

# 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

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

Date : 25<sup>th</sup> September, 2024

**Ref: Scrip Code: 030090**

**Subject : Proceedings of 39<sup>th</sup> Annual General Meeting ('AGM') and Voting Results**

Dear Sir/ Madam,

This is to inform you that the 39<sup>th</sup> Annual General Meeting ("AGM") of Toplight Commercial Ltd ("the Company") was held on 24<sup>th</sup> September, 2024 at 11.30 a.m. and the business mentioned in the Notice dated 12<sup>th</sup> August, 2024 were duly 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 Tuesday, 24<sup>th</sup> September, 2024 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 25<sup>th</sup> September, 2024 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

*Mohit Sharma*

**Mohit Sharma**  
**Director**  
**(DIN: 05193829)**



**SUMMARY OF THE PROCEEDINGS OF THE 39<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF TOPLIGHT COMMERCIALS LTD HELD ON TUESDAY, SEPTEMBER 24, 2024 AT THE REGISTERED OFFICE OF THE COMPANY AT 7A, BENTINCK STREET, 1ST FLOOR, KOLKATA- 700001 AT 11:30 A.M.**

The 39<sup>th</sup> AGM of the Members of Toplight Commercial Ltd ('the Company') was held on Tuesday, September 24, 2024 at 11:30 A.M. at registered office of the company at 7A Bentinck Street, 1<sup>st</sup> Floor, Kolkata- 700001. The meeting commenced at the Scheduled time.

Mr. Mohit Sharma was elected as the Chairman of the meeting. Mr. Mohit Sharma took the chair and welcomed the directors and shareholders to the 39<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 39<sup>th</sup> Annual General Meeting of the Company.

1. To receive and consider and adopt the Audited Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2024, together with the Reports of the Board of Directors ("the Board") and Auditors thereon.
2. To appoint a Director in place of Mrs. Neha Gupta (DIN: 09020690), who retires by rotation and, being eligible, offers herself for re-appointment as Director.
3. Re-appointment of Mr. Udit Gupta as Whole Time Director
4. Re-appointment of Mrs. Kumkum Gupta as Whole Time Director
5. Re-appointment of Mr. Bimal Gupta as Whole Time Director
6. Appointment of Mr. Mohit Sharma (DIN: 05193829) as an Independent Director
7. Appointment of Mr. Anand Mohta (DIN: 02235559) as an Independent 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 21<sup>st</sup> September, 2024 (09:00 A.M.) to 23<sup>rd</sup> September, 2024 (5:00 P.M.) to cast their votes electronically on all the business as set out in the Notice of 39<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, Partner of Patnaik & Patnaik, Company Secretaries, 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 12:15 p.m.

The Scrutinizer Report was received on 25<sup>th</sup> September, 2024 and as per the said report all the resolutions as set out in the notice have been passed with unanimously.

Thanking You,

Yours Faithfully,  
For Toplight Commercials Limited

*Mohit Sharma*

Mohit Sharma  
Director  
(DIN – 05193829)



**Annexure-II**

**Details of Voting Results in respect of the 39<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 24, 2024
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote – September 17, 2024)	2,187
No. of Shareholders attended the meeting:	20
Promoters and Promoter Group	8
Public	12

**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, 2024, 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 Outstand ing shares	e-voting B1	Ballot B2	Total B3 (B1+B2)	% on Total Outstand ing shares	e-voting C1	Ballot C2	Total C3 (C1+C2)	% on Total Outstand ing shares
Promoter and Promoter Group	27,22,280	2470480	251800	2722280	100	2470480	251800	2722280	100	-	-	-	-
Public-Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-
Public- Non-Institutions	15,33,920	-	76300	76300	4.97	-	76300	76300	4.97	-	-	-	-
Total	42,56,200	2470480	328100	2798580	65.75	2470480	328100	2798580	65.75	-	-	-	-

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

To appoint a Director in place of Mrs. Neha Gupta (DIN: 09020690), who retires by rotation and being eligible offers herself for re-appointment as Director.

