



PRIME FOCUS LIMITED

Regd. Office: 2nd Floor, Building -H, Mainframe IT Park, Royal Palms, Aarey Colony,
Goregaon (East), Mumbai-400 065

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RESULT OF POSTAL BALLOT

Pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2011, approval of the members was sought by way of Postal Ballot under section 293(1)(a) of the Companies Act, 1956 authorizing the Board of Directors to sell, transfer and/or otherwise dispose of the Company's 'Backend Business' of Chandigarh and Mumbai which provides 'Conversion Business' and 'VFX Business' to Prime Focus World Creative Services Pvt. Ltd., an indirect controlled subsidiary of the Company on a going concern basis by way of slump sale.

The last date for e-voting and receipt of Postal Ballot Forms, duly completed by the shareholders in the self-addressed, postage prepaid envelope was Saturday, 14th September, 2013.

The Scrutinizer appointed by the Board of Directors has submitted her report on Postal Ballot on Monday, 16th September, 2013 and the following result was announced by the authorized representative of the Company on Tuesday, 17th September, 2013 at the Registered office of the Company.

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	76194992	76194992	100.00	76194992	0	100.00	0.00
Public Institutional Holders	49229691	36549990	74.24	36549990	0	100.00	0.00
Public-Others	59992753	192897	0.32	172866	14171	89.62	7.35
Total	185417436	112937879	60.91	112917848	14171	99.98	0.01

Accordingly, the above Ordinary Resolution has been passed with requisite majority.

For Prime Focus Limited

Naresh Malhotra
Director

Date: September 17, 2013

Place: Mumbai