

**PRIME FOCUS LIMITED**

Registered Office : Prime Focus House, Opp Citi Bank, Linking Road

Khar (West), Mumbai, Maharashtra, India, 400052

CIN: L92100MH1997PLC108961

AUDITED STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2018

Rs. in Lakh

Particulars	Standalone					Consolidated				
	Quarter ended		Year ended			Quarter ended		Year ended		
	31.03.2018	31.12.2017	31.03.2017	31.03.2018	31.03.2017	31.03.2018	31.12.2017	31.03.2017	31.03.2018	31.03.2017
	Audited (refer note 10)	Unaudited	Audited (refer note 10)	Audited	Audited	Audited (refer note 10)	Unaudited	Audited (refer note 10)	Audited	Audited *
<b>Income :</b>										
Revenue from operations	3,320.86	3,311.99	3,226.32	13,643.82	14,560.00	57,743.85	59,045.75	64,226.68	222,751.60	213,961.53
Other operating income	221.05	241.16	208.24	887.88	891.35	965.48	1,914.76	1,145.09	2,995.70	1,400.94
<b>Other income:</b>										
a) Exchange gain (net)	-	-	-	-	-	(293.15)	-	-	1,158.36	-
b) Others (net)	245.00	1,245.23	269.26	2,676.13	1,536.32	526.27	260.36	520.15	2,286.96	2,445.09
<b>Total income</b>	<b>3,786.91</b>	<b>4,798.38</b>	<b>3,703.82</b>	<b>17,207.83</b>	<b>16,987.67</b>	<b>58,942.45</b>	<b>61,220.87</b>	<b>65,891.92</b>	<b>228,192.82</b>	<b>217,807.56</b>
<b>Expenses</b>										
Employee benefits expense	851.49	823.18	729.14	3,263.63	3,137.84	34,369.41	33,260.85	34,448.33	127,787.54	121,632.31
Employee stock option expense	390.59	399.27	991.09	2,471.46	2,554.81	509.24	421.93	842.40	3,479.43	2,566.85
Technician fees	375.24	432.69	476.16	1,712.16	1,967.09	1,104.76	1,512.35	1,361.29	4,851.56	3,699.24
Technical service cost	208.15	178.33	29.70	909.41	365.68	1,806.29	2,844.57	1,062.99	7,631.16	5,916.12
Finance costs	4,035.02	1,457.45	958.74	7,413.11	3,274.97	9,311.89	4,532.04	4,205.51	21,230.69	17,201.45
Depreciation and amortisation expense	896.20	854.21	760.81	3,342.45	3,060.44	6,613.14	7,578.08	5,019.87	27,730.90	25,461.67
Other expenditure	1,551.09	1,151.20	1,480.82	4,655.71	4,734.13	11,444.99	10,608.80	16,795.41	40,556.17	36,417.02
Exchange loss (net)	(41.30)	249.82	586.10	82.59	508.49	-	250.93	2,364.16	-	4,133.46
<b>Total Expenses</b>	<b>8,266.39</b>	<b>5,546.15</b>	<b>6,012.79</b>	<b>24,150.63</b>	<b>20,043.35</b>	<b>65,158.72</b>	<b>61,008.53</b>	<b>60,907.96</b>	<b>233,070.35</b>	<b>217,034.06</b>
<b>(Loss) / Profit before exceptional items and tax</b>	<b>(4,479.48)</b>	<b>(747.77)</b>	<b>(2,308.97)</b>	<b>(6,942.80)</b>	<b>(3,055.68)</b>	<b>(6,217.27)</b>	<b>211.34</b>	<b>4,983.96</b>	<b>(3,877.73)</b>	<b>773.50</b>
Exceptional items - gain	-	-	-	-	(1,845.73)	-	-	89.16	-	(9,542.51)
<b>(Loss) / Profit before tax</b>	<b>(4,479.48)</b>	<b>(747.77)</b>	<b>(2,308.97)</b>	<b>(6,942.80)</b>	<b>(1,209.95)</b>	<b>(6,217.27)</b>	<b>211.34</b>	<b>4,894.80</b>	<b>(3,877.73)</b>	<b>10,455.51</b>
<b>Tax expense</b>										
Current tax	-	-	17.10	-	17.10	1,967.02	855.12	245.36	3,292.91	860.94
