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: 1-800-22-4567 / 1-800-270-4567

February 9, 2012

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 January 31, 2012, intimating you of the Board Meeting to be held today inter-alia for approval of Unaudited Financial Results of the Company for the quarter and nine months ended December 31, 2011, 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. The standalone results have been limitedly reviewed by the Statutory Auditors as required.

We further inform you that at the said Board Meeting, the Board has also approved to reappoint Mr. Pramoud Rao as Managing Director of the Company for a period of five years from March 1, 2012; and remuneration thereof.

Further, the 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 400063.

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER / NINE MONTHS ENDED DECEMBER 31, 2011 (STANDALONE)

(₹ in Lakhs)

Sr. No.	Particulars	Quarter Ended December 31, 2011	Quarter Ended December 31, 2010	Quarter Ended September 30, 2011	Nine Months Ended December 31, 2011	Nine Months Ended December 31, 2010	Year Ended March 31, 2011
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	a) Net Sales / Income from Operations	**5,637.78**	4,480.23	5,023.77	**14,927.54**	5,843.44	11,574.86
	b) Other Operating Income	---	---	---	---	---	---
2	Expenditure						
	a) (Increase) / Decrease in Stock in Trade / Work in Progress	**(243.96)**	(552.23)	(342.96)	**(569.34)**	(513.91)	(1,201.04)
	b) Consumption of Raw Materials / Purchase of Traded Goods	**4,862.27**	4,039.57	4,451.67	**12,615.80**	5,422.18	10,912.44
	c) Employees Cost	**164.58**	176.39	178.75	**519.69**	364.85	518.44
	d) Depreciation	**300.67**	247.17	300.48	**899.01**	549.66	894.58
	e) Other Expenditure	**304.55**	409.55	244.62	**756.38**	965.58	1,300.51
	f) Total	**5,388.11**	4,320.45	4,832.56	**14,221.54**	6,788.36	12,424.93
	(Any item exceeding 10% of the total expenditure to be shown separately)						
3	Profit from Operations before Other Income, Interest & Exceptional Items (1-2)	**249.67**	159.78	191.21	**706.00**	(944.92)	(850.07)
4	Other Income	**9.52**	13.36	2.24	**11.99**	65.49	86.35
5	Profit Before Interest & Exceptional Items (3+4)	**259.19**	173.14	193.45	**717.99**	(879.43)	(763.72)
6	Interest	**17.68**	132.20	35.24	**193.05**	535.54	600.10
7	Profit After Interest but Before Exceptional Items (5-6)	**241.51**	40.94	158.21	**524.94**	(1,414.97)	(1,363.82)
8	Exceptional Items	**(193.87)**	---	---	**(193.87)**	---	---
9	Profit (+) / Loss (-) from Ordinary Activities Before Tax (7+8)	**47.64**	40.94	158.21	**331.07**	(1,414.97)	(1,363.82)
10	Tax Expense						
	Current Tax	**9.27**	---	30.18	**64.45**	---	---
	Deferred Tax	**26.34**	(152.55)	21.60	**60.21**	191.13	(34.80)
	Earlier Years	---	---	---	---	---	(115.02)
11	Net Profit (+) / Loss (-) from Ordinary Activities After Tax (9-10)	**12.03**	193.49	106.43	**206.41**	(1,606.10)	(1,214.00)
12	Extraordinary Items (Net of Tax Expense ₹ 330 lakhs)	---	(285.01)	---	---	2,703.10	2,671.90
13	Net Profit (+) / Loss (-) for the Period (11-12)	**12.03**	(91.52)	106.43	**206.41**	1,097.00	1,457.90
14	Paid-up Equity Share Capital (Face Value of the share ₹10/-)	**1,269.98**	1,269.98	1,269.98	**1,269.98**	1,269.98	1,269.98
15	Reserves excluding Revaluation Reserves as per Balance Sheet of Pervious Accounting Year	---	---	---	---	---	11,268.78

ZICOM ELECTRONIC SECURITY SYSTEMS LTD MUMBAI

Zicom Electronic Security Systems Limited

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UNAUDITED FINANCIAL RESULTS FOR THE QUARTER / NINE MONTHS ENDED DECEMBER 31, 2011 (STANDALONE)

