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November 14, 2013

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001
Fax No. 2272 2037/39/41

Dear Sirs,

Sub.: Compliance under Debt Listing Agreement for Half Year ending on September 30, 2013 with respect to Zero Coupon Unsecured Redeemable Non-Convertible Debentures aggregating to Rs.190,10,00,000 issued under Series A and Series B

As required under Clause 6 of the Listing Agreement for debt securities, we furnish hereunder the following information for Non-Convertible Debentures issued under Series A and Series B.

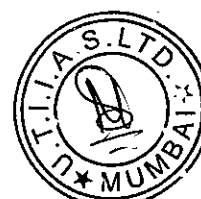
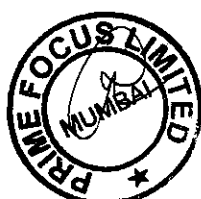
Sr. No.	Heading	Details (Applicable to both Series A & Series B)
1.	Credit Rating	Rated 'IND A-' by India Rating & Research Private Limited
2.	Debt-Equity Ratio	0.86
3.	Asset Cover Available	Not Applicable as the debentures are unsecured in nature

We confirm that there has been no default and payment shall be made on due date.

Details of next payment due are as under.

SERIES A

Particulars	BSE Script code	Issue / Principal Amount (Rs)	Interest Amount (Rs)	Previous Due Date	Next Due Date	Maturity Amount (Rs)
Zero Coupon 1010 Unsecured Redeemable Non-Convertible Debentures of face value of Rs. 10,00,000/- each	948421	101,00,00,000	NA	NA	November 5, 2017	1,900,537,200





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SERIES B

Particulars	BSE Script code	Issue / Principal Amount (Rs)	Interest Amount (Rs)	Previous Due Date	Next Due Date	Maturity Amount (Rs)
Zero Coupon 891 Unsecured Redeemable Non- Convertible Debentures of face value of Rs. 10,00,000/- each	948422	89,10,00,000	NA	NA	November 5, 2018	1,901,524,086

Kindly take the same on your record and oblige.

Yours faithfully,

For Prime Focus Limited

Navin Agarwal
Company Secretary



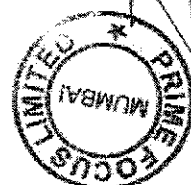
For Unit Trust of India Investment Advisory Services Ltd.



Authorised Signatory

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS PERIOD ENDED SEPTEMBER 30, 2013

