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Date: January 15, 2015

To,
The National Stock Exchange of India
Listing Department,
Exchange Plaza,
Bandra Kurla Complex
Bandra East,
Mumbai - 400 051
Fax Nos.: 26598237 / 26598238

To,
BSE Limited
Listing Department,
Phiroze Jeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Fax Nos.: 22723121/2037/2039

Ref: Scrip Code: BSE - 532748/NSE - PFOCUS

Sub: Clause 35 - Shareholding Pattern for the quarter ended September 30, 2014

Dear Sir/ Madam,

Pursuant to the provisions of Clause 35 of the Listing Agreement, kindly find attached herewith, Shareholding Pattern of the Company for the quarter ended December 31, 2014.

Kindly acknowledge the receipt and take the same on record.

Thanking you.

**Yours Faithfully,
For Prime Focus Limited**


**Kirti Desai
Company Secretary**



Encl: as above

(I) (a) Statement showing Shareholding Pattern as on December 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	
Total	0	0.0000	0.0000	
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 the convertible securities	
Held by Promoter / Promoter Group	0	0.0000	0.0000	
Held by public	0	0.0000	0.0000	
Total	0	0.0000	0.0000	
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	
Total	0	0.0000	0.0000	
Total paid-up capital of the company assuming full conversion of warrants and convertible securities				185,417,436



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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 of (A+B) (VI)	As a percentage of (A+B+C) (VII)	As a percentage (VIII)/(IV)*100 (IX)	Number of shares (VIII)	As a percentage (IX)
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	
(A)	Promoter and Promoter Group								
1	Indian								
(a)	Individuals/Hindu Undivided Family	2	77101546	77101546	41.5827	41.5827	39995000	51.8731	
(b)	Central Government/State Government(s)	-	-	-	-	-	-	-	
(c)	Bodies Corporate	-	-	-	-	-	-	-	
(d)	Financial Institutions / Banks	-	-	-	-	-	-	-	
(e)	Any Other (specify)	-	-	-	-	-	-	-	
	Sub Total (A)(1)	2	77101546	77101546	41.5827	41.5827	39995000	51.8731	
2	Foreign								
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)	-	-	-	-	-	-	-	
(b)	Bodies Corporate	-	-	-	-	-	-	-	
(c)	Institutions	-	-	-	-	-	-	-	
(d)	Qualified Foreign Investors	-	-	-	-	-	-	-	
(e)	Any Other (specify)	-	-	-	-	-	-	-	
	Sub Total (A)(2)	-	-	-	-	-	-	-	
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	2	77101546	77101546	41.5827	41.5827	39995000	51.8731	
(B)	Public shareholding								
1	Institutions								
(a)	Mutual Funds/UTI	4	407539	407539	0.2198	0.2198	-	-	
(b)	Financial Institutions / Banks	4	43129	43129	0.0233	0.0233	13425	31.1275	
(c)	Central Government/State Government(s)	-	-	-	-	-	-	-	
(d)	Venture Capital Funds	-	-	-	-	-	-	-	
(e)	Insurance Companies	-	-	-	-	-	-	-	
(f)	Foreign Institutional Investors	2	7329556	7329556	3.9530	3.9530	-	-	
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-	
(h)	Qualified Foreign Investors	-	-	-	-	-	-	-	
(i)	Any Other (specify)	-	-	-	-	-	-	-	
	Sub Total (B) (1)	10	7780224	7780224	4.1961	4.1961	13425	0.1726	
2	Non-institutions								
(a)	Bodies Corporate	362	48544477	48544477	26.1812	26.1812	7948972	16.3746	
(b) (i)	Individuals - shareholders holding nominal share capital up to Rs 1 Lakh	12244	10607209	10605829	5.7207	5.7200	213151	2.0095	
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	18	3122271	3122271	1.6839	1.6839	-	-	