(₹ in Lakhs)

Sr. No.	Particulars	Quarter Ended December 31, 2011	Quarter Ended December 31, 2010	Quarter Ended September 30, 2011	Nine Months Ended December 31, 2011	Nine Months Ended December 31, 2010	Year Ended March 31, 2011
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
16	Earning Per Share (EPS) (in ₹) before Extraordinary Items for the period, for the year to date and for the previous year (not to be annualized)						
	a) Basic	**0.10**	1.52	0.84	**1.63**	(12.65)	(12.16)
	b) Diluted	**0.10**	1.52	0.84	**1.63**	(12.65)	(12.16)
	Earning Per Share (EPS) (in ₹) after Extraordinary Items for the period, for the year to date and for the previous year (not to be annualized)						
	a) Basic	**0.10**	(0.72)	0.84	**1.63**	8.64	11.48
	b) Diluted	**0.10**	(0.72)	0.84	**1.63**	8.64	11.48
17	Public Shareholding						
	- No. of Shares	**99,53,756**	1,03,71,478	1,01,17,579	**99,53,756**	1,03,71,478	1,01,17,479
	- Percentage of Shareholding	**78.38**	81.67	79.67	**78.38**	81.67	79.67
18	Promoters and Promoter Group Shareholding						
	a) Pledged / Encumbered						
	- Number of Shares	**2,00,000**	9,25,000	2,00,000	**2,00,000**	9,25,000	7,00,000
	- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	**7.28**	39.73	7.75	**7.28**	39.73	27.11
	- Percentage of Shares (as a % of total share capital of the company)	**1.57**	7.28	1.57	**1.57**	7.28	5.51
	b) Non-Encumbered						
	- Number of Shares	**25,46,073**	14,03,351	23,82,250	**25,46,073**	14,03,351	18,82,350
	- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	**92.72**	60.27	92.25	**92.72**	60.27	72.89
	- Percentage of Shares (as a % of total share capital of the company)	**20.05**	11.05	18.76	**20.05**	11.05	14.82

Notes:

1. The above financial results of the Company for the quarter and nine months ended December 31, 2011, have been reviewed by the Audit Committee on February 9, 2012 and approved by the Board at its meeting held on even date. The Statutory Auditors have conducted a limited review of the results as per the Listing Agreement.

2. The cost of interest for the quarter under review is lower due to gain on account of foreign exchange fluctuations.

ZICOM ELECTRONIC SECURITY SYSTEMS LTD.

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400063.

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER / NINE MONTHS ENDED DECEMBER 31, 2011 (STANDALONE)

3. Exceptional Items at point no. 8 represents the adjustment to the final consideration receivable by the Company from Schneider Electric India Private Limited (SE) kept under Escrow as per the terms of Business Transfer Agreement (BTA) dated March 5, 2010.

4. The results for the nine months period under review are not comparable with the results for the corresponding previous nine months period, inter-alia because the later results included one month's working (i.e. April 2010) of the transferred business of the Company's BSG and SPG Divisions as per the Business Transfer Agreement (BTA) entered with Schneider Electric India Private Limited.

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

6. Diluted EPS includes provision for conversion of ESOPs and is not considered if anti-dilutive in nature.

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

8. Information on investor complaints pursuant to Clause 41 of the Listing Agreement for the quarter ended December 31, 2011:

Opening balance	Additions	Disposals	Closing balance
NIL	NIL	NIL	NIL

For **Zicom Electronic Security Systems Ltd.**

Manohar Bidaye
Chairman

Place: Mumbai
Date: February 9, 2012

Zicom Electronic Security Systems Limited

Reg. Office: 501, Silver Metropolis, Western Express Highway, Goregaon East, Mumbai 400063.

