



**CONSOLIDATED SCRUTINISER'S REPORT**

**(Pursuant to Section 108 of The Companies Act 2013 read with Companies (Management and Administration) Rules, 2014)**

To,  
The Chairman  
WOODSVILLA LIMITED  
For 36th Annual General Meeting held on 29th September 2024  
Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

**REPORT OF SCRUTINIZERS APPOINTED BY THE BOARD OF DIRECTORS OF THE 36<sup>TH</sup> ANNUAL GENERAL MEETING OF M/S WOODSVILLA LIMITED HELD ON SUNDAY, THE 29<sup>TH</sup> DAY OF SEPTEMBER, 2024 AT 05:00 P.M.**

**A. APPOINTMENT**

1. I, Kundan Agrawal, Practicing Company Secretary having **Membership No. 7631** and **COP No. 8325**, being appointed as scrutinizer by the board of directors of the company at their meeting held on 05th September 2024 for the purpose of Scrutinizing the remote e-voting process and e-voting conducted at the AGM in a fair and transparent manner.
2. My appointment as a Scrutinizer is under the provisions of section 108 of The Companies Act 2013, ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules 2014, as amended ("the Rules");
3. My appointment as a Scrutinizer is also for ascertaining the requisite majority for the resolutions proposed in the Notice of AGM dated 05th September, 2024 issued to the members of the company in accordance with the Pursuant to General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022 and 10/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021 May 05, 2022 and December 28, 2022 respectively issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars') and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022, respectively and circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by the Securities and Exchange Board of India (collectively referred to as 'SEBI Circulars'). The AGM was held through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) in compliance with the provisions of Act, and Rules made thereunder, read with the Circulars.

**B. MANAGEMENT'S RESPONSIBILITY**

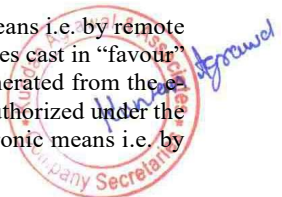
The management of the Company is responsible to ensure the compliance with the requirements of:-

1. The Companies Act, 2013 and the Rules made thereunder;
2. The MCA circulars;
3. SEBI (LODR), Regulations, 2015

Relating to e-voting on the resolutions contained in the notice of AGM of Members of the company.

**C. SCRUTINIZER'S RESPONSIBILITY**

My responsibility as a scrutinizer for the e-voting process of voting through electronic means i.e. by remote e-voting and e-voting at the AGM is restricted to making a Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions as stated in the said notice of AGM, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency authorized under the rules and engaged by the company to provide e-voting facilities for voting through electronic means i.e. by remote e-voting and e-voting at the AGM.



#### **D. CUT-OFF DATE**

1. The company has dispatched notice of AGM to the members by E-mail, whose names appeared on the Register of Members/ List of Beneficiaries as notified by Depositories.
2. The Company had provided the facility of voting on the Resolutions proposed in the notice of the AGM through electronic means i.e. by remote e-voting and e-voting at the AGM to persons who were members on the cut-off date of 22nd September 2024.

#### **E. REMOTE E-VOTING AND E-VOTING AT THE AGM**

1. In accordance with the Notice dated 05th September 2024 sent to the members, the remote E-voting commenced on Thursday, 26th September 2024, 09:00 a.m. and ends on Saturday 28<sup>th</sup> September 2024, 5:00 p.m. The remote e-voting module was disabled by NSDL for voting thereafter.
2. In terms of the notice of AGM, members who were present in the AGM through VC/OAVM facility and had not cast their vote on the resolutions through remote e-voting were provided with the facility of e-voting at the AGM.
3. I have obtained a complete record of votes cast by remote e-voting and e-voting at the AGM from NSDL which was unblocked by me after 15 minutes from the conclusion of AGM and the same was unlocked by me in the presence of 2 (two) witnesses ACS Deepti Gupta and ACS Itisha Lunia who are not in the employment of the Company.
4. We will hand over report to the chairman of the company who will declare the results with 48 hours from the conclusion of the meeting and will upload the results over the website (www.woodsvilla.in) of the company and also over the BSE (Bombay Stock Exchange of India Limited) portal and on NSDL website (www.evoting.nSDL.com), where the company is listed.

