ZICOM

Feel Safe

October 21, 2015

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: **Proceedings of Annual General Meeting of the Company**

As required under Clause 31(d) of the Listing Agreement, enclosed herewith is copy of the proceedings of the 21st Annual General Meeting of the Company held on September 29, 2015, for your ready reference.

Kindly acknowledge receipt of the same.

Thanking you,

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

Kunjan Trivedi
Company Secretary

Encl: as above

HELD AT M.I.G. Cricket Club, Bandra (East) ON 29/09/2015 TIME 10.30am

MINUTES OF THE 21ST ANNUAL GENERAL MEETING OF ZICOM ELECTRONIC SECURITY SYSTEMS LIMITED HELD ON TUESDAY, 29TH SEPTEMBER, 2015, AT M.I.G. CRICKET CLUB, M.I.G. COLONY, BANDRA (EAST), MUMBAI 400051 COMMENCED AT 10.30 A.M. AND CONCLUDED AT 1:45 P.M.

ATTENDANCE AT THE MEETING:

Directors' Present:

1.	Mr. Manohar Bidaye	–	Chairman, Member & Chairman of Stakeholders Relationship Committee
2.	Mr. Pramoud Rao	–	Managing Director & Member
3.	Mr. Venu Raman Kumar	–	Director& Member
4.	Mr. Mukul Desai	–	Independent Director and Chairman of Audit Committee and Chairman of Nomination and Remuneration Committee
5.	Mr. Prabhakar Dalal	–	Independent Director
6.	Mr. K. D. Hodavdekar	–	Independent Director
7.	Ms. Kunjan Trivedi	–	Whole-time Director & Company Secretary

In Attendance:

1.	Mr. Hemendra Paliwal	–	Chief Financial Officer

By Invitation:

1.	Mr. Shyam Malpani	–	Representing Statutory Auditors Statutory Auditors M/s. Shyam Malpani & Associates
2.	Mr. Ganesh Narayan	–	Secretarial Auditor for the financial year 2014-2015
3.	Ms. Purvi Vasha	–	Scrutinizer for remote e-voting and physical ballot Process for Annual General Meeting (AGM)

Record of Presence of Quorum:

Members Present:

In Person: 36 Members
In Proxy: 10 Proxies represented 2,46,134 shares
In Representation: 9 representatives for 60,54,234 shares

1. INTRODUCTION:

Mr. Pramoud Rao, Managing Director of the Company, greeted all the Members present and introduced the other Board Members sitting on dias. He then requested Mr. Manohar Bidaye, Chairman to take the Chair and preside over the Meeting.

2. CHAIRMAN:

Mr. Manohar Bidaye, Chairman, took the Chair. As the time was past 10.30 a.m., the Chairman ascertained that the necessary quorum was present; and declared the Meeting to order. He then commenced the proceedings.

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HELD AT MIG Cricket Club, Bandra (East) ON 29/09/2015 TIME 10.30 a.m.

3. READING OF NOTICE, REPORTS OF DIRECTORS AND AUDITORS:

The Chairman announced that 9 representations and 11 valid proxies aggregating for 63,96,359 Equity Shares were received and the Register of Directors' and Key Managerial Personnel and their shareholding; Register of Contracts and Register of Proxies as maintained under the Companies Act, 2013 were placed before the Meeting and were available to the Members for inspection.

Also, the Report of the Auditors and the Secretarial Auditor for the Financial Year ended March 31, 2015 were available for inspection.

With the consent of the Members present, the Notice convening the Twenty First Annual General Meeting together with the statement attached thereto, the Directors' Report along with its Annexure and the Audited Financial Statements; Standalone as well as Consolidated; of the Company, for the year ended March 31, 2015 were taken as read.

The Chairman then informed the Members that as per the Companies Act, 2013, and applicable Secretarial Standard on General Meeting (SS 2) issued by the Institute of Company Secretaries of India, the Auditors Report and Secretarial Audit Report are required to be read only when there are qualifications or adverse observations or comments in the Report. He further mentioned that since there were no qualifications, observations or comments, the Auditors Report and Secretarial Audit Report would not be read out at the Meeting.

The proceedings of the Meeting were carried out as per the Companies Act, 2013 and Rules notified thereunder.

4. CHAIRMAN'S SPEECH:

The Chairman then addressed the Members present, on the progress made by the Company during the financial year ended March 31, 2015, in which he informed the Members about performance of the Company and various subsidiaries, in the financial year ended March 31, 2015 and their prospects in the year 2015-16, with specific focus on Unisafe Fire Protection Specialists LLC, Dubai and Products and Solutions based on Iris Technology.

