Feel Safe

Zicom Electronic Security Systems Ltd.
501, Silver Metropolis,
Western Express Highway,
Goregaon (E), Mumbai - 400 063.
Tel.: +91 22 4290 4290
Fax.: + 91 22 4290 4291
www.zicom.com
Toll Free: 1-800-270-4567

August 8, 2013

The Manager,
Listing Department,
National Stock Exchange of India Ltd.
'Exchange Plaza', C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051.

Fax No. 26598237 / 26598238

Stock Code - ZICOM

Ref: ISIN INE 871B01014

Dear Sir / Madam,

Sub: **Outcome of Board Meeting – Unaudited Financial Results**

Further to our letter dated July 30, 2013, intimating you of the Board Meeting to be held today, inter-alia for approval of Unaudited Financial Results of the Company for the quarter ended June 30, 2013, we enclose herewith the said Unaudited Financial Results, both, on standalone and consolidated basis, in the format prescribed under Clause 41 of the Listing Agreement.

Further, the said Unaudited Financial Results are also made available on the website of the Company viz. www.zicom.com.

Kindly take the 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

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.

PART I : STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2013

(₹ in Lakhs)

	Particulars	Quarter Ended 30/06/2013 (Unaudited)	Quarter Ended 31/03/2013 (Audited) Refer Note 2	Quarter Ended 30/06/2012 (Unaudited)	Year Ended 31/03/2013 (Audited)
1	**Income from Operations**				
	(a) Net Sales / Income from Operations (Net of Excise Duty)	**6,256.25**	8,276.38	4,867.72	26,641.28
	(b) Other Operating Income	---	---	---	---
	Total Income from Operations (Net)	**6,256.25**	8,276.38	4,867.72	26,641.28
2	**Expenses**				
	(a) Cost of Materials consumed / Purchase of Stock-in-Trade	**5,843.87**	7,023.55	4,100.46	22,246.63
	(b) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	**(494.78)**	120.12	(145.27)	19.88
	(c) Employee Benefits Expense	**176.69**	178.48	161.46	708.45
	(d) Depreciation and Amortisation Expense	**197.23**	195.35	197.50	790.49
	(e) Other Expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	**189.51**	331.75	184.93	1,141.22
	Total Expenses	**5,912.52**	7,849.25	4,499.08	24,906.67
3	**Profit / (Loss) from Operations before Other Income, Finance Costs and Exceptional Items (1-2)**	**343.73**	427.13	368.64	1,734.61
4	Other Income	**127.26**	319.56	79.29	486.48
5	**Profit / (Loss) from Ordinary Activities before Finance Costs and Exceptional Items (3 ± 4)**	**470.99**	746.69	447.93	2,221.09
6	Finance Costs	**110.96**	371.25	156.43	958.57
7	**Profit / (Loss) from Ordinary Activities after Finance Costs but before Exceptional Items (5 ± 6)**	**360.03**	375.44	291.50	1,262.52
8	Exceptional Items	---	---	---	---
9	**Profit / (Loss) from Ordinary Activities before Tax (7 ± 8)**	**360.03**	375.44	291.50	1,262.52
10	**Tax Expense**				
	Current Tax	**150.60**	96.70	29.70	252.70
	Deferred Tax	**(33.74)**	64.90	64.89	199.36
	Earlier Years	---	---	---	---
11	**Net Profit / (Loss) from Ordinary Activities after Tax (9 ± 10)**	**243.17**	213.84	196.91	810.46
12	Extraordinary Items (Net of Tax Expense ₹ ___ Lakhs)	---	---	---	---
13	**Net Profit / (Loss) for the Period (11 ± 12)**	**243.17**	213.84	196.91	810.46
14	Paid-up Equity Share Capital (Face Value of the Share ₹ 10/-)	**1,699.98**	1,699.98	1,269.98	1,699.98
15	Reserve excluding Revaluation Reserves as per Balance Sheet of Previous Accounting Year	---	---	---	13,547.89
16 i	**Earnings Per Share (EPS) (before Extraordinary and Exceptional Items) (of ₹ 10/- each) (not annualised):**				
	(a) Basic	**1.43**	1.26	1.55	5.14
	(b) Diluted	**1.38**	1.26	1.55	5.01

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.

