



PRIME FOCUS TECHNOLOGIES LIMITED

Registered office: True North, Plot No. 63, Road No. 13, Opp. Hotel Tunga Paradise, MIDC, Andheri (East), Mumbai-400093.

Tel No: +91 22 61785555

Website: www.primefocustechnologies.com

CIN: U72200MH2008PLC179850

NOTICE

Notice is hereby given that the **SEVENTEENTH ANNUAL GENERAL MEETING** of Prime Focus Technologies Limited ("**the Company**") will be held on Monday, September 30, 2024 at 10:00 a.m (IST) at the registered office of the Company at True North, Plot No. 63, Road No. 13, Opp. Hotel Tunga Paradise, MIDC, Andheri (East), Mumbai-400093, to transact the following businesses:

ORDINARY BUSINESS:

1.To consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Report of Auditors thereon.

2. To appoint a Director in place of Mr. Namit Malhotra (DIN: 00004049), who retires by rotation and being eligible offers himself for re-appointment.



By Order of the Board of Directors

A handwritten signature in blue ink, consisting of a stylized 'R' followed by a horizontal line and a downward curve.

Ramakrishnan Sankaranarayanan
Whole-Time Director
DIN: 02696897

Place: Mumbai

Date: August 09, 2024

Registered Office:

True North, Plot No. 63, Road No. 13, Opp. Hotel
Tunga Paradise, MIDC, Andheri (East), Mumbai-
400093.

CIN: U72200MH2008PLC179850

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NOTES:

- a) **MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.**

The Proxy as per the format included in the Annual Report should be returned to the Registered Office of the Company not less than FORTY-EIGHT HOURS before the time for holding the Meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or a Member.

- b) In case of joint holders attending the Meeting, only such joint holder whose name stands first, as per the Company's records, shall alone be entitled to vote.
- c) Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company, a certified copy of the Board Resolution/ Letter of Authority authorizing their representative to attend and vote on their behalf at the Meeting.
- d) Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 ("**the Act**") and the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act will be available for inspection by the members at the AGM.
- e) Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.
- f) A route map showing directions to reach the venue of the AGM is given along with this Annual Report as per the requirement of the "Secretarial Standards - 2" on General Meetings
- g) Members/proxies should bring the attendance slip duly filled in and signed for attending the meeting.
- h) Members are requested to notify immediately any change in their addresses or any other information to the Company's Registrar and Share Transfer Agents and to their respective Depository Participant's (DP) for shares held in electronic form.
- i) Brief resume of Mr. Namit Malhotra, nature of his expertise in specific functional areas and name of the Companies in which he holds directorship and membership/chairmanship of Board Committees, shareholding and relationship between director inter-se as stipulated under Secretarial Standards-2 on General Meetings is provided in the **Annexure A** to the notice of the Annual General Meeting.

ANNEXURE A TO THE NOTICE

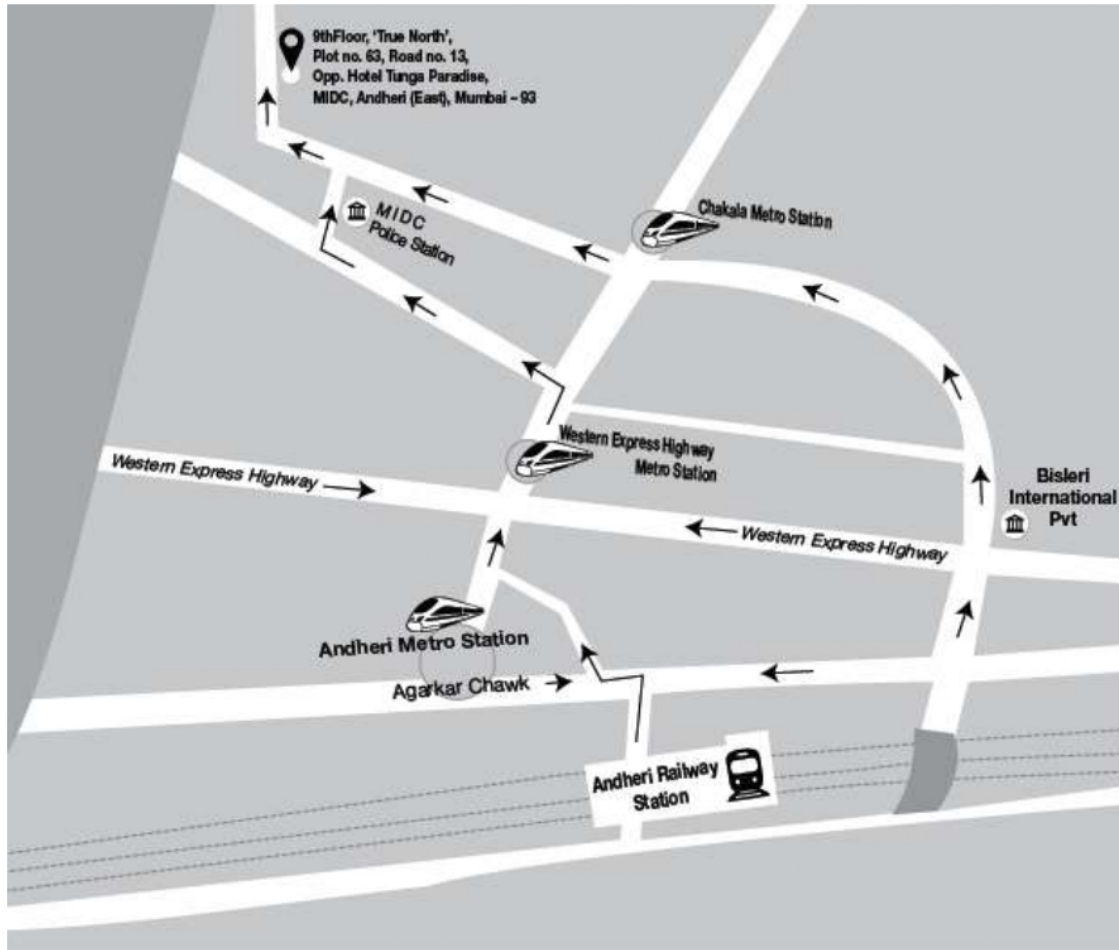
Details of the Director seeking Appointment/Re-appointment at the Annual General Meeting as per Secretarial Standard-2 on General Meetings is given below:-

