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September 30, 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: Voting Results as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Further to our letter dated September 29, 2016 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 remote e-voting together with that of poll) at the 22nd Annual General Meeting of the Company held on Thursday, September 29, 2016 pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. We also enclose herewith the Consolidated Scrutinizer's Report on the remote e-voting and poll conducted at the 22nd Annual General Meeting of the Company. In terms of the Scrutinizer's Report, resolution nos. 1, 3, 4, 5, 6 and 7 have been passed by the Members with requisite majority and resolution no. 2 has been disapproved by the Members with requisite majority, which please note.

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

CS PURVI P. VASHA

Practising Company Secretary

B.com, ACS, LLB (Gen.)

Add: J-15, 2nd Floor, Mangal Kunj, S. V. Road, Borivali (West), Mumbai – 400 092.

Email:purvi.vasha@gmail.com Mobile: +9930963321

To,
Mr. Manohar Bidaye,
The Chairman,
Zicom Electronic Security Systems Limited,
501, Silver Metropolis,
Western Express Highway,
Goregaon (East),
Mumbai – 400 063.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and voting by physical ballot forms, conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Listing Regulations, at the Annual General Meeting of Zicom Electronic Security Systems Limited (CIN: L32109MH1994PLC083391) held on Thursday, September 29, 2016, at 10.30 a.m.

I, Purvi P. Vasha, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Zicom Electronic Security Systems Limited, to scrutinize the remote e-voting process, and physical ballot process carried out at the Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended upto date, and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulation"); on the resolutions as contained in the notice of the Annual General Meeting of Zicom Electronic Security Systems Limited held on Thursday, September 29, 2016, at 10.30 a.m.; and ascertaining the requisite majority on the said voting.

The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013, relevant Rules prescribed there under and the relevant provisions of the Listing Regulations in this regard, including convening, holding and conduct of the Annual General Meeting and voting thereat. My responsibility as a Scrutinizer for remote e-voting and physical ballot process is restricted to make a Scrutinizer's Report of the votes cast "In Favour" or "Against" the resolutions stated in the Notice, based on the reports generated from e-voting system provided by Central Depository Services Limited (CDSL), the Authorized agency to provide e-voting facility engaged by the Company; and Physical Ballots provided at the Annual General Meeting by the Company/the Registrar & Transfer Agents, M/s. Bigshare Services Pvt. Ltd.

It was informed to me by the Company, that the Notice dated August 12, 2016 along with statement setting out material facts under Section 102 of the Act were sent to all the eligible Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company had provided the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company. The Company had also provided voting facility through ballot papers to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of September 23, 2016 were entitled to vote on the resolutions set out in the Notice of the Annual General Meeting.

Vasha

CS PURVI P. VASHA
Practising Company Secretary
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The voting period for remote e-voting commenced on September 26, 2016 at 9:30 a.m. (IST) and ended on September 28, 2016 at 5:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the Annual General Meeting, the ballot forms were duly opened in my presence and the voting was diligently scrutinized; and the shareholding was confirmed with the Register of Members / the List of Beneficiaries as on September 23, 2016, being the cut-off date, as provided to me by the Registrar & Transfer Agents of the Company. The report on voting done at the meeting was generated in my presence. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses, who are not in the employment of the Company.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services Limited (CDSL) e-voting system through Scrutinizer's Access provided to me for the purpose.

Based on the above, I now submit my Consolidated Report as under on the results of the remote e-voting, and physical voting at the meeting in respect of the said Resolutions:

(A) Resolution No. 1: Ordinary Resolution

To Receive, Consider and Adopt:

a) **the Audited Financial Statements of the Company for the financial year ended March 31, 2016; 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, 2016 and the report of Auditors thereon.**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	13	9297	71.12
Ballot	38	5964373	100
Total	**51**	**5973670**	**99.94**

(ii) Voted **against** the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	3775	28.88
Ballot	0	0	0.00
Total	**2**	**3775**	**0.06**