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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			Shares pledged or otherwise encumbered	
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)	As a percentage (VIII)/(IV)*100 (IX) =	Number of shares (VIII)	As a percentage (IX) = (VIII)/(IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	
(c)	Qualified Foreign Investors	-	-	-	-	-	-	-	
(d)	Any Other								
i	Non Resident Indians (Repat)	149	802514	802514	0.4328	0.4328	-	-	
ii	Non Resident Indians (Non Repat)	64	167041	167041	0.0901	0.0901	-	-	
iii	Foreign Companies	1	36549990	36549990	19.7123	19.7123	-	-	
iv	Clearing Member	145	742164	742164	0.4003	0.4003	35777	4.8206	
v	Directors / Relatives	-	-	-	-	-	-	-	
vi	Foreign Portfolio Investor (Corporate)	-	-	-	-	-	-	-	
vi	Trusts	-	-	-	-	-	-	-	
	Sub Total (B)(2)	12983	100535666	100534286	54.2213	54.2213	8197900	8.1542	
	Total Public Shareholding Public Group								
	(B)=(1)+(B)(2)	12993	108315890	108314510	58.4173	58.4173	8211325	7.5809	
	Total (A)+(B)	12995	185417436	185416056	100.0000	100.0000	48206325	25.9988	
(C)	Shares held by custodians and against which Depository Receipts have been issued								
i	Promoter and Promoter group	-	-	-	-	-	-	-	
ii	Public	-	-	-	-	-	-	-	
	Sub Total (C)	-	-	-	-	-	-	-	
	GRAND TOTAL (A)+(B)+(C)	12995	185417436	185416056	100.0000	100.0000	48206325	25.9988	



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(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 (V)=(V)/(III)*100	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 class	Number of convertible securities held	
(i)			(ii)	(iv)	(v)	(vii)	(viii)	(ix)	(x)	(xi)	
1	Naresh Malhotra	AADPM9824D	62201546	33.55	39995000	21.57	-	-	-	-	33.55
2	Namit Malhotra	AACPM0384K	14900000	8.04	-	-	-	-	-	-	8.04
TOTAL			77101546	41.59	39995000	21.57	-	-	-	-	41.59

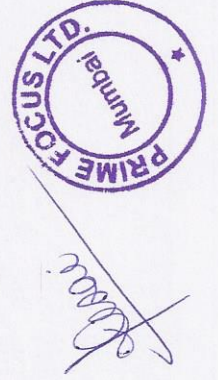
(*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011



(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 (D)(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	STANDARD CHARTERED PRIVATE EQUITY (MAURITUS) III LIMITED	AAJCS5416L	36549990	19.71	-	-	-	-	19.71
2	LIPL PRIME FOCUS ESCROW DEMAT ACCOUNT**	AAACP6811B	32009480	17.26					17.26
3	TOP CLASS CAPITAL MARKETS PRIVATE LIMITED	AACCT5800G	8337408	4.50					4.50
4	DB INTERNATIONAL (ASIA) LTD	AABCB1383K	6929556	3.74					3.74
TOTAL			83826434	45.21					45.21

** Represents the shares of Prime Focus Limited (Target Company) tendered by Shareholders in the Open Offer made by Reliance MediaWorks Limited (Acquirer), Reliance Land Private Limited (PAC 1), Mr. Namit Malhotra (PAC 2), Mr. Naresh Malhotra (PAC 3) and Monsoon Studio Private Limited (PAC 4).



(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

St. 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 (D)(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	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
2	LJIPL PRIME FOCUS ESCROW DEMAT ACCOUNT**	AAACP6811B	32009480	17.26					17.26
TOTAL			68559470	36.97					36.97

** Represents the shares of Prime Focus Limited (Target Company) tendered by Shareholders in the Open Offer made by Reliance MediaWorks Limited (Acquirer), Reliance Land Private Limited (PAC 1), Mr. Namit Malhotra (PAC 2), Mr. Naresh Malhotra (PAC 3) and Monsoon Studio Private Limited (PAC 4).



Namit Malhotra

(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	Namit Malhotra -AACPM0384K	10000000	5.3932	Promoters
	Total	10000000	5.3932	

(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 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.
	TOTAL	N.A.	N.A.	N.A.

(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.
	TOTAL	N.A.	N.A.



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