Woodsvilla Limited

CIN No. L55101DL1994PLC030472

E-4, Defence Colony, New Delhi - 110024
Ph: 41552060-62, 24332643, Fax : 011-41551479

Date : 03/09/2020

To,

The BSE Limited
Corporate Relationship Department
PhirozeJeejeebhoy Towers
Dalal Street,
Mumbai – 400001

Dear Sir,

Sub: Submission of Annual Report for Financial Year 2019-20
Ref: Woodsvilla Limited (Scrip Code 526959)

We wish to inform you that the 32nd Annual General Meeting of our Company will be held on Sunday, 27th September, 2020 at 10:30 AM by video conference.

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report for the Financial Year 2019-20 for your reference.

Kindly take the above on records and acknowledge the receipt of the same.

Thanking you
Yours Faithfully

For WOODSVILLA LIMITED

Woodsvilla Limited New Delhi

AKANSHA RAWAT
(Company Secretary & Compliance Officer)

32nd

Annual Report

2019-20

WOODSVILLA LIMITED

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VISION

To be recognized as a leader in excellence and innovation within the Indian Hospitality Industry, providing the ultimate hospitality experiences within an affordable world-class resort lifestyle with service that reflects the pride and professionalism of our team.

CORPORATE INFORMATION

BOARD OF DIRECTOR

1. VIPIN AGGARWAL	Director
2. MEENA AGGARWAL	Director & CEO
3. SANWAR MAL SAINI	Director
4. AMOD PAL SINGH	Director
5. KAVITA	Director
6. RAVINDER MOHAN MANCHANDA	Director
7. SUDHANSU KUMAR NAYAK	Director

CHIEF EXECUTIVE OFFICER
MEENA AGGARWAL

CHIEF FINANCIAL OFFICER
SYED NAWAZISH HUSAIN ZAIDI

COMPANY SECRETARY
AKANSHA RAWAT

REGISTRAR & SHARE TRANSFER AGENT
MAS SERVICES LIMITED
T-34, 2ND FLOOR, OKHLA INDUSTRIAL
AREA PHASE-II
NEW DELHI – 110020

STATUTORY AUDITORS
MANV & ASSOCIATES
CHARTERED ACCOUNTANTS
D-9/236/A, LAXMI NAGAR
NEW DELHI – 110092

INTERNAL AUDITORS
AVSG & CO.
CHARTERED ACCOUNTANTS
E-170, PANDAV NAGAR,
MAYUR VIHAR – I, DELHI – 110091

SECRETARIAL AUDITORS
KUNDAN AGRAWAL & ASSOCIATES
COMPANY SECRETARIES
H-23A, 204 KAMAL TOWER, NEAR SAI MANDIR,
VIKAS MARG, LAXMI NAGAR, DELHI – 110092

REGISTERED OFFICE
E-4 DEFENCE COLONY, NEW DELHI - 110024

NOTICE

NOTICE is hereby given that the 32nd Annual General Meeting of the members of Woodsvilla Limited will be held on Sunday, 27th September, 2020 at 10:30 am to transact through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 together with the Reports of the Auditor's and Board of Directors' thereon.

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

By Order of the Board
For WOODSVILLA LIMITED

Sd/-
Akansha Rawat
Company Secretary

Regd. Office:
Defence Colony, Delhi
Dated: 24-08-2020

NOTES:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the Ministry of Corporate Affairs ("MCA") vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") has permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.

2. As per the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since the 32nd AGM is being held through VC / OVAM as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 32nd AGM and hence the Proxy Form, Attendance Slip and route map are not annexed to this Notice.

3. Corporate members intending to attend the AGM through authorized representatives are requested to send a scanned copy of duly certified copy of the board or governing body resolution authorising the representatives to attend and vote at the Annual General Meeting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to Woodsvillaresort@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com

4. In accordance with MCA Circulars, the notice of the 32nd AGM and the Annual Report 2019-20 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may please note that this Notice and the Annual Report 2019-20 will also be available on the Company's website www.woodsvilla.in and on the websites of the Stock Exchanges i.e. BSE Limited (www.bseindia.com), and on the website of Mas Service Limited at www.masserv.com.

5. Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, circulars etc., from the Company electronically, in following manner.

