

Corporate Governance Report

GENERAL SHAREHOLDERS' INFORMATION

i.	24th Annual General Meeting	
	Venue	Hotel Suba Galaxy, N. S. Phadke Road, Off Western Express Highway, Andheri (E), Mumbai 400069
	Time	3.30 p.m.
	Day	Monday
	Date	September 24, 2018
ii.	Financial Calendar (tentative) Audited Annual Results of previous year ended March 31, 2018	Fourth week of May 2018
	1 st quarter results for quarter ending June 2018	Second week of August 2018
	2 nd quarter results for quarter ending September 2018	Second week of November 2018
	3 rd quarter results for quarter ending December 2018	Second week of February 2019
	Last quarter results for quarter ending March 2019	End of May 2019
iii.	Financial year	April 1, 2018 to March 31, 2019
iv.	Book closure dates	Not Applicable
v.	Dividend payment / dispatch date for Financial Year 2017-18	Not Applicable
vi.	Listing of equity shares on Stock Exchanges	BSE Limited (BSE) P J Towers, Dalal Street, Fort, Mumbai 400001. National Stock Exchange of India Limited (NSE) Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai 400051.
vii.	Stock Codes	BSE: 531404 NSE: ZICOM
viii.	International Securities Identification Number (ISIN)	INE871B01014
ix.	Corporate Identity Number (CIN)	L32109MH1994PLC083391

i) The Company has paid the annual listing fees for the Financial Year 2017-18 to BSE Limited (BSE) and National Stock Exchange of India Limited (NSE).

ii) The Company has paid the annual custodial fees for the Financial Year 2017-18 to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

x. MARKET PRICE DATA for the Financial Year 2017-18

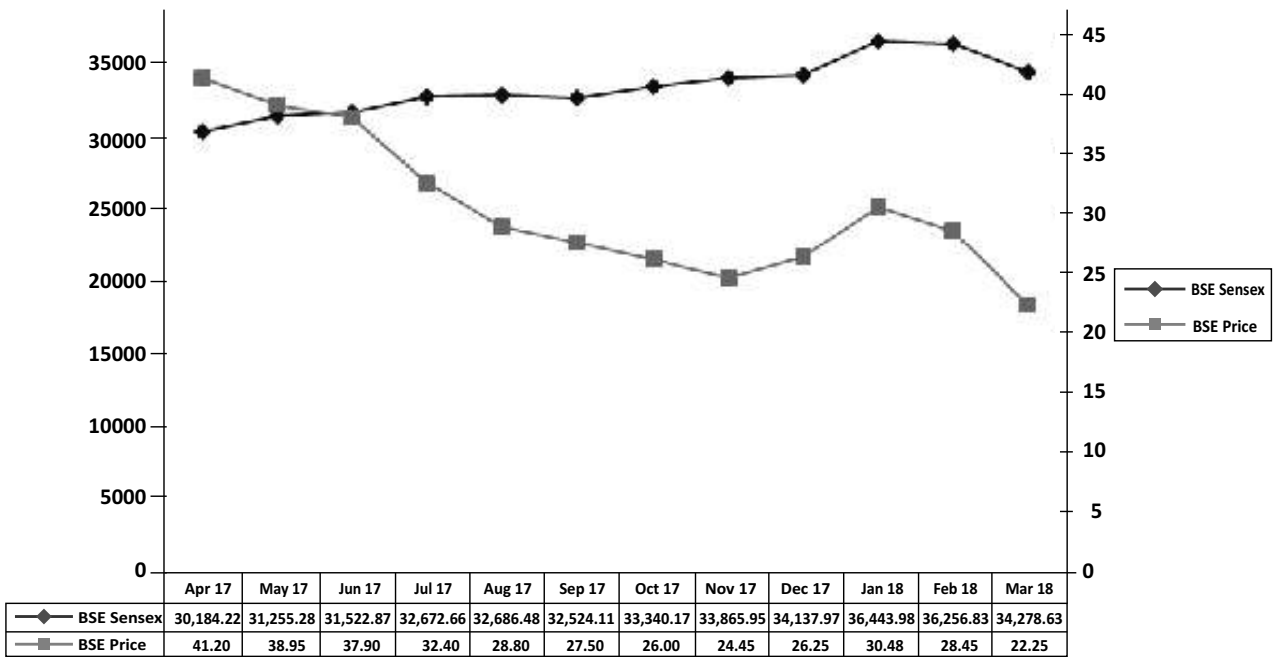
Month	BSE			NSE		
	Share Price		No. of Shares Traded	Share Price		No. of Shares Traded
	High (₹)	Low (₹)		High (₹)	Low (₹)	
April 2017	41.20	38.05	465,197	41.00	38.10	1,469,736
May 2017	38.95	23.15	477,463	38.85	23.40	1,587,899
June 2017	37.90	23.10	2,507,902	37.95	23.00	8,777,773
July 2017	32.40	26.50	597,598	32.35	26.60	2,070,619
August 2017	28.80	19.75	497,349	27.50	19.60	1,672,495
September 2017	27.50	19.75	1,257,840	27.55	19.65	4,962,375
October 2017	26.00	20.35	410,447	24.20	20.40	1,860,074
November 2017	24.45	19.10	1,362,157	24.50	19.15	6,068,902
December 2017	26.25	20.30	1,292,674	26.25	19.85	4,546,605
January 2018	30.40	23.20	2,439,019	30.45	23.15	9,606,244
February 2018	28.45	21.00	839,923	28.50	20.65	3,870,506
March 2018	22.25	15.10	575,696	22.30	15.25	1,733,411

