

Date : 19/07/2021

To,
The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700 001

Scrip Code: 030090

Sub. : Certificate regarding applicability of Corporate Governance Report for the Quarter ended 30th June, 2021

Dear Sir/Madam,

As per Regulation 15(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the **provisions of Corporate Governance is not applicable to listed entities having paid-up equity share capital not exceeding Rs. 10 crore and Net Worth not exceeding Rs. 25.00 crore as on the last day of the previous financial year.** M/s. **Toplight Commercials Ltd** ("the Company") has a Paid-up capital of Rs. 2.87 Crore and Net worth of Rs. 26.97 Crore as on 31st March, 2021.

Hence in terms of Regulation 15(2), the company is required to submit Corporate Governance Report for the quarter ended on 30th June, 2021 under the Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and record.

Thanking you,

Yours faithfully,
For **Toplight Commercials Limited**

Udit Gupta

Udit Gupta
Director
(DIN-00741483)

Quarterly Corporate Governance Report
{Under Regulation 27(2) of SEBI (Listing Obligation & Disclosure Requirements) 2015}

1. Name of Listed Entity: TOPLIGHT COMMERCIALS LIMITED

2. Quarter ending: 30th June, 2021

I. Composition of Board of Directors									
Title	Name of the Director	Category (Chairperson/ Executive / Non-Executive/ Independent /Nominee)	Initial Date of Appointment	Date of Appointment in the current term (Date of Re-appointment)	Date of Cessation	Tenure	No. of Directorship in listed entities including this listed entity	Number of Memberships in Audit / Stakeholders Committee (s) including this listed entity	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	BIMAL GUPTA	Chairman- Whole Time Director	11/07/2016	01/04/2021	-	3 yrs	1	Nil	Nil
Mr.	UDIT GUPTA	Whole Time Director	09/07/2008	01/04/2021	-	3 yrs	1	1	Nil
Mr.	KUMKUM GUPTA	Whole Time Director	20/12/1993	01/04/2021	-	3 yrs	1	2	1
Mr.	NEHA GUPTA	Additional Director	18/01/2021	18/01/2021	-	Till AGM of 2021	1	4	3
Mr.	KISHOR SANGHANI	Non-Executive-Independent	14/04/1998	14/04/1998	-	5 yrs	1	3	Nil
Mrs.	CHITTARANJAN MAIKAP	Non-Executive-Independent	21/07/2014	21/07/2014	-	5 yrs	1	2	Nil

II. Composition of Committees

Name of the Committee	Name of the Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	KISHOR SANGHANI	Chairman-Non-Executive-Independent	14/04/1998	
	CHITTARANJAN MAIKAP	Non-Executive-Independent	21/07/2014	
	NEHA GUPTA	Non-Executive	18/01/2021	
2. Nomination & Remuneration Committee	KISHOR SANGHANI	Chairman-Non-Executive-Independent	14/04/1998	
	CHITTARANJAN MAIKAP	Non-Executive-Independent	21/07/2014	
	UDIT GUPTA	Whole Time Director	09/07/2008	
3. Stakeholders Relationship Committee	KISHOR SANGHANI	Chairman-Non-Executive-Independent	14/04/1998	
	CHITTRANJAN MAIKAP	Non-Executive-Independent	21/07/2014	
	UDIT GUPTA	Whole Time Director	09/07/2008	
4. Risk Management Committee	NA	NA	NA	NA
5. Corporate Social Responsibility Committee	NA	NA	NA	NA

III. Meeting of the Board of Directors				
Date of Meeting in the previous quarter	Date of Meeting in the relevant quarter	Maximum gap between any two consecutive meeting (in Number of days)		
24/03/2021	30/06/2021	97		

IV. Meeting of Committees				
Name of the Committee	Date (s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Date(s) of the meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
1. Audit Committee	30/06/2021	Yes	10/02/2021	139
2. Nomination & Remuneration Committee	-	-	-	N.A.
3. Stakeholders Relationship Committee	-	Yes	24/03/2021	N.A.
4. Risk Management Committee	N.A.	N.A.	N.A.	N.A.
5. Corporate Social Responsibility Committee	N.A.	N.A.	N.A.	N.A.

V. Related Party Transactions		
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>If status is "No" details of non-compliance</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

VI. Affirmations	
<i>Subject</i>	<i>Compliance Status (Yes/No)</i>
The composition of Board of Directors in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	N.A
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes
Date: 19.07.2021 Place: Kolkata	 (Ajit Jain) Compliance Officer/Company