Physical Holding	Send a signed request to Registrar and Transfer Agents of the Company, MAS Services Limited at info@masserv.com providing Folio number, Name of the shareholder, scanned copy of the share certificate (Front and Back), PAN (Self attested scanned copy of PAN Card), AADHAR (Self attested scanned copy of Aadhar Card) for registering email address.
Demat Holding	Please contact your Depositary Participant (DP) and register your email address as per the process advised by DP.

6. As per MCA circulars,Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

8. The notice of AGM is being sent to those members/beneficial owners whose name appears in the register of members/list of beneficiaries received from the depositories as on 28.08.2020.

9. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. The process of remote e-voting with the user id and password is given separately. The remote e-voting facility is in addition to e-voting that will take place at the 32ndAGM being held through VC/OVAM.

10. Members joining the meeting through VC/OVAM; who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC/OVAM; but shall not be entitled to cast their vote again. A Member can opt for only single mode of voting i.e. through remote e-voting or voting at the AGM.

11. As required under the Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standards-2, particulars relating to Mrs. Meena Aggarwal, Director and Chief Executive Officer retiring by rotation and proposed to be re-appointed is given in the Annexure to this Notice.

12. In accordance with the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from 1st April 2019, transfers of securities of the Company shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, members holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in corporate actions.

13. Mr. Kundan Agrawal, Practicing Company Secretary has been appointed as the scrutinizer to scrutinize the remote e-voting and e-voting process (at AGM) in a fair and transparent manner.

14. The scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company, and submit the consolidated scrutinizer's report of the votes cast in favor or against, if any, to the Chairman of the Meeting within 48 hours of conclusion of the meeting. The results along with the scrutinizer's report shall be placed on the website of the Company, www.woodsvilla.in, and on the websites of Stock Exchanges, www.bseindia.com.

15. In terms of Section 72 of the Companies Act, 2013 and the applicable provisions, the shareholders of the Company may nominate a person in whose name the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit the requisite nomination form.

16. Any member requiring further information on the Accounts at the meeting is requested to send the queries in writing to the company at woodsvillaresort@gmail.com or vna1974@gmail.com, atleast one week before the meeting.

17. In respect of the matters pertaining to Bank details, ECS mandates, nomination, power of attorney, change in name/address etc., the members are requested to approach the Company's Registrars and Share Transfer Agent, M/s Mas Service Limited at info@masserv.com, in respect of shares held in physical form and the respective Depository Participants, in case of shares held in electronic form. In all correspondence with the Company/Registrar and Share Transfer Agent, members are requested to quote their folio numbers or DP ID and Client ID for physical or electronic holdings respectively.

    All documents referred to in the Explanatory Statement along with Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, shall be available for inspection till the date of AGM.

18. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat account. Members holding shares in physical form can submit their PAN to the Company/Registrar at vna1974@gmail.com.

19. Members who hold shares in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar, for consolidation into a single folio.

20. Voting through electronic means: In compliance with the provisions of Regulation 44 of the Listing Regulations andPursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 Company is offering e-voting facility to its members. Detailed procedure is given below.

21. PROCESS FOR THOSE SHAREHOLDERS WHO WISH TO OBTAIN LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE BUT WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES :

    1. For Physical shareholders- Kindly send an email with a scanned request letter duly signed by 1st shareholder, scan copy of front and back of one share certificate, copy of PAN card and Aadhar card to info@masserv.com.

2. For Demat shareholders - Kindly update your email id with your depository participant and send copy of client master to info@masserv.com

INSTRUCTION FOR REMOTE EVOTING , EVOTING AND JOINING OF AGM THROUGH VIDEO CONFERENCING

22. a) The Register of Members and Share Transfer Books of the Company will remain closed from 21st September, 2020 to 27th September, 2020 (both days inclusive).

b) The remote e-voting period commences on Thursday, September 24, 2020 (09:00 am) and ends on Saturday, September 26, 2020 (05:00 pm). No e-voting shall be allowed beyond the said date and time. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th September, 2020, may cast their vote by remote e-voting

i) The shareholders need to visit the e-voting website www.evotingindia.com/
ii) Click on "Shareholders" module.
iii) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
iv) Next enter the Image Verification as displayed and Click on Login.
v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
vi) If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence/PAN number which is mentioned in email.
Date of Birth (DOB)	Enter the Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If the details are not recorded with the depository or company please enter the member id / folio number in the Date of birth field as mentioned in instruction (iii).

