

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Lycos Internet Limited**
2. Quarter ending - **31-Mar-2018**

i. Composition Of Board Of Director

T i t l e	Name of the Director	DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company
Mr.	M. SURESH KUMAR REDDY	00140515	C & ED			30-Sep-2014				0	1	1	0	SC
Mr.	VIJAY KANCHARLA	02744217	ED			30-Sep-2014				0	1	1	0	AC
Mr s.	Dr. K. JAYALAKSHMI KUMARI	03423518	NED,ID			17-May-2016		22		0	2	1	0	AC,NRC
Mr.	RAGHUNATH ALLAMSETTY	00060018	NED,ID			27-Dec-2016		15		0	1	2	2	AC,SC,NRC
Mr s.	Dr. SURABHI SINHA	07354441	NED,ID			13-Feb-2018		1		0	1	1	0	SC,NRC

Company Remarks	
Whether Permanent chairperson appointed	
Whether Chairperson is related to MD or CEO	

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	VIJAY KANCHARLA	ED	Member		
2	Dr. K. JAYALAKSHMI KUMARI	NED,ID	Member		
3	RAGHUNATH ALLAMSETTY	NED,ID	Chairperson		

Company Remarks	
Whether Permanent chairperson appointed	

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	M. SURESH KUMAR REDDY	C & ED	Member		
2	RAGHUNATH ALLAMSETTY	NED,ID	Chairperson		
3	Dr. SURABHI SINHA	NED,ID	Member		

Company Remarks	
Whether Permanent chairperson appointed	

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
---------	----------------------	----------	------------------------	------------------	----------------

Company Remarks	Not Applicable
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Dr. K. JAYALAKSHMI KUMARI	NED,ID	Member		
2	RAGHUNATH ALLAMSETTY	NED,ID	Chairperson		
3	Dr. SURABHI SINHA	NED,ID	Member		

Company Remarks	
Whether Permanent chairperson appointed	

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
27-Oct-2017	13-Feb-2018			
11-Nov-2017				

Company Remarks	The gap between 27.10.2017 to 11.11.2017 board meeting is 14 days and from 11.11.2017 to 13.02.2018 is 93 days
Maximum gap between any two consecutive (in number of days)	93

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	11-Nov-2017	13-Feb-2018	Yes	Yes, 2	

Company Remarks	The gap between 11.11.2017 to 13.02.2018 meeting 93 days.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	93

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
--	--

VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

The CG Report for the quarter ended 31.12.2017 was placed before the Board of Directors at its meeting held on 13.02.2018 and the current report shall be placed before Board of Directors in the next Board Meeting.

Name : **V. SRI LAKSHMI**
Designation : **Company Secretary**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
<i>Item</i>	<i>Compliance status (Yes/No/NA)</i>	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.lycos.com
Terms and conditions of appointment of independent directors	Yes		www.lycos.com
Composition of various committees of board of directors	Yes		www.lycos.com
Code of conduct of board of directors and senior management	Yes		www.lycos.com
Details of establishment of vigil mechanism/ Whistle Blower	Yes		www.lycos.com
Criteria of making payments to non-executive directors	Yes		www.lycos.com
Policy on dealing with related party transactions	Yes		www.lycos.com
Policy for determining 'material' subsidiaries	Yes		www.lycos.com
Details of familiarization programs imparted to independent	Yes		www.lycos.com
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling	Yes		www.lycos.com
Contact information of the designated officials of the listed	Yes		www.lycos.com
Financial results	Yes		www.lycos.com
Shareholding pattern	Yes		www.lycos.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
New name and the old name of the listed entity	Yes		www.lycos.com
II Annual Affirmations			
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA)</i>	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	

<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Not Applicable	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	

<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
--------------------------	--

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
--------------------------	--

Name : **V. SRI LAKSHMI**
Designation : **Company Secretary**