5. REMOTE e-VOTING FACILITY AND POLL:

The Chairman informed the Members that in compliance with Clause 35B of the Listing Agreement with the Stock Exchanges, provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided to its Members, facility to exercise their vote by electronic means through remote e-voting services provided by Central Depository Services (India) Limited (CDSL), on all the items of business as contained in the Notice convening Annual General Meeting held on September 29, 2015.

The remote e-voting was kept open from 9:30 a.m. on September 26, 2015 till 5:00 p.m. on September 28, 2015.

The Chairman further informed that the Company has also arranged for voting through physical Ballot Papers, which were distributed at the beginning of the Meeting, for all the Members who had not cast their votes through remote e-voting facility provided by the Company and had appointed Ms. Purvi Vasha, Company Secretary in Practice, as a Scrutinizer for Scrutiny of votes cast through remote e-voting and physical Ballot process at the Meeting in a fair and transparent manner. Thereafter, Ms. Purvi Vasha displayed the empty Ballot Box to all Members present at the Meeting and sealed the same.

He further stated that at the end of the discussion on the Resolutions proposed, voting through physical Ballot Papers would be allowed only to those Members who were present at the Meeting and had not cast their votes through remote e-voting facility.

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Further the Chairman stated that the combined results of Remote e-voting and Poll would be declared by the Chairman within the prescribed timelines. The results to be declared for each Resolution would indicate the votes cast through Poll and Remote e-voting and would be immediately intimated to Bombay Stock Exchange Limited and National Stock Exchange of India Limited. Upon intimation to Stock Exchanges, the results would also be uploaded on the website of the Company along with the Combined Report of Scrutinizer for Remote e-voting and Poll. The results shall also be uploaded on the website of CDSL.

The Chairman then briefly explained each of the items on the agenda, including the objective and implications thereof, wherever necessary. He informed the Members that they can ask queries or sought details / information on each of the agenda items.

The Chairman then serially took up the items on the agenda of the Notice of the Meeting.

ORDINARY BUSINESS:

6. **RESOLUTION NO. 1: ORDINARY RESOLUTION FOR APPROVAL OF AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) FOR THE YEAR ENDED MARCH 31, 2015 AND REPORTS THEREON:**

The Chairman took up **Item No. 1** of the Notice, i.e. regarding approval of Financial Statements for the year ended March 31, 2015.

Mr. Ghanshyam Bharucha proposed the following ORDINARY RESOLUTION which was seconded by Mr. Anil Londhe:

"**RESOLVED THAT**

a. the Audited Financial Statements of the Company for the financial year ended March 31, 2015, 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, 2015

as circulated to the Members and laid before the Meeting be and are hereby considered, approved and adopted."

The Chairman then invited queries on the annual accounts of the Company from the Members.

The speaker Members sought clarifications on the various items in the annual accounts; working of the subsidiaries and prospective businesses of the Company.

The Chairman gave necessary clarifications on their queries and the Members were satisfied with the responses.

7. **RESOLUTION NO. 2: ORDINARY RESOLUTION FOR DECLARATION OF DIVIDEND:**

The Chairman then took up Item No. 2 of the Notice, i.e. regarding declaration of Dividend recommended by the Board of Directors for the Financial Year ended March 31, 2015. In this regard, speaker Members sought clarifications on the dividend policy of the Company; declaration of special dividend after 5 years on completing 25 years.

The Chairman gave necessary clarifications on their queries and the Members were satisfied with the responses.

Mr. Suhas Jhaveri proposed the following ORDINARY RESOLUTION which was seconded by Mr. Vinod Agarwal:

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"**RESOLVED THAT** the Dividend at Rs. 1.20 per share on 2,01,99,829 Equity Shares of the Company of Rs. 10/- each (i.e. @ 12%), for the year ended March 31, 2015, amounting to Rs. 2,42,39,795/- as recommended by the Board of Directors of the Company be and is hereby declared."

8. **RESOLUTION NO. 3: ORDINARY RESOLUTION FOR RE-APPOINTMENT OF MR. V. RAMAN KUMAR AS DIRECTOR:**

The Chairman then took up **Item No. 3** of the Notice, relating to re-appointment of Mr. V. Raman Kumar as Director of the Company liable to retire by rotation. He informed that as per the provisions of Companies Act, 2013; Mr. V. Raman Kumar is the Director liable to retire.

There was no query on the matter from any of the Member.