(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Ballot	2	10001

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(B) Resolution No. 2: Ordinary Resolution

To Declare Dividend on Equity Shares of the Company for the financial year ended March 31, 2016.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	11	7927	60.64
Ballot	2	2	0.00
Total	**13**	**7929**	**0.13**

(ii) Voted **against** the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	5145	39.36
Ballot	36	5964371	100.00
Total	**40**	**5969516**	**99.87**

(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Ballot	2	10001

(C) Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Manohar Bidaye (DIN: 00010699), who retires by rotation, and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	14	9797	74.95
Ballot	38	5964373	100.00
Total	**52**	**5974170**	**99.94**

(ii) Voted **against** the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	3275	25.05
Ballot	0	0	0.00
Total	**1**	**3275**	**0.06**

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(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Ballot	2	10001

(D) Resolution No. 4: Ordinary Resolution

To appoint M/s S M M P & Associates, Chartered Accountants, as the Auditors of the Company and fix their remuneration.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	14	9797	74.95
Ballot	38	5964373	100.00
Total	**52**	**5974170**	**99.94**

(ii) Voted **against** the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	3275	25.05
Ballot	0	0	0.00
Total	**1**	**3275**	**0.06**

(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Ballot	2	10001

(E) Resolution No. 5: Ordinary Resolution

To appoint Mr. Sanjeev Dayal (DIN: 03490363) as an Independent Director of the Company.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	14	9797	74.95
Ballot	38	5964373	100.00
Total	**52**	**5974170**	**99.94**

PURVI P. VASHA
Practising Company Secretary
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Email:purvi.vasha@gmail.com Mobile: +9930963321

(ii) Voted **against** the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	3275	25.05
Ballot	0	0	0.00
Total	**1**	**3275**	**0.06**

(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Ballot	2	10001

(F) Resolution No. 6: Special Resolution

To re-appoint Mr. K. D. Hodavdekar (DIN: 00406556) as an Independent Director of the Company.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	14	9797	74.95
Ballot	38	5964373	100.00
Total	**52**	**5974170**	**99.94**

(ii) Voted **against** the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	3275	25.05
Ballot	0	0	0.00
Total	**1**	**3275**	**0.06**

(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Ballot	2	10001

(G) Resolution No. 7: Special Resolution

To re-appoint Mr. Prabhakar Dalal (DIN: 00544948) as an Independent Director of the Company.

CS PURVI P. VASHA
Practising Company Secretary
B.com, ACS, LLB (Gen.)
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Email:purvi.vasha@gmail.com Mobile: +9930963321

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	14	9797	74.95
Ballot	38	5964373	100.00
Total	**52**	**5974170**	**99.94**

(ii) Voted **against** the resolution:

Type of Voting	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1	3275	25.05
Ballot	0	0	0.00
Total	**1**	**3275**	**0.06**

(iii) **Invalid** votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Ballot	2	10001

Note: Voting by 2 Shareholders holding 10,001 Shares were considered invalid for the reason "Signature Differs".

The Register and all other papers and relevant records containing details of the Equity Shareholders who voted "IN FAVOUR" or "AGAINST" and those whose votes were declared invalid on the voting shall remain in my safe custody until the Chairman approves and signs the Minutes of the aforesaid Annual General Meeting, and the same would thereafter be handed over to the Company Secretary.

The resolution nos. 1,3,4,5,6 and 7 are deemed to be passed at the 22nd Annual General Meeting of the Company, held on September 29, 2016 and the resolution no. 2 is deemed to be disapproved by the Shareholders at the aforesaid Annual General Meeting.

