ZICOM

Feel Safe

August 12, 2016

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

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.

Stock Code: ZICOM

Ref: ISIN INE 871B01014

Dear Sir / Madam,

Sub: Outcome of Board Meeting

We refer to our letter of even date intimating about the outcome of the Board Meeting held today and enclosing therewith the Unaudited Financial Results of the Company for the quarter ended June 30, 2016, both, on standalone and consolidated basis. In this connection, we would like to inform that in the consolidated results in Note No. 1 to the said Results it was written inadvertently "*The Statutory Auditors have conducted a limited review of the standalone unaudited financial results as per SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015*". It should be read as "*The Statutory Auditors have conducted the limited review of the Results as per SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. However, the results of the overseas subsidiaries which have been consolidated with the results of the Company have not been reviewed by the Statutory Auditors*".

We enclose herewith the Results alongwith the duly revised Note No. 1 in the Consolidated Unaudited Financial Results for the quarter ended June 30, 2016.

We also enclose herewith the Limited Review Report on the said Results by the Statutory Auditors of the Company.

Regret the inconvenience caused.

Kindly take the above on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For **Zicom Electronic Security Systems Limited**

Kunjan Trivedi
Company Secretary

Encl: as above

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.
Tel: +91 22 4290 4290; **Fax:** +91 22 4290 4291; **Website:** www.zicom.com; **CIN:** L32109MH1994PLC083391

PART I : STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2016

(Rs. in Lakhs)

	Particulars	Quarter Ended 30/06/2016 (Unaudited)	Quarter Ended 31/03/2016 (Audited) Refer Note 2	Quarter Ended 30/06/2015 (Unaudited)	Year Ended 31/03/2016 (Audited)
1	**Income from Operations**				
	(a) Net Sales / Income from Operations (Net of Excise Duty)	**6,697.71**	11,764.01	8,894.62	42,287.77
	(b) Other Operating Income	**---**	---	---	---
	Total Income from Operations (Net)	**6,697.71**	11,764.01	8,894.62	42,287.77
2	**Expenses**				
	(a) Cost of Materials consumed / Purchase of Stock-in-Trade	**5,546.99**	13,059.10	7,555.52	40,609.06
	(b) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	**402.82**	(597.77)	164.21	(1,195.39)
	(c) Employee Benefits Expense	**186.45**	200.03	178.94	716.08
	(d) Depreciation and Amortisation Expense	**101.75**	(38.84)	162.30	443.95
	(e) Other Expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	**187.68**	312.32	184.30	901.86
	Total Expenses	**6,425.69**	12,934.84	8,245.27	41,475.56
3	**Profit / (Loss) from Operations before Other Income, Finance Costs and Exceptional Items (1-2)**	**272.02**	(1,170.83)	649.35	812.21
4	Other Income	**313.47**	326.89	243.21	1,213.52
5	**Profit / (Loss) from Ordinary Activities before Finance Costs and Exceptional Items (3 ± 4)**	**585.49**	(843.94)	892.56	2,025.73
6	Finance Costs	**570.60**	604.49	405.77	1,792.19
7	**Profit / (Loss) from Ordinary Activities after Finance Costs but before Exceptional Items (5 ± 6)**	**14.89**	(1,448.43)	486.79	233.54
8	Exceptional Items	**---**	---	---	---
9	**Profit / (Loss) from Ordinary Activities before Tax (7 ± 8)**	**14.89**	(1,448.43)	486.79	233.54
10	**Tax Expense**				
	Current Tax	**26.20**	(525.10)	204.90	134.00
	Deferred Tax	**(20.49)**	18.58	(15.44)	(72.09)
	Earlier Years	**-**	---	---	---
11	**Net Profit / (Loss) from Ordinary Activities after Tax (9 ± 10)**	**9.18**	(941.91)	297.33	171.63
12	Extraordinary Items (Net of Tax Expense Rs. ___ – Lakhs)	**---**	---	---	---
13	**Net Profit / (Loss) for the Period (11 ± 12)**	**9.18**	(941.91)	297.33	171.63
14	Paid-up Equity Share Capital (Face Value of the Share Rs. 10/-)	**2,019.98**	2,019.98	2,019.98	2,019.98
15	Reserve excluding Revaluation Reserves as per Balance Sheet of Previous Accounting Year	**---**	---	---	19,077.21
16 i	**Earnings Per Share (EPS) (before Extraordinary and Exceptional Items) (of Rs. 10/- each) (not annualised):**				
	(a) Basic	**0.05**	(4.66)	1.47	0.85
	(b) Diluted	**0.04**	(4.43)	1.40	0.81