Deferred tax	(961.59)	(211.76)	(30.06)	(1,282.33)	(122.94)	(1,953.67)	59.07	72.61	(2,730.35)	34.82
<b>Net (Loss) / Profit for the year / period</b>	<b>(3,517.89)</b>	<b>(536.01)</b>	<b>(2,024.41)</b>	<b>(5,660.47)</b>	<b>(1,104.11)</b>	<b>(6,230.62)</b>	<b>(702.85)</b>	<b>4,576.63</b>	<b>(4,440.29)</b>	<b>9,559.75</b>
<b>Other Comprehensive Income</b>										
A (i) Items that will not be reclassified to profit or loss	15.89	-	(4.93)	15.89	(4.93)	(72.59)	-	(92.32)	(72.59)	(92.32)
A (ii) Income tax relating to items that will not be reclassified to profit or loss	(4.63)	-	1.71	(4.63)	1.71	41.52	-	34.48	41.52	34.48
B (i) Items that will be reclassified to the profit or loss	-	-	-	-	-	302.86	(648.23)	(1,638.85)	383.11	(6,214.24)
B (ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-	-	-	-	-
<b>Other Comprehensive Income</b>	<b>11.26</b>	<b>-</b>	<b>(3.22)</b>	<b>11.26</b>	<b>(3.22)</b>	<b>271.79</b>	<b>(648.23)</b>	<b>(1,748.69)</b>	<b>352.04</b>	<b>(6,272.08)</b>
<b>Total Comprehensive Income</b>	<b>(3,506.63)</b>	<b>(536.01)</b>	<b>(2,027.63)</b>	<b>(5,649.21)</b>	<b>(1,107.33)</b>	<b>(5,958.83)</b>	<b>(1,351.09)</b>	<b>2,827.94</b>	<b>(4,088.25)</b>	<b>3,287.67</b>
<b>Net attributable to</b>										
Owners of the Company	(3,517.89)	(536.01)	(2,024.41)	(5,660.47)	(1,104.11)	(6,324.30)	(865.51)	3,868.67	(5,318.64)	8,370.70
Non-controlling interests	-	-	-	-	-	93.68	162.66	707.96	878.35	(229.05)
<b>Other comprehensive income attributable to</b>										
Owners of the Company	11.26	-	(3.22)	11.26	(3.22)	269.42	(709.08)	(1,624.72)	357.35	(6,176.26)
Non-controlling interests	-	-	-	-	-	237	60.85	(121.97)	14.66	(93.82)
<b>Total comprehensive income attributable to</b>										
Owners of the Company	(3,506.63)	(536.01)	(2,027.63)	(5,649.21)	(1,107.33)	(6,054.88)	(1,574.59)	2,243.95	(5,011.29)	2,152.43
Non-controlling interests	-	-	-	-	-	96.05	223.51	707.96	923.01	(1,125.22)
<b>Earnings Per Share (after exceptional items)</b>										
(a) Basic	(1.18)	(0.18)	(0.68)	(1.89)	(0.37)	(2.06)	(0.24)	1.53	(1.49)	2.90
(b) Diluted	(1.18)	(0.18)	(0.68)	(1.89)	(0.37)	(2.08)	(0.24)	1.50	(1.49)	2.85
<b>Earnings Per Share (before exceptional items, net of tax)</b>										
(a) Basic	(1.18)	(0.18)	(0.68)	(1.89)	(0.36)	(2.06)	(0.24)	1.56	(1.49)	3.04
(b) Diluted	(1.18)	(0.18)	(0.68)	(1.89)	(0.36)	(2.06)	(0.24)	1.53	(1.49)	2.98
<b>Paid-up equity share capital (Face value - Rs. 1/- per share)</b>	2,991.66	2,991.12	2,988.79	2,991.66	2,983.79	2,991.66	2,991.12	2,986.79	2,991.66	2,988.79
<b>Reserve excluding revaluation reserve</b>				100,462.77	106,682.59				46,316.50	51,011.24
<b>Debt redemption reserve</b>				2,227.50	5,975.25					
<b>Net worth</b>				111,704.43	109,671.38					
<b>Debt service coverage ratio (No of times)</b>				0.07	0.07					
<b>Interest service coverage ratio (No of times)</b>				0.34	0.35					
<b>Debt - equity ratio</b>				0.38	0.58					

