AWAKE ALWAYS

October 1, 2019

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 30, 2019 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 25th Annual General Meeting of the Company held on Monday, September 30, 2019 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 25th Annual General Meeting of the Company. In terms of the Scrutinizer's Report, all resolutions have been passed 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**

Pramoud Rao
Managing Director

Encl: as above

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 Monday, September 30, 2019, at 3.30 p.m.

I, Purvi P. Vasha, Practising 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 Regulations"); on the resolutions as contained in the notice of the 25th Annual General Meeting of Zicom Electronic Security Systems Limited held on Monday, September 30, 2019, at 3.30 p.m. at 501, Silver Metropolis, Western Express Highway, Goregaon (East), Mumbai – 400 063; 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 (India) 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 14, 2019 along with statement setting out material facts under Section 102 of the Act were sent to all the 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 (India) 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 20, 2019 were entitled to vote on the resolutions set out in the Notice of the Annual General Meeting.

PURVI P. VASHA
PRACTISING COMPANY SECRETARY
ACS NO: 17123
CP NO.: 14069

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

The voting period for remote e-voting commenced on September 27, 2019 at 9:30 a.m. and ended on September 29, 2019 at 5:00 p.m. 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 20, 2019, being the cut-off date, as provided to me by the Registrar & Transfer Agents of the Company (which I have relied upon without any verification). 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, not being in the employment of the Company.

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

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 said meeting in respect of the Resolutions proposed thereat:

(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, 2019; 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, 2019 together with 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	19	1655514	99.95%
Ballot	17	187909	100%
Total	**36**	**1843423**	**99.96%**

(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	801	0.05%
Ballot	0	0	0
Total	**2**	**801**	**0.04%**

(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	0	0

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(B) Resolution No. 2: Ordinary Resolution

To appoint Mr. Manohar Bidaye (DIN: 00010699), who retires by rotation as a Director 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	19	1655514	99.95%
Ballot	17	187909	100%
Total	**36**	**1843423**	**99.96%**

(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	801	0.05%
Ballot	0	0	0
Total	**2**	**801**	**0.04%**

(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	0	0

(C) Resolution No. 3: Ordinary Resolution

To Appoint Mr. Dhaval Mehta (DIN: 07501194) as an Independent Director of the Company as per the details mentioned under resolution at item no. 3 of the notice.

(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	19	1655514	99.95%
Ballot	17	187909	100%
Total	**36**	**1843423**	**99.96%**

(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	801	0.05%
Ballot	0	0	0
Total	**2**	**801**	**0.04%**

PURVI P. VASHA
PRACTISING COMPANY SECRETARY
ACS NO: 17123
CP NO.: 14069

CS PURVI P. VASHA
Practising Company Secretary
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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	0	0

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

The above mentioned resolution nos. 1, 2 and 3 are deemed to be passed at the 25th Annual General Meeting of the Company, held on September 30, 2019.

Thanking you,

Yours Sincerely,

Purvi P. Vasha
Practising Company Secretary
ACS No. 17123
C.P. No. 14069
UDIN: A017123A000019708

Counter Signed By:
For Zicom Electronic Security Systems Limited
For Zicom Electronic Security Systems Ltd.

Chairman

Mr. Manohar Bidaye
Chairman

Date: October 1, 2019
Place: Mumbai

AWAKE ALWAYS

DISCLOSURE REGARDING VOTING RESULTS OF THE 25TH 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 / ~~EGM~~	30th September, 2019
Total number of shareholders on record date	18,596
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 8 25
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, 2019, 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, 2019 together with the Auditors Report.

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	1807423	1643600	90.94	1643600	0	100.00	0.00
	Poll		163823	9.06	163823	0	100.00	0.00
	Total	**1807423**	**1807423**	**100.00**	**1807423**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	21288267	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	**21288267**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non Institutions	E-Voting	18128451	12715	0.07	11914	801	93.70	6.30
	Poll		24086	0.13	24086	0	100.00	0.00
	Total	**18128451**	**36801**	**0.20**	**36000**	**801**	**97.82**	**2.18**
Total		**41224141**	**1844224**	**4.47**	**1843423**	**801**	**99.96**	**0.04**

AWAKE ALWAYS

RESOLUTION NO. 2:

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	1807423	1643600	90.94	1643600	0	100.00	0.00
	Poll		163823	9.06	163823	0	100.00	0.00
	Total	**1807423**	**1807423**	**100.00**	**1807423**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	21288267	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	**21288267**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non Institutions	E-Voting	18128451	12715	0.07	11914	801	93.70	6.30
	Poll		24086	0.13	24086	0	100.00	0.00
	Total	**18128451**	**36801**	**0.20**	**36000**	**801**	**97.82**	**2.18**
Total		**41224141**	**1844224**	**4.47**	**1843423**	**801**	**99.96**	**0.04**

RESOLUTION NO. 3:

Appointment of Mr. Dhaval Mehta (DIN: 07501194) as an Independent Director of the Company as per the details mentioned under resolution at Item No. 3 of the Notice.

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	1807423	1643600	90.94	1643600	0	100.00	0.00
	Poll		163823	9.06	163823	0	100.00	0.00
	Total	**1807423**	**1807423**	**100.00**	**1807423**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	21288267	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	**21288267**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non Institutions	E-Voting	18128451	12715	0.07	11914	801	93.70	6.30
	Poll		24086	0.13	24086	0	100.00	0.00
	Total	**18128451**	**36801**	**0.20**	**36000**	**801**	**97.82**	**2.18**
Total		**41224141**	**1844224**	**4.47**	**1843423**	**801**	**99.96**	**0.04**

For Zicom Electronic Security Systems Ltd.

Chairman