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PART I : STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2016

(Rs. in Lakhs)

	Particulars	Quarter Ended 30/06/2016 (Unaudited)	Quarter Ended 31/03/2016 (Audited) Refer Note 2	Quarter Ended 30/06/2015 (Unaudited)	Year Ended 31/03/2016 (Audited)
ii	**Earnings Per Share (EPS) (after Extraordinary and Exceptional Items) (of Rs. 10/- each) (not annualised):**				
	(a) Basic	**0.05**	(4.66)	1.47	0.85
	(b) Diluted	**0.04**	(4.43)	1.40	0.81

Notes:

1. The above financial results of the Company for the quarter ended June 30, 2016, have been reviewed by the Audit Committee on August 12, 2016 and approved by the Board at its meeting held on even date. The Statutory Auditors have conducted the limited review of the Results as per SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

2. As per Regulation 33(3)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, figures of the previous quarter ended March 31, 2016 are the balancing figures between audited figures in respect of the full financial year ended as on that date and the published year-to-date figures upto the third quarter of the previous financial year.

3. The Finance Cost includes effect of gain / loss in foreign exchange fluctuations.

4. Subsequent to end of quarter, on August 9, 2016, the Company has cancelled 10,50,000 Warrants allotted to Promoters Group Companies viz. Baronet Properties & Investments Private Limited and Coronet Properties & Investments Private Limited issued at a conversion price of Rs. 160/- per Equity Share. As a result of same, the application money received upon allotment of said Warrants (calculated @ 25% of share price to be issued upon exercise of option by such Warrant holders) were forfeited and the Securities Premium Account of the Company increased by Rs. 4,20,00,000/-.

5. The Company has a single reportable business segment of "Security and Safety".

6. Previous quarter / year figures have been regrouped / rearranged wherever necessary.

For **Zicom Electronic Security Systems Ltd.**

Manohar Bidaye
Chairman

Place: Mumbai
Date: August 12, 2016

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PART I : STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2016

(Rs. in Lakhs)

