

ANNEXURE A**Annexure to Directors' Report****FORM NO. MGT 9 - EXTRACT OF ANNUAL RETURN**

As on the financial year ended on March 31, 2020

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS

1.	CIN	L92100MH1997PLC108981
2.	Registration Date	June 24, 1997
3.	Name of the Company	Prime Focus Limited
4.	Category/ Sub-category of the Company	Public Company/ Limited by shares
5.	Address of the Registered office and contact details	Prime Focus House, Opp. Citi Bank, Linking Road, Khar (West) - Mumbai-400052 Tel: +912267155000 Fax:+912267155001 Email: ir.india@primefocus.com Website: www.primefocus.com
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Private Limited C 101, 247 Park, LBS Marg, Vikhroli West, Mumbai-400083 Tel: +912249186000 Fax:+912249186060 Email: mahesh.masurkar@linkintime.co.in Website: www.linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10% or more of the total turnover of the company have been stated)

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Motion picture, video and television programme post-production activities	5912	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and address of the company	CIN/GLN/LLPIN	Holding/ subsidiary/ associate	% of shares held	Applicable section	Note
1.	Prime Focus Technologies Limited Address: True North, Plot No.63, Road No.13, MIDC, Andheri (East), Mumbai-400093	U72200MH2008PLC179850	Subsidiary	73.75	2(87)	-
2.	Prime Focus Production Services Private Limited (formerly known as Prime Focus Visual Effects Private Limited) Address: 2nd Floor, Building-H, Mainframe IT Park, Royal Palms, Near Aarey Colony, Goregaon (East), Mumbai-400065	U52392MH2008PTC179538	Subsidiary	100	2(87)	-
3.	Prime Focus Motion Pictures Limited Address: 2nd Floor, Building-H, Mainframe IT Park, Royal Palms, Near Aarey Colony, Goregaon (East), Mumbai-400065	U92120MH2008PLC186091	Subsidiary	100	2(87)	-
4.	GVS Software Private Limited Address: 2nd Floor, Building-H, Mainframe IT Park, Royal Palms, Near Aarey Colony, Goregaon (East), Mumbai-400065	U72100MH2007PTC174803	Subsidiary	100	2(87)	-

Sr. No.	Name and address of the company	CIN/GLN/LLPIN	Holding/subsidiary/associate	% of shares held	Applicable section	Note
5.	PF Digital Media Services Limited (formerly known as Prime Focus 3D India Private Limited) Address: 2nd Floor, Building-H, Mainframe IT Park, Royal Palms, Near Aarey Colony, Goregaon (East), Mumbai-400065	U92100MH2011PLC218470	Subsidiary	100	2(87)	-
6.	DNEG India Media Services Limited (formerly known as Gener8 India Media Services Limited) Address: 2nd Floor, Building-H, Mainframe IT Park, Royal Palms, Near Aarey Colony, Goregaon (East), Mumbai-400065	U70100MH2006PLC160748	Subsidiary	100	2(87)	13
7.	DNEG Creative Services Limited** (Formerly known as Prime Focus World Creative Services Private Limited) Address: 2nd Floor, Building-H, Mainframe IT Park, Royal Palms, Near Aarey Colony, Goregaon (East), Mumbai, 400065	U92412MH2011PLC218562	Subsidiary	100	2(87)	4
8.	De-Fi Media Limited Address: Suite 55, Rochester Mews, London NW19JB	NA	Subsidiary	100	2(87)	-
9.	PF Investments Limited Address: C/o. Amicorp (Mauritius) Limited, 6th Floor, 1 Nexteracom Building, Ebene, Republic of Mauritius	NA	Subsidiary	100	2(87)	-
10.	PF World Limited Address: C/o. Amicorp (Mauritius) Limited, 6th Floor, 1 Nexteracom Building, Ebene, Republic of Mauritius	NA	Subsidiary	100	2(87)	-
11.	PF Overseas Limited Address: C/o. Amicorp (Mauritius) Limited, 6th Floor, 1 Nexteracom Building, Ebene, Republic of Mauritius	NA	Subsidiary	100	2(87)	-
12.	PF Media Ltd (Formerly Known as Reliance Media Works (Mauritius) Limited) Address: C/o. Amicorp (Mauritius) Limited, 6th Floor, 1 Nexteracom Building, Ebene, Republic of Mauritius	N.A.	Subsidiary	100	2(87)	1
13.	Prime Focus Luxembourg S.a.r.l. Address: 6, rue Eugene Ruppert L-2453 Luxembourg	N.A.	Subsidiary	100	2(87)	1
14.	Prime Focus 3D Cooperatief U.A. Address: Prins Bernhardplein 200, 1097JB, Amsterdam, The Netherlands	N.A.	Subsidiary	100	2(87)	2
15.	Prime Focus World N.V. Address: Prins Bernhardplein 200, 1097JB Amsterdam, The Netherlands	N.A.	Subsidiary	93.54*	2(87)	3
16.	Prime Focus International Services UK Limited Address: 160 Great Portland Street, London, W1W5QA	N.A.	Subsidiary	100	2(87)	4
17.	Prime Focus VFX USA Inc. *** Address: 5750 Hannum Ave. Suite 100 Culver City, CA 90230	N.A.	Subsidiary	100	2(87)	4
18.	DNEG North America, Inc. (Formerly known as Prime Focus North America Inc) Address: Capitol Corporate Services, Inc. 455 Capitol Mall Complex, Suite 217 Sacramento, CA 95814	N.A.	Subsidiary	100	2(87)	4
19.	Prime Focus ME Holdings Limited Address: Mill Mall, Suite 6, Wickhams Cay 1, PO Box 3085, Road Town, Tortola, Virgin Islands, British Virgin Islands.	N.A.	Subsidiary	100	2(87)	4