vii) After entering these details appropriately, click on "SUBMIT" tab.
viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note

that this password is also to be used by the demat holders for voting on resolutions of any other company for which they are eligible to vote, provided that the company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

ix) For shareholders holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.

x) Click on the EVSN for the Woodsvilla Limited.

xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same, the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xiii) After selecting the resolution on which you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xvii) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

INSTRUCTIONS FOR JOINING MEETING THROUGH VC:

(i) To join the meeting, the shareholders should log on to the e-voting website http://www.evotingindia.com/ and login as explained above. After logging-in, kindly click on 'live streaming' tab and you will be redirected to 'cisco' website.

In the "Name" field - Put your USERID as informed in e-email..
In the "last name" field - Enter your Name
In the "Email ID" field- Put your email ID
In the "Event password" field - Put the password as "cdsl@1234"

Click join now button.

Now screen will be displayed for downloading CISCO driver for VC. Please click on run temporary file download. Downloading of driver will be start open driver and click on run.

Event will start and you will be in the AGM through Video conferencing.

You can join meeting through laptop, tablet, and desktop.In case you want to join through mobile, you need to download the webex meet app from the respective play store .

PRE-REQUISITE FOR JOINING OF MEETING THROUGH DESKTOP OR LAPTOP:

1. System requirement:
   - ✓ Windows 7, 8 or 10
   - ✓ i3
   - ✓ Microphone, speaker
   - ✓ Internet speed minimum 700 kbps
   - ✓ Date and time of computer should be current date and time

PRE-REQUISITE FOR JOINING OF MEETING THROUGH MOBILE:

- ✓ Please download webex application from play store

NOTE : IT IS ADVISABLE TO LOGIN BEFOREHAND AT E-VOTING SYSTEM AS EXPLAINED IN E-VOTING INSTRUCTIONS ABOVE,TO BE FAMILIAR WITH THE PROCEDURE, SO THAT YOU DO NOT FACE ANY TROUBLE WHILE LOGGING-INDURINGTHEAGM.

ANNEXURE

DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT AT THE 32nd ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings]

Name of the Director	Mrs. Meena Aggarwal **(DIN: 00084504)**
Age	67 Years
Nationality	Indian
Nature of her Expertise in specific functional areas	Hospitality Service
Qualifications	PhD
Experience	32 years
Remuneration	Nil
Relationship with Directors and Key Managerial Personnel	Wife of Vipin Aggarwal, Director
Board Membership of other listed companies	None
Membership of Committee of the Board	None
Number of shares held in the Company	18,12,060 Equity Shares

DIRECTORS' REPORT

Dear Members,

The Board of Directors have the pleasure of presenting the 32nd Annual Report together with the Audited Statement of Accounts, Auditors' Report and the Report on the business and operations of the Company, for the financial year ended 31st March 2020.

1. FINANCIAL PERFORMANCE

The summarized financial highlights for the year under review are presented below:

Amount (in Rs.)

Particulars	**Financial Year 2019-20**	**Financial Year 2018-19**
Net Sales/ Income from Operations	69,69,780	64,66,833
Other Income	271,693	92,474
Total Income	**72,41,473**	**65,59,307**
Profit before Interest, Depreciation & Tax	**10,63,198**	**9,29,330**
Less: Finance Cost	3,837	25,618
Profit before Depreciation & Tax	10,59,361	9,03,712
Less: Depreciation	9,99,007	8,92,847
Profit before Tax	**60,354**	**10,865**
Add/(Less): Tax	(6,723)	54,729
Other comprehensive Income/Loss	**(7,42,155)**	**(2,17,744)**
Net Profit/(Loss) after Tax	**(6,75,078)**	**(2,61,608)**
Balance b/f from the Balance Sheet	52,42,778	55,04,386
Balance c/f to the Balance Sheet	45,67,700	52,42,778

2. FINANCIAL HIGHLIGHTS

The revenue from operations of the Company during the financial year 2019-20 was Rs. 69,69,780/- as compared to that of Rs. 64,66,833/- during the financial year 2018-19. Thus, you company has recorded as increase of 7.78% in the revenue from operation of the Company during the financial year 2019-20. Inspite of this tough competition and adverse economic conditions, your company has managed to sustain its positions in the industry.