\* Restated



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**Balance Sheet as at March 31, 2018**

Rs. In Lakh

	Standalone		Consolidated		
	As at March 31, 2018	As at March 31, 2017	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
	Audited	Audited	Audited	Audited	Audited
<b>Assets</b>					
<b>Non-current Assets</b>					
Property, Plant and Equipment	39,048.94	38,851.96	76,685.11	72,976.94	80,075.41
Capital work in progress	150.81	87.09	627.61	265.65	89.61
Goodwill			97,307.77	97,193.00	96,981.49
Other intangible assets	241.56	307.83	52,412.83	54,569.92	55,165.45
Intangible assets under development			4,884.85	1,701.35	4,987.98
<b>Financial Assets</b>					
Investments	93,868.08	94,428.14	425.20	398.77	8,875.07
Other financial assets	6,495.75	569.00	2,277.77	6,451.88	7,291.10
Deferred tax assets (net)	2,547.80	4,458.37	2,547.80	4,458.37	5,932.66
Income tax asset (net)	4,996.06	3,920.78	7,747.43	5,868.22	5,297.95
Other non current assets	277.16	285.74	3,449.87	3,558.21	3,097.44
<b>Total non-current assets</b>	<b>147,629.16</b>	<b>142,908.91</b>	<b>248,366.24</b>	<b>247,442.31</b>	<b>268,796.01</b>
<b>Current Assets</b>					
Inventories			60.45	45.12	62.07
<b>Financial Assets</b>					
Trade receivables	4,908.58	5,483.53	34,478.88	26,938.53	19,112.29
Cash and cash equivalents	100.37	78.22	7,946.39	10,598.75	9,080.79
Bank balances other than above	328.65	1,040.58	1,259.23	1,992.80	2,267.61
Loans	10,127.77	22,071.89			
Other financial assets	2,479.44	6,613.93	43,113.39	27,554.81	9,843.15
Other current assets	967.97	1,331.78	11,264.63	20,009.35	32,275.72
<b>Total current assets</b>	<b>18,912.78</b>	<b>36,619.93</b>	<b>98,122.97</b>	<b>87,139.36</b>	<b>72,641.63</b>
<b>Total Assets</b>	<b>166,541.94</b>	<b>179,528.84</b>	<b>346,489.21</b>	<b>334,581.67</b>	<b>341,437.64</b>
<b>Equity and Liabilities</b>					
<b>Equity</b>					
Equity share capital	2,991.66	2,938.79	2,991.66	2,988.79	2,988.79
Share warrants	8,250.00		5,250.00		
Other equity	100,462.77	106,682.59	46,316.50	51,011.24	36,377.82
<b>Equity attributable to equity holders of the parent</b>	<b>111,704.43</b>	<b>109,621.38</b>	<b>54,558.16</b>	<b>54,000.03</b>	<b>39,366.61</b>
Non-controlling interest			12,337.96	11,414.84	7,001.60
<b>Total Equity</b>	<b>111,704.43</b>	<b>109,621.38</b>	<b>69,896.12</b>	<b>65,414.97</b>	<b>46,368.21</b>
<b>Liabilities</b>					
<b>Non-current Liabilities</b>					
<b>Financial Liabilities</b>					
Borrowings	18,975.60	26,712.30	92,685.64	90,015.74	55,551.75
Other financial liabilities	7,603.05	6,665.44	12,954.55	32,144.68	43,179.85
Provisions	242.70	218.56	1,329.61	598.40	646.17
Deferred tax liabilities (net)			9,786.95	11,324.12	15,153.19
Other non current liabilities	115.14	284.96	10,921.56	10,461.98	238.13
<b>Total non-current liabilities</b>	<b>26,936.49</b>	<b>33,881.26</b>	<b>127,678.31</b>	<b>145,444.93</b>	<b>114,769.40</b>
<b>Current Liabilities</b>					
<b>Financial Liabilities</b>					
Borrowings	2,173.55	4,259.04	35,395.06	15,839.21	73,525.56
Trade payables	1,988.57	2,672.30	16,439.76	12,966.01	20,123.71
Other financial liabilities	22,287.99	27,746.96	68,322.91	52,542.83	42,885.17
Other current liabilities	1,163.60	954.89	22,331.84	38,288.25	42,272.68
Provisions	28.60	17.49	1,155.64	1,967.74	39.08
Current tax liabilities (Net)	258.71	325.52	5,269.57	2,117.73	1,453.83
<b>Total current liabilities</b>	<b>27,901.02</b>	<b>35,976.20</b>	<b>148,914.78</b>	<b>123,721.77</b>	<b>180,300.03</b>
<b>Total Liabilities</b>	<b>54,837.51</b>	<b>69,857.46</b>	<b>276,593.09</b>	<b>269,166.70</b>	<b>295,069.43</b>
<b>Total Equity and Liabilities</b>	<b>166,541.94</b>	<b>179,528.84</b>	<b>346,489.21</b>	<b>334,581.67</b>	<b>341,437.64</b>

\* Restated





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**CIN: L92100MH1997PLC108981**