Category	Total Holding	Total Vote Cast				Votes in favour				Votes Against			
		e-voting	Ballot	Total	% on Total Outstanding shares	e-voting	Ballot	Total	% on Total Outstanding shares	e-voting	Ballot	Total	% on Total Outstanding shares
		A1	A2	A3 (A1+A2)		B1	B2	B3 (B1+B2)		C1	C2	C3 (C1+C2)	
Promoter and Promoter Group	27,22,280	2470480	251800	2722280	100	2470480	251800	2722280	100	-	-	-	-
Public-Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-
Public- Non-Institutions	15,33,920	-	76300	76300	4.97	-	76300	76300	4.97	-	-	-	-
Total	42,56,200	2470480	328100	2798580	65.75	2470480	328100	2798580	65.75	-	-	-	-

(c) Resolution No. 3:(Special Resolution)

Re-appointment of Mr. Udit Gupta as Whole Time Director.

Category	Total Holding	Total Vote Cast				Votes in favour				Votes Against			
		e-voting	Ballot	Total	% on Total Outstanding shares	e-voting	Ballot	Total	% on Total Outstanding shares	e-voting	Ballot	Total	% on Total Outstanding shares
		A1	A2	A3 (A1+A2)		B1	B2	B3 (B1+B2)		C1	C2	C3 (C1+C2)	
Promoter and Promoter Group	27,22,280	2470480	251800	2722280	100	2470480	251800	2722280	100	-	-	-	-
Public-Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-
Public- Non-Institutions	15,33,920	-	76300	76300	4.97	-	76300	76300	4.97	-	-	-	-
Total	42,56,200	2470480	328100	2798580	65.75	2470480	328100	2798580	65.75	-	-	-	-

(d) Resolution No. 4:(Special Resolution)

Re-appointment of Mrs. Kumkum Gupta as Whole Time Director.

Category	Total Holding	Total Vote Cast				Votes in favour				Votes Against			
		e-voting A1	Ballot A2	Total A3 (A1+A2)	% on Total Outstanding shares	e-voting B1	Ballot B2	Total B3 (B1+B2)	% on Total Outstanding shares	e-voting C1	Ballot C2	Total C3 (C1+C2)	% on Total Outstanding shares
Promoter and Promoter Group	27,22,280	2470480	251800	2722280	100	2470480	251800	2722280	100	-	-	-	-
Public-Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-
Public- Non-Institutions	15,33,920	-	76300	76300	4.97	-	76300	76300	4.97	-	-	-	-
Total	42,56,200	2470480	328100	2798580	65.75	2470480	328100	2798580	65.75	-	-	-	-

(e) Resolution No. 5:(Special Resolution)

Re-appointment of Mr. Bimal Gupta as Whole Time Director.

Category	Total Holding	Total Vote Cast				Votes in favour				Votes Against			
		e-voting A1	Ballot A2	Total A3 (A1+A2)	% on Total Outstanding shares	e-voting B1	Ballot B2	Total B3 (B1+B2)	% on Total Outstanding shares	e-voting C1	Ballot C2	Total C3 (C1+C2)	% on Total Outstanding shares
Promoter and Promoter Group	27,22,280	2470480	251800	2722280	100	2470480	251800	2722280	100	-	-	-	-
Public-Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-
Public- Non-Institutions	15,33,920	-	76300	76300	4.97	-	76300	76300	4.97	-	-	-	-
Total	42,56,200	2470480	328100	2798580	65.75	2470480	328100	2798580	65.75	-	-	-	-

(f) Resolution No. 6:(OrdinaryResolution)

Appointment of Mr. Mohit Sharma (DIN: 05193829) as an Independent Director.

Category	Total Holding	Total Vote Cast				Votes in favour				Votes Against			
		e-voting A1	Ballot A2	Total A3 (A1+A2)	% on Total Outstand ing shares	e-voting B1	Ballot B2	Total B3 (B1+B2)	% on Total Outstand ing shares	e-voting C1	Ballot C2	Total C3 (C1+C2)	% on Total Outstand ing shares
Promoter and Promoter Group	27,22,280	2470480	251800	2722280	100	2470480	251800	2722280	100	-	-	-	-
Public-Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-
Public- Non-Institutions	15,33,920	-	76300	76300	4.97	-	76300	76300	4.97	-	-	-	-
Total	42,56,200	2470480	328100	2798580	65.75	2470480	328100	2798580	65.75	-	-	-	-

(g) Resolution No. 7:(Ordinary Resolution)

Appointment of Mr. Anand Mohta (DIN: 02235559) as an Independent Director.