Mr. Kiran Shah proposed the following ORDINARY RESOLUTION which was seconded by Mr. Vinay Bhide:

"**RESOLVED THAT** Mr. V. Raman Kumar (DIN: 00245022) who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

9. **RESOLUTION NO. 4: ORDINARY RESOLUTION FOR RE-APPOINTMENT OF STATUTORY AUDITORS:**

The Chairman then took up **Item No. 4** of the Notice, relating to re-appointment of Statutory Auditors of the Company.

There was no query on the matter from any of the Member.

Mr. Haresh Jani proposed the following ORDINARY RESOLUTION which was seconded by Mr. Rustom Mehta:

"**RESOLVED THAT** M/s. Shyam Malpani & Associates, Chartered Accountants, Mumbai, bearing Firm Registration No. 120438W, the retiring Statutory Auditors of the Company, be and are hereby re-appointed as the Auditors of the Company, to hold the office from the conclusion of this Annual General Meeting, until the conclusion of the next Annual General Meeting, on a remuneration (including terms of payment) to be fixed by the Board of Directors / Audit Committee of the Company, plus service tax and such other tax(es), as may be applicable, and reimbursement of all out-of-pocket expenses in connection with the audit of the accounts of the Company."

SPECIAL BUSINESS:

10. **RESOLUTION NO. 5: ORDINARY RESOLUTION FOR APPOINTMENT OF MS. KUNJAN TRIVEDI AS DIRECTOR OF THE COMPANY:**

The Chairman then took up **Item No. 5** of the Notice, relating to appointment of Ms. Kunjan Trivedi as Director of the Company liable to retire by rotation. The Chairman informed the Members that Ms. Trivedi was appointed as an Additional Director w.e.f. March 26, 2015 and she holds office upto the date of this Meeting as per the provisions of Companies Act, 2013.

There was no query on the matter from any of the Member.

Mr. Shishir Tanna proposed the following ORDINARY RESOLUTION which was seconded by Mr. Christopher Alphonso:

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"**RESOLVED THAT** Ms. Kunjan Trivedi (DIN: 07131011) who was appointed as an Additional Director of the Company by the Board of Directors with effect from March 26, 2015 in terms of Section 161(1) of the Companies Act, 2013 ("the Act") read with the Articles of Association of the Company; and who holds the office up to the date of this Annual General Meeting, and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company liable to retire by rotation."

11. RESOLUTION NO. 6: SPECIAL RESOLUTION FOR APPOINTMENT OF MS. KUNJAN TRIVEDI AS A WHOLE-TIME DIRECTOR DESIGNATED AS "WHOLE-TIME DIRECTOR AND COMPANY SECRETARY" AND APPROVE TERMS AND CONDITIONS OF HER APPOINTMENT INCLUDING REMUNERATION:

The Chairman then took up **Item No. 6** of the Notice, relating to appointment of Ms. Kunjan Trivedi as a Whole-time Director designated as "Whole-time Director and Company Secretary" for a period of 1 year commencing from March 26, 2015 and approve terms and conditions of her appointment, including the terms of her remuneration. The Chairman informed the Members that with the induction of Ms. Trivedi as Director on the Board, in the preceding item, she is designated as a "Whole-time Director and Company Secretary" on the terms and conditions, including remuneration as detailed in the Resolution.

There was no query on the matter from any of the Member.

Mr. Vinod Agarwal proposed the following SPECIAL RESOLUTION which was seconded by Mr. Vinay Bhide:

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the approval granted by the Nomination and Remuneration Committee of Directors and the Board of Directors at their respective meetings held on March 20, 2015 and March 26, 2015; and subject to approval of the Central Government, if required; approval of Members of the Company be and is hereby accorded for appointment of Ms. Kunjan Trivedi (DIN: 07131011) as a Whole-time Director of the Company, designated as "Whole-time Director and Company Secretary" (she being already employed as a Company Secretary of the Company from August 2009 and Director of the Company as approved by the Members at Item No. 5 of this Notice) for a period of one year commencing from March 26, 2015 till March 25, 2016 on such terms and conditions; including the terms of her remuneration as set out herein below.

The terms of remuneration of Ms. Kunjan Trivedi as Whole-time Director during the period of her tenure, i.e. from March 26, 2015 to March 25, 2016, are as follows:

Salary, Other Perquisites / Benefits: The total annual value of which shall not exceed Rs. 1,500,000.

The above shall include all perquisites and benefits like contribution to provident fund, superannuation fund and other retirement benefits, leave travel allowance, gratuity, provision of driver and mobile, medical allowance, incentives, bonus, etc. as may be permissible under rules of the Company, relevant provisions of the Companies Act, 2013 and Rules made thereunder, Schedule V to the Companies Act, 2013, and other applicable statutory provisions, rules, regulations and guidelines; and the same shall be valued accordingly. In addition, Ms. Kunjan Trivedi shall be entitled to reimbursement of entertainment, travelling and all other actual expenses incurred by her in the course of execution of her duties as a Whole-time Director.