#### **F. REPORT**

##### **Resolution No. 1**

Nature of  
Resolution Ordinary Resolution

**SUBJECT MATTER: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the Reports of the Auditor's and Board of Directors' thereon.**

Details of Voting	Assent (For)		Dissent (Against)		Invalid poll No. of Votes	
	No. Shares of Face Value Rs. 10/- each	% of total number of valid votes (E-voting + Poll)	No. of votes	Ratio	No. of Shareholders	% of total number of valid votes (E-voting + Poll)
By Remote E-Voting	12	658260 (13.14%)	1	100 (0.00%)	0	0
By E-Voting at the AGM	4	4350840 (86.86%)	0	0	0	0
Consolidated Votes	16	5009100 (100%)	1	100 (0.00%)	0	0



Resolution No. 2

Nature of Resolution Ordinary Resolution

**SUBJECT MATTER: To appoint a Director in place of Mrs. Meena Aggarwal (DIN: 00084504), who retires by rotation and being eligible, offers herself for re-appointment.**

Details of Voting	Assent (For) No. Shares of Face Value Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholders	% of total number of valid votes (E-voting + Poll)	No. of Shareholders	% of total number of valid votes (E-voting + Poll)	No. of Shareholders	% of total number of valid votes (E- voting + Poll)
By Remote E-Voting	12	658260 (20.58%)	1	100	0	0
By E- Voting at the AGM**	3	2538780 (79.41%)	0	0	0	0
Consolidated Votes	15	3197040 (100%)	1	100	0	0

\*\* Meena Agrawal being interested in the above mentioned resolution has been abstained from voting.

Resolution No. 3

Nature of Resolution Ordinary Resolution

**SUBJECT MATTER: Reappointment of Mr. Ravinder Mohan Manchanda as Independent Director**

Details of Voting	Assent (For) No. Shares of Face Value Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholders	% of total number of valid votes (E-voting + Poll)	No. of Shareholders	% of total number of valid votes (E-voting + Poll)	No. of Shareholders	% of total number of valid votes (E- voting + Poll)
By Remote E-Voting	12	658260 (13.14%)	1	100 (0.00%)	0	0
By E- Voting at the AGM	4	4350840 (86.86%)	0	0	0	0
Consolidated Votes	16	5009100 (100%)	1	100 (0.00%)	0	0

Resolution No. 4

Nature of Resolution Ordinary Resolution

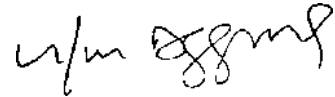


**SUBJECT MATTER: Appointment of Mr. Vineet Gupta as Independent Director**

Details of Voting	Assent (For) No. Shares of Face Value Rs. 10/- each		Dissent (Against) No. of votes Ratio		Invalid poll No. of Votes	
	No. of Shareholders	% of total number of valid votes (E-voting + Poll)	No. of Shareholders	% of total number of valid votes (E-voting + Poll)	No. of Shareholders	% of total number of valid votes (E-voting + Poll)
By Remote E-Voting	12	658260 (13.14%)	1	100 (0.00%)	0	0
By E-Voting at the AGM	4	4350840 (86.86%)	0	0	0	0
Consolidated Votes	16	5009100 (100%)	1	100 (0.00%)	0	0

All the above-mentioned resolutions were approved by the members with requisite majority.

Counter Signed by



(Chairman)

Thanking You,  
Yours faithfully

**KUNDAN AGRAWAL & ASSOCIATES**  
Company Secretaries



**Kundan Agrawal**  
Scrutinizer/ Company Secretary  
Membership No.: F7631  
C P No 8325  
UDIN:- F007631F001382125

Place: Delhi  
Date: 30/09/2024