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER / NINE MONTHS ENDED DECEMBER 31, 2011 (CONSOLIDATED)

(₹ in Lakhs)

Sr. No.	Particulars	Quarter Ended December 31, 2011	Quarter Ended December 31, 2010	Quarter Ended September 30, 2011	Nine Months Ended December 31, 2011	Nine Months Ended December 31, 2010	Year Ended March 31, 2011
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	a) Net Sales / Income from Operations	**12,975.44**	9,794.04	10,976.65	**32,651.60**	24,225.11	37,336.74
	b) Other Operating Income	---	---	---	---	---	---
2	Expenditure						
	a) (Increase) / Decrease in Stock in Trade / Work in Progress	**(210.14)**	(110.95)	(301.94)	**(598.25)**	(505.87)	1,673.89
	b) Consumption of Raw Materials / Purchase of Traded Goods	**10,752.06**	7,651.98	9,169.24	**26,665.20**	19,837.11	28,528.83
	c) Employees Cost	**652.42**	715.53	560.91	**1,780.21**	1,845.03	2,499.00
	d) Depreciation	**361.17**	304.65	357.98	**1,076.27**	1,116.25	1,520.12
	e) Other Expenditure	**429.84**	595.61	474.43	**1,256.70**	1,719.73	2,236.18
	f) Total	**11,985.35**	9,156.82	10,260.62	**30,180.13**	24,012.25	36,458.02
	(Any item exceeding 10% of the total expenditure to be shown separately)						
3	Profit from Operations before Other Income, Interest & Exceptional Items (1-2)	**990.09**	637.22	716.03	**2,471.47**	212.86	878.72
4	Other Income	**15.22**	45.95	3.67	**19.28**	100.91	169.16
5	Profit Before Interest & Exceptional Items (3+4)	**1,005.31**	683.17	719.70	**2,490.75**	313.77	1,047.88
6	Interest	**281.86**	323.84	169.49	**746.95**	1,045.87	1,310.96
7	Profit After Interest but Before Exceptional Items (5-6)	**723.45**	359.33	550.21	**1,743.80**	(732.10)	(263.08)
8	Exceptional Items	**(193.87)**	---	---	**(193.87)**	(850.90)	(850.90)
9	Profit (+) / Loss (-) from Ordinary Activities Before Tax (7+8)	**529.58**	359.33	550.21	**1,549.93**	(1,583.00)	(1,113.98)
10	Tax Expense						
	Current Tax	**9.27**	---	30.18	**64.45**	---	---
	Deferred Tax	**20.43**	(152.55)	14.67	**44.94**	191.13	(34.80)
	Earlier Years	---	---	---	---	---	(115.02)
11	Net Profit (+) / Loss (-) from Ordinary Activities After Tax (9-10)	**499.88**	511.88	505.36	**1,440.54**	(1,774.13)	(964.16)
12	Extraordinary Items (Net of Tax Expense ₹ 330 lakhs)	---	(285.01)	---	---	5,757.72	5,722.58
12A	Less: Minority Interest in Net Profit of Subsidiaries	**108.19**	72.02	90.74	**278.05**	220.68	312.62
13	Net Profit (+) / Loss (-) for the Period (11-12)	**391.69**	154.85	414.62	**1,162.49**	3,762.91	4,445.80
14	Paid-up Equity Share Capital (Face Value of the share ₹10/-)	**1,269.98**	1,269.98	1,269.98	**1,269.98**	1,269.98	1,269.98
15	Reserves excluding Revaluation Reserves as per Balance Sheet of Pervious Accounting Year	---	---	---	---	---	15,271.73

ZICOM ELECTRONIC SECURITY SYSTEMS LTD. MUMBAI

Zicom Electronic Security Systems Limited

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UNAUDITED FINANCIAL RESULTS FOR THE QUARTER / NINE MONTHS ENDED DECEMBER 31, 2011 (CONSOLIDATED)

(₹ in Lakhs)