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RESOLVED FURTHER THAT subject to the above terms of remuneration, the terms and conditions of employment of Ms. Kunjan Trivedi, designated as "Whole-time Director and Company Secretary", may be amended subject to necessary approvals and limits, if any, specified in the applicable provisions of the Companies Act, 2013, Rules made thereunder and Schedule V to the said Act, or any amendments thereto.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee of Directors / Board of Directors after reviewing the performance of the Company and the Whole-time Director, may from time to time, during the aforesaid tenure of the Whole-time Director, decide on her increment within the limits of the overall remuneration specified above, and subject to the ceiling limits laid down under the provisions of the Companies Act, 2013, or any modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year of the Company during the said tenure of Ms. Kunjan Trivedi's office as the Whole-time Director; the same remuneration, perquisites and benefits be paid to Ms. Kunjan Trivedi as the minimum remuneration during the aforesaid tenure of her office as Whole-time Director, subject to the ceiling limits specified under Schedule V to the Companies Act, 2013; and if the said remuneration is in excess of the ceiling prescribed, necessary approval of the Central Government be obtained, if required.

RESOLVED FURTHER THAT the Board / Committee of Directors be and is hereby authorised to do all such acts, deeds, matters and things, as in its absolute discretion, it may consider necessary, expedient or desirable in order to give effect to this resolution."

12. <u>RESOLUTION NO. 7: SPECIAL RESOLUTION FOR APPROVE THE TERMS OF REMUNERATION OF MR. PRAMOUD RAO, MANAGING DIRECTOR, FOR BALANCE PERIOD OF 2 YEARS OF HIS TENURE:</u>

The Chairman then took up **Item No. 7** of the Notice, relating to approval of the terms of remuneration of Mr. Pramoud Rao, Managing Director, for balance period of 2 years of his tenure, i.e. from March 1, 2015 till February 28, 2017. He informed the Members that Mr. Rao was appointed as a Managing Director w.e.f. March 1, 2012 for a period of 5 years. However, the terms of his remuneration was fixed for a period of 3 years i.e. upto February 28, 2015. The Resolution at Item No. 7 is proposed for approving payment of remuneration on the same terms and conditions for the balance period of 2 years i.e. from March 1, 2015 to February 28, 2017.

There was no query on the matter from any of the Member.

Mr. Manas Padhye proposed the following SPECIAL RESOLUTION which was seconded by Mr. Haresh Jani:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Schedule V to the Companies Act, 2013, and pursuant to the approval of the Nomination and Remuneration Committee of Directors and the Board of Directors granted at their respective meetings held on February 10, 2015; and subject to approval of the Central Government, if required; approval of the Members of the Company be and is hereby accorded to the terms of remuneration payable to Mr. Pramoud Rao (DIN: 00010743) as the Managing Director of the Company as under, for the balance period of two years of his tenure i.e. from March 1, 2015 till February 28, 2017; and the said terms and conditions may be amended subject to necessary approvals; and the limits, if any, specified in the applicable provisions of the Companies Act, 2013; Rules made thereunder and Schedule V to the said Act, or any amendments thereto, and the limits laid down herein below.

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The terms of remuneration of the Managing Director for the balance two years period of his tenure, i.e. from March 1, 2015 to February 28, 2017, are as follows:

Salary & Grade: Rs. 600,000 per month in the grade of Rs. 500,000 – Rs. 800,000.

Commission: Such remuneration by way of commission in addition to the salary calculated at the rate not exceeding 2% p.a. of the net profit of the Company in a particular financial year, as may be determined by the Board of Directors of the Company at the end of each financial year, subject to the overall ceiling stipulated in the Companies Act, 2013. However, in case of loss incurred by the Company or inadequate profit earned by it in any financial year, no commission shall be paid to the Managing Director, or his commission amount be restricted accordingly, as the case may be.

