

Date: 28th September, 2017

**BSE** Limited P. J. Towers, Dalal Street, MUMBAI - 400 001

National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra East, Mumbai-400051.

Scrip Code: BSE: 532368 & NSE: LYCOS

Dear Sir,

# Sub: Proceedings of the 18th Annual General Meeting along with Voting Results

We are forwarding herewith the following in respect of  $18^{\text{th}}$  Annual General Meeting of the Company held on Wednesday, 27th September, 2017 at 11:30 a.m at Ellaa Hotels, Hill Ridge springs, Gachibowli, Hyderabad – 500032.

- 1. Summary of proceedings of AGM as required under Regulation 30 Part-A of the Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Annexure-I.
- 2. Voting Results pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Annexure-II.
- 3. Report of Scrutinizer dated September 28, 2017, Pursuant to Section 108 of the Companies Act, 2013 and Rules thereunder.

We request you to take the same on record and acknowledge.

Thanking you.

Yours faithfully,

For LYCOS INTERNET LIMITED

**COMPANY SECRETARY** 



### Annexure - I

<u>Proceedings of the 18th Annual General Meeting of the Lycos Internet Limited pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</u>

The  $18^{th}$  Annual General Meeting of Lycos Internet Limited was held on Wednesday,  $27^{th}$  September, 2017 at 11.30 a.m at Ellaa Hotels, Hill Ridge springs, Gachibowli, Hyderabad – 500032.

M. Suresh Kumar Reddy, Chairman & Managing Director of the Company chaired the meeting and welcomed the Members and called the meeting in order as the quorum as required under the Section 103 of the Companies Act, 2013 was present.

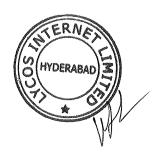
With the permission of Members, the Notice convening the 18<sup>th</sup> Annual General Meeting was taken as read. The Chairman addressed the members.

The Chairman invited the members to ask questions or seek clarifications on the Agenda items, and thereafter the Chairman & Managing Director of the Company clarified the queries raised by the members.

The Company Secretary informed the members that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rules thereunder and the SEBI (LODR) Regulations, 2015, the Company had provided to the Members the facility to exercise their right to cast vote by remote e-voting through CDSL e-voting platform from 9.00 am on September 24, 2017 to 5.00 pm on September 26, 2017.

The following item of business as per the Notice of the  $18^{\text{th}}$  Annual General Meeting was transacted at the meeting.

Resolution No.	Ordinary Business Resolution(s)
1.	Adoption of the Audited Financial Statements (standalone & Consolidated) together with the reports of the Board of Directors and Auditors' thereon.
2.	To appoint a Director in place of Mr. M. Suresh Kumar Reddy (DIN: 00140515) who retires by rotation and being eligible, offers himself for reappointment.
3.	Appointment of Statutory Auditors of the Company
	Special Business Resolution(s)
4.	To Appoint Mr. Raghunath Allamsetty as an Independent Director



Physical voting facility was also provided at the Annual General Meeting by way of poll to those shareholders who did not cast their votes in remote e-voting. There after the Scrutinizer appointed by the Board viz., Mr. A. Sridhar, Practicing Company Secretary counted the number of votes cast at the meeting for /against the resolutions. He then unblocked the votes cast through remote e-voting. He thereafter downloaded the votes from remote e-voting system by himself and submitted the consolidated report of voting results to the Chairman & Managing Director.

The Meeting concluded with a vote of thanks to the Chair and Members.

This is for your information and record.

Thanking you.

Yours faithfully,

For LYCOS INTERNET LIMITED

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**COMPANY SECRETARY** 

### Annexure II

## VOTING RESULTS LYCOS INTERNET LIMITED

Date of AGM	: September 27, 2017
Total number of shareholders on record date	: 29020
No. of shareholders present in the meeting either in person or through proxy	: 176
Promoter and promoter group	: 17
Public	: 159
No. of shareholders attended the meeting through Video conferencing	: No video conferencing facility was made available.

### Item No 1

item No.1	NAME OF THE PROPERTY OF THE PARTY OF THE PAR	THE STATE OF THE PROPERTY AND THE STATE OF T	generaliseken kommunistra er en	DECEMANDO DE COMPANSO DE COMPA	CONTRACTOR SECTION SEC	The second supplied and the second supplied as the second supplied a	NEW YORK OF THE PROPERTY OF TH	
Resolution required: (Ordin	nary/Special)		¥	option of the Audited Fir rs and Auditors' thereon		(standalone &	Consolidated) togeth	er with the reports of t
Whether promoter/ promo agenda/resolution?	ter group are into	erested in the	NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
ligerande autoritation de la compactica	Contraction and the contraction of the contraction	- 1.	-2	(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
ACCEPTATION FOR THE TOTAL CONTROL CONT	E-Voting	186267525	48213612	25.86%	48213612	0	100%	
Promoter and Promoter Group	Poll	10020/323	68884228	36.98%	68884228	0	100%	
ar o agr	Total	186267525	117097840	62.86%	117097840	0	100%	
MINISTER CORPORATION OF A STATE AND STATE OF ST	E-Voting	96230343	()	0	()	0	()	
Public-Institutions	Poll	200	0	0	0	0	0	
	Total	96230343	0	()	0	0	0	
elitricità y elitrici del marco el como el combine del marco el combina compresioni el marco en el marco el ma	E-Voting	193753631	2791018	1.44%	2343264	447754	83.96%	16.049
Public- Non Institutions	Poll	193733031	549167	0.28%	549167	0	100.00%	0.009
	Total	193753631	3340185	1.72%	289243 L	447754	86,59%	13.419
Potai	CONTRACTOR CANADA CANAD	476251499	120438025	25.29%	119990271	447754	99.63%	0.37%



