Feel Safe

Zicom Electronic Security Systems Ltd.
501, Silver Metroplis,
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
CIN : L32109MH1994PLC083391

August 12, 2014

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 August 1, 2014, 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, 2014, 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

FROM :ZICOM FAX NO. :42904291 12 Aug. 2014 4:16PM P1

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.
Tel: +91 22 4290 4290; **Fax:** +91 22 4290 4291; **Website:** www.zicom.com; **CIN:** L32109MH1994PLC083391

PART I : STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2014

(₹ in Lakhs)

	Particulars	Quarter Ended 30/06/2014 (Unaudited)	Quarter Ended 31/03/2014 (Audited) Refer Note 2	Quarter Ended 30/06/2013 (Unaudited)	Year Ended 31/03/2014 (Audited)
1	**Income from Operations**				
	(a) Net Sales / Income from Operations (Net of Excise Duty)	7,778.40	10,514.02	6,256.25	32,306.34
	(b) Other Operating Income	---	---	---	---
	Total Income from Operations (Net)	7,778.40	10,514.02	6,256.25	32,306.34
2	**Expenses**				
	(a) Cost of Materials consumed / Purchase of Stock-in-Trade	6,585.47	9,523.06	5,843.87	28,377.70
	(b) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	(17.25)	(222.78)	(494.78)	(693.19)
	(c) Employee Benefits Expense	170.79	235.71	176.69	795.97
	(d) Depreciation and Amortisation Expense	180.87	190.57	197.23	774.64
	(e) Other Expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	246.88	292.59	189.51	1,216.29
	Total Expenses	7,166.76	10,019.15	5,912.52	30,471.41
3	**Profit / (Loss) from Operations before Other Income, Finance Costs and Exceptional Items (1-2)**	611.64	494.87	343.73	1,834.93
4	Other Income	114.69	247.08	127.26	644.48
5	**Profit / (Loss) from Ordinary Activities before Finance Costs and Exceptional Items (3 ± 4)**	726.33	741.95	470.99	2,479.41
6	Finance Costs	311.07	382.33	110.96	972.65
7	**Profit / (Loss) from Ordinary Activities after Finance Costs but before Exceptional Items (5 ± 6)**	415.26	359.62	360.03	1,506.76
8	Exceptional Items	---	517.76	---	517.76
9	**Profit / (Loss) from Ordinary Activities before Tax (7 ± 8)**	415.26	(158.14)	360.03	989.00
10	**Tax Expense**				
	Current Tax	173.10	(197.50)	150.60	271.40
	Deferred Tax	(44.84)	(2.59)	(33.74)	(97.69)
	Earlier Years	---	---	---	---
11	**Net Profit / (Loss) from Ordinary Activities after Tax (9 ± 10)**	287.00	41.95	243.17	815.29
12	Extraordinary Items (Net of Tax Expense ₹ --- Lakhs)	---	---	---	---
13	**Net Profit / (Loss) for the Period (11 ± 12)**	287.00	41.95	243.17	815.29
14	Paid-up Equity Share Capital (Face Value of the Share ₹ 10/-)	1,759.98	1,759.98	1,699.98	1,759.98
15	Reserve excluding Revaluation Reserves as per Balance Sheet of Previous Accounting Year	---	---	---	14,579.18
16 i	**Earnings Per Share (EPS) (before Extraordinary and Exceptional Items) (of ₹ 10/- each) (not annualised):**				
	(a) Basic	1.63	3.22	1.43	7.75
	(b) Diluted	1.63	3.22	1.38	7.75

ZICOM ELECTRONIC SECURITY SYSTEMS LTD.

FROM :ZICOM FAX NO. :42904291 12 Aug. 2014 4:17PM P2

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.
Tel: +91 22 4290 4290; Fax: +91 22 4290 4291; Website: www.zicom.com; CIN: L32109MH1994PLC083391

PART I : STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2014

(₹ in Lakhs)

	Particulars	Quarter Ended 30/06/2014	Quarter Ended 31/03/2014	Quarter Ended 30/06/2013	Year Ended 31/03/2014
		(Unaudited)	(Audited) Refer Note 2	(Unaudited)	(Audited)
ii	**Earnings Per Share (EPS) (after Extraordinary and Exceptional Items) (of ₹10/- each) (not annualised):**				
	(a) Basic	1.63	0.21	1.43	4.74
	(b) Diluted	1.63	0.21	1.38	4.74

PART II : SELECT INFORMATION FOR THE QUARTER ENDED JUNE 30, 2014

	Particulars	Quarter Ended 30/06/2014	Quarter Ended 31/03/2014	Quarter Ended 30/06/2013	Year Ended 31/03/2014
A	**PARTICULARS OF SHAREHOLDING**				
1	Public shareholding				
	- Number of shares	1,33,62,806	1,33,62,806	1,33,62,806	1,33,62,806
	- Percentage of shareholding	75.93	75.93	78.60	75.93
2	Promoters and Promoter Group Shareholding				
	a) Pledged / Encumbered				
	- Number of Shares	17,25,000	16,25,000	14,25,000	16,25,000
	- Percentage of Shares (as a % of the total shareholding of Promoter and Promoter Group)	40.71	38.35	39.18	38.35
	- Percentage of Shares (as a % of the total share capital of the Company)	9.80	9.23	8.38	9.23
	b) Non – Encumbered				
	- Number of Shares	25,12,023	26,12,023	22,12,023	26,12,023
	- Percentage of Shares (as a % of the total shareholding of the Promoter and Promoter Group)	59.29	61.65	60.82	61.65
	- Percentage of Shares (as a % of the total share capital of the Company)	14.27	14.84	13.02	14.84

	Particulars	Quarter Ended 30/06/2014
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 LTD.

