

To,  
The General Manager - Listing  
The Calcutta Stock Exchange Limited  
7, Lyons Range  
Kolkata - 700 001

Date : 21<sup>st</sup> September, 2023

**Ref : Scrip Code : 030090**

**Subject : Proceedings of 38<sup>th</sup> Annual General Meeting ('AGM') and Voting Results**

Dear Sir/ Madam,

This is to inform you that the 38<sup>th</sup> Annual General Meeting ("AGM") of Toplight Commercial Ltd ("the Company") was held on 20<sup>th</sup> September, 2023 at 11:30 A.M. and the business mentioned in the Notice dated 11<sup>th</sup> August, 2023 was transacted.

In this regard, enclosed please find herewith the following-

- a) Brief proceedings of AGM of the Company, as required under the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, held on Wednesday, 20<sup>th</sup> September, 2023 at 11:30 A.M. as **Annexure - I;**
- b) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure - II;**
- c) Consolidated Scrutinizer's Report dated 21<sup>st</sup> September, 2023 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration), Rules 2014, as amended, on remote e-voting and voting through ballot (poll) at the AGM as **Annexure - III.**

This is for your information and record.

Thanking you,

Yours faithfully,

For Toplight Commercial Ltd

*Kishor Sanghani*

Kishor Sanghani  
Independent Director  
(DIN: 00499950)

## Annexure - I

### SUMMARY OF THE PROCEEDINGS OF THE 38<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF TOPLIGHT COMMERCIALS LTD HELD ON WEDNESDAY, SEPTEMBER 20, 2023 AT REGISTERED OFFICE OF THE COMPANY AT 7A BENTINCK STREET, 1ST FLOOR, KOLKATA - 700001 AT 11:30 A.M.

The 38<sup>th</sup> AGM of the Members of Toplight Commercial Ltd ('the Company') was held on Wednesday, September 20, 2023 at 11:30 A.M. at registered office of the company at 7A Bentinck Street, 1st Floor, Kolkata- 700001. The meeting commenced at the Scheduled time.

Mr. Kishor Sanghani was elected as the Chairman of the meeting. Mr. Kishor Sanghani took the chair and welcomed the directors and shareholders to the 38<sup>th</sup> AGM of the company. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman introduced to the shareholders the other Board members of the company.

The Chairman confirmed that the statutory registers and other documents referred in the notice are available for inspection of the shareholders of the company. Thereafter the Chairman briefed to the members about the business outlook and economic scenario for the company.

The Notice of the AGM and the Directors' Report to the Shareholders were taken as read with the consent of the Shareholders present. The Chairman informed that there were no qualifications in the Audit report. With the permission of the members present, the Auditor's report was also taken as read.

The Chairman informed that following Resolutions are proposed to be passed at the 38<sup>th</sup> Annual General Meeting of the Company.

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023, together with the Reports of the Board of Directors ("the Board") and Auditors thereon.
2. To appoint a Director in place of Mr. Bimal Gupta (DIN: 00660977), who retires by rotation and, being eligible, offers himself for re-appointment as Director.

The Chairman invited the shareholders to give their views on the working of the company and ask their questions.

No queries being raised, the chairman informed the members that in compliance with the provision of section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of voting through electronic means ("remote e-voting") to its members from 17<sup>th</sup> September, 2023 (09:00 A.M.) to 19<sup>th</sup> September, 2023 (5:00 P.M.) to cast their votes electronically on all the business as set out in the Notice of 38<sup>th</sup> AGM.

In order to provide similar voting rights to the members who had not voted using remote e-voting facility, a poll was conducted at the Annual General Meeting venue.

Mr. Sankar Kumar Patnaik, Practicing Company Secretary, Partner of Patnaik & Patnaik, was appointed as Scrutinizer by the Board of Directors of the Company to overview the whole process of Voting in a fair and transparent manner. Thereafter, he requested to the shareholders who are present in the meeting to kindly exercise their voting rights through poll.

Thereafter the Chairman thanked all the shareholders and directors for their presence at the AGM and, being authorized, declared the meeting as concluded.

The meeting concluded at 1:00 P.M.

The Scrutinizer Report was received on 21<sup>st</sup> September, 2023 and as per the said report all the resolutions as set out in the notice have been passed with requisite majority.