### Item No.2

Resolution required: (Ordi	nary/Special)			appoint a Director in pla fers himself for reappoin		h Kumar Reddy	(DIN: 00140515) wh	o retires by rotation and
Whether promoter/ promo agenda/resolution?	oter group are int	erested in the	NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		-1	-2	(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
n 1 1 n	E-Voting	186267525	48213612	25.88%	48213612	0	100%	0
Promoter and Promoter Group	Poll	10020/325	68884228	36.98%	68884228	()	100%	0
	Total	186267525	117097840	62.86%	117097840	0	100%	0
	E-Voting	96230343	0	0	0	0	0	()
Public-Institutions	Poll	90230343	0	0	0	0	0	0
	Total	96230343	0	0	0	0	0	()
	E-Voting	193753631	2791018	1.44%	1836195	954823	65.79%	34.21%
Public-Non Institutions	Poll	193/53031	549167	0.28%	548567	600	99.89%	0.11%
	Total	193753631	3340185	1.72%	2384762	955423	71.40%	28.60%
Totaì	er of constitution	476251499	120438025	<b>25</b> .29%	119482602	955423	99.21%	0.79%

Item No.3

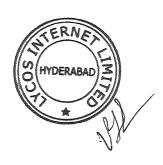
Resolution required: (Ordi	nary/ Special)		ORDINARY- Ap	pointment of Statutory A	uditors			
Whether promoter/ promo agenda/resolution?	ter group are into	erested in the	NO	Area Managari Alandia di Aran Andria Managa an Andria di Aran	ntorre, rende erestamente à leitre gronne de la cicle et rivore		** **********************************	PRACTICAL CONTRACTION OF CONTRACTION CONTRACTION AND AN ARCHITECTURE CONTRACTION CONTRACTI
Category	Mode of Voting	tNo of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
transcription du com vite amonté par la richi ve diction de los évides de la construit de la construit de la c		-1	-2	(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	10/2/7/7/	48213612	25.88%	48213612	()	100%	AND THE PROPERTY OF STATE OF S
Promoter and Promoter Group	Poll	186267525	68884228	36.98%	68884228	0	100%	
Group	Total	186267525	117097840	62.86%	117097840	()	100%	
erycke magy cassocrop as marcy (ad 2014 aan tak dât sod da	E-Voting	96230343	0	()	0	0		
Public-Institutions	Poll	90230343	0	0	0	()		
	Total	96230343	0	()	0	0		
T AMBAN STATEST THE WAR TO CONTROL OF THE STATE OF THE STATEST AND THE AND STATEST THE STATEST AND STATEST	E-Voting	102752724	2791018	1.44%	973240	1817778	34.87%	65.13%
Public- Non Institutions	Poll	193753631	549167	0.28%	549167	0	100.00%	0.00%
	Total	193753631	3340185	1.72%	1522407	1817778	45.58%	54.429
Total		476251499	120438025	25.29%	118620247	1817778	98.49%	1.49%



Item No.4

Resolution required: (Ord	nary/ Special)		SPECIAL- To Ar	point Mr. Raghunath All	amsetty as an inde	pendent Direct	OI.	
Whether promoter/ promagenda/resolution?	oter group are inte	erested in the	NO	CONTROL AND A STATE OF THE PARTY OF THE WAY THROUGH THE PARTY AND THE PA		TOTAL SCHOOLS SERVICE CONTRACTOR	- Meritar (Christian de la composition della com	
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		-1	-2	(3)=[(2)/(1)]* 100	-4-	-5	(6)=[(4)/(2)]*100	(7)=[(5)/(2j]*100
Promoter and Promoter	E-Voting	186267525	48213612	25.88%	48213612	0	100%	(
Group	Poll	100207323	68884228	36.98%	68884228	()	100%	()
SPORTED STATES THE PROPERTY OF	Total	186267525	117097840	62.86%	117097840	()	100%	0
	E-Voting	96230343	0	0	()	()	()	0
Public-Institutions	Poll	70230343	0	0	()	()	0	U.
BADANISA KA SAMBINI KAKAMANANANANANANANANANANANANANANANANANA	Total	96230343	0	0	()	()	()	0
	E-Voting	193753631	2790918	1.44	1756120	1034798	62.92%	37.08%
Public- Non institutions	Poll	193/33031	549167	0.28%	549167	0	100.00%	0.00%
Стительну замен масення в выправания в выправания в принципальный в выправания в принципальный в выправаний в п	Total	193753631	3340085	1.72	2305287	1034798	69.02%	30.98%
fotal	DO CANA COURT A DAY	476251499	. 120437925	25.29%	119403127	1034798	99.14%	0.86%

All the aforesaid resolutions were passed with requisite majority.