Thanking you,

Yours Sincerely,

Purvi P. Vasha
Practicing Company Secretary
ACS No. 17123
C.P. No. 14069

Counter Signed By:
For Zicom Electronic Security Systems Limited

Mr. Manohar Bidaye
Chairman

Date: September 30, 2016
Place: Mumbai

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DISCLOSURE REGARDING VOTING RESULTS OF THE 22ND ANNUAL GENERAL MEETING (AGM) OF THE COMPANY AS PER REGULATION 44(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Name of the Company	Zicom Electronic Security Systems Limited
Date of the AGM	29th September, 2016
Total number of shareholders on record date	17,058
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 12 32
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable

Details of the Agenda and Voting Results:

RESOLUTION NO. 1:

Receive, consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2016, 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, 2016.

Resolution required				Ordinary				
Whether Promoter / Promoter group are interested in the agenda / resolution?				No				
Category	**Mode of Voting**	**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	**E-Voting**	4237523	0	0.00	0	0	0.00	0.00
	Poll	4237523	4237523	100.00	4237523	0	100.00	0.00
	Total	**4237523**	**4237523**	**100.00**	**4237523**	**0**	**100.00**	**0.00**
Public - Institutions	**E-Voting**	234323	0	0.00	0	0	0.00	0.00
	Poll	234323	0	0.00	0	0	0.00	0.00
	Total	**234323**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non Institutions	**E-Voting**	15727983	13072	0.08	9297	3775	71.12	28.88
	Poll	15727983	1726850	10.98	1726850	0	100.00	0.00
	Total	**15727983**	**1739922**	**11.06**	**1736147**	**3775**	**99.78**	**0.22**
Total		**20199829**	**5977445**	**29.59**	**5973670**	**3775**	**99.94**	**0.06**

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RESOLUTION NO. 2:

Declaration of dividend for the financial year ended March 31, 2016.

Resolution required				Ordinary				
Whether Promoter / Promoter group are in1t0erested in the agenda / resolution?				No				
Category	Mode of Voting	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	E-Voting	4237523	0	0.00	0	0	0.00	0.00
	Poll	4237523	4237523	100.00	0	4237523	0.00	100.00
	Total	**4237523**	**4237523**	**100.00**	**0**	**4237523**	**0.00**	**100.00**
Public - Institutions	E-Voting	234323	0	0.00	0	0	0.00	0.00
	Poll	234323	0	0.00	0	0	0.00	0.00
	Total	**234323**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non Institutions	E-Voting	15727983	13072	0.08	7927	5145	60.64	39.36
	Poll	15727983	1726850	10.98	2	1726848	0.00	100.00
	Total	**15727983**	**1739922**	**11.06**	**7929**	**1731993**	**0.46**	**99.54**
Total		**20199829**	**5977445**	**29.59**	**7929**	**5969516**	**0.13**	**99.87**

RESOLUTION NO. 3:

Appointment of Mr. Manohar Bidaye (DIN: 00010699), who retires by rotation and being eligible, offers himself re-appointment.

Resolution required				Ordinary				
Whether Promoter / Promoter group are interested in the agenda / resolution?				Yes				
Category	Mode of Voting	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	E-Voting	4237523	0	0.00	0	0	0.00	0.00
	Poll	4237523	4237523	100.00	4237523	0	100.00	0.00
	Total	**4237523**	**4237523**	**100.00**	**4237523**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	234323	0	0.00	0	0	0.00	0.00
	Poll	234323	0	0.00	0	0	0.00	0.00
	Total	**234323**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non Institutions	E-Voting	15727983	13072	0.08	9797	3275	74.95	25.05
	Poll	15727983	1726850	10.98	1726850	0	100.00	0.00
	Total	**15727983**	**1739922**	**11.06**	**1736647**	**3275**	**99.81**	**0.19**
Total		**20199829**	**5977445**	**29.59**	**5974170**	**3275**	**99.95**	**0.05**

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RESOLUTION NO. 4:

Appointment of M/s. S M M P & Associates, Chartered Accountants, as the Auditors of the Company.

