Feel Safe

Zicom Electronic Security Systems Ltd.
501, Silver Metropolis,
Western Express Highway,
Goregaon (E), Mumbai - 400 063.
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Fax: +91 22 4290 4291
www.zicom.com
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February 12, 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 January 15, 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 and nine months ended December 31, 2012, 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 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.

PART I : STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2012

(₹ in Lakhs)

	Particulars	Quarter Ended 31/12/2012 (Unaudited)	Quarter Ended 30/09/2012 (Unaudited)	Quarter Ended 31/12/2011 (Unaudited)	Nine Months Ended 31/12/2012 (Unaudited)	Nine Months Ended 31/12/2011 (Unaudited)	Year Ended 31/03/2012 (Audited)
1	**Income from Operations**						
	(a) Net Sales / Income from Operations (Net of Excise Duty)	7,437.27	6,059.91	5,637.78	18,364.90	14,927.54	21,941.59
	(b) Other Operating Income	---	---	---	---	---	---
	Total Income from Operations (Net)	7,437.27	6,059.91	5,637.78	18,364.90	14,927.54	21,941.59
2	**Expenses**						
	(a) Cost of Materials consumed / Purchases of Stock-in-Trade	6,079.55	5,043.07	4,862.27	15,223.08	12,615.80	18,463.05
	(b) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	86.99	(41.96)	(243.96)	(100.24)	(569.34)	(761.66)
	(c) Employee Benefits Expense	173.76	194.75	164.58	529.97	519.69	703.82
	(d) Depreciation and Amortisation Expense	198.37	199.27	300.67	595.14	899.01	1,179.69
	(e) Other Expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	415.68	208.86	304.55	809.47	756.38	1,161.80
	Total Expenses	6,954.35	5,603.99	5,388.11	17,057.42	14,221.54	20,746.70
3	**Profit / (Loss) from Operations before Other Income, Finance Costs and Exceptional Items (1-2)**	482.92	455.92	249.67	1,307.48	706.00	1,194.89
4	Other Income	36.78	50.85	9.52	166.92	11.99	266.94
5	**Profit / (Loss) from Ordinary Activities before Finance Costs and Exceptional Items (3 + 4)**	519.70	506.77	259.19	1,474.40	717.99	1,461.83
6	Finance Costs	243.04	187.85	17.68	587.32	193.05	737.28
7	**Profit / (Loss) from Ordinary Activities after Finance Costs but before Exceptional Items (5 + 6)**	276.66	318.92	241.51	887.08	524.94	724.55
8	Exceptional Items	---	---	193.87	---	193.87	193.87
9	**Profit / (Loss) from Ordinary Activities before Tax (7 + 8)**	276.66	318.92	47.64	887.08	331.07	530.68
10	**Tax Expense**						
	Current Tax	93.80	32.50	9.27	156.00	64.45	54.10
	Deferred Tax	(4.66)	74.23	26.34	134.46	60.21	146.37
	Earlier Years	---	---	---	---	---	(25.09)
11	**Net Profit / (Loss) from Ordinary Activities after Tax (9 + 10)**	187.52	212.19	12.03	596.62	206.41	355.30
12	Extraordinary Items (Net of Tax Expense ₹ ___ Lakhs)	---	---	---	---	---	---
13	**Net Profit / (Loss) for the Period (11 + 12)**	187.52	212.19	12.03	596.62	206.41	355.30
14	Paid-up Equity Share Capital (Face Value of the Share ₹ 10/-)	1,699.98	1,699.98	1,269.98	1,699.98	1,269.98	1,269.98
15	Reserve excluding Revaluation Reserves as per Balance Sheet of Previous Accounting Year	---	---	---	---	---	11,476.49
16 i	**Earnings Per Share (EPS) (before Extraordinary and Exceptional Items) (of ₹ 10/- each) (not annualised):**						
	(a) Basic	1.07	1.32	0.10	3.88	1.63	4.32
	(b) Diluted	0.98	1.27	0.10	3.75	1.63	4.32

ZICOM ELECTRONIC SECURITY SYSTEMS LTD.