Thanking You,

Yours Faithfully,  
For Toplight Commercial Limited



Kishor Sanghani  
Independent Director  
(DIN: 00499950)



# Toplight Commercial Limited

7A, Bentinck Street, Kolkata-700001  
Website : [www.toplightltd.com](http://www.toplightltd.com)  
Tel : (033) 2248 4400 / 7676  
E-mail : [toplightkol@gmail.com](mailto:toplightkol@gmail.com)  
CIN:L51909WB1985PLC039221

## Annexure - II

### Details of Voting Results in respect of the 38<sup>th</sup> Annual General Meeting of M/s. Toplight Commercial Ltd pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015

Date of AGM	September 20, 2023
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote – September 13, 2023)	2,188
No. of Shareholders attended the meeting:	18
Promoters and Promoter Group	8
Public	10

### Ordinary Business

#### (a) Resolution No. 1: (Ordinary Resolution)

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023, together with the Reports of the Board of Directors ("the Board") and Auditors thereon;

Category	Total Holding	Total Vote Cast				Votes in favour				Votes Against			
		e-voting A1	Ballot A2	Total A3 (A1+A2)	% on Total Outstandi ng shares	e-voting B1	Ballot B2	Total B3 (B1+B2)	% on Total Outsta nding shares	e- voting C1	Ballot C2	Total C3 (C1+C2)	% on Total Outsta nding shares
Promoter and Promoter Group	1342140	1090340	251800	1342140	100	1090340	251800	1342140	100				
Public-Institutions	-	-	-	-	-	-	-	-	-				
Public-Non-Institutions	1524920	19000	24400	43400	2.85	19000	24400	43400	2.85				
Total	2867060	1109340	276200	1385540	48.33	1109340	276200	1385540	48.33				

# Toplight Commercial Limited

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 Website : [www.toplightltd.com](http://www.toplightltd.com)  
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 E-mail : [toplightkol@gmail.com](mailto:toplightkol@gmail.com)  
 CIN:L51909WB1985PLC039221

## (b) Resolution No. 2:(Ordinary Resolution)

To appoint a Director in place of Mr. Bimal Gupta (DIN: 00660977), who retires by rotation and being eligible offers himself for re-appointment as Director.

Category	Total Holding	Total Vote Cast				Votes in favour				Votes Against			
		e-voting A1	Ballot A2	Total A3 (A1+A2)	% on Total Outsta nding shares	e-voting B1	Ballot B2	Total B3 (B1+B2)	% on Total Outs tandi ng shar es	e-voting C1	Ballot C2	Total C3 (C1+C2)	% on Tot al Out stan din g shar es
Promoter and Promoter Group	1342140	1090340	251800	1342140	100	1090340	251800	1342140	100	-	-	-	-
Public-Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-
Public- Non-Institutions	1524920	19000	24400	43400	2.85	19000	24400	43400	2.85	-	-	-	-
Total	2867060	1109340	276200	1385540	48.33	1109340	276200	1385540	48.33	-	-	-	-

All the Resolutions for consideration at the 38<sup>th</sup> AGM in respect of the items set out in the Notice dated August 11, 2023, have been passed by the Members by requisite majority through remote e-voting and poll during the AGM.

For Toplight Commercial Ltd

*Kishor Sanghani*

Kishor Sanghani  
 Independent Director  
 (DIN: 00499950)



**CONSOLIDATED REPORT OF SCRUTINIZER**

*[Pursuant to section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]*

To  
The Chairman,  
Toplight Commercial Limited  
7A, Bentinck Street  
Kolkata-700001

**Sub: Consolidated Scrutinizer's Report on the "Remote E-Voting" and "Voting through Ballot (Poll) at Annual General Meeting", in respect of the resolutions contained in the Notice of the 38<sup>th</sup> Annual General Meeting (AGM) of Toplight Commercial Limited (the Company), held at 7A, Bentinck Street, 1<sup>st</sup> Floor, Kolkata-700001 on 20<sup>th</sup> September, 2023 at 11.30 A.M.**