3. DIVIDEND

In view of the prolonged lockdown and consequent travel restrictions to avoid spreadof COVID-19 pandemic imposed by the Government of India impacted the

Business on large scale. In these unforeseen and uncertain times, it is difficult to predict when business conditions will normalise. Therefore, in order to conserve cash and ensure liquidity for the operations for the Financial Year 2020-21, the Board of Directors decided not to recommend any dividend to the shareholders for the Financial Year 2019-20.

4. SHARE CAPITAL

The Authorized Share Capital of your Company is Rs. 5,50,00,000/- and the paid up share capital of your Company is Rs. 3,00,70,000/-.

5. RESERVES

Your directors do not propose to transfer any amount to the Reserves for the financial year ended 31st March, 2020.

6. DEPOSITS

Your Company has neither any outstanding deposit nor accepted any deposit under Section 73 to 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 during the period under review.

7. SUBSIDIARY/ASSOCIATE & JOINT VENTURE COMPANIES

The Company does not have any holding, subsidiary and associate Companies

8. LISTING

The equity shares of the Company continue to be listed on the Bombay Stock Exchange (BSE). We confirm that Annual Listing Fees for the financial year 2019-20has already been paid within the stipulated time period.

9. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013, the Board of Directors of the Company hereby state and confirm that: -

i) In the preparation of the Annual Accounts for the Financial Year ended March 31, 2020, the applicable Accounting Standards had been followed along with proper explanation relating to material departures;

ii) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended March 31, 2020 and of the profit or loss of the Company for that period;

iii) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for

safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

iv) The Directors had prepared the Annual Accounts for the Financial Year ended March 31, 2020 of the Company on a going concern basis.

v) The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

10. DIRECTORS/ KEY MANAGERIAL PERSONNEL (KMP)

a) Retire by Rotation

Mr. Meena Aggarwal is retiring by rotation at the ensuing Annual General Meeting and is eligible for re-appointment. In view of the valuable guidance and support received from her, your Directors recommend her re-appointment.

b) Appointments and Cessation of Director during Financial Year 2019-20

During the period under review, Mr. Keshav Kumar Kaushik has resigned as an Independent Director with effect from 18th September, 2019.

Mr. Ravinder Mohan Manchanda was appointed as an Independent Directors of the Company with effect from September 27th, 2019 (31st Annual General Meeting).

In the opinion of the Board independent directors appointed during the financial year ended 31st March, 2020, possess strong sense of integrity and having requisite experience, qualification and expertise.

c) Declaration of Independent Directors

At the first meeting of the Board of Directors for the Financial Year 2020-21 held on 30th July 2020, the Independent Directors have confirmed, as required under sub section (7) of Section 149 of the Companies Act, 2013 that they meet the criteria of independence required under sub-section (6) of Section 149 of the Companies Act, 2013.

The Board, after undertaking due assessment of the veracity of the declaration submitted by the Independent Directors under sub section (6) of Section 149 of the Companies Act, was of the opinion that the Independent Directors meet the criteria of independence and are independent from Management.

All the Independent Directors of the Company will registered themselves in the data bank maintained with the Indian Institute of Corporate Affairs, Manesar ('IICA'). In terms of Section 150 of the Act read with Rule 6(4) of the Companies (Appointment & Qualification of Directors) Rules, 2014, the Independent Directors are required to undertake online proficiency self-assessment test conducted by the IICA within a period of one (1) year from the date of inclusion of their names in the data bank. The Independent Directors, whosoever is required, shall undertake the said proficiency test.

Further, pursuant to the provisions of Section 149(8) read with Schedule IV of the Act a Meeting of the Independent Directors is required to be convened without the presence of Non-Independent Directors and Members of the Management.

Accordingly, the meeting of the Independent Directors was held on May 16, 2020

d) Women Director

In terms of the provision of section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI(Listing Obligation and disclosure Requirements) Regulation, 2015, your Company has complied with the requirement of having at least one women Director on the Board of the Company. Mrs. Meena Aggarwal, Director & Chief Executive Officer and Ms. Kavita, Director are the Women directors of the Company.

e) Appointment and cessation of KMP

During the period under review, Ms. Laxmi Khatri, Company Secretary and Compliance Office of the company resigned from the post with effect from 15th April, 2019.

