ZICOM

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September 6, 2014

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 of Voting Results of the 20th Annual General Meeting of the Company held on September 5, 2014 as per the requirement of Clause 35A of the Equity Listing Agreement

Further to our letter dated September 5, 2014 informing you in brief about the Outcome of Annual General Meeting, we enclose herewith the disclosure pertaining to the combined voting results (i.e. results of e-voting together with that of poll) at the 20th Annual General Meeting of the Company held on Friday, September 5, 2014 in terms of Clause 35A of the Listing Agreement.

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

Thanking you,

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

K. Trivedi

Kunjan Trivedi
Company Secretary

Encl: as above

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DISCLOSURE REGARDING VOTING RESULTS OF THE 20TH ANNUAL GENERAL MEETING (AGM) OF THE COMPANY AS PER CLAUSE 35A OF THE LISTING AGREEMENT

Name of the Company: Zicom Electronic Security Systems Limited

Date of the AGM: 5th September, 2014

Book Closure Date: 28th August, 2014 to 5th September, 2014

Total number of shareholders on record date / date of book closure: 10,762

Total number of Shareholders present in the meeting either in person or through proxy:

Category	Number of Shareholders present in person (including Authorised Representative) or through Proxy
Promoters and Promoter Group	12
Public	57
Total	**69**

No. of Shareholders attended the meeting through Video Conferencing:

Category	
Promoters and Promoter Group	**No Video Conference facility was arranged**
Public	

* No voting through Postal Ballot was done.

ZICOM ELECTRONIC SECURITY SYSTEMS LTD.

Zicom Electronic Security Systems Ltd.
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CIN : L32109MH1994PLC083391

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Details of the Agenda and Voting Results:

RESOLUTION NO. 1:

Adoption of Financial Statements of the Company, including the audited Balance Sheet, the Statement of Profit and Loss, Reports of the Board of Directors and Auditors for the financial year ended March 31, 2014.

Resolution required	Ordinary
Mode of Voting	e-Voting / Poll
Remark	Resolution was passed with requisite majority

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes -in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4237023	4237023	100.00	4237023	Nil	100.00	0.00
Public - Institutional holders	1314815	209057	15.90	209057	Nil	100.00	0.00
Public - Others	12047991	3627153	30.11	3627148	5	100.00	0.00
Total	17599829	8073233	45.87	8073228	5	100.00	0.00

RESOLUTION NO. 2:

Declaration of dividend for the financial year ended March 31, 2014.

Resolution required	Ordinary
Mode of Voting	e-Voting / Poll
Remark	Resolution was passed with requisite majority

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes –in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4237023	4237023	100.00	4237023	Nil	100.00	0.00
Public - Institutional holders	1314815	209057	15.90	209057	Nil	100.00	0.00
Public - Others	12047991	3627153	30.11	3626448	705	99.98	0.02
Total	17599829	8073233	45.87	8072528	705	99.99	0.01

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RESOLUTION NO. 3:

Appointment of Mr. Manohar Bidaye, who retires by rotation and being eligible, offers himself re-appointment.

Resolution required	Ordinary
Mode of Voting	e-Voting / Poll
Remark	Resolution was passed with requisite majority

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes –in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4237023	4237023	100.00	4237023	Nil	100.00	0.00
Public - Institutional holders	1314815	209057	15.90	209057	Nil	100.00	0.00
Public - Others	12047991	3627153	30.11	3627148	5	100.00	0.00
Total	17599829	8073233	45.87	8073228	5	100.00	0.00

RESOLUTION NO. 4:

Appointment of M/s. Shyam Malpani & Associates, Chartered Accountants, as the Auditors of the Company.

Resolution required	Ordinary
Mode of Voting	e-Voting / Poll
Remark	Resolution was passed with requisite majority

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes –in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4237023	4237023	100.00	4237023	Nil	100.00	0.00
Public - Institutional holders	1314815	209057	15.90	209057	Nil	100.00	0.00
Public - Others	12047991	3627108	30.11	3627103	5	100.00	0.00
Total	17599829	8073188	45.87	8073183	5	100.00	0.00

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RESOLUTION NO. 5:

Appointment of Mr. Prabhakar Dalal, as an Independent Director upto June 26, 2016.

Resolution required	Ordinary
Mode of Voting	e-Voting / Poll
Remark	Resolution was passed with requisite majority

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4237023	4237023	100.00	4237023	Nil	100.00	0.00
Public - Institutional holders	1314815	209057	15.90	209057	Nil	100.00	0.00
Public - Others	12047991	3627108	30.11	3627103	5	100.00	0.00
Total	17599829	8073188	45.87	8073183	5	100.00	0.00

RESOLUTION NO. 6:

Appointment of Mr. K. D. Hodavdekar, as an Independent Director upto March 31, 2016.

Resolution required	Special
Mode of Voting	e-Voting / Poll
Remark	Resolution was passed with requisite majority

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4237023	4237023	100.00	4237023	Nil	100.00	0.00
Public - Institutional holders	1314815	209057	15.90	209057	Nil	100.00	0.00
Public - Others	12047991	3627153	30.11	3627148	5	100.00	0.00
Total	17599829	8073233	45.87	8073228	5	100.00	0.00

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RESOLUTION NO. 7:

Appointment of Mr. Mukul Desai, as an Independent Director upto March 31, 2019.

Resolution required	Ordinary
Mode of Voting	e-Voting / Poll
Remark	Resolution was passed with requisite majority

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4237023	4237023	100.00	4237023	Nil	100.00	0.00
Public - Institutional holders	1314815	209057	15.90	209057	Nil	100.00	0.00
Public - Others	12047991	3627108	30.11	3627103	5	100.00	0.00
Total	17599829	8073188	45.87	8073183	5	100.00	0.00

RESOLUTION NO. 8:

Appointment of Mr. Vijay Kalantri, as an Independent Director upto March 31, 2016.

Resolution required	Ordinary
Mode of Voting	e-Voting / Poll
Remark	Resolution was passed with requisite majority

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4237023	4237023	100.00	4237023	Nil	100.00	0.00
Public - Institutional holders	1314815	209057	15.90	209057	Nil	100.00	0.00
Public - Others	12047991	3627108	30.11	3627103	5	100.00	0.00
Total	17599829	8073188	45.87	8073183	5	100.00	0.00

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RESOLUTION NO. 9:

Creation of security on the assets and properties of the Company under Section 180(1)(a) of the Companies Act, 2013.

Resolution required	Special
Mode of Voting	e-Voting / Poll
Remark	Resolution was passed with requisite majority

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4237023	4237023	100.00	4237023	Nil	100.00	0.00
Public - Institutional holders	1314815	209057	15.90	209057	Nil	100.00	0.00
Public - Others	12047991	3627153	30.11	3627148	5	100.00	0.00
Total	17599829	8073233	45.87	8073228	5	100.00	0.00

RESOLUTION NO. 10:

Borrowing money upto ₹ 500 crores, over and above the aggregate of the paid-up share capital and free reserves of the Company under Section 180(1)(c) of the Companies Act, 2013.

Resolution required	Special
Mode of Voting	e-Voting / Poll
Remark	Resolution was passed with requisite majority

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes – in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	4237023	4237023	100.00	4237023	Nil	100.00	0.00
Public - Institutional holders	1314815	209057	15.90	209057	Nil	100.00	0.00
Public - Others	12047991	3627078	30.11	3627073	5	100.00	0.00
Total	17599829	8073158	45.87	8073153	5	100.00	0.00

For Zicom Electronic Security Systems Limited

K Trivedi

Kunjan Trivedi
Company Secretary