	Particulars	Quarter Ended 30/06/2016 (Unaudited)	Quarter Ended 31/03/2016 (Audited) Refer Note 2	Quarter Ended 30/06/2015 (Unaudited)	Year Ended 31/03/2016 (Audited)
1	**Income from Operations**				
	(a) Net Sales / Income from Operations (Net of Excise Duty)	**17,734.46**	25,955.51	25,739.20	111,787.44
	(b) Other Operating Income	**---**	---	---	---
	Total Income from Operations (Net)	**17,734.46**	25,955.51	25,739.20	111,787.44
2	**Expenses**				
	(a) Cost of Materials consumed / Purchase of Stock-in-Trade	**13,395.56**	21,948.73	18,771.82	88,987.26
	(b) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	**(56.29)**	607.06	357.96	(1,195.09)
	(c) Employee Benefits Expense	**1,583.65**	2,082.56	2,049.25	7,815.35
	(d) Depreciation and Amortisation Expense	**1,129.73**	1,135.24	819.48	3,633.24
	(e) Other Expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	**1,284.47**	2,944.38	1,070.65	6,763.07
	Total Expenses	**17,337.12**	28,717.97	23,069.16	106,003.83
3	**Profit / (Loss) from Operations before Other Income, Finance Costs and Exceptional Items (1-2)**	**397.34**	(2,762.46)	2,670.04	5,783.61
4	Other Income	**20.03**	344.77	10.57	404.03
5	**Profit / (Loss) from Ordinary Activities before Finance Costs and Exceptional Items (3 ± 4)**	**417.37**	(2,417.69)	2,680.61	6,187.64
6	Finance Costs	**2,095.26**	2,551.02	1,373.93	7,068.89
7	**Profit / (Loss) from Ordinary Activities after Finance Costs but before Exceptional Items (5 ± 6)**	**(1,677.89)**	(4,968.71)	1,306.68	(881.25)
8	Exceptional Items	**---**	---	---	---
9	**Profit / (Loss) from Ordinary Activities before Tax (7 ± 8)**	**(1,677.89)**	(4,968.71)	1,306.68	(881.25)
10	**Tax Expense**		---		
	Current Tax	**138.70**	(638.77)	300.20	355.82
	Deferred Tax	**(79.35)**	75.34	(70.76)	(201.59)
	Earlier Years	**---**	---	---	---
11	**Net Profit / (Loss) from Ordinary Activities after Tax (9 ± 10)**	**(1,737.24)**	(4,405.28)	1,077.24	(1,035.48)
12	Extraordinary Items (Net of Tax Expense Rs. ___ Lakhs)	**---**	---	---	---
13	**Net Profit / (Loss) for the Period (11 ± 12)**	**(1,737.24)**	(4,405.28)	1,077.24	(1,035.48)
14	Share of Profit / (Loss) of Associates	**---**	---	---	---
15	Minority Interest	**(67.33)**	(144.52)	60.01	31.13
16	**Net Profit / (Loss) after Taxes, Minority Interest and Share of Profit / (Loss) of Associates (13±14±15)**	**(1,669.91)**	(4,260.76)	1,017.23	(1,066.61)
17	Paid-up Equity Share Capital (Face Value of the Share Rs. 10/-)	**2,019.98**	2,019.98	2,019.98	2,019.98

Zicom Electronic Security Systems Ltd.

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PART I : STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2016

(Rs. in Lakhs)

	Particulars	Quarter Ended 30/06/2016	Quarter Ended 31/03/2016	Quarter Ended 30/06/2015	Year Ended 31/03/2016
		(Unaudited)	(Audited) Refer Note 2	(Unaudited)	(Audited)
18	Reserve excluding Revaluation Reserves as per Balance Sheet of Previous Accounting Year	---	---	---	33,970.60
19 i	**Earnings Per Share (EPS) (before Extraordinary and Exceptional Items) (of Rs. 10/- each) (not annualised):**				
	(a) Basic	**(8.27)**	(21.09)	5.04	(5.28)
	(b) Diluted	**(8.27)**	(20.05)	4.79	(5.02)
ii	**Earnings Per Share (EPS) (after Extraordinary and Exceptional Items) (of Rs. 10/- each) (not annualised):**				
	(a) Basic	**(8.27)**	(21.09)	5.04	(5.28)
	(b) Diluted	**(8.27)**	(20.05)	4.79	(5.02)

Notes:

1. The above financial results of the Company, on consolidated basis, for the quarter ended June 30, 2016, have been reviewed by the Audit Committee on August 12, 2016 and approved by the Board at its meeting held on even date. The Statutory Auditors have conducted the limited review of the Results as per SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. However, the results of the overseas subsidiaries which have been consolidated with the results of the Company have not been reviewed by the Statutory Auditors.

2. As per Regulation 33(3)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, figures of the previous quarter ended March 31, 2016 are the balancing figures between audited figures in respect of the full financial year ended as on that date and the published year-to-date figures upto the third quarter of the previous financial year.