Source: Websites of the respective Stock Exchange

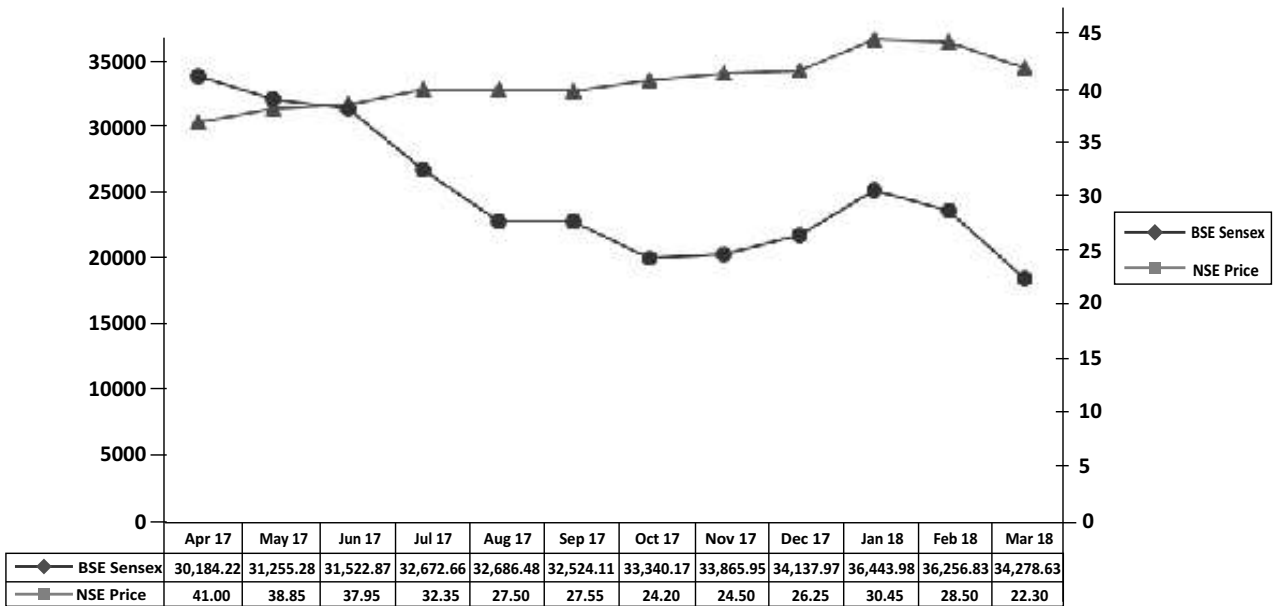
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Performance in comparison to broad based indices

BSE price



NSE price



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xi. Registrar and Share Transfer Agent

Bigshare Services Private Limited

1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis Apartments (next to Keys Hotel),
Marol Maroshi Road, Andheri East, Mumbai 400059.
Tel: (022) 62638200 Fax: (022) 62638299

Email: investor@bigshareonline.com

xii. Compliance Officer

Ms. Kunjan Trivedi

Company Secretary
501, Silver Metropolis, Western Express Highway,
Goregaon (East), Mumbai 400063.

Tel: (022) 4290 4290 Fax: (022) 4290 4291

Email: investors@zicom.com

xiii. Share Transfer System

Shares lodged for transfer at the Registrar and Transfer Agent

address are normally processed within prescribed time from the date of lodgement, if the documents are clear in all respects.

Pursuant to Regulation 40(10) of the Listing Regulations, certificates, on half-yearly basis, have been issued by a Company Secretary-in-Practice for due compliance of share certificate issue for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls / allotment monies.