Sr. No.	Name and address of the company	CIN/GLN/LLPIN	Holding/ subsidiary/ associate	% of shares held	Applicable section	Note
20.	Prime Focus China Limited Address: Akara Bldg., 24 De Castro Street, Wickhams Cay 1, Road Town, Tortola, British Virgin Islands	N.A.	Subsidiary	70	2(87)	4
21.	Double Negative Holdings Limited Address: 160 Great Portland Street, London W1W 5QA	N.A.	Subsidiary	100	2(87)	4
22.	Vegas II VFX Limited Address: 20th Floor, 250 Howe Street, Vancouver, BC V6C 3R8 Canada	N.A.	Subsidiary	100	2(87)	5
23.	Prime Focus Technologies UK Limited Address: Suite 55, Rochester Mews, London NW19JB	N.A.	Subsidiary	100	2(87)	6
24.	Prime Focus Technologies Inc Address: Capitol Services, Inc. 1675 S State Street Ste B Dover, DE 19901	N.A.	Subsidiary	100	2(87)	6
25.	Prime Focus (HK) Holdings Limited Address: Room 501-7, 5th Floor, Sands Building, 17 Hankow Road, Tsimi Sha Tsui, Kowloon, Hong Kong	N.A.	Subsidiary	100	2(87)	7
26.	Lowry Digital Imaging Services Inc (Formerly Known as Reliance Lowry Digital Imaging Services Inc) Address: Capitol Corporate Services, Inc. 455 Capitol Mall Complex, Suite 217 Sacramento, CA 95814	N.A.	Subsidiary	100	2(87)	8
27.	Double Negative Limited Address: 160 Great Portland Street, London, W1W5QA, United Kingdom	N.A.	Subsidiary	100	2(87)	15
28.	Double Negative Singapore Pte. Limited Address: 80 Raffles Place, #32-01, UOB Plaza1, Singapore-048624	N.A.	Subsidiary	100	2(87)	9
29.	Double Negative Canada Productions Limited Address: 20th Floor, 250 Howe St, Vancouver, BC V6C3R8, Canada	N.A.	Subsidiary	100	2(87)	4
30.	Double Negative Films Limited Address: 160 Great Portland Street, London, W1W5QA, United Kingdom	N.A.	Subsidiary	100	2(87)	9
31.	DAXPFTLLC **** 1675S State St Ste B, Dover, DE, 19901US	N.A.	Subsidiary	100	2(87)	10
32.	DAX Cloud ULC Address: 1500, 850-2 Street SW, Calgary, Alberta, T2P0R8	N.A.	Subsidiary	100	2(87)	11
33.	Prime Post (Europe) Limited (formerly known as Prime Focus (MW) Limited) Address: Suite 55 Rochester Mews, London NW19JB	N.A.	Subsidiary	100	2(87)	12
34.	Double Negative India Private Limited** Address: 2nd Floor, Building-H, Main Frame ITPark, Royal Palms, Near-Aarey Colony, Goregaon(East), Mumbai-400065	U72900MH2008PTC183047	Subsidiary	100	2(87)	13
35.	Double Negative Huntsman VFX Ltd. Address: 20th Floor, 250 Howe Street, Vancouver BC V6C3R8, Canada	N.A.	Subsidiary	100	2(87)	5
36.	Prime Focus Academy of Media and Entertainment Studios Private Limited Address: 2nd Floor, Building-H, Mainframe It Park Royal Palms, Near Aarey Colony, Goregaon(East), Mumbai-400065	U74110MH2016PTC281032	Subsidiary	100	2(87)	13
37.	DNEG PLC (Formerly Known as DNEG Limited) 160 Great Portland Street, Fitzrovia, London, W1W 5QA, United Kingdom	NA	Subsidiary	100	2(87)	3