Ms. Akansha Sharma, appoint as Company Secretary and Compliance Office of the company with effect from 15th April, 2019 and she resigned from that post with effect from 30th June 2019

Thereafter, Ms. Akansha Rawat, was appointed as Company Secretary and Compliance Office of the Company with effect from 01st July, 2019.

As on the date of the report, the Key Managerial Personnel of your Company are as under:-

S. No.	Name	Designation
1.	Mrs. Meena Aggarwal	Chief Executive Officer
2.	Mr. Syed Nawazish Husain Zaidi	Chief Financial Officer
3.	Ms. Akansha Rawat	Company Secretary & Compliance Officer

11. BOARD MEETINGS

During the year 2019-20, Seven (7) meetings were held on 15.04.2019, 30.05.2019, 01.07.2019, 07.08.2019, 18.09.2019, 14.11.2019 and 07.02.2020. The gap between two

Board Meetings did not exceed four months as mentioned in Regulation 17(2) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

12. COMMITTEES OF THE BOARD

The Directors of your Company have constituted the following Committees in accordance with the provisions of the Companies Act, 2013 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015-:

a) Audit Committee

The primary objective of the Audit Committee is to monitor and provide an effective supervision of the Management's financial reporting process, to ensure accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting. The Committee oversees the work carried out in the financial reporting process by the Management, the internal auditor and the statutory auditor and notes the processes and safeguards employed by each of them and also assesses the adequacy and reliability of the internal control systems and risk management systems. The Audit Committee further reviews processes and controls including compliance with laws, Whistle Blower Policy and related cases thereto, functioning of the Prevention of Sexual Harassment at Workplace Policy and guidelines and internal controls.

The internal auditor reports functionally to the Audit Committee. The Executive Director(s) and Senior Management of the Company also attend the Meetings as invitees whenever required to address concerns raised by the Committee Members.

The audit committee met Five (5) times during the year under review. The Composition of the Audit Committee is as under-:

S. No.	Name of Members	Designation
1	Mr.Sanwar Mal Saini	Chairman
2	Mr.VipinAggarwal	Member
3	Mr.Amod Pal Singh	Member

b) Nomination & Remuneration Committee

The purpose of the Nomination and Remuneration Committee includes formulating criteria for determining qualifications, positive attributes and

independence of Directors and recommending to the Board of Directors, a policy relating to the remuneration of the Directors and Key Managerial Personnel, overseeing the Company's process for appointment of Senior Management and their remuneration, devising criteria for performance evaluation of the Board of Directors (including Independent Directors).

The NRC also discharges the Board's responsibilities relating to compensation of the Company's Executive Directors and Senior Management.

The Nomination & Remuneration Committee met Five (5) times during the year under review.

c) Stakeholders Relationship Committee

Mainly, the Stakeholders Relationship Committee is responsible for resolving complaints related to transfer/transmission of shares, non- receipt of annual report and non-receipt of declared dividends, general meetings, approve issue of new/duplicate certificates and new certificates on split/consolidation/renewal etc., approve transfer/transmission, dematerialization and other related shareholder issues.

The Stakeholders Relationship Committee met Four(4) times during the year under review

d) Risk Management Committee

Risk Management Committee is focused on enterprise risk management framework for identifying risks and opportunities that may have a bearing on the organization's objectives, assessing them in terms of likelihood and magnitude of impact and determining a response strategy.

The Risk Management Committee met Four (4) times during the year under review

e) Corporate Social Responsibility and Sustainability Committee

The Company did not fall under the purview of the criteria specified for applicability of Corporate Social Responsibility ("CSR") under Section 135 for the year under review. Therefore, the provisions of Section 135 of the Act were not applicable on the Company.

13. POLICY ON QUALIFICATION AND REMUNERATION FOR THE DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES :

The Board on the recommendation of the Nomination and Remuneration Committee has framed a Policy which includes (a) criteria for determining the qualifications, positive attributes and independence of a director and (b) matters relating to the remuneration for directors, key managerial personnel and other employees.

The web link of the Remuneration Policy is
http://www.woodsvilla.in/nomination_remuneration_policy.html

14. PERFORMANCE EVALUATION

The Board annually evaluates its performance as well as the performances of its Committees and of Directors individually.

