

## (I) (a) Statement showing Shareholding Pattern for the quarter ended September 30, 2015

Name of the Company:		PRIME FOCUS LIMITED	
Scrip Code, Name of the scrip, class of security:		BSE- 532748, NSE- PFOCUS; Equity	
Quarter ended:		30-Sep-15	
<b>Partly paid-up shares:-</b>	<b>No. of partly paid-up shares</b>	<b>As a % of total no. of partly paid-up shares</b>	<b>As a % of total no. of shares of the company</b>
Held by Promoter / Promoter Group	0	0.00	0.00
Held by public	0	0.00	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Outstanding convertible securities:-</b>	<b>No. of outstanding securities</b>	<b>As a % of total No. of outstanding convertible securities</b>	<b>As a % of total no. of shares of the company, assuming full conversion of the convertible securities</b>
Held by Promoter / Promoter Group	0	0.00	0.00
Held by public	0	0.00	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Warrants:-</b>	<b>No. of warrants</b>	<b>As a % of total no. of warrants</b>	<b>As a % of total no. of shares of the company, assuming full conversion of warrants</b>
Held by Promoter / Promoter Group	0	0.00	0.00
Held by public	0	0.00	0.00
<b>Total</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total paid-up capital of the company assuming full conversion of warrants and convertible securities</b>			<b>298,878,974</b>



Statement showing shareholding pattern

Category Code (I)	Category of shareholder (II)	Number of shareholders (III)	Total number of shares (IV)	Number of shares held in dematerialised form (V)	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)	Number of shares (VIII)	As a percentage (IX) = (VIII)/(IV)*100
<b>(A)</b>	<b>Promoter and Promoter Group</b>							
<b>1</b>	<b>Indian</b>							
(a)	Individuals/Hindu Undivided Family	2	77,101,546	77101546	25.80	25.80	61196828	79.37
(b)	Central Government/State Government(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	1	27506095	27506095	9.20	9.20	4429172	16.10
(d)	Financial Institutions / Banks	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-
	<b>Sub Total (A)(1)</b>	<b>3</b>	<b>104607641</b>	<b>104607641</b>	<b>35.00</b>	<b>35.00</b>	<b>65626000</b>	<b>62.74</b>
<b>2</b>	<b>Foreign</b>							
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-
(d)	Qualified Foreign Investors	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-
	<b>Sub Total (A)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b>	<b>3</b>	<b>104607641</b>	<b>104607641</b>	<b>35.00</b>	<b>35.00</b>	<b>65626000</b>	<b>62.74</b>
<b>(B)</b>	<b>Public shareholding</b>							
<b>1</b>	<b>Institutions</b>							
(a)	Mutual Funds/UTI	-	-	-	-	-	-	-
(b)	Financial Institutions / Banks	2	34243	34243	0.01	0.01	13839	40.41
(c)	Central Government/State Government(s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	4	1182113	1182113	0.40	0.40	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investors	-	-	-	-	-	-	-
(l)	Any Other (specify)	-	-	-	-	-	-	-
	<b>Sub Total (B) (1)</b>	<b>6</b>	<b>1216356</b>	<b>1216356</b>	<b>0.41</b>	<b>0.41</b>	<b>13839</b>	<b>1.14</b>
<b>2</b>	<b>Non-institutions</b>							
(a)	Bodies Corporate **	272	114137337	114137337	38.19	38.19	7650536	6.70
(b) (i)	Individuals - shareholders holding nominal share capital up to Rs 1 Lakh	10264	8749670	8749650	2.93	2.93	89000	1.02
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	12	2743405	2743405	0.92	0.92	765,944	27.92



Category code (I)	Category of shareholder (II)	Number of shareholders (III)	Total number of shares (IV)	Number of shares held in dematerialised form (V)	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)	Number of shares (VIII)	As a percentage (IX) = (VIII)/(IV)*100
(c)	Qualified Foreign Investors	-	-	-	-	-	-	-
(d)	<b>Any Other</b>							
i	Non Resident Indians (Repat)	123	761172	761172	0.25	0.25	10270	1.35
ii	Non Resident Indians (Non Repat)	57	159482	159482	0.05	0.05	-	-
iii	Foreign Companies	1	36549990	36549990	12.23	12.23	-	-
iv	Clearing Member	128	260089	260089	0.09	0.09	14647	5.63
v	Directors / Relatives	-	-	-	-	-	-	-
vi	Foreign Portfolio Investor (Corporate)	2	29155396	29155396	9.75	9.75	-	-
vii	Trusts	-	-	-	-	-	-	-
ix	Hindu Undivided Family	357	538436	538436	0.18	0.18	-	-
	<b>Sub Total (B)(2)</b>	<b>11216</b>	<b>193054977</b>	<b>193054957</b>	<b>64.59</b>	<b>64.59</b>	<b>8530397</b>	<b>4.42</b>
	<b>Total Public Shareholding Public Group (B)=(B)(1)+(B)(2)</b>	<b>11222</b>	<b>194271333</b>	<b>194271313</b>	<b>65.00</b>	<b>65.00</b>	<b>8544236</b>	<b>4.40</b>
	<b>Total (A)+(B)</b>	<b>11225</b>	<b>298878974</b>	<b>298878954</b>	<b>100.00</b>	<b>100.00</b>	<b>74170236</b>	<b>24.82</b>
(C)	<b>Shares held by custodians and against which Depository Receipts have been issued</b>							
i	Promoter and Promoter group	-	-	-	-	-	-	-
ii	Public	-	-	-	-	-	-	-
	<b>Sub Total ( C )</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>11225</b>	<b>298878974</b>	<b>298878954</b>	<b>100.00</b>	<b>100.00</b>	<b>74170236</b>	<b>24.82</b>

