Toplight Commercials Limited

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

Date: 19.01.2023

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

Scrip Code : 030090

Sub : Corporate Governance Report for the Quarter ended 31st December, 2022

Dear Sir/Madam,

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Corporate Governance Report for the Quarter ended on 31st December, 2022.

This is for your information and record.

Thanking you,

Yours faithfully,
For **Toplight Commercials Limited**

Udit Gupta

Udit Gupta
Wholetime 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: 31st December, 2022

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	Executive	11/07/2016	01/04/2021	-	3 yrs	1	Nil	Nil
Mr.	UDIT GUPTA	Executive	09/07/2008	01/04/2021	-	3 yrs	1	1	Nil
Mrs.	KUMKUM GUPTA	Executive	20/12/1993	01/04/2021	-	3 yrs	1	Nil	Nil
Mrs.	NEHA GUPTA	Non-Executive	18/01/2021	18/01/2021	-	-	1	1	Nil
Mr.	KISHOR SANGHANI	Non-Executive-Independent-Chairman	14/04/1998	-	-	5 yrs	1	2	2
Mrs.	CHITTARANJAN MAIKAP	Non-Executive-Independent	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	
	NEHA GUPTA	Whole Time Director	09/07/2008	
3. Stakeholders Relationship 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	
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	Whether requirement of Quorum met	No. of directors present*	No. of independent directors present*	Maximum gap between any two consecutive meeting (in Number of days)
11/08/2022	14/11/2022	Yes	6	2	95

IV. Meeting of Committees

Name of the Committee	Date (s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met	No. of directors present*	No. of independent directors present*	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	14/11/2022	Yes	3	2	11/08/2022	95
2. Nomination & Remuneration Committee	-	-	-	-	11/08/2022	N.A.

3. Stakeholders Relationship Committee	-	-	-	-	11/08/2022	N.A.
4. Risk Management Committee	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
5. Corporate Social Responsibility Committee	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

V. Related Party Transactions		
Subject	***Compliance status (Yes/No/NA)***	***If status is "No" details of non-compliance***
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	
Subject	Compliance Status (Yes/No)
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: 19.01.2023 Place: Kolkata	**Ajit Jain** **Compliance Officer/Company Secretary**