Resolution required				Ordinary				
Whether Promoter / Promoter group are interested in the agenda / resolution?				No				
Category	Mode of Voting	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	E-Voting	4237523	0	0.00	0	0	0.00	0.00
	Poll	4237523	4237523	100.00	4237523	0	100.00	0.00
	Total	**4237523**	**4237523**	**100.00**	**4237523**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	234323	0	0.00	0	0	0.00	0.00
	Poll	234323	0	0.00	0	0	0.00	0.00
	Total	**234323**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non Institutions	E-Voting	15727983	13072	0.08	9797	3275	74.95	25.05
	Poll	15727983	1726850	10.98	1726850	0	100.00	0.00
	Total	**15727983**	**1739922**	**11.06**	**1736647**	**3275**	**99.81**	**0.19**
Total		**20199829**	**5977445**	**29.59**	**5974170**	**3275**	**99.95**	**0.05**

RESOLUTION NO. 5:

Appointment of Mr. Sanjeev Dayal (DIN: 03490363) as an Independent Director of the Company upto March 31, 2018.

Resolution required				Ordinary				
Whether Promoter / Promoter group are interested in the agenda / resolution?				No				
Category	Mode of Voting	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	E-Voting	4237523	0	0.00	0	0	0.00	0.00
	Poll	4237523	4237523	100.00	4237523	0	100.00	0.00
	Total	**4237523**	**4237523**	**100.00**	**4237523**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	234323	0	0.00	0	0	0.00	0.00
	Poll	234323	0	0.00	0	0	0.00	0.00
	Total	**234323**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non Institutions	E-Voting	15727983	13072	0.08	9797	3275	74.95	25.05
	Poll	15727983	1726850	10.98	1726850	0	100.00	0.00
	Total	**15727983**	**1739922**	**11.06**	**1736647**	**3275**	**99.81**	**0.19**
Total		**20199829**	**5977445**	**29.59**	**5974170**	**3275**	**99.95**	**0.05**

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RESOLUTION NO. 6:

Re-appointment of Mr. K. D. Hodavdekar (DIN: 00406556) as an Independent Director of the Company upto September 28, 2021.

Resolution required				Special				
Whether Promoter / Promoter group are interested in the agenda / resolution?				No				
Category	Mode of Voting	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	E-Voting	4237523	0	0.00	0	0	0.00	0.00
	Poll	4237523	4237523	100.00	4237523	0	100.00	0.00
	Total	**4237523**	**4237523**	**100.00**	**4237523**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	234323	0	0.00	0	0	0.00	0.00
	Poll	234323	0	0.00	0	0	0.00	0.00
	Total	**234323**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non Institutions	E-Voting	15727983	13072	0.08	9797	3275	74.95	25.05
	Poll	15727983	1726850	10.98	1726850	0	100.00	0.00
	Total	**15727983**	**1739922**	**11.06**	**1736647**	**3275**	**99.81**	**0.19**
Total		**20199829**	**5977445**	**29.59**	**5974170**	**3275**	**99.95**	**0.05**

RESOLUTION NO. 7:

Re-appointment of Mr. Prabhakar Dalal (DIN: 00544948) as an Independent Director of the Company upto September 28, 2021.

Resolution required				Special				
Whether Promoter / Promoter group are interested in the agenda / resolution?				No				
Category	Mode of Voting	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	E-Voting	4237523	0	0.00	0	0	0.00	0.00
	Poll	4237523	4237523	100.00	4237523	0	100.00	0.00
	Total	**4237523**	**4237523**	**100.00**	**4237523**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	234323	0	0.00	0	0	0.00	0.00
	Poll	234323	0	0.00	0	0	0.00	0.00
	Total	**234323**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non Institutions	E-Voting	15727983	13072	0.08	9797	3275	74.95	25.05
	Poll	15727983	1726850	10.98	1726850	0	100.00	0.00
	Total	**15727983**	**1739922**	**11.06**	**1736647**	**3275**	**99.81**	**0.19**
Total		**20199829**	**5977445**	**29.59**	**5974170**	**3275**	**99.95**	**0.05**

For Zicom Electronic Security Systems Limited

Manohar Bidaye
Chairman