Sr No.	Particulars	Standard						Consolidated					
		Quarter Ended		Six Months Ended		Year Ended		Quarter Ended		Six Months Ended		Year Ended	
		30.09.2013	30.09.2012	30.09.2013	30.09.2012	31.03.2013	31.03.2012	30.09.2013	30.09.2012	30.09.2013	30.09.2012	31.03.2013	31.03.2012
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
1	Net Sales / Income from operations	5,747.85	5,008.17	9,711.00	8,417.72	18,288.23	15,538.39	18,858.75	15,538.39	38,452.64	38,452.64	76,216.25	76,216.25
2	Expenses												
	Employee benefits expense	1,144.57	1,062.28	2,212.20	1,318.65	3,130.76	1,792.02	7,964.97	7,792.02	19,428.41	19,428.41	38,406.00	38,406.00
	Technical fee	1,332.16	1,411.53	2,743.69	2,653.61	5,701.51	5,701.51	1,069.48	1,711.59	2,301.07	2,301.07	4,305.28	4,305.28
	Depreciation and amortization expense	510.10	643.43	959.65	1,814.02	3,489.23	2,841.31	2,841.31	2,841.31	2,193.16	2,193.16	9,681.57	9,681.57
	Other expenditure	376.43	684.28	1,077.89	1,800.70	3,481.29	5,167.45	5,167.45	5,167.45	10,684.15	10,684.15	20,131.74	20,131.74
	Exchange loss (gain)	-	-	367.70	-	-	632.68	-	632.68	-	-	-	-
	Total Expenses	4,363.26	4,201.50	8,393.44	5,593.17	16,797.64	16,838.42	17,941.59	16,838.42	43,535.21	43,535.21	88,525.81	88,525.81
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	444.17	712.46	1,176.83	1,349.59	1,991.19	2,097.47	1,917.16	2,097.47	3,594.23	3,594.23	7,540.44	7,540.44
4	Other income												
	31 Exchange gain (loss)	1,906.12	1,719.92	2,862.64	308.70	616.72	1,405.06	2,038.98	1,405.06	3,442.64	3,442.64	6,751.27	6,751.27
	32 Other	223.83	307.05	631.39	587.76	1,728.34	405.64	405.64	277.60	683.19	683.19	1,065.02	1,065.02
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (1-4)	1,894.12	2,511.13	3,541.26	2,245.05	3,956.25	3,703.63	4,362.78	3,703.63	7,519.21	7,519.21	15,356.73	15,356.73
6	Finance costs	576.70	652.26	1,289.35	1,654.38	2,229.51	1,594.84	1,594.84	1,594.84	1,882.39	1,882.39	4,182.51	4,182.51
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	1,297.42	2,118.87	3,451.91	1,406.67	1,536.74	2,398.79	2,398.79	2,398.79	5,396.24	5,396.24	10,994.22	10,994.22
8	Extraordinary items - extraordinary income / (loss) (7-8)	-	-	-	-	10,705.05	721.06	41.68	721.06	763.54	763.54	10,705.05	10,705.05
9	Profit / (Loss) from ordinary activities before tax (7+8)	1,297.42	2,118.87	3,451.91	1,406.67	1,536.74	2,398.79	2,398.79	2,398.79	5,396.24	5,396.24	10,994.22	10,994.22
10	Tax expense	412.20	460.22	892.42	273.89	1,204.87	743.24	743.24	743.24	1,204.87	1,204.87	2,398.79	2,398.79
11	Net Profit / (Loss) from ordinary activities after tax (9+10)	885.22	1,658.65	2,559.49	1,132.78	3,741.61	1,655.55	1,655.55	1,655.55	4,191.37	4,191.37	8,595.43	8,595.43
12	Extraordinary items (net of tax expense) (8-11)	-	-	-	-	9,493.44	1,070.51	36.13	1,070.51	9,493.44	9,493.44	9,493.44	9,493.44
13	Net Profit / (Loss) after tax and before minority interest	885.22	1,658.65	2,559.49	1,132.78	3,741.61	1,655.55	1,655.55	1,655.55	4,191.37	4,191.37	8,595.43	8,595.43
14	Minority interest	-	-	-	-	-	-	-	-	-	-	-	-
15	Net Profit / (Loss) for the period (13+14)	885.22	1,658.65	2,559.49	1,132.78	3,741.61	1,655.55	1,655.55	1,655.55	4,191.37	4,191.37	8,595.43	8,595.43
16	Paid up equity share capital (Face value - Rs. 10 per share)	1,854.17	1,854.17	1,854.17	1,854.17	1,854.17	1,854.17	1,854.17	1,854.17	1,854.17	1,854.17	1,854.17	1,854.17
17	Reserve Excluding Retention Reserve as per Balance Sheet of previous accounting year	-	-	-	-	-	-	-	-	-	-	-	-
18	Retained Earnings (before and after extraordinary items - net of minority interest)	6.47	0.85	48.11	1.39	13.83	0.46	1.15	0.46	0.46	0.46	1.15	1.15
19	Dividend	0.47	0.85	48.11	1.39	13.83	0.46	1.15	0.46	0.46	0.46	1.15	1.15
20	Ratio of dividend to net profit (18/15)	0.47	0.85	48.11	1.39	13.83	0.46	1.15	0.46	0.46	0.46	1.15	1.15
21	Debt - equity ratio	-	-	-	-	-	-	-	-	-	-	-	-
PARTICULARS OF SHAREHOLDERS													
1	Public Share Holding												
	- Number of shares	108,315,880	108,315,880	108,315,880	108,315,880	108,315,880	108,315,880	108,315,880	108,315,880	108,315,880	108,315,880	108,315,880	108,315,880
	- Percentage of shareholding	99.99%	99.99%	99.99%	99.99%	99.99%	99.99%	99.99%	99.99%	99.99%	99.99%	99.99%	99.99%
2	Promoters and Promoter Group Shareholding												
	- Number of shares	45,108,000	45,108,000	45,108,000	45,108,000	45,108,000	45,108,000	45,108,000	45,108,000	45,108,000	45,108,000	45,108,000	45,108,000
	- Percentage of shareholding	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%
	- Percentage of shareholding (as a % of total shareholding)	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%
	- Percentage of shareholding (as a % of total shareholding of promoters and promoter group)	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%
	- Percentage of shareholding (as a % of total shareholding of promoters and promoter group)	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%	41.66%





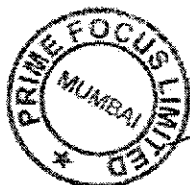
PRIME FOCUS LIMITED

Registered Office : 2nd Floor, Main Frame IT Park, Building H, Royal Palms,
Near Aarey Colony, Goregaon (East), Mumbai - 400065

