



PRIME FOCUS
L I M I T E D

May 27, 2025

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

Dear Sir/Madam,

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

Sub.: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("LODR Regulations")

Pursuant to Regulation 30 read with Schedule III and other applicable provisions of the LODR Regulations, we hereby inform you that the Board of Directors of the Company at their Meeting held today viz. Tuesday, May 27, 2025, have:

1. Approved the appointment of M/s. D M Zaveri & Co. (Peer Review Certificate No.: 1187/2021), as the Secretarial Auditors of the Company for a 1st term of 5 (five) consecutive years commencing from the financial year 2025-26 till the financial year 2029-30, subject to approval of the shareholders of the Company at the ensuing Annual General Meeting of the Company.

The details as required as per Clause 7 of Para A of Part A of Schedule III of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 (as amended) are provided in Annexure A.

2. Approved, subject to such other approvals as maybe required, the issuance of a Corporate Guarantee in favor of certain banks for an amount of Rs. 250 Crores (Rupees Two Hundred and Fifty Crores Only) guaranteeing the repayment of a term loan to be availed by DNEG India Media Services Limited and Prime Focus Technologies Limited (subsidiaries of the Company).

The details as required as per Clause 11 of Para B of Part A of Schedule III of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 (as amended) are provided in Annexure B.

The Meeting of the Board commenced at 3.00 p.m. and concluded at 7.30 p.m.



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Kindly take the above on your record and acknowledge receipt of the same.

Thanking You,
For **Prime Focus Limited**

Parina Shah
Company Secretary & Compliance Officer

Encl.: a/a



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Annexure A

Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	The Board of Directors of the Company at their Meeting held today viz. Tuesday, May 27, 2025, have approved the appointment of M/s. D M Zaveri & Co. (Peer Review Certificate No.: 1187/2021), as the Secretarial Auditors of the Company for 1st term of 5 (five) consecutive years commencing from the financial year 2025-26 till the financial year 2029-30, subject to approval of the shareholders of the Company at the ensuing Annual General Meeting (" AGM ") of the Company.
2.	Date of appointment/re-appointment/cessation (as applicable) and term of appointment/re-appointment	Date of appointment: May 27, 2025, subject to approval of the shareholders of the Company at the ensuing AGM of the Company. Term of appointment: Subject to the approval of the Company at the ensuing AGM for a 1st term of 5 (five) consecutive years commencing from the financial year 2025-26 till the financial year 2029-30.
3.	Brief Profile (in case of appointment)	M/s. D. M. Zaveri & Co., Practicing Company Secretaries is a reputed firm having experience over 24 years in corporate legal and secretarial services.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



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Annexure B

Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Sr. No.	Particulars	Details
1.	Name of party for which such guarantees or indemnity or surety was given	Guarantee to be issued on behalf of DNEG India Media Services Limited and Prime Focus Technologies Limited (Subsidiaries of the Company) (" Borrowers ").
2.	Whether the promoter/ promoter group/ group companies have any interest in this transaction? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	The promoter/ promoter group/ group companies have no interest in the transaction.
3.	Brief details of such guarantee or indemnity or becoming a surety viz. brief details of agreement entered (if any) including significant terms and conditions, including amount of guarantee	The Corporate Guarantee is proposed to be issued in favor of certain banks [i.e. Bank of India, Union Bank of India and EXIM Bank of India aggregating to Rs. 250 Crores] guaranteeing the repayment of a term loan to be availed by the Borrowers.
4.	Impact of such guarantees or indemnity or surety on listed entity	The Corporate Guarantee proposed to be issued to secure the term loan to be availed by the Borrowers will be a contingent liability of the Company to the extent of facilities availed by the Borrowers. Presently, there is no impact on the Company.