For evaluating the performance of the Board as a whole, the Board reviews the periodical performances of the Company and the role of the Board towards achievement of the said performances and the future plans as set out from time to time.

The performance of the Whole Time Directors is evaluated by the Board by linking it directly with their devotion towards implementation and management of the growth parameters of the Company and the actual achievements of the Company.

The performance of the Non-Executive / Independent Directors is evaluated on the basis of their contribution for adopting better corporate governance practices, transparency and disclosures in achieving the goal of the Company.

The performance of the various Committees of the Board is reviewed on the basis of the achievement of the work designated to the specific committee.

The Directors expressed their satisfaction with the evaluation process.

15. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required under Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report are presented in a separate section forming part of this Annual Report in Annexure-A.

16. CORPORATE GOVERNANCE

The provisions relating to the Corporate Governance as enumerated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to your Company as the paid up share capital and net worth of the Company as on the last day of the previous financial year are below rupees ten crores and rupees twenty five crores respectively. Hence, the disclosure in the annual report relating to para C, D and E of Schedule V to the above said Regulations does not forms the part of this Report.

17. VIGIL MECHANISM (WHISTLE BLOWER POLICY)

Pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 read with Rule 7 of the Companies (Meeting of Board and its Powers) Rules, 2014 and Regulations 34(3) of SEBI (LODR) Regulations, 2015, a Vigil Mechanism for directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics

policy has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company.

During the year under review, no employee was denied access to the Chairman of the Audit Committee. No complaints were received under Vigil Mechanism & Whistle Blower Policy during the financial year 2019-20.

18. RISK MANAGEMENT POLICY

The Company follows the risk management policy wherein the management keeps an eagle eye view on the markets related to the services provided by the Company. The management also monitors the socio-economic changes worldwide and the changes in the currency fluctuation to minimize the risks.

The Board members are regularly informed about the potential risks, their assessment and minimization procedures. The Board frames a plan for elimination/ minimization of the risk and further lays out the steps for implementing and monitoring of the risk management plan.

There are no risks which in the opinion of the Board are of the nature that can threaten the existence of the Company. However, the risks inter-se that is generally dealt in regular course of business and has to be taken care of is seasonal sale and weather conditions.

19. RELATED PARTY TRANSACTIONS

On the recommendation of the Audit Committee, the Board of Directors has adopted a policy on Related Party Transactions. The Policy envisages the procedure governing related party transactions required to be followed to ensure compliance with the applicable laws and regulations as well as to ensure that the Related Party Transactions are managed and disclosed in accordance with the legal and accounting requirements.

During the year under review, no contract or arrangement was entered by the Company in terms of the provisions of Section 188(1) of the Companies Act, 2013. All the related party transactions entered during the year were in the ordinary course of business and on arm's length basis.

Further, no material related party transaction was entered during the year under review. Accordingly, disclosure as required under section 134(3)(h) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, in form AOC-2, is not applicable to your Company.

20. ADEQUACY OF FINANCIAL CONTROLS RELATED TO FINANCIAL STATEMENTS

The Board has inter-alia reviewed the adequacy and effectiveness of your Company's internal financial controls relating to its financial statements.

The Board has discussed with the Management of the Company the major financial

risk exposures and the steps taken by it to monitor and control such exposures, overseen and reviewed the functioning of the Whistle Blower Mechanism and the findings in respect of the investigations conducted on frauds, which were material in nature and the actions taken by the Management in this regard.

21. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments affecting the financial position of your Company.

22. EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) and Section 134(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, as amended, the extract of the Annual Return in Form MGT 9, is provided as an Annexure-B to this report.

The extract of annual return of the Company is available on the website of the Company. Weblink of the same is www.woodsvilla.in/corporate_disclosures.html

23. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Your Company has not made any Loan or given any Guarantees and the details of investments are given under relevant note of the Financial Statements. However, the investments made does not exceeds the limits as prescribed under Section 186 of the Companies Act, 2013.

24. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The provisions relating to the Corporate Social Responsibility as laid down under Section 135 of the Companies Act, 2013 is not applicable to your Company.

25. SIGNIFICANT AND MATERIAL ORDER PASSED BY REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND OPERATIONS OF THE BANK

During the financial year 2019-20, no significant or material orders were passed by any Regulator, Court or Tribunal against your Company, which could impact its going concern status or operations.