FROM :ZICOM FAX NO. :42904291 12 Aug. 2014 4:17PM P3

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.
Tel: +91 22 4290 4290; **Fax:** +91 22 4290 4291; **Website:** www.zicom.com; **CIN:** L32109MH1994PLC083391

Notes:

1. The above financial results of the Company for the quarter ended June 30, 2014, have been reviewed by the Audit Committee on August 12, 2014 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, 2014 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. As per the requirements of the Companies Act, 2013:

   a. the Company has re-assessed the remaining useful life of the fixed assets in accordance with the provisions of Schedule II of the Act as per the transitional provisions, the Company has adjusted a sum of ₹ 45.02 lakhs (net of deferred tax) from the opening balance of retailed earnings.

   b. The Depreciation charged for the quarter would have been higher by ₹ 5.59 lakhs at the previous assessed useful life being continued.

4. Finance cost for the quarter under review is higher compared to corresponding quarter of the previous year mainly due to gain on foreign exchange fluctuations of ₹ 1.42 lakhs in the current quarter as compared to ₹ 136.03 lakhs in the corresponding previous quarter.

5. 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.

6. The Pledged / Encumbered Shares shown under Part II, are only towards collateral security for working capital facilities provided by the Bankers to the Company and its subsidiaries.

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

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

For Zicom Electronic Security Systems Ltd.

Manohar Bidaye
Chairman

Place: Mumbai
Date: August 12, 2014

FROM :ZICOM FAX NO. :42904291 12 Aug. 2014 4:18PM P4

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.
Tel: +91 22 4290 4290; Fax: +91 22 4290 4291; Website: www.zicom.com; CIN: L32109MH1994PLC083391

PART I : STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2014

(₹ In Lakhs)

	Particulars	Quarter Ended 30/06/2014 (Unaudited)	Quarter Ended 31/03/2014 (Audited) Refer Note 2	Quarter Ended 30/06/2013 (Unaudited)	Year Ended 31/03/2014 (Audited)
1	**Income from Operations**				
	(a) Net Sales / Income from Operations (Net of Excise Duty)	22,078.73	30,559.24	17,178.88	92,609.57
	(b) Other Operating Income	---	---	---	---
	Total Income from Operations (Net)	22,078.73	30,559.24	17,178.88	92,609.57
2	**Expenses**				
	(a) Cost of Materials consumed / Purchase of Stock-in-Trade	17,095.44	21,300.16	14,335.32	71,919.32
	(b) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	(656.95)	2,271.63	(1,092.25)	(708.56)
	(c) Employee Benefits Expense	1,760.56	2,108.87	1,162.34	6,170.33
	(d) Depreciation and Amortisation Expense	744.03	644.29	579.93	2,492.84
	(e) Other Expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	882.50	1,443.72	737.90	4,384.70
	Total Expenses	19,825.58	27,768.67	15,723.24	84,258.63
3	**Profit / (Loss) from Operations before Other Income, Finance Costs and Exceptional Items (1-2)**	2,253.15	2,790.57	1,455.64	8,350.94
4	Other Income	20.12	196.91	128.60	253.19
5	**Profit / (Loss) from Ordinary Activities before Finance Costs and Exceptional Items (3 ± 4)**	2,273.27	2,987.48	1,584.24	8,604.13
6	Finance Costs	1,202.67	1,219.14	662.73	3,493.51
7	**Profit / (Loss) from Ordinary Activities after Finance Costs but before Exceptional Items (5 ± 6)**	1,070.60	1,768.34	921.51	5,110.62
8	Exceptional Items	---	459.55	---	459.55
9	**Profit / (Loss) from Ordinary Activities before Tax (7 ± 8)**	1,070.60	1,308.79	921.51	4,651.07
10	**Tax Expense**				
	Current Tax	182.00	(213.89)	162.68	289.67
	Deferred Tax	(29.89)	15.75	(36.13)	(100.84)
	Earlier Years	---	---	---	---
11	**Net Profit / (Loss) from Ordinary Activities after Tax (9 ± 10)**	918.49	1,506.93	794.96	4,462.24
12	Extraordinary Items (Net of Tax Expense ₹ --- Lakhs)	---	---	---	---
13	**Net Profit / (Loss) for the Period (11 ± 12)**	918.49	1,506.93	794.96	4,462.24
14	Share of Profit / (Loss) of Associates	---	---	---	---
15	Minority Interest	55.64	100.38	44.19	267.98
16	**Net Profit / (Loss) after Taxes, Minority Interest and Share of Profit / (Loss) of Associates (13±14±15)**	862.85	1,406.55	750.77	4,194.26

ZICOM ELECTRONIC SECURITY SYSTEMS LTD.