**Notes to Standalone and Consolidated Audited Financial Results**  
**for the quarter and year ended March 31, 2018:**

1. The Audit Committee has reviewed the above results and the Board of Directors has approved the above results and its release at their respective meetings held on May 30, 2018.
2. Based on the information reviewed by the Chief Operating Decision Maker (CODM) regularly, the Company has single operating segment of integrated Post Production services.
3. Vide Business Transfer Agreement dated November 19, 2014 between the Company, Reliance Media Works Limited (RMW) and Reliance Land Private Limited, the Company acquired RMW's film and media services business for consideration other than cash. In accordance with the said Agreement, the transfer of BOT Agreement pertaining to the Studio including other business assets and liabilities related to the BOT Agreement ("Studios") and debt facilities of Rs. 20,000 lakhs was to be effected post receipt of the necessary additional approvals. Pending receipt of the additional approvals, the Studios and the debt facilities have not been transferred to and recorded by the Company. However, based on the mutual understanding with RMW, the Company, continues to operate the Studio, recognise revenue from operations and incurs operating expenses including obligations towards lease rentals and property tax.
4. Pursuant to the special resolution passed by the shareholders of the Company at its Extra-Ordinary General Meeting held on January 5, 2018, the Board of Directors of the Company in its meeting held on February 14, 2018 have issued and allotted 3,11,32,076 warrants, convertible into the equal number of equity shares of the Company of face value of Re. 1 each, at a price of Rs. 106/- per warrant to Monsoon Studio Private Limited (promoter) and Mr. Anshul Doshi (non-promoter), on a preferential basis.

The Company has received Rs.8250.00 lakhs as the upfront payment of 25% of the total consideration for the aforesaid warrants as per the provisions of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2009, as amended.

5. The Company has retrospectively adjusted the fair value as at April 01, 2016 and subsequent fair value changes in a derivative liability embedded in a debt contract in the year ended March 31, 2017 resulting in an increase in the non-current financial liability as at April 01, 2016 and a corresponding reduction in other equity by Rs. 1,459.88 lakhs; and an increase in the finance cost for the year ended March 31, 2017 by Rs.175.62 lakhs. The Company also retrospectively adjusted finance cost in the year ended March 31, 2017 in respect of extinguishment of a non-current financial liability with the Company's equity and option derivative contract resulting in an increase of Rs. 4,217.69 lakhs in the finance cost for the year ended March 31, 2017. Accordingly Earning per Share for the year has been recomputed.
6. Formulae for computation of ratios are as follows –

Debt Service Coverage Ratio = Earnings before exceptional items, depreciation, interest on long term loan, employee stock option expense and tax / (Interest Expense on long term loans + Principal Repayments made during the period of long term loans)

Interest Service Coverage Ratio = Earnings before exceptional items, depreciation, interest on long term loan, employee stock option expense and tax / Interest Expense on long term loans

Debt/ Equity Ratio = Total Debt / Equity



7 Exceptional items for the period is as tabulated below:

Rs. in lakhs

Particulars	Standalone				
	Quarter ended March 31, 2018	Quarter ended December 31, 2017	Quarter ended March 31, 2017	Year ended March 31, 2018	Year ended March 31, 2017
Profit on redemption of investments	-	-	-	-	(1,845.73)
Total	-	-	-	-	(1,845.73)

Rs. in lakhs

Particulars	Consolidated				
	Quarter ended March 31, 2018	Quarter ended December 31, 2017	Quarter ended March 31, 2017	Year ended March 31, 2018	Year ended March 31, 2017
Loss / (Profit) on sale of investments	-	-	30.53	-	(10,077.65)
Restructuring and Integration costs	-	-	58.63	-	395.64
	-	-	89.16	-	(9,682.01)

8 Details of secured and unsecured non-convertible debentures are as follows.

Sr. No.	Particulars	Previous due date (October 1, 2017 till March 31, 2018)		Next due date (April 1, 2018 till September 30, 2018)	
		Principal	Interest	Principal	Interest
	<b>Prime Focus Limited</b>				
1	Non-convertible debentures – Series A *	October, 2017	-	-	-
2	Non-convertible debentures – Series B	-	-	-	-
3	Non-convertible debentures under Tranche II*	November, 2017	November 08, 2017	-	-

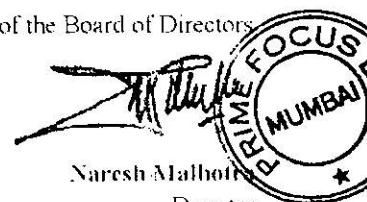
\*NCD Repaid on the reported dates

9. During the quarter, Company's Long-Term issuer credit rating has been changed to 'A-' from 'BBB+'. Letter regarding the same has been filed with the Exchange on February 1, 2018.

10. The figures for the quarter ended March 31, 2018 and March 31, 2017 are the balancing figures between the audited figures for the financial year and year to date figures for the period up to nine months period ended December 31, 2017 and December 31, 2016 respectively.



For and on behalf of the Board of Directors

  
Naresh Malhotra  
Director

DIN No. 00004597

Place: Mumbai  
Date: May 30, 2018