

Ref: UBI:ADV:ANDH:474:2017

February 15, 2017

The Company Secretary,
Zicom Electronic Security Systems Limited
501, Silver Metropolis,
Western Express Highway,
Goregaon (E), Mumbai 400063.

Fax No. 42904291

Dear Madam,

Sub: **Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for Zicom Electronic Security Systems Limited**

Ref: **ISIN INE 871B01014**
Stock Code: 531404 / ZICOM

Pursuant to the provisions of Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, enclosed herewith is the copy of Disclosure, in the prescribed format, in connection with acquisition of total 2,10,24,312 Equity Shares (51.00%) in Zicom Electronic Security Systems Limited (Zicom) by ourselves [32,58,475 Equity Shares (7.90%)] together with other Joint Lenders Forum (JLF) Lenders [1,77,65,837 Equity Shares (43.10%)], being Person Acting in Concert, pursuant to Strategic Debt Restructuring (SDR) Scheme of Reserve Bank of India (RBI). This is for your reference and record.

We hereby comply with the requirement of disclosing the said information within the prescribed time limit.

Kindly take a note of the above disclosure and acknowledge receipt.

Thanking you,

Yours faithfully,


Name: **G L KUNDALWAL**
Designation: **ASSISTANT GENERAL MANAGER**

Encl: as above



अंधेरी (पूर्व) शाखा
मायानी मनॉर, सर एम. व्ही. रोड,
22, गुंदवली, अंधेरी (पूर्व),
मुंबई - 400 069.

Andheri (E) Branch
Mayani Manor, Sir M. V. Road,
22, Gundavali, Andheri (E),
Mumbai - 400 069.
Tel.: +91 22 2683 9258 / 2684 3254
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Fax : +91 22 2684 3420

E-mail : cbsandherieast@unionbakofindia.com
IFS Code : UBIN0531553

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February 15, 2017

The Company Secretary,
Zicom Electronic Security Systems Limited
501, Silver Metropolis,
Western Express Highway,
Goregaon (E), Mumbai 400063.

Fax No. 42904291

Dear Madam,

Sub: **Disclosure under Regulation 7(3) of SEBI (Prohibition of Insider Trading) Regulations, 2015 for Zicom Electronic Security Systems Limited**

Ref: **ISIN INE 871B01014**
Stock Code: 531404 / ZICOM

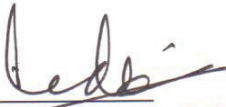
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Name: **G L KUNDALWAL**
Designation: **ASSISTANT GENERAL MANAGER**

Encl: as above

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February 15, 2017

The Secretary / Corporate Relationship Dept.
The Bombay Stock Exchange Limited.
P.J. Towers,
Dalal Street, Fort,
Mumbai 400001.

The Manager
Listing Department,
National Stock Exchange of India Ltd.
'Exchange Plaza', C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai 400051.

Stock Code: 531404

Stock Code: ZICOM

Ref: ISIN INE 871B01014

Dear Sir / Madam,

Sub: Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for Zicom Electronic Security Systems Limited

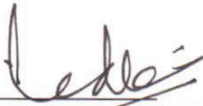
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Name: G.L. KUNDALWAL
Designation: ASSISTANT GENERAL MANAGER



Encl: as above

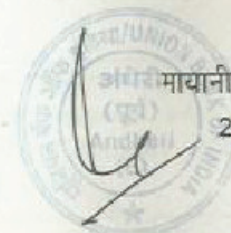
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Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part A – Details of Acquisition

Name of the Target Company (TC)	Zicom Electronic Security Systems Limited		
Name(s) of the Acquirer and Persons Acting in Concert (PAC) with the Acquirer	Acquirer: Union Bank of India PAC: IDBI Bank Limited, Bank of Baroda, Central Bank of India and Allahabad Bank ^(S)		
Whether the Acquirer belongs to Promoter / Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange Limited The National Stock Exchange of India Limited		
Details of the acquisition as follows	Number	% w.r.t. total share / voting capital wherever applicable	% w.r.t. total diluted share / voting capital of the TC
<u>Before the acquisition under consideration, holding of Acquirer alongwith PACs of:</u>			
a) Shares carrying voting rights	Nil	Nil	N.A.
b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)			
1. IDBI Bank Limited (PAC)	9,25,000	4.58 ^(#)	N.A.
2. Central Bank of India (PAC)	5,00,000	2.48 ^(#)	N.A.
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	N.A.
d) Warrants / convertible securities / any other instrument that entitles the Acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	N.A.
e) Total (a+b+c+d)	14,25,000	7.05 ^(#)	N.A.