Sr. No.	Particulars	Quarter Ended December 31, 2011	Quarter Ended December 31, 2010	Quarter Ended September 30, 2011	Nine Months Ended December 31, 2011	Nine Months Ended December 31, 2010	Year Ended March 31, 2011
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
16	Earning Per Share (EPS) (in ₹) before Extraordinary Items for the period, for the year to date and for the previous year (not to be annualized)						
	a) Basic	**3.08**	3.46	3.27	**9.15**	(15.71)	(12.65)
	b) Diluted	**3.08**	3.46	3.27	**9.15**	(15.71)	(12.65)
	Earning Per Share (EPS) (in ₹) after Extraordinary Items for the period, for the year to date and for the previous year (not to be annualized)						
	a) Basic	**3.08**	1.22	3.27	**9.15**	29.63	35.01
	b) Diluted	**3.08**	1.23	3.27	**9.15**	29.63	35.01
17	Public Shareholding						
	- No. of Shares	**99,53,756**	1,03,71,478	1,01,17,579	**99,53,756**	1,03,71,478	1,01,17,479
	- Percentage of Shareholding	**78.38**	81.67	79.67	**78.38**	81.67	79.67
18	Promoters and Promoter Group Shareholding						
	a) Pledged / Encumbered						
	- Number of Shares	**2,00,000**	9,25,000	2,00,000	**2,00,000**	9,25,000	7,00,000
	- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	**7.28**	39.73	7.75	**7.28**	39.73	27.11
	- Percentage of Shares (as a % of total share capital of the company)	**1.57**	7.28	1.57	**1.57**	7.28	5.51
	b) Non-encumbered						
	- Number of Shares	**25,46,073**	14,03,351	23,82,250	**25,46,073**	14,03,351	18,82,350
	- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	**92.72**	60.27	92.25	**92.72**	60.27	72.89
	- Percentage of Shares (as a % of total share capital of the company)	**20.05**	11.05	18.76	**20.05**	11.05	14.82

Notes:

1. The above financial results of the Company on consolidated basis, for the quarter and nine months ended December 31, 2011, have been reviewed by the Audit Committee on February 9, 2012 and approved by the Board at its meeting held on even date. The Statutory Auditors have conducted a limited review of the results as per the Listing Agreement.

2. The cost of interest for the quarter under review is lower due to gain on account of foreign exchange fluctuations.

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UNAUDITED FINANCIAL RESULTS FOR THE QUARTER / NINE MONTHS ENDED DECEMBER 31, 2011 (CONSOLIDATED)

3. Exceptional Items at point no. 8 represents the adjustment to the final consideration receivable by the Company from Schneider Electric India Private Limited (SE) kept under Escrow as per the terms of Business Transfer Agreement (BTA) dated March 5, 2010.

4. The results for the nine months period under review are not comparable with the results for the corresponding previous nine months period, inter-alia because the later results included one month's workings (i.e. April 2010) of the transferred business of the Company's BSG and SPG Divisions as per the Business Transfer Agreement (BTA) entered with Schneider Electric India Private Limited.

5. Diluted EPS includes provision for conversion of ESOPs and is not considered being anti-dilutive in nature.

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

7. The Consolidated Financial Results for the quarter and nine months consists unaudited financial results of the Company and its following subsidiaries:

   (a) Unisafe Fire Protection Specialists LLC, Dubai, U.A.E. (Consolidated)
   (b) Zicom CNA Automation Limited
   (c) Zicom SaaS Private Limited

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

9. Previous quarter figures have been regrouped / rearranged wherever necessary.

10. Standalone details:

(Rs. in Lakhs)

Particulars	Quarter Ended December 31, 2011	Quarter Ended December 31, 2010	Quarter Ended September 30, 2011	Nine Months Ended December 31, 2011	Nine Months Ended December 31, 2010	Year Ended March 31, 2011
Turnover	**5,637.78**	4,480.23	5,023.77	**14,927.54**	5,843.44	11,574.86
Profit Before Tax	**47.64**	40.94	158.21	**331.07**	(1,414.97)	(1,363.82)
Profit After Tax and Extraordinary Items	**12.03**	(91.52)	106.43	**206.41**	1,097.00	1,457.90

11. Information on investor complaints pursuant to Clause 41 of the Listing Agreement for the quarter ended December 31, 2011:

Opening balance	Additions	Disposals	Closing balance
NIL	NIL	NIL	NIL

For **Zicom Electronic Security Systems Ltd.**

Manohar Bidaye
Chairman

Place: Mumbai
Date: February 9, 2012