FROM :ZICOM FAX NO. :42904291 12 Aug. 2014 4:18PM P5

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.
Tel: +91 22 4290 4290; **Fax:** +91 22 4290 4291; **Website:** www.zicom.com; **CIN:** L32109MH1994PLC083391

PART I : STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2014

(₹ in Lakhs)

	Particulars	Quarter Ended 30/06/2014 (Unaudited)	Quarter Ended 31/03/2014 (Audited) Refer Note 2	Quarter Ended 30/06/2013 (Unaudited)	Year Ended 31/03/2014 (Audited)
17	Paid-up Equity Share Capital (Face Value of the Share ₹ 10/-)	1,759.98	1,759.98	1,699.98	1,759.98
18	Reserve excluding Revaluation Reserves as per Balance Sheet of Previous Accounting Year	---	---	---	25,475.44
19 i	**Earnings Per Share (EPS) (before Extraordinary and Exceptional Items) (of ₹ 10/- each) (not annualised):**				
	(a) Basic	4.90	10.72	4.42	27.06
	(b) Diluted	4.90	10.72	4.27	27.06
ii	**Earnings Per Share (EPS) (after Extraordinary and Exceptional Items) (of ₹ 10/- each) (not annualised):**				
	(a) Basic	4.90	8.05	4.42	24.39
	(b) Diluted	4.90	8.05	4.27	24.39

PART II : SELECT INFORMATION FOR THE QUARTER ENDED JUNE 30, 2014

	Particulars	Quarter Ended 30/06/2014	Quarter Ended 31/03/2014	Quarter Ended 30/06/2013	Year Ended 31/03/2014
A	**PARTICULARS OF SHAREHOLDING**				
1	Public Shareholding				
	- Number of shares	1,33,62,806	1,33,62,806	1,33,62,806	1,33,62,806
	- Percentage of shareholding	75.93	75.93	78.60	75.93
2	Promoters and Promoter Group Shareholding				
	a) Pledged / Encumbered				
	- Number of Shares	17,25,000	16,25,000	14,25,000	16,25,000
	- Percentage of Shares (as a % of the total shareholding of Promoter and Promoter Group)	40.71	38.35	39.18	38.35
	- Percentage of Shares (as a % of the total share capital of the Company)	9.80	9.23	8.38	9.23
	b) Non - Encumbered				
	- Number of Shares	25,12,023	26,12,023	22,12,023	26,12,023
	- Percentage of Shares (as a % of the total shareholding of the Promoter and Promoter Group)	59.29	61.65	60.82	61.65
	- Percentage of Shares (as a % of the total share capital of the Company)	14.27	14.84	13.02	14.84

	Particulars	Quarter Ended 30/06/2014
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 LTD.

FROM :ZICOM FAX NO. :42904291 12 Aug. 2014 4:19PM P6

Zicom Electronic Security Systems Limited
Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400 063.
Tel: +91 22 4290 4290; Fax: +91 22 4290 4291; Website: www.zicom.com; CIN: L32109MH1994PLC083391

Notes:

1. The above financial results of the Company, on consolidated basis, for the quarter ended June 30, 2014, have been reviewed by the Audit Committee on August 12, 2014 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, 2014 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. As per the requirements of the Companies Act, 2013:
   a. the Company has re-assessed the remaining useful life of the fixed assets in accordance with the provisions of Schedule II of the Act as per the transitional provisions, the Company has adjusted a sum of ₹ 45.02 lakhs (net of deferred tax) from the opening balance of retailed earnings.
   b. the Depreciation charged for the quarter would have been higher by ₹ 5.59 lakhs at the previous assessed useful life being continued.
4. Finance cost for the quarter under review is higher compared to corresponding quarter of the previous year inter-alia due to gain on foreign exchange fluctuations of ₹ 1.42 lakhs in the current quarter as compared to ₹ 136.03 lakhs in the corresponding previous quarter in case of holding company viz. Zicom Electronic Security Systems Limited.
5. 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.
6. The Pledged / Encumbered Shares shown under Part II, are only towards collateral security for working capital facilities provided by the Bankers to the Company and its subsidiaries.
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) Unisafe Fire Protection Specialists Singapore Pte. Ltd., Singapore
   (f) Zicom Security 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 30/06/2014	Quarter Ended 31/03/2014 Refer Note 2	Quarter Ended 30/06/2013	Year Ended 31/03/2014
Turnover	**7,778.40**	10,514.02	6,256.25	32,306.34
Profit Before Tax	**415.26**	(158.14)	360.03	989.00
Profit After Tax and Extraordinary Items	**287.00**	41.95	243.17	815.29

For Zicom Electronic Security Systems Ltd.

Manohar Bidaye
Chairman

Place: Mumbai
Date: August 12, 2014

FROM :ZICOM FAX NO. :42904291 12 Aug. 2014 4:20PM P7