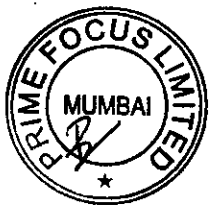


| Name of Issuer Company : Prime Focus Limited |                                                                                                                                                                                |                                                                                        |                                                                                        |
|----------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------|
| Sr. No.                                      | Particulars                                                                                                                                                                    | Remarks (Series A)                                                                     | Remarks (Series B)                                                                     |
| 1                                            | Description of the Debenture Series / Issue (Secured / Unsecured PCD / FCD / NCD)                                                                                              | Unsecured                                                                              | Unsecured                                                                              |
| 2                                            | Type of Issue (Private / Public / Rights)                                                                                                                                      | Private Placement                                                                      | Private Placement                                                                      |
| 3                                            | Issue amount                                                                                                                                                                   | Rs. 101,00,00,000                                                                      | Rs. 89,10,00,000/-                                                                     |
| 4                                            | Listed / Unlisted (If listed, the Exchange where listed)                                                                                                                       | Listed on Bombay Stock Exchange Ltd. (BSE)                                             | Listed on Bombay Stock Exchange Ltd. (BSE)                                             |
| 5                                            | Coupon Rate (if revised please specify)                                                                                                                                        | Zero coupon                                                                            | Zero coupon                                                                            |
| 6                                            | Tenor of Issue                                                                                                                                                                 | 5 years from the date of allotment                                                     | 6 years from the date of allotment                                                     |
| 7                                            | Date of Allotment of Debentures                                                                                                                                                | November 5, 2012                                                                       | November 5, 2012                                                                       |
| 8                                            | Date of Issue of Debenture Certificate (Physical) or credit to Demat A/c                                                                                                       | November 6, 2012                                                                       | November 6, 2012                                                                       |
| 9                                            | Utilisation of fund raised in the debenture issue and progress of the project, if any                                                                                          | Entire issue proceeds have been utilised for redemption of FCCB on 12th December, 2012 | Entire issue proceeds have been utilised for redemption of FCCB on 12th December, 2012 |
| 10                                           | Whether the debenture issued are not utilised for financing, replenishing funds or acquiring shareholding in other group companies                                             | No                                                                                     | No                                                                                     |
| 11                                           | Confirmation on outstanding amount as on December 31, 2015                                                                                                                     | Rs. 101,00,00,000                                                                      | Rs. 89,10,00,000/-                                                                     |
| 12                                           | Last interest payment date and amount                                                                                                                                          | NA                                                                                     | NA                                                                                     |
| 13                                           | Next interest payment date and amount                                                                                                                                          | NA                                                                                     | NA                                                                                     |
| 14                                           | Last repayment date and amount                                                                                                                                                 | NA                                                                                     | NA                                                                                     |
| 15                                           | Next repayment date and amount                                                                                                                                                 | November 5, 2017 and Rs. 1,900,537,200                                                 | November 5, 2018 and Rs. 1,901,524,086                                                 |
| 16                                           | Whether there has been any default in payment of interest and/or principal amount? If yes the due dates thereof                                                                | No                                                                                     | No                                                                                     |
| 17                                           | Instrument rated by                                                                                                                                                            | India Ratings & Research Private Limited                                               | India Ratings & Research Private Limited                                               |
| 18                                           | Credit rating at the time of issue                                                                                                                                             | IND BBB (EXP)                                                                          | IND BBB (EXP)                                                                          |
| 19                                           | Present credit rating and date of change of credit rating. In case of revision, the reasons thereof and attach letter from credit rating agency indicating revision in rating. | "BBB+"                                                                                 | "BBB+"                                                                                 |
| 20                                           | a) No. of debenture holders on the date of allotment                                                                                                                           | 1                                                                                      | 1                                                                                      |
|                                              | b) No. of debenture holders as on beginning of this quarter                                                                                                                    | Nil                                                                                    | Nil                                                                                    |
| 21                                           | Details of security created for the debentures                                                                                                                                 | NA                                                                                     | NA                                                                                     |
| 22                                           | Whether any security is pending to be created for the debentures                                                                                                               | NA                                                                                     | NA                                                                                     |
| 23                                           | Whether the secured Assets are insured? If yes, attach the copies thereof                                                                                                      | NA                                                                                     | NA                                                                                     |