Zicom Electronic Security Systems Limited

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

PART I : STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2012

(₹ in Lakhs)

	Particulars	Quarter Ended 31/12/2012	Quarter Ended 30/09/2012	Quarter Ended 31/12/2011	Nine Months Ended 31/12/2012	Nine Months Ended 31/12/2011	Year Ended 31/03/2012
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
ii	**Earnings Per Share (EPS) (after Extraordinary and Exceptional Items) (of ₹10/- each) (not annualised):**						
	(a) Basic	**1.07**	1.26	0.10	**3.88**	1.63	2.80
	(b) Diluted	**0.98**	1.22	0.10	**3.75**	1.63	2.80

PART II : SELECT INFORMATION FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2012

	Particulars	Quarter Ended 31/12/2012	Quarter Ended 30/09/2012	Quarter Ended 31/12/2011	Nine Months Ended 31/12/2012	Nine Months Ended 31/12/2011	Year Ended 31/03/2012
A	**PARTICULARS OF SHAREHOLDING**						
1	Public Shareholding						
	- Number of Shares	**1,33,62,806**	1,33,62,806	99,53,756	**1,33,62,806**	99,53,756	1,00,62,806
	- Percentage of Shareholding	**78.60**	78.60	78.38	**78.61**	78.38	79.24
2	Promoters and Promoter Group Shareholding						
	a) Pledged / Encumbered						
	- Number of Shares	**2,00,000**	2,00,000	2,00,000	**2,00,000**	2,00,000	2,00,000
	- Percentage of Shares (as a % of the total shareholding of Promoter and Promoter Group)	**5.50**	5.50	7.28	**5.50**	7.28	7.58
	- Percentage of Shares (as a % of the total share capital of the Company)	**1.18**	1.18	1.57	**1.18**	1.57	1.57
	b) Non – Encumbered						
	- Number of Shares	**34,37,023**	34,37,023	25,46,073	**34,37,023**	25,46,073	24,37,023
	- Percentage of Shares (as a % of the total shareholding of the Promoter and Promoter Group)	**94.50**	94.50	92.72	**94.50**	92.72	92.42
	- Percentage of Shares (as a % of the total share capital of the Company)	**20.22**	20.22	20.05	**20.22**	20.05	19.19

	Particulars	Quarter Ended 31/12/2012
B	**INVESTOR COMPLAINTS**	
	Pending at the beginning of the Quarter	**NIL**
	Received during the Quarter	**5**
	Disposed of during the Quarter	**5**
	Remaining unresolved at the end of the Quarter	**NIL**

ZICOM ELECTRONIC SECURITY SYSTEMS LTD.

Zicom Electronic Security Systems Limited

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

Notes:

1. The above financial results of the Company for the quarter and nine months ended December 31, 2012, have been reviewed by the Audit Committee on February 12, 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. The Earning Per Share (EPS) for the quarter and nine months under review and for the immediately preceding quarter are not comparable with the other results as the EPS for these periods have been calculated based on enhanced paid-up share capital.

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

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

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

For **Zicom Electronic Security Systems Ltd.**

Manohar Bidaye
Chairman

Place: Mumbai
Date: February 12, 2013

Zicom Electronic Security Systems Limited

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

PART I : STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2012

(₹ in Lakhs)

	Particulars	Quarter Ended 31/12/2012 (Unaudited)	Quarter Ended 30/09/2012 (Unaudited)	Quarter Ended 31/12/2011 (Unaudited)	Nine Months Ended 31/12/2012 (Unaudited)	Nine Months Ended 31/12/2011 (Unaudited)	Year Ended 31/03/2012 (Audited)
1	**Income from Operations**						
	(a) Net Sales / Income from Operations (Net of Excise Duty)	**20,224.11**	16,593.74	12,975.44	**48,355.39**	32,651.60	48,405.04
	(b) Other Operating Income	---	---	---	---	---	---
	Total Income from Operations (Net)	**20,224.11**	16,593.74	12,975.44	**48,355.39**	32,651.60	48,405.04
2	**Expenses**						
	(a) Cost of Materials consumed / Purchase of Stock-in-Trade	**15,295.04**	13,530.66	10,752.06	**37,809.87**	26,665.20	39,649.87
	(b) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	**957.79**	(264.71)	(210.14)	**778.45**	(598.25)	(877.10)
	(c) Employee Benefits Expense	**915.05**	915.65	652.42	**2,565.74**	1,780.21	2,583.87
	(d) Depreciation and Amortisation Expense	**490.31**	471.39	361.17	**1,294.02**	1,076.27	1,432.74
	(e) Other Expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	**923.49**	650.59	429.84	**2,025.95**	1,256.70	2,000.43
	Total Expenses	**18,581.68**	15,303.58	11,985.35	**44,474.03**	30,180.13	44,789.81
3	**Profit / (Loss) from Operations before Other Income, Finance Costs and Exceptional Items (1-2)**	**1,642.43**	1,290.16	990.09	**3,881.36**	2,471.47	3,615.23
4	Other Income	**36.48**	82.22	15.22	**171.77**	19.28	156.73
5	**Profit / (Loss) from Ordinary Activities before Finance Costs and Exceptional Items (3 + 4)**	**1,678.91**	1,372.38	1,005.31	**4,053.13**	2,490.75	3,771.96
6	Finance Costs	**688.03**	618.18	281.86	**1,719.10**	746.95	1,386.11
7	**Profit / (Loss) from Ordinary Activities after Finance Costs but before Exceptional Items (5 + 6)**	**990.88**	754.20	723.45	**2,334.03**	1,743.80	2,385.85
8	Exceptional Items	---	---	193.87	---	193.87	193.87
9	**Profit / (Loss) from Ordinary Activities before Tax (7 + 8)**	**990.88**	754.20	529.58	**2,334.03**	1,549.93	2,191.98
10	**Tax Expense**						
	Current Tax	**93.80**	32.50	9.27	**156.00**	64.45	54.10
	Deferred Tax	**(73.86)**	22.73	20.43	**(34.26)**	44.94	60.56
	Earlier Years	---	---	---	---	---	(25.09)
11	**Net Profit / (Loss) from Ordinary Activities after Tax (9 + 10)**	**970.94**	698.97	499.88	**2,212.29**	1,440.54	2,102.41
12	Extraordinary Items (Net of Tax Expense ₹ ___ Lakhs)	---	---	---	---	---	---
13	**Net Profit / (Loss) for the Period (11 + 12)**	**970.94**	698.97	499.88	**2,212.29**	1,440.54	2,102.41
14	Share of Profit / (Loss) of Associates	---	---	---	---	---	---
15	Minority Interest	**176.71**	138.54	108.19	**424.81**	278.05	418.39
16	**Net Profit / (Loss) after Taxes, Minority Interest and Share of Profit / (Loss) of Associates (13+14+15)**	**794.23**	560.43	391.69	**1,787.48**	1,162.49	1,684.02
17	Paid-up Equity Share Capital (Face Value of the Share ₹ 10/-)	**1,699.98**	1,699.98	1,269.98	**1,699.98**	1,269.98	1,269.98
18	Reserve excluding Revaluation Reserves as per Balance Sheet of Previous Accounting Year	---	---	---	---	---	17,581.77

ZICOM ELECTRONIC SECURITY SYSTEMS LTD.

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PART I : STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2012

(₹ in Lakhs)

	Particulars	Quarter Ended 31/12/2012 (Unaudited)	Quarter Ended 30/09/2012 (Unaudited)	Quarter Ended 31/12/2011 (Unaudited)	Nine Months Ended 31/12/2012 (Unaudited)	Nine Months Ended 31/12/2011 (Unaudited)	Year Ended 31/03/2012 (Audited)
19 i	**Earnings Per Share (EPS) (before Extraordinary and Exceptional Items) (of ₹ 10/- each) (not annualised):**						
	(a) Basic	**4.80**	3.42	3.08	**11.63**	9.15	14.79
	(b) Diluted	**4.52**	3.31	3.08	**11.24**	9.15	14.79
ii	**Earnings Per Share (EPS) (after Extraordinary and Exceptional Items) (of ₹10/- each) (not annualised):**						
	(a) Basic	**4.80**	3.42	3.08	**11.63**	9.15	13.26
	(b) Diluted	**4.52**	3.31	3.08	**11.24**	9.15	13.26

PART II : SELECT INFORMATION FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2012

	Particulars	Quarter Ended 31/12/2012	Quarter Ended 30/09/2012	Quarter Ended 31/12/2011	Nine Months Ended 31/12/2012	Nine Months Ended 31/12/2011	Year Ended 31/03/2012
A	**PARTICULARS OF SHAREHOLDING**						
1	Public Shareholding						
	- Number of Shares	**1,33,62,806**	1,33,62,806	99,53,756	**1,33,62,806**	99,53,756	1,00,62,806
	- Percentage of Shareholding	**78.60**	78.60	78.38	**78.61**	78.38	79.24
2	Promoters and Promoter Group Shareholding						
	a) Pledged / Encumbered						
	- Number of Shares	**2,00,000**	2,00,000	2,00,000	**2,00,000**	2,00,000	2,00,000
	- Percentage of Shares (as a % of the total shareholding of Promoter and Promoter Group)	**5.50**	5.50	7.28	**5.50**	7.28	7.58
	- Percentage of Shares (as a % of the total share capital of the Company)	**1.18**	1.18	1.57	**1.18**	1.57	1.57
	b) Non – Encumbered						
	- Number of Shares	**34,37,023**	34,37,023	25,46,073	**34,37,023**	25,46,073	24,37,023
	- Percentage of Shares (as a % of the total shareholding of the Promoter and Promoter Group)	**94.50**	94.50	92.72	**94.50**	92.72	92.42
	- Percentage of Shares (as a % of the total share capital of the Company)	**20.22**	20.22	20.05	**20.22**	20.05	19.19

	Particulars	Quarter Ended 31/12/2012
B	**INVESTOR COMPLAINTS**	
	Pending at the beginning of the Quarter	**NIL**
	Received during the Quarter	**5**
	Disposed of during the Quarter	**5**
	Remaining unresolved at the end of the Quarter	**NIL**

ZICOM ELECTRONIC SECURITY SYSTEMS LTD.

Zicom Electronic Security Systems Limited

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Notes:

1. The above financial results of the Company for the quarter and nine months ended December 31, 2012, have been reviewed by the Audit Committee on February 12, 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. The results for the quarter and nine months under review are not comparable with the results for the corresponding preceding periods, as the current results includes workings of Phoenix International WLL, Qatar, a step-down subsidiary of the Company; and Unisafe Fire Protection Specialists Singapore Pte. Ltd., Singapore and Zicom Security Projects Pte. Ltd., Singapore, the wholly-owned subsidiaries of the Company.

3. The Earning Per Share (EPS) for the quarter and nine months under review and for the immediately preceding quarter are not comparable with the other results as the EPS for these periods have been calculated based on enhanced paid-up share capital.

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

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

6. The Consolidated Financial Results for the year consists unaudited financial results of the Company and its following subsidiaries:

   (a) Unisafe Fire Protection Specialists LLC, Dubai, U.A.E. (Consolidated)
   (b) Zicom SaaS Private Limited
   (c) Unisafe Fire Protection Specialists India Private Limited
   (d) Unisafe Fire Protection Specialists Singapore Pte. Ltd., Singapore
   (e) Phoenix International WLL, Qatar
   (f) Zicom Security Projects Pte. Ltd., Singapore
   (g) Zicom CNA Automation Limited

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

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

9. Standalone Details:

(₹ in Lakhs)

Particulars	Quarter Ended 31/12/2012	Quarter Ended 30/09/2012	Quarter Ended 31/12/2011	Nine Months Ended 31/12/2012	Nine Months Ended 31/12/2011	Year Ended 31/03/2012
Turnover	**7,437.27**	6,059.91	5,637.78	**18,364.90**	14,927.54	21,941.59
Profit Before Tax	**276.66**	318.92	47.64	**887.08**	331.07	530.68
Profit After Tax and Extraordinary Items	**187.52**	212.19	12.03	**596.62**	206.41	355.30

For **Zicom Electronic Security Systems Ltd.**

Manohar Bidaye
Chairman

Place: Mumbai
Date: February 12, 2013