Sr. No.	Name and address of the company	CIN/GLN/LLPIN	Holding/subsidiary/associate	% of shares held	Applicable section	Note
38	Double Negative LA LLC Capitol Corporate Services, Inc. 455 Capitol Mall Complex, Suite 217 Sacramento, CA 95814	NA	Subsidiary	100	2(87)	9
39	Double Negative Montréal Productions Ltd. 3900-1 Place Ville-Marie Montreal, Quebec H3B4M7 Canada	NA	Subsidiary	100	2(87)	4
40	Apptarix Mobility Solutions Private Limited First Floor, Block D, Janardhana Towers, #562/640, Bilekahalli, Bannerghatta Road, Bangalore - 560076	U72200KA2012PTC064731	Subsidiary	100	2(87)	6
41	Prime Focus MEAD FZ LLC Office 302c, North Park (Bldg 5), Two Four 54 Complex, Khalifa Park, Abu Dhabi, UAE. PO Box 77895.	NA	Subsidiary	100	2(87)	12
42	REDEFINE FX LTD (Formerly Known as Formerly Known as RE:DEFINE FX LTD) 3900-1 Place Ville-Marie Montreal, Quebec H3B4M7 Canada	NA	Subsidiary	100	2(87)	4
43	JAM8 Prime Focus LLP Prime Focus House, Linking Road, Opp. Citi Bank, Khar (West), Mumbai 400052	NA	Subsidiary	51	2(87)	-

NOTES:

- Subsidiary of PF World Limited (Mauritius)
- Subsidiary of Prime Focus Luxembourg S.a.r.l.
- Subsidiary of Prime Focus 3D Cooperatief U.A.
- Subsidiaries of Prime Focus World N.V.
- Subsidiary of Double Negative Canada Productions Limited
- Subsidiary of Prime Focus Technologies Limited
- Subsidiary of Prime Focus China Limited
- 90% held by PF Media and 10% held by Prime Focus Limited
- Subsidiary of Double Negative Holdings Limited
- Subsidiary of Prime Focus Technologies Inc.
- Subsidiary of DAX PFT LLC.
- Subsidiary of Prime Focus Technologies UK Limited
- Subsidiary of DNEG Creative Services Limited (formerly known as Prime Focus World Creative Services Private Limited)
- Jam8 Prime Focus LLP became subsidiary of the Company w.e.f. April 22, 2019
- 74.3% held by Double Negative Holdings Ltd and 25.7% held by Double Negative Films Limited

* 77.32% on fully diluted basis after considering Preferred Stock.

** DNEG Creative Services Limited and Double Negative India Private Limited ceased to be subsidiaries of Prime Focus Limited w.e.f. April 01, 2020 pursuant to Amalgamation with DNEG India Media Services Limited (formerly known as Gener8 India Media Services Limited).

