

# Toplight Commercial Limited

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

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

Date: 29<sup>th</sup> November, 2022

**Ref: Scrip Code: 030090**

**Subject: Proceedings of Extra Ordinary General Meeting and Voting Results**

Dear Sir/ Madam,

This is to inform you that the Extra Ordinary General Meeting ("EOGM") of Toplight Commercial Ltd ("the Company") was held on 28<sup>th</sup> November, 2022 at 11.30 a.m. and the business mentioned in the Notice dated 27<sup>th</sup> October, 2022 was transacted.

In this regard, enclosed please find herewith the following-

- a) Brief proceedings of EOGM of the Company, as required under the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, held on Monday , 28<sup>th</sup> November, 2022 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 29<sup>th</sup> November, 2022 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 EOGM as **Annexure - III.**

This is for your information and record.

Thanking you,

Yours faithfully,  
For Toplight Commercial Ltd

*Bimal Gupta*

**Bimal Gupta**  
**Wholetime Director**  
**(DIN: 00660977)**

## Annexure-1

### **SUMMARY OF THE PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING (EOGM) OF TOPLIGHT COMMERCIALS LTD ON MONDAY, 28<sup>TH</sup> OF NOVEMBER, 2022 at 11:30 A.M.**

-----

Mr. AJIT JAIN, Company Secretary welcomed the Members attending the EOGM and briefed about the guidelines to be followed during the Meeting for shareholders and registered speakers. Mr. KISHOR SANGHANI, Chairman of the Board of Directors of the Company, greeted the Members and chaired the proceedings at the EOGM. As the requisite quorum was present, the Chairman called the Meeting to order. All the directors including the respective Chairpersons of various Committees were also present at the EOGM.

Total 25 Members attended the EOGM as per the records of the attendance.

Thereafter, the Notice dated October 27, 2022 convening the EOGM (the "Notice") was taken as read with the consent of the Members present.

Thereafter, the resolutions were tabled at the Meeting by the Chairman and he explained the objectives and implications of each item of businesses for consideration by the shareholders.

The Chairman informed the Members that in compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed there under and amendments thereto, read together with the MCA Circulars and Regulation 44 of the Listing Regulations, the Company had engaged the services of CDSL to provide remote e-Voting facility which commenced on Friday, November 25<sup>th</sup>, 2022 09:00 A.M. (IST) and ended on Sunday, November 27<sup>th</sup>, 2022 (5:00 P.M. IST) and e-Voting facility during the EOGM to all the eligible Members to enable them to cast their votes electronically in respect of the businesses transacted at the Meeting.

The voting rights of the Members were reckoned based on the number of shares held by them as on the 'cut-off' date i.e., 21.11.2022. **Ms. Roshni Kumari Gupta, Practising Company Secretary (Certificate of Practice Number - 26202)** was appointed for the purpose of scrutinizing the process of remote e-voting and e-voting during the Meeting in a fair and transparent manner.

# Toplight Commercial Limited

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

Thereafter, the following businesses as set out in the Notice dated October 27, 2022 convening theEOGM were transacted:

Sl.No.	Particulars
<b>SPECIAL BUSINESS (Special Resolutions)</b>	
1.	Alteration in the Capital Clause of Memorandum of Association
<b>SPECIAL BUSINESS (Ordinary Resolution)</b>	
2.	Increase in Authorized Share Capital of the Company

The Chairman informed the Members that the consolidated e-voting results will be declared as per the details given in the Notice and concluded the proceedings of the Meeting after thanking the Directors and the Shareholders for attending the Meeting. The Meeting was concluded with a vote of thanks to the Chair.

The Meeting concluded at 1:30 P.M with a vote of thanks to the Chairman.

TOPLIGHT COMMERCIALS LTD

Bimal Gupta

BIMAL GUPTA

Wholetime  
Director  
Din: 00660977

## Annexure-II

### Details of Voting Results in respect of the Extra Ordinary General Meeting ("EOGM") of M/s Toplight Commercial Ltd pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015

Date of EOGM	November 28, 2022
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote – November 21, 2022)	2190
No. of Shareholders attended the meeting:	25
Promoters and Promoter Group	8
Public	17

### Ordinary Business

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

#### To Increase in Authorized Share Capital of the Company;

Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes – infavour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]	% of Votes against on votes polled (7)=[(5)/(2)]
Promoter and Promoter Group	E-Voting	1342140	1109340	82.65	1109340	-	100	-
	Poll		169800	12.65	169800	-	100	-
	Total		1279140	95.30	1279140	-	100	-
Public	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public	E-Voting	1524920	-	-	-	-	-	-
	Poll		53700	3.52	53700	-	100	-
	Total		-	-	-	-	-	-
Non-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Total		2867060	1332840	46.48	1332840	-	100	-

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

To Alteration in the Capital Clause of Memorandum of Association.

Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]	% of Votes against on votes polled (7)=[(5)/(2)]
Promoter and Promoter Group	E-Voting	1342140	1109340	82.65	1109340	-	100	-
	Poll		169800	12.65	169800	-	100	-
	Total		1279140	95.30	1279140	-	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non-Institutions	E-Voting	1524920	-	-	-	-	-	-
	Poll		53700	3.52	53700	-	100	-
	Total		-	-	-	-	-	-
Total		2867060	1332840	46.48	1332840	-	100	-

All the Resolutions for consideration at the Extra Ordinary General Meeting ("EOGM") in respect of the items set out in the Notice dated October 27<sup>th</sup>, 2022, have been passed by the Members by requisite majority through remote e-voting and poll during the Extra Ordinary General Meeting ("EOGM").

For Toplight Commercial Ltd

*Bimal Gupta*

**Bimal Gupta**  
 Wholtime Director  
 (DIN: 00660977)



# **RK Gupta & Associates**

*Practicing Company Secretary*

**Address:** 524, G T Road, 3<sup>rd</sup> Floor, Howrah - 711101

**Ph:** +91- 7003981646, +91-9681377731



## **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 physical Ballot (poll) voting at of the Extra Ordinary General Meeting ("EOGM") in respect of the resolutions contained in the Notice of the of the Extra Ordinary General Meeting ("EOGM") of Toplight Commercial Limited (the Company), held at 7A, Bentinck Street, 1<sup>st</sup> Floor, Kolkata-700001 on 28<sup>th</sup> November, 2022 at 11.30 A.M.

Dear Sir,

I, Roshni Kumari Gupta, Practicing Company Secretary, have 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 Extra Ordinary General Meeting ("EOGM") venue in a fair and transparent manner and ascertaining the results thereof, in respect of resolutions transacted at the Extra Ordinary General Meeting ("EOGM") of the Equity Shareholders of Toplight Commercial Limited held at 7A, Bentinck Street, 1<sup>st</sup> Floor, Kolkata-700001 on Monday, the 28<sup>th</sup> day of November, 2022 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 EOGM Venue by the members of the Company on the resolutions contained in the Notice dated 27<sup>th</sup> October, 2022 convening the Extra Ordinary General Meeting ("EOGM") of the Company. My responsibility as a Scrutinizer for the Remote e-voting process and for poll at the EOGM 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 Extra Ordinary General Meeting ("EOGM") venue.

The Company has also released an advertisement, which was published after completion of dispatch of Extra Ordinary General Meeting ("EOGM") Notice in Financial Express, English Newspaper and Arthik Lipi, Bengali Newspaper both dated 04<sup>th</sup> November, 2022. 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. 21<sup>st</sup> November, 2022 were entitled to vote on the resolutions contained in the notice convening Extra Ordinary General Meeting ("EOGM") of the Company.

The period for remote e-voting commenced on Friday, 25<sup>th</sup> November, 2022 (09.00 a.m.) and ended on Sunday, 27<sup>th</sup> November, 2022 (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 Extra Ordinary General Meeting ("EOGM") 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 Extra Ordinary General Meeting ("EOGM"), I hereby submit the Consolidated Report on the result of the remote e-voting and voting through ballot paper at the EOGM on all items of Business transacted at the EOGM held on 28<sup>th</sup> NOVEMBER, 2022.

### **Ordinary Business**

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

##### **Increase in Authorized Share Capital of the Company**

(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	5	1109340	83.23
Physical Ballot (Poll)	20	223500	16.77
<b>Total</b>	<b>25</b>	<b>1332840</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	-	-	-
E-voting at AGM	-	-	-
<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) Resolution No. 2: (Special Resolution)

**Alteration in the Capital Clause of Memorandum of Association.**

(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	5	1109340	83.23
Physical Ballot (Poll)	20	223500	16.77
Total	25	1332840	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	-	-	-
E-voting at AGM	-	-	-
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, I report that the resolution as contained in Item - 1 to Item - 2 of the EOGM 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 EOGM, after which the same will be handed over to the Chairman of the meeting for safe keeping.

Thanking you,

Yours faithfully,

For **Roshni Kumari Gupta**  
Company Secretaries



C.P. No.: 26202

UDIN: A051189D002491418

Place: Kolkata  
Date: 29.11.2022

*Roshni Gupta*