Other Perquisites / Benefits: Perquisites like contribution to provident fund, superannuation fund and other retirement benefits, encashment of leave, leave travel allowance, gratuity, provision of Company's owned car with driver and telephone at residence and / or mobile, reimbursement of entertainment, travelling and all other actual expenses, etc. as may be permissible under rules of the Company, relevant provisions of the Companies Act, 2013 and Rules made thereunder, Schedule V to the Companies Act, 2013 and other applicable statutory provisions, rules, regulations and guidelines; and the same shall be valued accordingly.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee of Directors / Board of Directors after reviewing the performance of the Company and the Managing Director, may from time to time during the aforesaid tenure of the Managing Director, decide on his increment within the limits of the salary grade specified above, and subject to the ceiling limits laid down aforesaid and under the provisions of the Companies Act, 2013, or any modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year of the Company during the said tenure of Mr. Pramoud Rao's office as the Managing Director; the same remuneration, perquisites and benefits be paid to Mr. Pramoud Rao as the minimum remuneration for the balance period of two years i.e. from March 1, 2015 till February 28, 2017, except that payment of commission to him be restricted suitably, in accordance with and subject to the ceiling limits specified under Schedule V to the Companies Act, 2013; and if the said remuneration is in excess of the ceiling prescribed, necessary approval of the Central Government be obtained, if required.

RESOLVED FURTHER THAT the Board / Committee of Directors be and is hereby authorised to do all such acts, deeds, matters and things, as in its absolute discretion, it may consider necessary, expedient or desirable in order to give effect to this resolution."

The Chairman informed the Members present, who had not cast vote earlier, to cast their votes earlier through e-voting, and deposit their Ballot papers in the Ballot Box. The Chairman then handed over the voting process to the Scrutinizer and requested the volunteers to assist the Members to cast their votes. The eligible Members were then asked to cast their votes, and deposit the poll papers in the ballot box.

On completion of ballot voting, the ballot box was taken by the Scrutinizer in her custody.

Thereafter, the Chairman informed the Members that results of the meeting along with the Consolidated Scrutinizer Report would be declared within stipulated time. The result would be intimated to the Stock Exchanges, CDSL, and the same will also be placed on the website of the Company.

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13. VOTE OF THANKS:

There being no other matter to be discussed, the Meeting was concluded with a vote of thanks to the Chair proposed by Mr. Mukul Desai. The Meeting concluded at 1:45 p.m. on September 29, 2015.

14. VOTING RESULTS:

On September 30, 2015, Ms. Purvi Vasha, Company Secretary in Practice and Scrutinizer appointed by the Board of Directors, issued a Consolidated Scrutinizer's Report based on the reports generated from the remote e-voting provided by CDSL and physical ballot process provided at the Meeting.

Based on the Consolidated Report issued by the Scrutinizer, all Resolutions, as proposed at the Meeting, were duly passed with requisite majority and are recorded as part of the proceedings of the Meeting. Extract of the combined voting results are as under:

Resolution No.	Mode	For			Against			Invalid	
		No. of Members voted	Votes Cast	% of valid vote cast	No. of Members voted	Votes Cast	% of valid vote cast	No. of Members voted	Votes Cast
1	e-voting	46	6127478	63.94	2	3	0.00	0	0
	Ballot	17	3456184	36.06	0	0	0.00	5	189105
	Total	**63**	**9583662**	**100.00**	**2**	**3**	**0.00**	**5**	**189105**
2	e-voting	46	6127478	63.94	2	3	0.00	0	0
	Ballot	17	3456184	36.06	0	0	0.00	5	189105
	Total	**63**	**9583662**	**100.00**	**2**	**3**	**0.00**	**5**	**189105**
3	e-voting	44	6125878	63.93	2	3	0.00	0	0
	Ballot	17	3456184	36.07	0	0	0.00	5	189105
	Total	**61**	**9582062**	**100.00**	**2**	**3**	**0.00**	**5**	**189105**
4	e-voting	46	6127478	63.94	2	3	0.00	0	0
	Ballot	17	3456184	36.06	0	0	0.00	5	189105
	Total	**63**	**9583662**	**100.00**	**2**	**3**	**0.00**	**5**	**189105**
5	e-voting	44	6125878	63.93	2	3	0.00	0	0
	Ballot	17	3456184	36.07	0	0	0.00	5	189105
	Total	**61**	**9582062**	**100.00**	**2**	**3**	**0.00**	**5**	**189105**
6	e-voting	44	6125878	63.93	2	3	0.00	0	0
	Ballot	17	3456184	36.07	0	0	0.00	5	189105
	Total	**61**	**9582062**	**100.00**	**2**	**3**	**0.00**	**5**	**189105**
7	e-voting	45	6127378	63.94	2	3	0.00	0	0
	Ballot	17	3456184	36.06	0	0	0.00	5	189105
	Total	**62**	**9583562**	**100.00**	**2**	**3**	**0.00**	**5**	**189105**

K Divedi

Date of Entry: **October 21, 2015** **COMPANY SECRETARY**

Place: Mumbai
Date: **October 21, 2015** **CHAIRMAN**

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