26. CHANGE IN NATURE OF BUSINESS, IF ANY

During the period under review, there was no change in the nature of business of your Company.

27. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at the workplace and

has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. The Company has constituted necessary Internal Complaints Committee in accordance with the said Act.

During the period under review, your Company has not received any complaint of Sexual Harassment at Work Place.

28. AUDITORS

(a) STATUTORY AUDITORS AND THEIR REPORT

At the 29th Annual General Meeting of the Shareholders of your Company held on 23rd

September, 2017 M/s MANV & Associates, Chartered Accountants, was appointed as the

Statutory Auditors of the Company to hold office as such from the conclusion of the 29th Annual General Meeting until the conclusion of the 34thAnnual General Meeting on such remuneration, as may be approved by the Board.

There are no qualifications, reservations or adverse remarks made by M/s MANV & Associates, Chartered Accountants, Statutory Auditors of the Company, in their report. Further, pursuant to Section 143(12) of the Companies Act, 2013, the Statutory Auditors of the Company have not reported any instances of frauds committed in the Company by its officers or employees.

(b) SECRETARIAL AUDITORS AND AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the relevant provisions of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company had appointed M/s Kundan Agrawal & Associates, Company Secretaries, Delhi, to act as the Secretarial Auditor of your Company for the financial year 2019-20. The secretarial audit of your Company was conducted in respect of the matters prescribed in the said Rules and as set out in the Secretarial Audit Report for the financial year 2019-20, which is provided as an Annexure-C to this report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark and is self-explanatory in nature

(c) INTERNAL AUDITORS

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and the relevant rules and regulations framed thereunder, your Company had appointed M/s AVSG & Co., Chartered Accountants as the Internal Auditor for the financial year 2019-20.

(d) COST AUDITORS

The provisions relating to the Cost Audit and appointment of Cost Auditor under Section 148 of the Companies Act, 2013 are not applicable to your Company.

(e) REPORTING OF FRAUDS BY AUDITORS

During the year under review, no fraud have been reported by the Auditors under Section 143(12) of the Companies Act, 2013 requiring disclosure in the Board's Report.

29. PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

The Company makes all efforts towards conservation of energy, protection of environment and ensuring safety.

During the period under review, your Company has not absorbed any technology and there were no transactions involving the foreign exchange earnings and outgo. Therefore, no disclosure is required to be given in this regard.

30. PARTICULARS OF EMPLOYEES / PERSONNEL

The information required pursuant to Section 197(12) read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, in respect of directors/ employees of your Company forms the part of this Report in Annexure D.

During the period under review, no employee of the Company was covered under any of the clauses of Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended. Hence, the disclosure under Rule 5(2) and 5(3) does not forms the part of this Report.

31. SECRETARIAL STANDARDS

During the year company has complied with the Secretarial Standards- I and II issued by the Institute of Company Secretaries of India.

32. ACKNOWLEDGEMENTS

The Board of Directors places on record its gratitude to the Ministry of Corporate Affairs, Securities and Exchange Board of India, other Statutory and Regulatory Authorities, Financial Institutions, Stock Exchanges, Registrar and Share Transfer Agent, Depositories and Correspondent Banks for their continued support and guidance.

The Board also places on record its appreciation to the Shareholders of the Company for their continued support and to its valued customers for their continued patronage. The Board also expresses its deep sense of appreciation to all the

employees of your Company for their strong work ethic, excellent performance, professionalism, teamwork, commitment and initiatives which has led to your Company reinforcing its customer centric image and making commendable progress in today's challenging environment.

FOR AND ON BEHALF OF THE BOARD

Sd/-	**Sd/-**
VIPIN AGGARWAL	**MEENA AGGARWAL**
Director	**Director & CEO**
DIN: 00084395	**DIN: 00084504**

PLACE: New Delhi
DATE: 24-08-2020

ANNEXURE A

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENTS[1]

The Economy – Performance & Prospects

2019 saw global economic growth slow to 2.9% compared with 3.6% in the previous year, impacted by slowing rates of growth in most regions across the world. In Emerging Markets and Developing Economies (EMDE), GDP growth reduced from 4.5% in 2018 to an estimated 3.7% in 2019 due to increased government debt and a slowing of investment. Simultaneously, weaker exports and investment in advanced economies (USA, EU and Japan), led to a slower GDP growth of 1.7% in 2019 against 2.2% in 2018.

