, NSE- PFOCUS; Equity		
Quarter ended:				
	Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
	Held by Promoter / Promoter Group	0	0.0000	0.0000
	Held by public	0	0.0000	0.0000
	<b>Total</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
	Outstanding convertible securities:-	No. of outstanding securities	As a % of total No. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of convertible securities
	Held by Promoter / Promoter Group	0	0.0000	0.0000
	Held by public	0	0.0000	0.0000
	<b>Total</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
	Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
	Held by Promoter / Promoter Group	0	0.0000	0.0000
	Held by public	0	0.0000	0.0000
	<b>Total</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Total paid-up capital of the company assuming full conversion of warrants and convertible securities</b>				18541

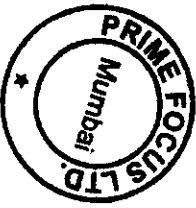


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Category Code	Category of shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of		Shares pledged or otherwise encumbered	As a percentage (IX) = (VIII)/(IV)*
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)		
(I)	Promoter and Promoter Group	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
1	Indian							
(a)	Individuals/Hindu Undivided Family	2	77101546	77101546	41.5827	41.5827	47712000	61.
(b)	Central Government/State Government(s)	0	0	0	0.0000	0.0000	0	0.
(c)	Bodies Corporate	0	0	0	0.0000	0.0000	0	0.
(d)	Financial Institutions / Banks	0	0	0	0.0000	0.0000	0	0.
(e)	Any Other (specify)	0	0	0	0.0000	0.0000	0	0.
	<b>Sub Total (A)(1)</b>	<b>2</b>	<b>77101546</b>	<b>77101546</b>	<b>41.5827</b>	<b>41.5827</b>	<b>47712000</b>	<b>61.</b>
2	Foreign							
(a)	Individuals (Non-Resident Individuals/ Foreign Individuals)	0	0	0	0.0000	0.0000	0	0.
(b)	Bodies Corporate	0	0	0	0.0000	0.0000	0	0.
(c)	Institutions	0	0	0	0.0000	0.0000	0	0.
(d)	Qualified Foreign Investors	0	0	0	0.0000	0.0000	0	0.
(e)	Any Other (specify)	0	0	0	0.0000	0.0000	0	0.
	<b>Sub Total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0.</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b>	<b>2</b>	<b>77101546</b>	<b>77101546</b>	<b>41.5827</b>	<b>41.5827</b>	<b>47712000</b>	<b>61.</b>
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/ UTI	5	7068987	7068987	3.8125	3.8125	-	-
(b)	Financial Institutions / Banks	3	70647	70647	0.0381	0.0381	37684	53
(c)	Central Government/State Government(s)	0	0	0	0.0000	0.0000	-	-
(d)	Venture Capital Funds	0	0	0	0.0000	0.0000	-	-
(e)	Insurance Companies	0	0	0	0.0000	0.0000	-	-
(f)	Foreign Institutional Investors	15	3506127	3506127	1.8909	1.8909	-	-
(g)	Foreign Venture Capital Investors	0	0	0	0.0000	0.0000	-	-
(h)	Qualified Foreign Investors	0	0	0	0.0000	0.0000	-	-
(I)	Any Other (specify)	0	0	0	0.0000	0.0000	-	-
	<b>Sub Total (B) (1)</b>	<b>23</b>	<b>10645761</b>	<b>10645761</b>	<b>5.7415</b>	<b>5.7415</b>	<b>37684</b>	<b>0</b>
2	Non-institutions							
(a)	Bodies Corporate	442	21843791	21843791	11.7809	11.7809	12132549	55
(b) (i)	Individuals - shareholders holding nominal share capital up to Rs. 1 Lakh	13649	16227257	16225877	8.7517	8.7517	304204	1
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	28	19365484	19365484	10.4443	10.4443	-	-



Category code	Category of shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialised form	Total shareholding as a percentage of total number of		Shares pledged or otherwise encumbered	As a percentage (DX) = (VIII)/(V)+1
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)		
(I)	(II) Qualified Foreign Investors	(III) 0	(IV) 0	(V) 0	(VI) 0.0000	(VII) 0.0000	(VIII) -	(IX) -
(d)	Any Other							
i	Non Resident Indians (Repatriation)	177	1470125	1470125	0.7929	0.7929	-	-
ii	Non Resident Indians (Non Repatriation)	61	188266	188266	0.1015	0.1015	-	-
iii	Foreign Companies	1	36549990	36549990	19.7123	19.7123	-	-
iv	Clearing Member	200	2025216	2025216	1.0922	1.0922	184808	9.1
v	Directors / Relatives	0	0	0	0.0000	0.0000	-	-
vi	Trusts	0	0	0	0.0000	0.0000	-	-
	Sub Total (B)(2)	14558	97670129	97668749	52.6758	52.6758	12621561	12.9
	Total Public Shareholding Public Group (B)=(B)(1)+(B)(2)	14581	108315890	108314510	58.4173	58.4173	12659245	11.6
	Total (A)+(B)	14583	185417436	185416056	100.0000	100.0000	60,371,245	32.5
(C)	Shares held by custodians and against which Depository Receipts have been issued							
i	Promoter and Promoter group	0	0	0	0.0000	0.0000	0	0.0
ii	Public	0	0	0	0.0000	0.0000	0	0.0
	Sub Total (C)	0	0	0	0	0	0	0
	GRAND TOTAL (A)+(B)+(C)	14583	185417436	185416056	100.0000	100.0000	60,371,245	32.5