\*\* As set out in the Letter of Offer dated December 08, 2014 issued by Reliance MediaWorks Limited alongwith 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 held by Reliance MediaWorks Limited, a person acting in concert with the Promoters.



(I)(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 full conversion of warrants and convertible securities) as a % of diluted share capital
			Number of shares held	As a % of grand total (A) + (B) + (C)	No.	As a percentage	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of warrants held	As a % total number of warrants of the same	Number of convertible securities held	As a % total number of convertible securities	
(I)	(II)		(III)	(IV)	(V)	(VI)=(V)/(III)*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	Naresh Malhotra	AADPM9824D	62201546	20.81	56296828	90.51	18.84	-	-	-	-	20.81
2	Namit Malhotra	AACPM0384K	14900000	4.99	4900000	32.89	1.64	-	-	-	-	4.99
3	Monsoon Studio Private Limited	AAHCM0799E	27506095	9.20	4429172	16.10	1.48	-	-	-	-	9.20
<b>TOTAL</b>			<b>104607641</b>	<b>35.00</b>	<b>65626000</b>	<b>62.74</b>	<b>21.96</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>35.00</b>

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



**(I)(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 % 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	RELIANCE MEDIAWORKS LIMITED**	AAACA4252H	104939361	35.11	-	-	-	-	35.11
2	STANDARD CHARTERED PRIVATE EQUITY (MAURITIUS) III LIMITED***	AAJCS5416L	36549990	12.23	-	-	-	-	12.23
3	STANDARD CHARTERED PRIVATE EQUITY (MAURITIUS) LIMITED	AAACF6774H	29140700	9.75					9.75
4	TOP CLASS CAPITAL MARKETS PRIVATE LIMITED	AACCT5800G	7308400	2.45	-	-	-	-	2.45
<b>TOTAL</b>			<b>177938451</b>	<b>59.54</b>	-	-	-	-	<b>59.54</b>

\*\* As set out in the Letter of Offer dated December 08, 2014 issued by Reliance MediaWorks Limited alongwith 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 held by Reliance MediaWorks Limited, a person acting in concert with the Promoters.

\*\*\* Out of the 3,65,49,990(12.23%) held by Standard Chartered Private Equity (Mauritius) III Limited, Marina IV (Singapore) Pte. Ltd. is the beneficial owner of 2,33,90,875(7.83%) equity shares of the Company which are registered in the name of Standard Chartered Private Equity (Mauritius) III Limited. Further Standard Chartered Private Equity (Mauritius) III Limited and Marina IV (Singapore) Pte. Ltd. are affiliates under the common control of Standard Chartered Plc.



**(I)(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 (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
					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	RELIANCE MEDIAWORKS LIMITED **	AAACA4252H	104939361	35.11	-	-	-	-	35.11
2	STANDARD CHARTERED PRIVATE EQUITY (MAURITIUS) III LIMITED***	AAJCS5416L	36549990	12.23	-	-	-	-	12.23
3	STANDARD CHARTERED PRIVATE EQUITY (MAURITIUS) LIMITED	AAACF6774H	29140700	9.75	-	-	-	-	9.75
<b>TOTAL</b>			<b>170630051</b>	<b>57.09</b>	-	-	-	-	<b>57.09</b>

\*\* As set out in the Letter of Offer dated December 08, 2014 issued by Reliance MediaWorks Limited alongwith 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 held by Reliance MediaWorks Limited, a person acting in concert with the Promoters.

\*\*\* Out of the 3,65,49,990(12.23%) held by Standard Chartered Private Equity (Mauritius) III Limited, Marina IV (Singapore) Pte. Ltd. is the beneficial owner of 2,33,90,875(7.83%) equity shares of the Company which are registered in the name of Standard Chartered Private Equity (Mauritius) III Limited. Further Standard Chartered Private Equity (Mauritius) III Limited and Marina IV (Singapore) Pte. Ltd. are affiliates under the common control of Standard Chartered Plc.



( 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	Promoter/Promoter Group/Public
1	MONSOON STUDIO PRIVATE LIMITED	23076923	7.72	Promoter Group
2	RELIANCE MEDIAWORKS LIMITED	90384615	30.24	Person Acting in Concert with Promoters
	<b>Total</b>	<b>113461538</b>	<b>37.96</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>