|    |                                                                                                                                                                                                                             |     |     |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-----|
| 24 | Whether all taxes, cesses, insurance premia, any other government charges with respect to Secured assets for the issue have been paid. If No, please give details and reasons for the same                                  | NA  | NA  |
| 25 | Whether Debenture Redemption Reserve (DRR) as per SEBI regulations and Companies Act has been maintained (if applicable). If No, please give reasons for the same                                                           | Yes | Yes |
| 26 | Whether any material change has taken place in the nature and the conduct of the business of the Issuer since the date of issue which is detrimental to the interest of debenture holders. If yes, please                   | No  | No  |
| 27 | Whether any orders, directions, notice of court / tribunal/authority affecting or likely to affect the secured assets has been passed. If yes, please give details                                                          | No  | No  |
| 28 | Whether any major change in the composition of the Board of Directors or shareholders as defined in the Takeover Regulations which amounts to change in control of Issuer Company has occurred. If yes, please give details | No  | No  |
| 29 | Security cover as on December 31, 2015                                                                                                                                                                                      | NA  | NA  |
| 30 | Whether any encumbrances have been created over the Secured Assets during this quarter. If yes, give the details                                                                                                            | NA  | NA  |
| 31 | In case of Secured Debentures, whether Register of Debenture Holders has been maintained with their addresses and whether the transfers and changes in ownership have been recorded. If no, please give reasons.            | NA  | NA  |
| 32 | In case of Partially / Fully Convertible Debentures, whether the Debentures have been converted into Equity in accordance with the terms of issue? If no, please give reasons.                                              | NA  | NA  |
| 33 | Whether the provisions of the following laws applicable to Debentures have been complied with:                                                                                                                              |     |     |
|    | a) Companies Act (for all the Issuers)                                                                                                                                                                                      | Yes | Yes |
|    | b) SEBI Model Listing Agreement (for listed issues)                                                                                                                                                                         | Yes | Yes |
|    | c) SEBI Listing Regulations (for all issues)                                                                                                                                                                                | Yes | Yes |
|    | d) ICDR Regulations (for all issuers)                                                                                                                                                                                       | NA  | NA  |
| 34 | In case of listed issues, whether any dividend has been declared during this quarter.                                                                                                                                       | No  | No  |
|    | Annexure                                                                                                                                                                                                                    |     |     |

|                                                                                                                                          |                                                                                                                                                                                                   |                                                                                                                                                                                           |                                                                                                                                                                                           |
|------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1                                                                                                                                        | Updated list of names and addresses of Debenture Holders. (In case of large list, kindly provide a CD in lieu of hard copies)                                                                     | Standard Chartered Private Equity (Mauritius) Limited<br>c/o Kross Border Corporate Services Limited<br>St Louis Business Centre, Cnr Desroches & St Louis Streets, Port Louis, Mauritius | Standard Chartered Private Equity (Mauritius) Limited<br>c/o Kross Border Corporate Services Limited<br>St Louis Business Centre, Cnr Desroches & St Louis Streets, Port Louis, Mauritius |
| 2                                                                                                                                        | Number and nature of grievances received from Debenture Holders and time frame within which the same were resolved by the Issuer Company. Nil statement to be submitted in case of no grievances. | NIL                                                                                                                                                                                       | NIL                                                                                                                                                                                       |
| Contact Details:                                                                                                                         |                                                                                                                                                                                                   |                                                                                                                                                                                           |                                                                                                                                                                                           |
| a)                                                                                                                                       | Name of Authorised Signatory                                                                                                                                                                      | Naresh Malhotra                                                                                                                                                                           | Naresh Malhotra                                                                                                                                                                           |
|                                                                                                                                          |                                                                                                                                                                                                   | Ms. Parina Shah - Company Secretary                                                                                                                                                       | Ms. Parina Shah - Company Secretary                                                                                                                                                       |
| b)                                                                                                                                       | E-mail Address                                                                                                                                                                                    | parina.sanghavi@primefocus.com                                                                                                                                                            | parina.sanghavi@primefocus.com                                                                                                                                                            |
| c)                                                                                                                                       | Contact Number                                                                                                                                                                                    | 022-61785572<br>7738356553                                                                                                                                                                | 022-61785572<br>7738356553                                                                                                                                                                |
| d)                                                                                                                                       | Name and Address of R & T Agent                                                                                                                                                                   | Link Intime India Private Limited<br>C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai 400 078                                                                         | Link Intime India Private Limited<br>C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai 400 078                                                                         |
| I, Parina Shah, Company Secretary of Prime Focus Limited, do hereby certify that the above information and details are true and correct. |                                                                                                                                                                                                   |                                                                                                                                                                                           |                                                                                                                                                                                           |
|                                                                                                                                          |                                                                                                                                                                                                   |                                                                                                                                                                                           |                                                                                                                                                                                           |
|                                                                                                                                          |                                                                                                                                                                                                   |                                                                                                                                                                                           |                                                                                                                                                                                           |
|                                                                                                                                          |                                                                                                                                                                                                   |                                                                                                                                                                                           |                                                                                                                                                                                           |
| Date: February 11, 2016                                                                                                                  |                                                                                                                                                                                                   | Parina Shah                                                                                                                                                                               |                                                                                                                                                                                           |
| Place: Mumbai                                                                                                                            |                                                                                                                                                                                                   | Company Secretary                                                                                                                                                                         |                                                                                                                                                                                           |