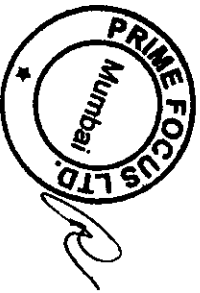


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(D)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Sr. No.	Name of the shareholder	PAN of the Shareholder	Details of Shares held			Encumbered shares (*)			Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming conversion warrants a convertible securities) % of dilute share capital
			Number of shares held	As a % of grand total (A)+(B)+(C)	No.	As a percentage (VI)=(V)/(III)*100	As a % of grand total (A)+(B)+(C) of sub-clause D(a)	Number of warrants held	As a % of total number of warrants of the same class	Number of convertible securities held	As a % of total number of convertible securities of the same class		
(i)	(ii)		(iii)	(iv)	(v)	(vi)=(v)/(iii)*100	(vii)	(viii)	(ix)	(x)	(xi)	(xii)	
1	Naresh Malhotra	AADPM9824D	62201546	33.55	47712000	76.71	25.73	-	-	-	-		
2	Namit Malhotra	AACPVM0384K	14900000	8.04	-	-	-	-	-	-	-		
	<b>TOTAL</b>		<b>77101546</b>	<b>41.59</b>	<b>47712000</b>	<b>61.88</b>	<b>25.73</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>		

(\*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011



(D)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No.	Name of the shareholder	PAN of the Shareholder	Number of shares held	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
					Number of warrants held	As a % of total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	STANDARD CHARTERED PRIVATE EQUITY (MAURITUS) III LIMITED	AAJCS5416L	36549990	19.71	-	-	-	-	19.71
2	TOP CLASS CAPITAL MARKETS PRIVATE LIMITED	AACT5800G	8337408	4.50	-	-	-	-	4.50
3	ICICI PRUDENTIAL DYNAMIC PLAN	AAAAI0038F	7066879	3.81	-	-	-	-	3.81
4	JHUNJHUNWALA REKHA RAKESH	AAEPJ2191B	6325000	3.41	-	-	-	-	3.41
5	JHUNJHUNWALA RAKESH RADHESHYAM	ACPPJ9449M	5070000	2.73	-	-	-	-	2.73
6	TRISHYA R SCREWVALA	AAGPS7083K	3006381	1.62	-	-	-	-	1.62
7	GLOBE FINCAP LIMITED	AADCG1099D	1915000	1.03	-	-	-	-	1.03
	<b>TOTAL</b>		<b>68270658</b>	<b>36.81</b>					<b>36.81</b>



**(D)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company**

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	PAN of the Shareholder	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as % of diluted share capital
					Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	STANDARD CHARTERED PRIVATE EQUITY (MAURITIUS) III LIMITED	AAJCS5416L	36549990	19.71	-	-	-	-	19.71
<b>TOTAL</b>			<b>36549990</b>	<b>19.71</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>19.71</b>



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**( I ) (d) Statement showing details of Locked in shares**

Sr No	Name of the Shareholders	Number of Shares	Shares as a percentage of total number of shares ( ie Grand Total (A)+(B)+(C) Indicated of statement at para ( I)(a) above
1	Namit Malhotra -AACPM0384K	10000000	5.3932
	<b>Total</b>	<b>10000000</b>	<b>5.3932</b>

**( II ) (a) Statement showing details of Depository Receipts ( DRs) - NIL**

Sr No	Type of outstanding DR ( ADRs,GDRs,SDRs etc)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of Total number of shares ( ie Grand Total (A) + ( B) + ( C) indicated in statement at para ( i) (a) above
1	N.A.	N.A.	N.A.	N.A.
	<b>TOTAL</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>

**(II ) (b) statement showing holding of Depository Receipts ( DRs) ,where underlying shares held by promoter / promoter group are in excess of 1% of the total number of shares - NIL**

Sr No	Name of DR Holder, Type of outstanding DR ( ADRs,GDRs,SDRs etc)	No. of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of Total number of shares ( ie Grand Total (A) + ( B) + ( C) indicated in statement at para ( i) (a) above
1	N.A.	N.A.	N.A.
	<b>TOTAL</b>	<b>N.A.</b>	<b>N.A.</b>