Name of the Director	Mr. Namit Malhotra
DIN	00004049
Age	48 years
Date of Birth	April 02, 1976
Nationality	Indian
Qualifications	B.Com
Date of first appointment on the Board	January 1, 2016
Brief resume & Expertise in Specific Functional Areas	<p>As the founder of Prime Focus, Namit has been responsible for the strategy, growth and success of Prime Focus from its modest beginnings in Mumbai in 1997 to its current position as the world's largest independent and integrated media services powerhouse. Namit's perpetual optimism and entrepreneurial spirit is written throughout the Prime Focus identity.</p> <p>Actively seeking out projects that will expand the strengths of the company, and challenge its team to push themselves to the next level, Namit is devoted to nurturing talent and ambition, and to delivering his clients world-class creative and technical services, and intelligent financial solutions. Namit is the poster boy of Indian entrepreneurship in Hollywood.</p>
Name of companies in which person holds the Directorships (Excludes Private Companies, Foreign Companies, Companies formed under Section 8 of the Companies Act 2013)	<ul style="list-style-type: none"> i. Prime Focus Limited ii. Prime Focus Motion Pictures Limited* <p>(*Subsidiary of Prime Focus Limited)</p>
Name of Companies in which person holds Memberships & Chairmanship of Committees	<p>Prime Focus Limited</p> <ul style="list-style-type: none"> a. Nomination & Remuneration Committee - Member b. Corporate Social Responsibility Committee - Member c. Risk Management Committee - Member d. ESOP Compensation Committee - Member
Terms and conditions of appointment or re-appointment	Terms and Conditions as per the Board Resolution/Shareholders Resolution for appointment
Remuneration last drawn	NIL
Details of remuneration sought to be paid	NIL
Number of meetings of the Board attended during the year 2023-24	1
Number of shares held in the Company as on the date of the Notice	NIL
Disclosure of Relationships between directors inter-se and Manager and other key Managerial Personnel of the Company	None of the Directors, Manager, Key Managerial Personnel of the Company are related to Mr. Namit Malhotra.

Route Map showing direction to reach the venue of the Annual General Meeting of the
Company



9th Floor, 'True North', Plot no. 63, Road No. 13, Opp. Hotel Tunga Paradise, MIDC, Andheri (East), Mumbai - 93



Form No. MGT-11

Proxy Form

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]*

CIN : U72200MH2008PLC179850

Name of the Company : Prime Focus Technologies Limited

Registered Office : True North, Plot No.63, Road No.13, opp. Hotel Tunga Paradise,
MIDC, Andheri –East, Mumbai-400093.

Name of the Member(s) :

Registered Address :

E-mail Id :

Folio No. / Client Id :

DP ID :

I/We, being the member(s) of shares of the above named company, hereby appoint:

1. Name:
Address:
E-mail Id:
Signature:, or failing him/her
2. Name:
Address:
E-mail Id:
Signature:, or failing him/her
3. Name:
Address:
E-mail Id:
Signature:

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the 17th
Annual General Meeting of the Company, to be held on Monday, September 30, 2024 at 10:00
a.m. (IST) at the registered office of the Company at True North, Plot No. 63, Road No. 13,

Opp. Hotel Tunga Paradise, MIDC, Andheri (East), Mumbai-400093 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.:

- 1. To consider and adopt:**
 - a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Report of Auditors thereon.

- 2. To appoint a Director in place of Mr. Namit Malhotra (DIN: 00004049), who retires by rotation and being eligible offers himself for re-appointment.**

Signed this day of 2024

Signature of Shareholder

Signature of Proxy holder

Affix
Revenue
Stamp

Note:

- a) Revenue Stamp to be affixed on this form.
- b) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP

Registered Office: True North, Plot No. 63, Road No. 13, Opp. Hotel Tunga Paradise, MIDC,
Andheri (East), Mumbai-400093.

(Please complete this Attendance Slip and hand it over at the entrance of the place of the
meeting)

Folio No. _____

Client ID No. _____

Name of the Shareholder/Proxy _____

Address _____

No. of shares held _____

I hereby record my presence at the 17th Annual General Meeting of the Company held on
Monday, September 30, 2024 at 10:00 a.m. (IST) at True North, Plot No. 63, Road No. 13, Opp.
Hotel Tunga Paradise, MIDC, Andheri (East), Mumbai-400093.

Signature of Shareholder/Proxy