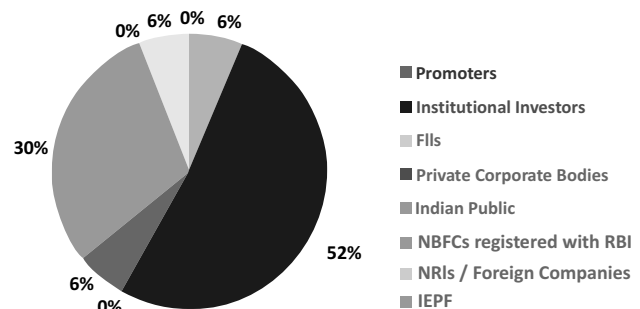
Pursuant to Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996, Company Secretary-in-Practice carry-out, on quarterly basis, Reconciliation of Share Capital Audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. The audit confirms that the total issued / paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialised form (held in NSDL and CDSL). It also confirms that whether the de-mat receipts duly lodged are processed and released within the specified period, and that the Register of members is duly updated.

xiv. Distribution of Shareholding as on March 31, 2018

No. of shares	Total holders	% of total holders	Total holding in shares	% of total capital
1 - 500	15,105	77.03	2,514,229	6.10
501 - 1000	2,196	11.20	1,850,272	4.49
1001 - 2000	1,142	5.82	1,780,285	4.32
2001 - 3000	423	2.16	1,086,389	2.64
3001 - 4000	194	0.99	699,879	1.70
4001 - 5000	145	0.74	683,765	1.66
5001 - 10000	212	1.08	1,540,643	3.74
10001 - 999999999	192	0.98	31,065,679	75.36
Total	19,609	100.00	41,224,141	100.00

xv. Shareholding Pattern as on March 31, 2018

Category	No. of Shares	%
Promoters	26,07,423	6.32
Institutional Investors	2,13,93,555	51.90
FII's	100	0.00
Private Corporate Bodies	24,14,746	5.86
Indian Public	1,23,93,498	30.06
NBFCs registered with RBI	400	0.00
NRIs / Foreign Companies	24,04,718	5.83
IEPF	9,701	0.03
Total	41,224,141	100.00



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xvi. Dematerialisation of shares and liquidity as on March 31, 2018

Physical shares	:	1,42,847 (0.35%)
De-materialised shares	:	4,10,81,294 (99.65%)
Total shares	:	41,224,141 (100.00%)

Out of the above de-mat shares, 3,34,10,469 (81.04%) are held through National Securities Depository Limited and 76,70,825 (18.61%) are held through Central Depository Securities (India) Limited.

Your Company's Equity Shares are widely held and actively traded on BSE and NSE.

xvii. Transfer of Unclaimed Dividend to Investor Education & Protection Fund (IEPF)

Pursuant to Section 124 of the Companies Act, 2013, dividends that are unpaid / unclaimed for a period of seven years from the date they became due for payment are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) administered by the Central Government. Given below are the dates of declaration of dividend and corresponding last dates when unpaid / unclaimed dividends are due for transfer to IEPF:

Financial Year	Date of Declaration	Last Date for claiming dividend
2010-11	15-09-2011	20-10-2018
2011-12	24-08-2012	29-09-2019
2012-13	30-08-2013	04-10-2020
2013-14	05-09-2014	10-10-2021
2014-15	29-09-2015	03-11-2022

During the year under review, an amount of ₹ 7,85,835/- pertaining to unpaid dividend for the financial year 2009-10 has been transferred to IEPF on November 8, 2017.

The Shareholders who have so far not encashed their dividend demand drafts / cheques are requested to write to the Company / Registrar & Share Transfer Agent to claim the same, to avoid transfer to IEPF. Shareholders are advised that no claims shall lie against IEPF or the Company for the amounts of dividend so transferred to IEPF.

The details of unpaid and unclaimed dividend lying with the Company as on September 21, 2017 (date of last Annual General Meeting) has been uploaded on Company's website (www.zicom.com) in accordance with the requirements of relevant Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012 and the same has also been uploaded on Ministry of Corporate Affairs website www.mca.gov.in.

Further, pursuant to the provisions of Section 124 of the

Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all shares on which dividend has been unclaimed for seven consecutive years or more are required to be transferred to IEPF.

In the event of transfer of shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from IEPF by submitting an online application in the prescribed Form IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the duly signed Form IEPF-5 to the Company along with the requisite documents enumerated in the Form IEPF- 5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.

xviii. Outstanding ADR / GDR / Warrants / any Convertible Instruments

During the year under review, the Company did not issue any ADRs / GDRs. No Bonds were outstanding as on March 31, 2018.

There are no Stock Options outstanding as on March 31, 2018.

xix. Plant Location and Registered Office address

The Company does not have any Plant.

Registered Office address:

501, Silver Metropolis,
Western Express Highway, Goregaon (East),
Mumbai 400063.

xx. Address for correspondence

All correspondence by Members should be made to the Registrar and Transfer Agent or Registered Office of the Company as stated above. In case of Members holding shares in demat form are requested to intimate change in certain specific personal information like address, PAN, etc., to their Depository Participant. Others can send their correspondence to the Registered Office of the Company or communicate to the Company on investors@zicom.com.

Other information for correspondence

Telephone no. : (022) 4290 4290
Fax no. : (022) 4290 4291
Website : www.zicom.com

For and on behalf of the Board of Directors

Manohar Bidaye

Chairman
Place: Mumbai
Date: May 29, 2018

Registered Office:

501, Silver Metropolis,
Western Express Highway,
Goregaon (East), Mumbai 400063.