3. The Finance Cost includes effect of gain / loss in foreign exchange fluctuations.

4. Subsequent to end of quarter, on August 9, 2016, the Company has cancelled 10,50,000 Warrants allotted to Promoters Group Companies viz. Baronet Properties & Investments Private Limited and Coronet Properties & Investments Private Limited issued at a conversion price of Rs. 160/- per Equity Share. As a result of same, the application money received upon allotment of said Warrants (calculated @ 25% of share price to be issued upon exercise of option by such Warrant holders) were forfeited and the Securities Premium Account of the Company increased by Rs. 4,20,00,000/-.

5. The Company has a single reportable business segment of "Security and Safety".

6. The Consolidated Financial Results for the quarter consists unaudited financial results of the Company and its following subsidiaries:
   (a) Unisafe Fire Protection Specialists LLC, Dubai, U.A.E. (Consolidated)
   (b) Phoenix International WLL, Qatar
   (c) Zicom SaaS Private Limited
   (d) Unisafe Fire Protection Specialists India Private Limited
   (e) Unisafe Fire Protection Specialists Singapore Pte. Ltd., Singapore
   (f) Zicom Security Projects Pte. Ltd., Singapore

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7. The standalone results will be available on the Company's website www.zicom.com and Stock Exchanges websites www.bseindia.com and www.nseindia.com.

8. Previous quarter / year figures have been regrouped / rearranged wherever necessary.

9. Standalone Details:

(Rs. in Lakhs)

Particulars	Quarter Ended 30/06/2016	Quarter Ended 31/03/2016 Refer Note 2	Quarter Ended 30/06/2015	Year Ended 31/03/2016
Turnover	**6,697.71**	11,764.01	8,894.62	42,287.77
Profit Before Tax	**14.89**	(1,448.43)	486.79	233.54
Profit After Tax and Extraordinary Items	**9.18**	(941.91)	297.33	171.63

For **Zicom Electronic Security Systems Ltd.**

Manohar Bidaye
Chairman

Place: Mumbai
Date: August 12, 2016

S M M P & Associates
Chartered Accountants

Limited Review Report

To
The Board of Directors
Zicom Electronic Security Systems Limited
501, Silver Metropolis,
Western Express Highway,
Goregaon East, Mumbai- 400 063

We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **Zicom Electronic Security Systems Limited** ("the Company") for the Quarter ended 30th June 2016 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25 / Ind AS 34), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2400'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of the Company's personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the applicable Accounting Standards, as notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and other recognized accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **S M M P & Associates**
Chartered Accountants
Firm Registration No. 120438 W

S Parekh

Sonal Parekh
Partner
Membership No. 139852

S M M P & ASSOCIATES ★ MUMBAI ★ CHARTERED ACCOUNTANTS

Mumbai, Dated 12th August, 2016

S M M P & Associates
Chartered Accountants

Limited Review Report

To
The Board of Directors
Zicom Electronic Security Systems Limited
501, Silver Metropolis,
Western Express Highway,
Goregaon East, Mumbai- 400 063

We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **Zicom Electronic Security Systems Limited** ("the Company") and its subsidiaries (together referred to as "the Group") for the Quarter ended 30th June 2016 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25 / Ind AS 34), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2400'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of the Company's personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

The Consolidated Revenue and Net Loss for the period ended 30th June 2016 amounting to Rs 11,036.75 Lacs and Rs 1,679.09 Lacs respectively incluse the financial result of six subsidiaries, which have not been reviewed by us or any other auditors and are based on the management certified accounts

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with the applicable Accounting Standards, as notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and other recognized accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **S M M P & Associates**
Chartered Accountants
Firm Registration No. 120438 W

S Parekh

Sonal Parekh
Partner
Membership No. 139852

S M M P & ASSOCIATES ★ CHARTERED ACCOUNTANTS ★ MUMBAI

Mumbai, Dated 12th August, 2016