STATEMENT OF ASSETS AND LIABILITIES AS AT SEPTEMBER 30, 2013

Rs. In Lacs

	Standalone		Consolidated	
	30.09.2013	31.03.2013	30.09.2013	31.03.2013
	Unaudited	Audited	Unaudited	Audited
Shareholders' funds				
Share Capital	1,854.17	1,854.17	1,854.17	1,854.17
Reserves and Surplus	40,801.20	39,135.35	85,756.40	53,582.32
	42,655.37	40,989.52	87,610.57	55,436.49
Minority Interest	-	-	7,533.67	6,410.93
Non-current liabilities				
Long-term borrowings	26,136.50	26,024.98	52,514.43	33,063.60
Other long-term liabilities	47.00	108.80	2,256.69	1,773.28
Long-term provisions	101.85	85.71	152.21	125.22
	26,285.35	26,219.49	54,923.33	34,962.10
Current liabilities				
Short-term borrowings	8,406.44	11,214.99	14,672.48	29,945.96
Trade payables	3,927.76	3,342.93	5,282.75	6,095.32
Other current liabilities	12,101.45	6,535.18	19,611.18	17,501.15
Short-term provisions	13.04	13.04	13.23	13.23
	24,448.69	21,106.14	39,579.64	53,555.66
TOTAL	93,389.41	88,315.15	189,647.21	150,365.18
Non-current assets				
Fixed assets				
Tangible assets	20,966.90	21,752.63	65,433.79	55,123.97
Intangible assets	833.74	943.46	36,470.88	31,047.49
Capital work-in-progress	26.31	14.21	480.01	2,064.26
Intangible assets under development	-	-	603.18	634.11
Non-current investments	25,074.04	25,068.11	954.09	1.04
Deferred tax asset (net)	4,800.56	5,256.51	3,920.98	4,706.50
Long-term loans and advances	9,908.86	5,642.98	10,451.01	8,015.15
Other non-current assets	-	-	6.82	1,690.69
	61,610.41	58,677.90	118,320.76	103,283.21
Current assets				
Current investments	-	-	7.97	6.50
Inventories	-	-	5.62	44.87
Trade receivables	10,440.73	13,197.36	37,409.54	25,486.69
Cash and bank balances	2,449.84	1,051.71	12,270.80	4,912.01
Short-term loans and advances	16,476.26	14,880.02	9,401.49	6,311.65
Other current assets	412.17	508.16	12,231.03	10,320.25
	31,779.00	29,637.25	71,326.45	47,081.97
TOTAL	93,389.41	88,315.15	189,647.21	150,365.18



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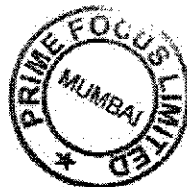
PRIME FOCUS LIMITED

Registered Office : 2nd Floor, Main Frame IT Park, Building H, Royal Palms
Near Aarey Colony, Goregaon (East), Mumbai - 400065

Notes to Unaudited Standalone Financial Results for the Quarter and Six months ended September 30, 2013:

1. The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on November 14, 2013. The statutory auditors have carried out a limited review of the Standalone results of the Company.
2. On September 17, 2013, Company received an approval from its shareholders through a postal ballot, for sale of its 'Backend Business', which includes (a) business of providing the services of conversion of 2D audio visual/moving images to stereo 3D audio visual/moving images provided by the Company to Prime Focus World N.V., a company incorporated and operating under the laws of Netherlands ("PFW") ('Conversion Business'); and (b) the business of providing the services of computer generated film visual special effects by the Company to PFW ("VFX Business"), to Prime Focus World Creative Services Pvt. Ltd., a company incorporated in India and an indirect controlled subsidiary of the Company on a going concern basis by way of slump sale for a total consideration not less than Rupees equivalent of USD 38 million.
3. Ratio have been calculated as follows:
 - a. Debt Service Coverage Ratio = Profit before exceptional items, Interest on long term loans, Depreciation and Tax/ (Principal repayment of total long term loans + Interest on long term loans).
 - b. Interest Service Coverage Ratio = Profit before exceptional items, Interest on long term loans, Depreciation and Tax/ Interest on long term loans.
 - c. Debt Equity Ratio = Total borrowings (principal)/ Shareholders Funds.
4. Business is the primary segment for the Company. Since, the Company's entire operations are governed by the same set of risks and returns, these have been considered as representing a single segment.
5. There were no investor complaints pending at the beginning of the quarter. The Company received two investor complaints during the quarter. There was no investor complaint pending at the end of the quarter.
6. Previous period / year figures have been regrouped and re-arranged wherever necessary.

Place: Mumbai
Date: November 14, 2013



For and on behalf of the Board of Directors


Naresh Malhotra
Chairman and Whole-time Director