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Date: October 20, 2014

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 Jeejeebhoy 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

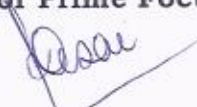
Dear Sir/ Madam,

Pursuant to the provisions of Clause 35 of the Listing Agreement, kindly find attached herewith, Shareholding Pattern of the Company for the quarter ended September 30, 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

(1) (a) Statement showing Shareholding Pattern as on September 30, 2014

Name of the Company: Scrip Code, Name of the scrip, class of security: Quarter ended:		PRIM FOCUS LIMITED BSE- 532748, NSE- PFOCUS; Equity		
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



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)	Number of shares (VIII)	As a percentage (IX) = (VIII)/(IV)*100	
(I)	Promoter and Promoter Group	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	
(A)	Indian								
(a)	Individuals/Hindu Undivided Family	2	77101546	77101546	41.5827	41.5827	41286000	53.5476	
(b)	Central Government/State Government(s)	-	-	-	0.0000	0.0000	-	0.0000	
(c)	Bodies Corporate	-	-	-	0.0000	0.0000	-	0.0000	
(d)	Financial Institutions / Banks	-	-	-	0.0000	0.0000	-	0.0000	
(e)	Any Other (specify)	-	-	-	0.0000	0.0000	-	0.0000	
	Sub Total (A)(I)	2	77101546	77101546	41.5827	41.5827	41286000	53.5476	
2	Foreign								
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)	-	-	-	0.0000	0.0000	-	0.0000	
(b)	Bodies Corporate	-	-	-	0.0000	0.0000	-	0.0000	
(c)	Institutions	-	-	-	0.0000	0.0000	-	0.0000	
(d)	Qualified Foreign Investors	-	-	-	0.0000	0.0000	-	0.0000	
(e)	Any Other (specify)	-	-	-	0.0000	0.0000	-	0.0000	
	Sub Total (A)(2)	-	-	-	0.0000	0.0000	-	0.0000	
	Total Shareholding of Promoter and Promoter Group (A)=(A)(I)+(A)(2)	2	77101546	77101546	41.5827	41.5827	41286000	53.5476	
(B)	Public shareholding								
1	Institutions								
(a)	Mutual Funds/UTI	4	2054518	2054518	1.1081	1.1081	-	-	
(b)	Financial Institutions / Banks	4	81788	81788	0.0441	0.0441	54668	66.8411	
(c)	Central Government/State Government(s)	-	-	-	0.0000	0.0000	-	-	
(d)	Venture Capital Funds	-	-	-	0.0000	0.0000	-	-	
(e)	Insurance Companies	-	-	-	0.0000	0.0000	-	-	
(f)	Foreign Institutional Investors	9	8729596	8729596	4.7081	4.7081	-	-	
(g)	Foreign Venture Capital Investors	-	-	-	0.0000	0.0000	-	-	
(h)	Qualified Foreign Investors	-	-	-	0.0000	0.0000	-	-	
(i)	Any Other (specify)	-	-	-	0.0000	0.0000	-	-	
	Sub Total (B) (I)	17	10865902	10865902	5.8602	5.8602	54668	0.5031	
2	Non-institutions								
(a)	Bodies Corporate	499	28214351	28214351	15.2167	15.2167	10163454	36.0223	
(b) (i)	Individuals - shareholders holding nominal share capital up to Rs 1 Lakh	14186	18264894	18263514	9.8507	9.8507	242998	1.3304	
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	23	10308236	10308236	5.5595	5.5595	-	-	



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Category code	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	0	0	0	0.0000	0.0000	-	-
(d)	Any Other							
i	Non Resident Indians (Repat)	176	836882	836882	0.4514	0.4514	-	-
ii	Non Resident Indians (Non Repat)	65	605251	605251	0.3264	0.3264	-	-
iii	Foreign Companies	1	36549990	36549990	19.7123	19.7123	-	-
iv	Clearing Member	174	1229805	1229805	0.6633	0.6633	150442	12.2330
v	Directors / Relatives	-	-	-	0.0000	0.0000	-	-
vi	Foreign Portfolio Investor (Corporate)	1	275579	275579	0.1486	0.1486	-	-
vii	Trusts	1	1165000	1165000	0.6283	0.6283	-	-
	Sub Total (B)(2)	15126	97449988	97448608	52.5571	52.5571	10556894	10.8331
	Total Public Shareholding Public Group (B)=(I)+(B)(2)	15143	108315890	108314510	58.4173	58.4173	10611562	9.7969
	Total (A)+(B)	15145	185417436	185416056	100.0000	100.0000	51897562	27.9896
(C)	Shares held by custodians and against which Depository Receipts have been issued							
i	Promoter and Promoter group	-	-	-	0.0000	0.0000	-	0.0000
ii	Public	-	-	-	0.0000	0.0000	-	0.0000
	Sub Total (C)	-	-	-	0.0000	0.0000	-	0.0000
	GRAND TOTAL (A)+(B)+(C)	15145	185417436	185416056	100.0000	100.0000	51897562	27.9896



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(1)(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 (D)(a)	Number of warrants held	As a % total number of the same class	Number of convertible securities held	
1	Naresh Malhotra	AADPM9824D	(III) 62201546	(IV) 33.55	(V) 41286000	(VI) 66.37	(VII) 22.27	(IX) -	(X) -	(XI) -	(XII) 33.55
2	Namit Malhotra	AACP0384K	14900000	8.04	-	-	-	-	-	-	8.04
TOTAL			77101546	41.59	41286000	53.55	22.27	-	-	-	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 (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	STANDARD CHARTERED PRIVATE EQUITY (MAURITIUS) III LIMITED	AAJCS5416L	36549990	19.71	-	-	-	-	19.71
2	RAJASTHAN GLOBAL SECURITIES LIMITED	AAACR4122R	9169172	4.95	-	-	-	-	4.95
3	TOP CLASS CAPITAL MARKETS PRIVATE LIMITED	AACCT5800G	8337408	4.50	-	-	-	-	4.50
4	DB INTERNATIONAL (ASIA) LTD	AABCB1383K	6544298	3.53	-	-	-	-	3.53
5	JHUNJHUNWALA RAKESH RADHESHYAM	ACPP19449M	3870000	2.09	-	-	-	-	2.09
6	JHUNJHUNWALA REKHA RAKESH	AAEP12191B	1870394	1.01	-	-	-	-	1.01
TOTAL			66341262	35.78	-	-	-	-	35.78



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(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 (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	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
TOTAL			36549990	19.71	-	-	-	-	19.71



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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
	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 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.
	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.