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<u>Details of acquisition:</u>			
a) Shares carrying voting rights acquired			
1. Union Bank of India (Acquirer)	32,58,475	7.90 ^(*)	N.A.
2. IDBI Bank Limited, Bank of Baroda, Central Bank of India and Allahabad Bank (PAC)	1,77,65,837	43.10 ^(*)	N.A.
b) VRs acquired otherwise than by equity shares	Nil	Nil	N.A.
c) Warrants / convertible securities / any other instrument that entitles the Acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	Nil	Nil	N.A.
d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	Nil	Nil	N.A.
e) Total (a+b+c+d)	2,10,24,312	51.00 ^(*)	N.A.
<u>After the acquisition, holding of Acquirer alongwith PACs of:</u>			
a) Shares carrying voting rights			
1. Union Bank of India (Acquirer)	32,58,475	7.90 ^(*)	N.A.
2. IDBI Bank Limited, Bank of Baroda, Central Bank of India and Allahabad Bank (PAC)	1,77,65,837	43.10 ^(*)	N.A.
b) VRs otherwise than by equity shares	Nil	Nil	N.A.
c) Warrants / convertible securities / any other instrument that entitles the Acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil	Nil	N.A.
d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)			
1. IDBI Bank Limited (PAC)	9,25,000	2.24 ^{(**)(#)}	N.A.
2. Central Bank of India (PAC)	5,00,000	1.21 ^{(**)(#)}	N.A.
e) Total (a+b+c+d)	2,24,49,312	54.46 ^{(**)(#)}	N.A.
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer / encumbrance, etc).	Preferential Allotment under SDR Scheme (Conversion of partial debt into equity)		
Salient features of securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	The Equity Shares acquired, shall rank pari passu in all respects with the existing equity shares of the Company, including for dividend entitlement		



Date of acquisition of / date of receipt of intimation of allotment of shares / VR / warrants / convertible securities / any other instrument that entitles the Acquirer to receive shares in TC	February 14, 2017
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 20,19,98,290/- comprised of 2,01,99,829 Equity Shares of Rs. 10/- each
Equity share capital / total voting capital of the TC after the said acquisition	Rs. 41,22,41,410/- comprised of 4,12,24,141 Equity Shares of Rs. 10/- each ^(*) .
Total diluted share / voting capital of the TC after the said acquisition	Not Applicable (N.A.)

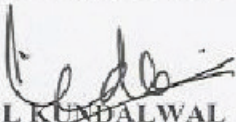
^(*) Computation of % of total share / voting capital of the TC under "Before acquisition under consideration, holding of Acquirer along with PACs of" has been calculated at 2,01,99,829 Equity Shares being the existing paid-up share capital before allotment. Further, the % is calculated on the total share capital of TC as no voting rights are obtained under pledge.

Further, the total number of shares and % of holding of the Acquirer alongwith PACs under "After the acquisition, holding of Acquirer along with PACs of" includes shares acquired in nature on encumbrance i.e. pledge and which do not carry any voting rights and therefore should not be considered in the total holding of the Acquirer alongwith PACs in the Company i.e. the actual total shareholding of the Acquirer along with PACs will be 51% i.e. holding 2,10,24,312 equity shares.

⁽⁵⁾ Other Lenders under the Joint Lenders' Forum (JLF) to whom equity shares are allotted under Strategic Debt Restructuring (SDR) Scheme

^(*) Computation of % of total share / voting capital under "Details of acquisition", "After acquisition, holding of Acquirer along with PACs of" and "Equity share capital / total voting capital of the TC after the said acquisition" has been calculated considering allotment of 2,10,24,312 Equity Shares (i.e. 32,58,475 Equity Shares to us and 1,77,65,837 Equity Shares to other Lenders under the JLF).

For Union Bank of India

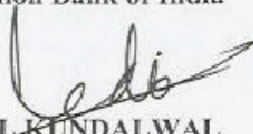

G L KUNDALWAL
 ASSISTANT GENERAL MANAGER



Place: MUMBAI

Date: 15.02.2017

For Union Bank of India


G.L. KUNDALWAL
ASSISTANT GENERAL MANAGER



Place: MUMBAI

Date: 15.02.2017