### A. Sridhar

**Practicing Company Secretary** 

Report of Scrutinizer



To
The Chairman of the Board
LYCOS Internet Limited,
Floor: 5, Holiday Inn Express & Suites,
Road No: 2, Nanakramguda, Gachibowli,
Hyderabad – 500032, Telangana, India.

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting & voting by poll conducted at the 18<sup>th</sup> Annual General Meeting (AGM) of LYCOS Internet Limited held on Wednesday, 27<sup>th</sup> September, 2017 at 11.30 a.m at Ellaa Hotels, Hill Ridge springs, Gachibowli, Hyderabad – 500032.

As per the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company had provided facility for voting through electronic means (remote e-voting) on all the resolutions contained in the notice of the AGM.

I, A. Sridhar, Practicing Company Secretary resident of Hyderabad was appointed as Scrutinizer by the Board of Directors of the Company to scrutinize the remote e-voting as well as physical voting by the Members of the Company at the AGM to ascertain results for the Resolutions contained in the notice of the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and related Rules in respect of voting through electronic means and poll on the Resolution(s) contained in the notice of the AGM.

The Company has availed e-voting facility from service provider CDSL for enabling the shareholders to vote through remote e-voting (from 9.00 A.M. on 24th September, 2017 till 5.00 P.M on 26th September, 2017) and Ballot Paper at the AGM venue on 27th September, 2017 and same is conducted under my supervision. At the time of voting through Ballot paper at the AGM Venue, adequate care is taken, so that no member, who has cast his vote by remote e-voting prior to the meeting, is not allowed to cast his vote again at the AGM venue.

I hereby confirm that I am maintaining the Registers received from the Service Provider and RTA both electronically and manually, in respect of the votes cast through e-voting and Ballot by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Based on the reports generated from the remote e-voting system provided by CDSL and votes casted at the AGM, I hereby submit the results of the remote e-voting and physical voting (poll) as Annexure - A.

Thanking you

Yours faithfully,

A. Sridhar
Practicing Company Secretary

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C.P. No:

C.P No: 12011

Place: Hyderabad Date: 28-09-2017

# ANNEXURE -A

Item No.1. Adoption of the Audited Financial Statements (standalone & Consolidated) together with the reports of the Board of Directors and Auditors' thereon.

									-	
Mode	No. of Members voted	Total number of votes		Favour			Against		In	Invalid
			Ballots	Votes	%of favour valid votes to Total votes Received	Ballots	Votes	%of against valid votes to Total votes Received	Ballots	Votes
E-voting	91	51004630	72	50556876	99.12%	19	447754	0.88%	:	:
Physical	48	69433395	48	69433395	100.00%	0	0	0	1	1
TOTAL	139	120438025	120	119990271	99.63%	19	447754	0.37%	-	:

Item No.2- To appoint a Director in place of Mr. M. Suresh Kumar Reddy (DIN: 00140515) who retires by rotation and being eligible, offers himself for reappointment.

Mode	No. of Members voted	Total number of votes		Favour			Against		In	Invalid
			Ballots	Votes	%of favour valid votes to Total votes Received	Ballots	Votes	%of against valid votes to Total votes Received	Ballots	Votes
E-voting	91	51004630	59	50049807	98.13%	32	954823	1.87%		1
Physical	48	69433395	47	69432795	100.00%	1	009	0	1	1
TOTAL	139	120438025	106	119482602	99.21%	33	955423	0.79%	;	:

# Item No.3- Appointment of Statutory Auditors

Mode	No. of Members	Total number of votes		Favour			Against		Inv	Invalid
			Ballots	Votes	%of favour valid votes to Total votes Received	Ballots	Votes	%of against valid votes to Total votes Received	Ballots	Votes
E-voting	91	51004630	57	49186852	96.44%	34	1817778	3.56%	:	+
Physical	48	69433395	48	69433395	100.00%	0	0	0		-
TOTAL	139	120438025	105	118620247	98.49%	34	1817778	1.51%	,	



Item No.4- To Appoint Mr. Raghunath Allamsetty as an Independent Director

Mode	No. of Members	Total number of		Favour			Against		In	Invalid
			Ballots	Votes	%of favour valid votes to Total votes Received	Ballots	Votes	%of against valid votes to Total votes Received	Ballots	Votes
ting	06	51004530	54	49969732	97.97%	36	1034798	2.03%	-	:
ical	48	69433395	48	69433395	100.00%	0	0	0	:	1
LAL	138	120437925	102	119403127	99.14%	36	1034798	0.86%	:	:

