



SANJAY DHOLAKIA & ASSOCIATES

COMPANY SECRETARIES

B.COM. LL.B. F.C.S.

213, Gr. Floor, Raghuleela Mall,
Behind Painsur Bus Depot,
Kandivali (West), Mumbai - 400 067.

☎ : 2807 3233
98700 31365

E-mail : sanjayrd65@yahoo.com

Date: 17th January, 2015

To,
The Chairman
ZICOM ELECTRONIC SECURITY SYSTEMS LIMITED
501, Silver Metropolis,
Western Express Highway, Goregaon (East),
Mumbai-400 063.

Dear Sir,

SCRUTINIZER REPORT

I, Sanjay R. Dholakia, a Practicing Company Secretary have been appointed as a Scrutinizer by ZICOM ELECTRONIC SECURITY SYSTEMS LIMITED and I have furnished and submitted my reports as per the provision of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rule 2014.

The Chairman for the Extra Ordinary General Meeting of the Company held on Friday, 16th January, 2015 appointed me as the Scrutinizer for the Poll conducted on the date of Extra Ordinary General Meeting and also the Company had appointed me Scrutinizer for the E-Voting facilities, provided by CDSL, for the E-Voting period was which commenced on 10th January, 2015 (09.30 a. m.) and ended on 12th January, 2015 (6.00 p. m.).

Based on my scrutiny, I am enclosing herewith my Report.

Thanking you,

Yours faithfully,

For SANJAY DHOLAKIA & ASSOCIATES

Dholakia Sanjay R.
(SANJAY R. DHOLAKIA)
Practicing Company Secretary
Encl.: as above





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I have issued Scrutinizer's Reports on E-Voting on 12th January, 2015 and on Poll taken by the Chairman at the Extraordinary General Meeting held on the 16th January, 2015. As requested by the Management, I submit herewith the combined report on the results of E-Voting and Poll as under:

| RESOLUTION ID | Resolutions | Votes in favour of the resolutions | | Votes in against of the resolutions | |
|---------------|---|------------------------------------|-------------------|-------------------------------------|--------------------|
| | | VOTE COUNT ASSENT | % OF ASSENT VOTES | VOTE COUNT DISSENT | % OF DISSENT VOTES |
| 1 | TO INCREASE THE LIMIT OF INVESTMENTS IN THE COMPANY'S SHARES AND SECURITIES BY NON-RESIDENT INDIAN (NRI)/ PERSONS OF INDIAN ORIGIN (PIO) UPTO 24% OF PAID-UP SHARE CAPITAL/ VALUE OF OTHER PERMISSIBLE SECURITIES OF THE COMPANY. | 8668395 | 100.00 | 0 | 0.00 |
| 2 | PREFERENTIAL ALLOTMENT UPTO 26,00,000 EQUITY SHARES TO NON-PROMOTER ENTITIES/PERSONS. | 8667945 | 99.99 | 450 | 0.01 |
| 3 | PREFERENTIAL ALLOTMENT UPTO 10,50,000 EQUITY SHARES TO PROMOTER GROUP COMPANIES. | 8667935 | 99.99 | 450 | 0.01 |

Note: Details of member having valid signature on the Ballot Paper / Form but has not casted his vote.

| FOLIO/DPIDCLID | SHAREHOLDER'S NAME | POLL NO | RESOLUTION NO. |
|------------------|------------------------|---------|----------------|
| 1201750000083651 | DINESH GOPALDAS BHATIA | 23 | 3 |

Thanking you,

For SANJAY DHOLAKIA & ASSOCIATES

Dholakia Sanjay R.
(SANJAY R. DHOLAKIA)
Practicing Company Secretary



Place : Mumbai
Date: 17th January, 2015

ZICOM ELECTRONIC SECURITY SYSTEMS LIMITED

COMBINED REPORT

| RESOLUTION_ID | OPTION_ID | OPTION_NAME | COMBINED (E-Voting + Poll) | | | | | |
|---------------|-----------|---|----------------------------|------------|------------------------------|----------------------------|-------------------|--------------------|
| | | | VOTER COUNT | VOTE COUNT | TOTAL VOTES (NO. OF MEMBERS) | TOTAL VOTES (NO. OF VOTES) | % OF ASSENT VOTES | % OF DISSENT VOTES |
| 1 | 1 | I/We assent to the resolution(For/ Yes/ Favour) | 60 | 8668395 | 60 | 8668395 | 100.00 | 0.00 |
| 1 | 2 | I/We dissent to the resolution(Against/ No) | 0 | 0 | | | | |
| 2 | 1 | I/We assent to the resolution(For/ Yes/ Favour) | 58 | 8667945 | 60 | 8668395 | 99.99 | 0.01 |
| 2 | 2 | I/We dissent to the resolution(Against/ No) | 2 | 450 | | | | |
| 3 | 1 | I/We assent to the resolution(For/ Yes/ Favour) | 57 | 8667935 | 59 | 8668385 | 99.99 | 0.01 |
| 3 | 2 | I/We dissent to the resolution(Against/ No) | 2 | 450 | | | | |

Note : Following is the member having valid signature on the ballot paper but has not casted his vote.

| FOLIO/DPIDCLID | SHAREHOLDER'S NAME | POLL NO | RESOLUTION NO. |
|------------------|------------------------|---------|----------------|
| 1201750000083651 | DINESH GOPALDAS BHATIA | 23 | 3 |

Place : Mumbai

Date: 17.01.2015

For SANJAY DHOLAKIA & ASSOCIATES

Dholakia Sanjay R
 (SANJAY R DHOLAKIA)
 Practising Company Secretary
 Proprietor