Category	Total Holding	Total Vote Cast				Votes in favour				Votes Against			
		e-voting A1	Ballot A2	Total A3 (A1+A2)	% on Total Outstand ing shares	e-voting B1	Ballot B2	Total B3 (B1+B2)	% on Total Outstand ing shares	e-voting C1	Ballot C2	Total C3 (C1+C2)	% on Total Outstand ing shares
Promoter and Promoter Group	27,22,280	2470480	251800	2722280	100	2470480	251800	2722280	100	-	-	-	-
Public-Institutions	-	-	-	-	-	-	-	-	-	-	-	-	-
Public- Non-Institutions	15,33,920	-	76300	76300	4.97	-	76300	76300	4.97	-	-	-	-
Total	42,56,200	2470480	328100	2798580	65.75	2470480	328100	2798580	65.75	-	-	-	-

All the Resolutions for consideration at the 39<sup>th</sup> AGM in respect of the items set out in the Notice dated August 12, 2024, have been passed by the Members by unanimously through remote e-voting and poll during the AGM.

For Toplight Commercials Ltd

*Mohit Sharma*

Mohit Sharma  
Director  
(DIN: 05193829)





**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 39<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 24<sup>th</sup> September, 2024 at 11.30 A.M.**

Dear Sir,

I, Sankar Kumar Patnaik, Practicing Company Secretary, Partner of Patnaik & Patnaik, had been appointed as the 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 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 39<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 Tuesday, the 24<sup>th</sup> day of September, 2024 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 12<sup>th</sup> August, 2024 convening the 39<sup>th</sup> AGM of the Company. My responsibility as a Scrutinizer for the Remote e-voting process and 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 29<sup>th</sup> August, 2024. 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. 17<sup>th</sup> September, 2024 were entitled to vote on the resolutions contained in the notice convening 39<sup>th</sup> AGM of the Company.

The period for remote e-voting commenced on Saturday, 21<sup>st</sup> September, 2024 (9:00 a.m.) and ended on Monday, 23<sup>rd</sup> September, 2024 (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 24<sup>th</sup> September, 2024.

## **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, 2024, 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	3	24,70,480	88.28
Physical Ballot (Poll)	17	3,28,100	11.72
Total	20	27,98,580	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	-	-

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

**To appoint a Director in place of Mrs. Neha Gupta (DIN: 09020690), who retires by rotation and, being eligible, offers herself 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	3	24,70,480	88.28
Physical Ballot (Poll)	17	3,28,100	11.72
Total	20	27,98,580	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	-	-

**SPECIAL BUSINESS**

**(c) Resolution No. 3:(Special Resolution)**

**Re-appointment of Mr. Udit Gupta as Whole-time 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	3	24,70,480	88.28
Physical Ballot (Poll)	17	3,28,100	11.72
Total	20	27,98,580	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	-	-

**(d) Resolution No. 4:(Special Resolution)**

**Re-appointment of Mrs. Kumkum Gupta as Whole-time 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	3	24,70,480	88.28
Physical Ballot (Poll)	17	3,28,100	11.72
Total	20	27,98,580	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	-	-

**(e) Resolution No. 5:(Special Resolution)**

**Re-appointment of Mr. Bimal Gupta as Whole-time 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	3	24,70,480	88.28
Physical Ballot (Poll)	17	3,28,100	11.72
Total	20	27,98,580	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)	-	-	-
<b>Total</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>	-	-

**(f) Resolution No. 6:(Special Resolution)**

**Appointment of Mr. Mohit Sharma (DIN: 05193829) as an Independent 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	3	24,70,480	88.28
Physical Ballot (Poll)	17	3,28,100	11.72
<b>Total</b>	<b>20</b>	<b>27,98,580</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>

**(g) Resolution No. 7:(Special Resolution)**

**Appointment of Mr. Anand Mohta (DIN: 02235559) as an Independent 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	3	24,70,480	88.28
Physical Ballot (Poll)	17	3,28,100	11.72
<b>Total</b>	<b>20</b>	<b>27,98,580</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>	-	-	

(iii) Invalid votes:

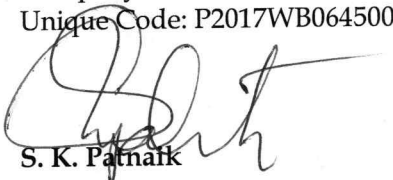
Type of Voting	Number of members present and voted.	Number of votes cast by them
Remote e-voting	-	-
Physical Ballot (Poll)	-	-
<b>Total</b>	-	-

Based on the aforesaid results, we hereby report that the resolutions as contained in Item - 1 to Item - 7 of the 39<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: F005699F001299431



Place: Kolkata  
Date: 25/09/2024