Dear Sir,

I, Sankar Kumar Patnaik, Practicing Company Secretary, Partner of Patnaik & Patnaik, had been appointed as a Scrutinizer by the Board of Directors of Toplight Commercial Limited (the Company) for the purpose of Scrutinizing the remote e-voting process (remote e-voting) as well as for voting through physical Ballot (poll) voting process at the AGM venue in a fair and transparent manner and ascertaining the results thereof, in respect of resolutions transacted at the 38<sup>th</sup> Annual General Meeting of the Equity Shareholders of Toplight Commercial Limited held at 7A, Bentinck Street, 1<sup>st</sup> Floor, Kolkata-700001 on Wednesday, the 20<sup>th</sup> day of September, 2023 at 11.30 A.M.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed there under and the SEBI (LODR) Regulations, 2015 relating to remote e-voting as well as voting through poll at the AGM venue by the members of the Company on the resolutions contained in the Notice dated 11<sup>th</sup> August, 2023 convening the 38<sup>th</sup> AGM of the Company. My responsibility as a Scrutinizer for the Remote e-voting process and for poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast in "favour" or "against" or "abstained" on the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) the authorised agency engaged by the Company to provide remote e-voting facility for e-voting and on poll conducted at the AGM venue.

The Company has also released an advertisement, which was published after completion of dispatch of AGM Notice in Financial Express, English Newspaper and Arthik Lipi, Bengali Newspaper both dated 22<sup>nd</sup> August, 2023. The notice published in the newspaper carried the required information as specified in the Rule.

The Company had availed the remote e-voting facility offered by the CDSL for facilitating remote e-voting to the shareholders of the Company. The shareholders of the Company holding shares of the Company as on the "cut off" date i.e. 13<sup>th</sup> September, 2023 were entitled to vote on the resolutions contained in the notice convening 38<sup>th</sup> AGM of the Company.



The period for remote e-voting commenced on Sunday, 17<sup>th</sup> September, 2023 (09.00 a.m.) and ended on Tuesday, 19<sup>th</sup> September, 2023 (5.00 p.m.). The CDSL remote e-voting platform was blocked thereafter.

The Company also provided voting by physical ballot (poll) at the venue of the AGM to members attending the Meeting but had not cast their vote by remote e-voting. One empty ballot box was locked and sealed in our presence with due identification marks.

The locked ballot box was subsequently opened in presence of two witnesses who are not in employment of the Company.

Based on the details containing list of members who has cast their votes on remote e-voting platform as downloaded from the e-voting website of CDSL and the vote cast by the members through ballot papers at AGM, I hereby submit the Consolidated Report on the result of the remote e-voting and voting through ballot paper at the AGM on all items of Business transacted at the AGM held on 20<sup>th</sup> September, 2023.

### **Ordinary Business**

#### **(a) Resolution No. 1: (Ordinary Resolution)**

**To receive and consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023, together with the Reports of the Board of Directors ("the Board") and Auditors thereon;**

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voted.	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	1,109,340	80.07
Physical Ballot (Poll)	14	2,76,200	19.93
<b>Total</b>	<b>18</b>	<b>13,85,540</b>	<b>100</b>

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-voting	-	-	-
Physical Ballot (Poll)	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

(iii) Invalid votes:

Type of Voting	Number of members present and voted.	Number of votes cast by them
Remote e-voting	-	-
Physical Ballot (Poll)	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

#### **(b) Resolution No. 2: (Ordinary Resolution)**



**To appoint a Director in place of Mr. Bimal Gupta (DIN: 00660977), who retires by rotation and, being eligible, offers himself for re-appointment as Director.**

(i) Voted in favour of the resolution:

Type of Voting	Number of members present and voted.	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	1,109,340	80.07
Physical Ballot (Poll)	14	2,76,200	19.93
Total	18	13,85,540	100

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-voting	-	-	-
Physical Ballot (Poll)	-	-	-
Total	-	-	-

(iii) Invalid votes:

Type of Voting	Number of members present and voted.	Number of votes cast by them
Remote e-voting	-	-
Physical Ballot (Poll)	-	-
Total	-	-

Based on the aforesaid results, we hereby report that the resolution as contained in Item - 1 and Item - 2 of the 38<sup>th</sup> AGM Notice have been passed unanimously.

The register, all other papers and relevant records relating to remote e-voting and physical Ballot (poll) forms and voting at the meeting shall remain in my safe custody until the Chairman considers, approves and sign the minutes of the aforesaid AGM, after which the same will be handed over to the Chairman of the meeting for safe keeping.

Thanking You,

Yours faithfully,  
For **Patnaik & Patnaik**  
Company Secretaries  
Unique Code: P2017WB064500

**S. K. Patnaik**

Partner

FCS No.: 5699; C.P. No.: 7117

Peer Review Cert. No. 1688/2022

UDIN: F005699E001045971



Place: Kolkata

Date: 21/09/2023