PART I : STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2013					
					(₹ in Lakhs)
	Particulars	Quarter Ended 30/06/2013	Quarter Ended 31/03/2013	Quarter Ended 30/06/2012	Year Ended 31/03/2013
		(Unaudited)	(Audited) Refer Note 2	(Unaudited)	(Audited)
ii	**Earnings Per Share (EPS) (after Extraordinary and Exceptional Items) (of ₹10/- each) (not annualised):**				
	(a) Basic	**1.43**	1.26	1.55	5.14
	(b) Diluted	**1.38**	1.26	1.55	5.01

PART II : SELECT INFORMATION FOR THE QUARTER ENDED JUNE 30, 2013					
	Particulars	Quarter Ended 30/06/2013	Quarter Ended 31/03/2013	Quarter Ended 30/06/2012	Year Ended 31/03/2013
A	**PARTICULARS OF SHAREHOLDING**				
1	Public shareholding				
	- Number of shares	**1,33,62,806**	1,33,62,806	1,00,62,806	1,33,62,806
	- Percentage of shareholding	**78.60**	78.60	79.24	78.60
2	Promoters and Promoter Group Shareholding				
	a) Pledged / Encumbered				
	- Number of Shares	**14,25,000**	7,00,000	2,00,000	7,00,000
	- Percentage of Shares (as a % of the total shareholding of Promoter and Promoter Group)	**39.18**	19.25	7.58	19.25
	- Percentage of Shares (as a % of the total share capital of the Company)	**8.38**	4.12	1.57	4.12
	b) Non – Encumbered				
	- Number of Shares	**22,12,023**	29,37,023	24,37,023	29,37,023
	- Percentage of Shares (as a % of the total shareholding of the Promoter and Promoter Group)	**60.82**	80.75	92.42	80.75
	- Percentage of Shares (as a % of the total share capital of the Company)	**13.02**	17.28	19.19	17.28

	Particulars	Quarter Ended 30/06/2013
B	**INVESTOR COMPLAINTS**	
	Pending at the beginning of the Quarter	**Nil**
	Received during the Quarter	**Nil**
	Disposed of during the Quarter	**Nil**
	Remaining unresolved at the end of the Quarter	**Nil**

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.

Notes:

1. The above financial results of the Company for the quarter ended June 30, 2013, have been reviewed by the Audit Committee on August 8, 2013 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 the Listing Agreement.

2. As per Clause 41 of the Listing Agreement, figures of the previous quarter ended March 31, 2013 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 Earning Per Share (EPS) for the quarter under review, for the immediately preceding quarter and previous year are not comparable with the corresponding quarter of the previous year as the EPS for these periods have been calculated based on enhanced paid-up share capital.

4. Finance cost for the quarter under review is lower mainly due to gain on foreign exchange fluctuations.

5. Diluted EPS does not include provision for conversion of ESOPs, being anti-dilutive in nature.

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

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

For **Zicom Electronic Security Systems Ltd.**

Manohar Bidaye
Chairman

Place: Mumbai
Date: August 8, 2013

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.

PART I : STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2013

(₹ in Lakhs)

	Particulars	Quarter Ended 30/06/2013 (Unaudited)	Quarter Ended 31/03/2013 (Audited) Refer Note 2	Quarter Ended 30/06/2012 (Unaudited)	Year Ended 31/03/2013 (Audited)
1	**Income from Operations**				
	(a) Net Sales / Income from Operations (Net of Excise Duty)	**17,178.88**	20,774.16	11,537.54	69,129.55
	(b) Other Operating Income	---	---	---	---
	Total Income from Operations (Net)	**17,178.88**	20,774.16	11,537.54	69,129.55
2	**Expenses**				
	(a) Cost of Materials consumed / Purchase of Stock-in-Trade	**14,335.32**	16,627.58	8,984.17	54,437.45
	(b) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	**(1,092.25)**	(805.04)	85.37	(26.59)
	(c) Employee Benefits Expense	**1,162.34**	1,173.34	735.04	3,739.08
	(d) Depreciation and Amortisation Expense	**579.93**	513.74	332.32	1,807.76
	(e) Other Expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	**737.90**	699.27	451.87	2,725.22
	Total Expenses	**15,723.24**	18,208.89	10,588.77	62,682.92
3	**Profit / (Loss) from Operations before Other Income, Finance Costs and Exceptional Items (1-2)**	**1,455.64**	2,565.27	948.77	6,446.63
4	Other Income	**128.60**	59.27	53.07	231.04
5	**Profit / (Loss) from Ordinary Activities before Finance Costs and Exceptional Items (3 ± 4)**	**1,584.24**	2,624.54	1,001.84	6,677.67
6	Finance Costs	**662.73**	799.26	412.89	2,518.36
7	**Profit / (Loss) from Ordinary Activities after Finance Costs but before Exceptional Items (5 ± 6)**	**921.51**	1,825.28	588.95	4,159.31
8	Exceptional Items	---	---	---	---
9	**Profit / (Loss) from Ordinary Activities before Tax (7 ± 8)**	**921.51**	1,825.28	588.95	4,159.31
10	**Tax Expense**				
	Current Tax	**162.68**	104.78	29.70	260.78
	Deferred Tax	**(36.13)**	243.12	16.87	208.86
	Earlier Years	---	---	---	---
11	**Net Profit / (Loss) from Ordinary Activities after Tax (9 ± 10)**	**794.96**	1,477.38	542.38	3,689.67
12	Extraordinary Items (Net of Tax Expense ₹ __–__ Lakhs)	---	---	---	---
13	**Net Profit / (Loss) for the Period (11 ± 12)**	**794.96**	1,477.38	542.38	3,689.67
14	Share of Profit / (Loss) of Associates	---	---	---	---
15	Minority Interest	**44.19**	232.86	109.56	657.67
16	**Net Profit / (Loss) after Taxes, Minority Interest and Share of Profit / (Loss) of Associates (13±14±15)**	**750.77**	1,244.52	432.82	3,032.00
17	Paid-up Equity Share Capital (Face Value of the Share ₹ 10/-)	**1,699.98**	1,699.98	1,269.98	1,699.98
18	Reserve excluding Revaluation Reserves as per Balance Sheet of Previous Accounting Year	---	---	---	22,452.85

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.

PART I : STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2013

(₹ in Lakhs)

	Particulars	Quarter Ended 30/06/2013 (Unaudited)	Quarter Ended 31/03/2013 (Audited) Refer Note 2	Quarter Ended 30/06/2012 (Unaudited)	Year Ended 31/03/2013 (Audited)
19 i	**Earnings Per Share (EPS) (before Extraordinary and Exceptional Items) (of ₹ 10/- each) (not annualised):**				
	(a) Basic	**4.42**	7.60	3.41	19.23
	(b) Diluted	**4.27**	7.49	3.41	18.73
ii	**Earnings Per Share (EPS) (after Extraordinary and Exceptional Items) (of ₹ 10/- each) (not annualised):**				
	(a) Basic	**4.42**	7.60	3.41	19.23
	(b) Diluted	**4.27**	7.49	3.41	18.73

PART II : SELECT INFORMATION FOR THE QUARTER ENDED JUNE 30, 2013

	Particulars	Quarter Ended 30/06/2013	Quarter Ended 31/03/2013	Quarter Ended 30/06/2012	Year Ended 31/03/2013
A	**PARTICULARS OF SHAREHOLDING**				
1	Public Shareholding				
	- Number of shares	**1,33,62,806**	1,33,62,806	1,00,62,806	1,33,62,806
	- Percentage of shareholding	**78.60**	78.60	79.24	78.60
2	Promoters and Promoter Group Shareholding				
	a) Pledged / Encumbered				
	- Number of Shares	**14,25,000**	7,00,000	2,00,000	7,00,000
	- Percentage of Shares (as a % of the total shareholding of Promoter and Promoter Group)	**39.18**	19.25	7.58	19.25
	- Percentage of Shares (as a % of the total share capital of the Company)	**8.38**	4.12	1.57	4.12
	b) Non - Encumbered				
	- Number of Shares	**22,12,023**	29,37,023	24,37,023	29,37,023
	- Percentage of Shares (as a % of the total shareholding of the Promoter and Promoter Group)	**60.82**	80.75	92.42	80.75
	- Percentage of Shares (as a % of the total share capital of the Company)	**13.02**	17.28	19.19	17.28

	Particulars	Quarter Ended 30/06/2013
B	**INVESTOR COMPLAINTS**	
	Pending at the beginning of the Quarter	**Nil**
	Received during the Quarter	**Nil**
	Disposed of during the Quarter	**Nil**
	Remaining unresolved at the end of the Quarter	**Nil**

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.

Notes:

1. The above financial results of the Company, on consolidated basis, for the quarter ended June 30, 2013, have been reviewed by the Audit Committee on August 8, 2013 and approved by the Board at its meeting held on even date. The Statutory Auditors have conducted a limited review of the standalone financial results as per the Listing Agreement.

2. As per Clause 41 of the Listing Agreement, figures of the previous quarter ended March 31, 2013 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. During the quarter under review the Company's entitlement in the economic interest in its subsidiary Unisafe Fire Protection Specialists LLC, Dubai, has increased from 80% to 95% as a result of Buy-back of economic interest of the local partner.

4. The Earning Per Share (EPS) for the quarter under review, for the immediately preceding quarter and previous year are not comparable with the corresponding quarter of the previous year as the EPS for these periods have been calculated based on enhanced paid-up share capital.

5. Finance cost for the quarter under review is lower mainly due to gain on foreign exchange fluctuations.

6. Diluted EPS does not include provision for conversion of ESOPs, being anti-dilutive in nature.

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

8. 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) Zicom CNA Automation Limited
   (f) Unisafe Fire Protection Specialists Singapore Pte. Ltd., Singapore
   (g) Zicom Projects Pte. Ltd., Singapore

9. The standalone results will be available on the Company's website www.zicom.com.

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

11. Standalone Details: (₹ in Lakhs)

Particulars	Quarter Ended 30/06/2013	Quarter Ended 31/03/2013 Refer Note 2	Quarter Ended 30/06/2012	Year Ended 31/03/2013
Turnover	**6,256.25**	8,276.38	4,867.72	26,641.28
Profit Before Tax	**360.03**	375.44	291.50	1,262.52
Profit After Tax and Extraordinary Items	**243.17**	213.84	196.91	810.46

For **Zicom Electronic Security Systems Ltd.**

Manohar Bidaye
Chairman

Place: Mumbai
Date: August 8, 2013