***Prime Focus VFX USA Inc. was dissolved w.e.f. April 14, 2020 and ceased to be Subsidiary of the Company.

****DAX PFT LLC ceased to be subsidiary w.e.f. April 8, 2020 pursuant to merger with Prime Focus Technologies, Inc.

- Prime Focus Malaysia SDN. BHD. and Prime Focus World Malaysia SDN. BHD. were dissolved w.e.f. June 27, 2019 and ceased to be subsidiaries of the Company.
- Double Negative LA LLC (DELAWARE LLC) has been dissolved w.e.f. December 11, 2019 and cease to be subsidiary of the Company.

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

A) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year [As on April 1, 2019]				No. of Shares held at the end of the year [As on March 31, 2020]				%Change During the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	77,101,546	Nil	77,101,546	25.77	77,101,546	Nil	77,101,546	25.77	0.00
b) Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt.(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp.	27,506,095	Nil	27,506,095	9.19	27,506,095	Nil	27,506,095	9.19	0.00
e) Banks /FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub Total (A) (1)	104,607,641	Nil	104,607,641	34.97	104,607,641	Nil	104,607,641	34.97	0.00
(2) Foreign									
a) NRI -Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Other Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Bodies Corporate	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Banks /FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub Total (A) (2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	104,607,641	Nil	104,607,641	34.97	104,607,641	Nil	104,607,641	34.97	0.00
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	NA
b) Banks /FI	1,400	Nil	1,400	0.00	0	Nil	0	0.00	0.00
c) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	NA
d) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Na
e) FIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	NA
f) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	NA
g) Others (specify) Foreign Portfolio Investors	29,902,624	Nil	29,902,624	9.99	33,810,508	Nil	33,810,508	11.30	1.30
Insurance Companies	Nil	Nil	Nil	Nil	525,000	Nil	525,000	0.18	0.18
Sub-total (B)(1)-	29,904,024	Nil	29,904,024	9.99	34,335,508	Nil	34,335,508	11.47	1.48
2. Central Govt./ State Govt(s)/President of India									
Central Govt./ State Govt(s).	1,000	0	1,000	0.00	1,000	Nil	1,000	0.00	0.00
Sub-total (B)(2) :-	1,000	0	1,000	0.00	1,000	Nil	1,000	0.00	0.00
3. Non-Institutions									
a) Bodies Corp.									
i) Indian	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹1 lakh	8,058,467	20	8,058,487	2.69	8,545,161	20	8,545,181	2.86	0.16
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	3,283,310	0	3,283,310	1.10	2,747,397	0	2,747,397	0.92	-0.18
c) NBFs registered with RBI	7,481	0	7,481	0.00	2,381	0	2,381	0.00	0.00
Others (Specify)									
i. Bodies Corporate	115,061,800	Nil	115,061,800	38.46	115,931,578	Nil	115,931,578	38.74	0.28
ii. Clearing Members	878,997	Nil	878,997	0.29	45,665	Nil	45,665	0.01	-0.28
iii. Foreign Individuals or NRI	367,722	Nil	367,722	0.12	271,865	Nil	271,865	0.10	-0.03
iv. Foreign Companies	36,549,990	Nil	36,549,990	12.22	32,370,029	Nil	32,370,029	10.82	-1.40
v. Hindu undivided family	452,275	Nil	452,275	0.15	381,348	Nil	381,348	0.13	-0.02

Category of Shareholders	No. of Shares held at the beginning of the year [As on April 1, 2019]				No. of Shares held at the end of the year [As on March 31, 2020]				%Change During the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
vi. Foreign Nationals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
vii. Trusts	100	Nil	100	0.00	100	Nil	100	0.00	0.00
viii. IEPF	9,485	0	9,485	0.00	9,285	0	9,285	0.00	0.00
Sub-total (B)(3):-	164,669,627	20	164,669,647	55.04	160,304,809	20	160,304,829	53.57	-1.47
Total Public Shareholding (B) = (B)(1) + (B)(2) + (B)(3)	194,574,651	20	194,574,671	65.03	194,641,337	20	194,641,337	65.04	0.00
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	299,182,292	20	299,182,312	100.00	299,248,958	20	299,248,978	100.00	Nil

B) SHAREHOLDING OF PROMOTERS

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (As on April 1, 2019)			Shareholding at the end of the year (as on March 31, 2020)			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Mr. Naresh Mahendranath Malhotra	62,201,546	20.79	3.62	62,201,546	20.79	3.62	0.00
2.	Mr. Namit Naresh Malhotra	14,900,000	4.98	1	14,900,000	4.98	1	0.00
3.	Monsoon Studio Private Limited	27,506,095	9.19	0	27,506,095	9.19	0	0.00

C) CHANGE IN PROMOTERS' SHAREHOLDING

There was no change in promoters' shareholding in Financial Year 2019-20. The shareholding of promoters is same as mentioned above in the shareholding pattern.

D) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (as on April 01, 2019)		Cumulative Shareholding at the end of the year (as on March 31, 2020)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	IDBI Trusteeship Services Limited ^{†**}				
	At the beginning of the year	-	-	-	-
	Purchase (s) during the year	73,299,666	24.50	73,299,666	24.50
	At the end of the year	-	-	73,299,666	24.50
2.	Reliance MediaWorks Financial Services Private Limited ^{#/\$}				
	At the beginning of the year	104,939,361	35.07		
	Sale(s) during the year	(73,299,666)	24.50	31,639,695	10.57
	At the end of the year			31,639,695	10.57
3.	Augusta Investments I Pte. Ltd ^{**}				
	At the beginning of the year				
	Purchase(s) during the year	29,241,817	9.77	29,241,817	9.77
	At the end of the year			29,241,817	9.77
4.	Marina IV (Singapore) Pte. Ltd.				
	At the beginning of the year	23,390,875	7.82	23,390,875	7.82
	At the end of the year			23,390,875	7.82
5.	Augusta Investments Zero Pte. Ltd ^{**}				
	At the beginning of the year	-	-	-	-
	Purchase (s) during the year	6,278,807	2.09	6,278,807	2.09
	At the end of the year			6,278,807	2.09

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (as on April 01, 2019)		Cumulative Shareholding at the end of the year (as on March 31, 2020)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
6	Top Class Capital Markets Private Limited				
	At the beginning of the year	7,526,400	2.52		
	Sale(s) during the year	(2,910,000)	(0.97)	4,616,400	1.54
	At the end of the year			4,616,400	1.54
7.	Marina Iv Lp**				
	At the beginning of the year	-	-	-	-
	Purchase(s) during the year	4,179,961	1.40	4,179,961	1.40
	At the end of the year			4,179,961	1.40
8.	Marina Horizon (Singapore) Pte. Limited				
	At the beginning of the year	2,700,347	0.90		
	At the end of the year			2,700,347	0.90
9	Businessmatch Services (India) Private Limited**				
	At the beginning of the year	-	-	-	-
	Purchase(s) during the year	2,012,813	0.67	2,012,813	0.67
	At the end of the year			2,012,813	0.67
10	Bajrang Karnani.**				
	At the beginning of the year	-	-	-	-
	Purchase(s) during the year	1,101,233	0.37	1,101,233	0.37
	At the end of the year			1,101,233	0.37
11	Reliance Nippon Life Insurance Co Limited*				
	At the beginning of the year	425,000	0.14		
	Purchase(s) during the year	100,000	0.03	100,000	0.03
	At the end of the year			525,000	0.18
12	Standard Chartered Private Equity (Mauritius) III Limited*				
	At the beginning of the year@	10,458,768	3.50		
	Sale(s) during the year	(10,458,768)	(3.50)	0	0
	At the end of the year			0	0
13	Standard Chartered Private Equity (Mauritius)Limited*				
	At the beginning of the year	29,241,817	9.77		
	Sale(s) during the year	(29,241,817)	(9.77)	0	0
	At the end of the year			0	0
14	Madhusudan Murlidhar Kela*				
	At the beginning of the year	1,800,028	0.60		
	Sale(s) during the year	(1,800,028)	(0.60)	0	0
	At the end of the year			0	0
15	Angel Fincap Private Limited*				
	At the beginning of the year	643,217	0.21		
	Sale(s) during the year	(643,217)	(0.21)	0	0
	At the end of the year			0	0
16	Securities Holdings India Private Limited*				
	At the beginning of the year	478,000	0.16		
	At the end of the year			478,000	0.16

Note:

- *Ceased to be in the list of Top 10 as on March 31, 2020. The same is reflected above since the shareholder was one of the Top 10 shareholders as on April 1, 2019.
- **Not in the list of Top 10 shareholders as on April 1, 2019. The same has been reflected above since the shareholder was one of the Top 10 shareholders as on March 31, 2020.
- # Persons Acting In Concert with Promoter's.

4. \$ Details of the shareholders acting as persons in Concert including their Shareholding (No. and %):

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 Naresh Malhotra (PAC 2), Mr. Naresh Mahendranath Malhotra (PAC 3), Monsoon Studio Private Limited (PAC 4) this includes 31,639,695 shares which are currently held by Reliance MediaWorks Limited, a person acting in concert with the Promoters.

Further, Reliance MediaWorks Limited sold 10,49,39,361 shares on March 30, 2017 to Reliance MediaWorks Financial Services Private Limited (a wholly owned subsidiary of Reliance MediaWorks Limited) by way of inter-se transfer of shares under Regulation 10(1)(a)(iii) of SEBI (SAST) Regulations, 2011.

Further, Reliance MediaWorks had 104,939,361 equity shares of the Company which were pledged to IDBI Trusteeship Services Limited (acting in its capacity as the debenture trustee for Credit Suisse AG, Singapore Branch, the debenture holder, as on the date of the IDBI Intimation). Out of which on December 2, 2019 IDBI invoked 7,32,99,666 equity shares of Prime Focus Limited, amounting to 24.5% of its total voting capital.

5. Shareholding is consolidated based on permanent account number (PAN) of the Shareholder.

6. Date wise increase / decrease in the shareholding is available on the website www.primefocus.com

E) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (as on April 01, 2019)		Cumulative Shareholding at the end of the year (as on March 31, 2020)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Naresh Mahendranath Malhotra				
	At the beginning of the year	62,201,546	20.79	-	-
	At the end of the year	-	-	62,201,546	20.79
2.	Namit Naresh Malhotra				
	At the beginning of the year	14,900,000	4.98	-	-
	At the end of the year	-	-	14,900,000	4.98
3.	Ramakrishnan Sankaranarayanan				
	At the beginning of the year	50	0.00	-	-
	At the end of the year	-	-	50	0.00
4.	Kodi Raghavan Srinivasan				
	At the beginning of the year	-	0.00	-	-
	At the end of the year	-	-	-	0.00
5.	Samu Devarajan				
	At the beginning of the year	-	0.00	-	-
	At the end of the year	-	-	-	0.00
6.	Rivkaran Singh Chadha				
	At the beginning of the year	-	0.00	-	-
	At the end of the year	-	-	-	0.00
7.	Padmanabha Gopal Aiyar				
	At the beginning of the year	-	0.00	-	-
	At the end of the year	-	-	-	0.00
8.	Udai Dhawan				
	At the beginning of the year	-	0.00	-	-
	At the end of the year	-	-	-	0.00
9.	Hemalatha Thiagarajan				
	At the beginning of the year	-	0.00	-	-
	At the end of the year	-	-	-	0.00
10.	Jai Anshul Ambani *				
	At the beginning of the year	-	0.00	-	-
	At the end of the year	-	-	-	0.00

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year (as on April 01, 2019)		Cumulative Shareholding at the end of the year (as on March 31, 2020)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
11.	Nishant Avinash Fadia				
	At the beginning of the year	100,000	0.03	-	-
	At the end of the year	-	-	100,000	0.03
12	Parina Nirav Shah				
	At the beginning of the year	6,231	0.00	-	-
	Sale(s) during the year	(6,231)	(0.00)	0	0.00
	At the end of the year	-	-	0	0.00

Note:

* Mr. Jai Anshul Ambani was appointed as the Additional Non-Executive Director w.e.f. November 14, 2019

V. INDEBTEDNESS - INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT

(₹ in Crores)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	239.37	200.00	-	439.37
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	2.66	1.65	-	4.31
Total (i+ii+iii)	242.03	201.65	-	443.68
Change in Indebtedness during the financial year				
*Addition				
i) Principal Amount	57.65	-	-	57.65
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	33.49	20.12	-	53.61
Total (i+ii+iii)	91.14	20.12	-	111.26
*Reduction				
i) Principal Amount	(43.62)	-	-	(43.62)
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	(33.06)	(2.01)	-	(35.07)
Total (i+ii+iii)	(76.68)	(2.01)	-	(78.69)
Net Change	14.46	18.11	-	32.57
Indebtedness at the end of the financial year				
i) Principal Amount	253.40	200.00	-	453.40
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	3.09	19.76	-	22.85
Total (i+ii+iii)	256.49	219.76	-	476.25

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:**

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Mr. Naresh Mahendranath Malhotra (Chairman and Whole-Time Director)	Mr. Ramakrishnan Sankaranarayanan * (Managing Director)	
1.	Gross salary	1,17,73,476	Nil	1,17,73,476
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		Nil	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil
4.	Commission - As % of profit - others, specify...	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil
	Total (A)	1,17,73,476	Nil	1,17,73,476
	Ceiling as per the Act	As per Schedule V of the Companies Act, 2013.		

* Mr Ramakrishnan Sankaranarayanan ceased to be the Managing Director of the Company on expiration of his term of 3 years with effect from close of business hours on June 24, 2020. However, he continues to be Non-Executive Director of the Company with effect from June 25, 2020.

B. REMUNERATION TO OTHER DIRECTORS

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Mr. Padmanabha Gopal Aiyar	Mr. Rivkaran Singh Chadha	Mr. Kodi Raghavan Srinivasan	Ms. (Dr.) Hemalatha Thiagarajan	Mr. Samu Devarajan	Mr. Udai Dhawan	Mr. Jai Anshul Ambani#	Mr. Namit Naresh Malhotra	Total Amount
1	Non-Executive Independent Directors									
	*Fee for attending board meetings	60,000	120,000	80,000	1,00,000	120,000	NA	NA	NA	4,80,000
	Commission	Nil	Nil	Nil	Nil	Nil	NA	NA	NA	-
	Others, please Specify	Nil	Nil	Nil	Nil	Nil	NA	NA	NA	-
	Total (1)	60,000	120,000	80,000	1,00,000	120,000	NA	NA	NA	4,80,000
2	Non-Executive Directors									
	*Fee for attending board meetings	NA	NA	NA	NA	NA	20,000	0	20,000	40,000
	Commission	NA	NA	NA	NA	NA	Nil	Nil	Nil	Nil
	Others, please Specify	NA	NA	NA	NA	NA	Nil	Nil	Nil	Nil
	Total (2)	NA	NA	NA	NA	NA	20,000	0	20,000	40,000
	Total (B)=(1+2)	60,000	120,000	80,000	100,000	120,000	20,000	0	20,000	5,20,000
	Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	-
	Overall Ceiling as per the Act	Rs. 100,000 per meeting as per the provisions of the Companies Act, 2013								

Note:

* ₹20,000 Per Board Meeting

Mr. Jai Anshul Ambani was appointed as an Additional Director w.e.f. November 14, 2019

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Name of Key Managerial Personnel		
		CS (Ms. Parina Nirav Shah)	CFO (Mr. Nishant Avinash Fadia)	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	25,83,622	5,886,744	84,70,366
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil
	- Others, specify..	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total	25,83,622	5,886,744	84,70,366

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

There were no penalties / punishment / compounding of offences for breach of any section of Companies Act against the Company or its Directors, if any, during the financial year ended March 31, 2020.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Naresh Mahendranath MalhotraChairman & Whole-Time Director
DIN: 00004597**Ramakrishnan Sankaranarayanan**Director
DIN: 02696897

Date: July 31, 2020

Place: Mumbai