*Manohar Bidaye*
*1901 – 1902, A Wing,*
*Oberoi Gardens, Thakur Village,*
*Kandivali (East),*
*Mumbai – 400 101*

*Tel No (R) : 28863473*
*Office : 42904290*
*Fax : 42904291*

April 7, 2016

The Secretary / Corporate Relationship Dept.
**The Bombay Stock Exchange Limited.**
P.J. Towers,
Dalal Street, Fort,
Mumbai 400001.

**Fax No.:** 22723121 / 22721278

**Stock Code:** 531404

The Manager
Listing Department,
**National Stock Exchange of India Ltd.**
'Exchange Plaza', C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai 400051.

**Fax No.:** 26598237 / 26598238

**Stock Code:** ZICOM

**Ref: ISIN INE 871B01014**

Dear Sir / Madam,

Sub: **Disclosure under Regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for Zicom Electronic Security Systems Limited**

I, Manohar Bidaye, Promoter of Zicom Electronic Security Systems Limited (the Company) jointly with Mr. Pramoud Rao, and other Persons Acting in Concert with us, hold in aggregate 42,37,523 (20.97%) (19.94%*) Equity Shares and 10,50,000 Warrants in the Company as on 31st March, 2016.

The necessary disclosure under Reg. 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is enclosed herewith. Kindly acknowledge receipt and take the same on record.

Thanking you,

Yours faithfully,

**Manohar Bidaye**
Promoter

Encl: as above

* Computed as a % of total diluted share / voting capital of the Company considering full conversion of 10,50,000 Warrants into equal number of Equity Shares, allotted to Promoters' Group Companies i.e. 2,12,49,829 Equity Shares of Rs. 10/- each amounting to Rs. 21,24,98,290/-.

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**Format for Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as on 31st March, 2016**

**Part-A – Details of Shareholding**

| | | | |
|---|---|---|---|
| 1. Name of the Target Company (TC) | **Zicom Electronic Security Systems Limited** | | |
| 2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed | **Bombay Stock Exchange (BSE) and National Stock Exchange of India Limited (NSE)** | | |
| 3. Particulars of the shareholder(s) : | | | |
| a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. | **N.A.** | | |
| or | | | |
| b. Name(s) of promoter(s), member of the promoter group and PAC with him. | **As per the Annexure** | | |
| 4. Particulars of the shareholding of person(s) mentioned at (3) above | Number of shares | % w.r.t. total share / voting capital wherever applicable | % of total diluted share / voting capital of TC (*) |
| As of March 31st of the year, holding of: | | | |
| a) Shares | **42,37,523** | **20.97** | **19.94** |
| b) Voting Rights (otherwise than by shares) | **N.A.** | **N.A.** | **N.A.** |
| c) Warrants | **10,50,000** | **N.A.** | **4.94** |
| d) Convertible Securities | **N.A.** | **N.A.** | **N.A.** |
| e) Any other instrument that would entitle the holder to receive shares in the TC. | **N.A.** | **N.A.** | **N.A.** |
| **Total** | **52,87,523** | **20.97** | **24.88** |

(*) Computation of % of total diluted share / voting capital of the TC has been calculated considering full conversion of 10,50,000 Warrants into equal number of Equity Shares, allotted to Promoters' Group Companies i.e. 2,12,49,829 Equity Shares of Rs. 10/- each amounting to Rs. 21,24,98,290/-.

(*) The Promoters' Group Companies i.e. Coronet Properties & Investments Private Limited and Baronet Properties & Investments Private Limited, holding 5,25,000 warrants each aggregating to 10,50,000 Warrants.

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*Tel No (R)* : *28863473*
*Office* : *42904290*
*Fax* : *42904291*

Name: **Manohar Bidaye, Promoter**

Place: **Mumbai**
Date: **April 7, 2016**

**Note:**

1. In case of promoter(s) making disclosure under Regulation 30(2), no additional disclosure under Regulation 30(1) is required.

(*) Diluted share / voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into equity shares of the TC i.e. existing equity shares 2,01,99,829 + 10,50,000 (equity shares to be allotted upon conversion of warrants) = 2,12,49,829.

(**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

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**Annexure to the information under Regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**List of Name(s) of Promoter(s), Member of the Promoter Group and PAC with him as on March 31, 2016 (Particulars of Shares mentioned at Table 4(a) above)**

| Sr. No. | Name of the Person | Number of shares | % w.r.t. total share / voting capital wherever applicable | % of total diluted share / voting capital of TC(*) |
|---|---|---|---|---|
| | **PROMOTERS** | | | |
| 1 | Manohar Bidaye | 4,30,100 | 2.13 | 2.02 |
| 2 | Pramoud Vinayak Rao | 4,98,600 | 2.47 | 2.35 |
| | **PERSONS ACTING IN CONCERT (PAC)** | | | |
| 1 | Harish Nayak | 75,100 | 0.37 | 0.35 |
| 2 | Gauri P. Rao | 4,000 | 0.02 | 0.02 |
| 3 | Laxmi Harish Nayak | 1,02,000 | 0.50 | 0.48 |
| 4 | Coronet Properties & Investments Private Limited | 13,86,286 | 6.86 | 8.99 |
| 5 | Baronet Properties & Investments Private Limited | 15,35,652 | 7.60 | 9.70 |
| 6 | Progressive Equifin Private Limited | 1,45,264 | 0.72 | 0.68 |
| 7 | Success Equifin Private Limited | 60,521 | 0.30 | 0.29 |
| 8 | Zicom SaaS Private Limited | Nil | Nil | Nil |
| 9 | Unisafe Fire Protection Specialists India Private Limited | Nil | Nil | Nil |
| 10 | Unisafe Fire Protection Specialists LLC, Dubai | Nil | Nil | Nil |
| 11 | Phoenix International WLL, Qatar | Nil | Nil | Nil |
| 12 | Unisafe Fire Protection Specialists Singapore Pte. Ltd., Singapore | Nil | Nil | Nil |
| 13 | Zicom Security Projects Pte. Ltd., Singapore | Nil | Nil | Nil |
| 14 | Institute of Advanced Security Training and Management Private Limited | Nil | Nil | Nil |
| 15 | Madhura Bidaye | Nil | Nil | Nil |
| 16 | Chaitra Bidaye | Nil | Nil | Nil |
| | **Total** | **42,37,523** | **20.97** | **24.88** |

(*) Computation of % of total diluted share / voting capital of the TC has been calculated considering full conversion of 10,50,000 Warrants into equal number of Equity Shares, allotted to Promoters' Group Companies i.e. 2,12,49,829 Equity Shares of Rs. 10/- each amounting to Rs. 21,24,98,290/-.

(*) The Promoters' Group Companies i.e. Coronet Properties & Investments Private Limited and Baronet Properties & Investments Private Limited, holding 5,25,000 warrants each aggregating to 10,50,000 Warrants.