India's GDP growth rate declined from 6.1% in 2018-19 to an estimated 4.2% in 2019-20. On the other hand, India improved its global ranking in the World Bank's Ease of Doing Business Report from 143 in 2016-17 to 68 in 2019-20. India's total foreign exchange (Forex) reserves increased to around US$ 508 billion in June 2020.

The ongoing COVID-19 pandemic has brought economic activity to almost a standstill. Owing to widescale lockdowns in most parts of Asia, Europe and in South and North America, the service sector, particularly travel, tourism and hospitality have seen severe disruption to their businesses. With businesses staring at severe liquidity crisis, unemployment rates have risen sharply. Likewise, sharp drops in consumer spending have affected global supply chains.

The lockdown in India that was imposed on 23rdMarch 2020 has had an unprecedented impact on the economy owing to a steep fall in demand as well as supply.

The process of lifting the lockdown in various states has since started in phases, effective 1st June 2020, guided by the decision of individual states, although during a major part of this lockdown period, hotel and flight operations were mandated to remain non-operational across India. We expect domestic travel to gradually pick up as the lockdown in various cities in India is lifted. Further, once border restrictions are lifted, we expect international travel to also progressively resume.

OPPORTUNITIES AND THREATS

The past decade saw a substantial increase in hotel rooms in India and with a corresponding increase in demand, room rates and occupancies improving gradually till reaching a peak in 2018-19. The impact of COVID-19 on the hospitality sector is likely to constrain supply in the near term, which is expected to trigger growth in occupancy levels and rates once consumer and business confidence returns post this crisis. India's tourism sector was, not long ago, projected to reach US$95.3 billion by 2028. Given the current circumstances, it may however be early to assess the possible impact of COVID-19 on future capital investments in the sector and whether the projects that are under planning or in the initial stages of development will still be developed.

1. IMF World Economic outlook Update June 2020

We believe that with the demographic dividend of the country, the vast and widespread tourism landscape, forts and palaces, wellness retreats, wildlife sanctuaries, tea and coffee plantations, hill stations, deserts and seas, the cultural, religious and spiritual destinations which makes India a nation so rich and diverse, the opportunity for hospitality and tourism to flourish and drive employment and foster economic growth will help overcome any short and medium term impediments.

The hospitality industry faces a unique set of risk management challenges as it strives to provide the services and amenities that guests demand for their travels and vacations. For hotels, motels, resorts and casinos, the risks encompass everything from slip and-fall incidents to food-borne illness, transportation liabilities and cyber threats. Some risks are heightened by the typically high turnover of employees and large numbers of part-time workers within the industry.

The major threats is International hotel chains, which are increasing their presence in the country, as it will account for around 47 per cent share in the Tourism & Hospitality sector of India by 2022 & 50 per cent by 2025

RISKS AND CONCERNS

Hotel business in general is sensitive to fluctuations in the economy. The hotel sector may be unfavourably affected by changes in global and domestic economies, changes in local market conditions, reduced international or local demand for hotel rooms and associated services, competition in the industry and other natural and social factors.

Risk against fire and earthquake are common risk attached to any hotel / resort especially in the hill areas. Management has taken reasonable steps to counter the risk and has also taken comprehensive all risk insurance policies which covers Company's assets against all risks.

OUTLOOK

In the long term, the demand-supply gap in India is very real and that there is need for more hotels in most cities. The shortage is especially true within the budget and the mid market segment. There is an urgent need for budget and mid market hotels in the country as travellers look for safe and affordable accommodation.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

Industrial relations remained normal at the Resort as well as at Head Office. Human Resource is the key asset for any Organization especially in the Hospitality Industry. The Company has taken various steps for the training and development of the Human Resource. The Company also takes various steps to keep the employees motivated and to work for excellence.

1. IMF World Economic outlook Update June 2020

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

The Company is engaged in single segment, hence the segment-wise reporting is not applicable to the Company.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Financial Performance of the Company is in line with its Operational Performance and there is no deviation between the two.

COMPLIANCE OF VARIOUS STATUTORY AND LEGAL REQUIREMENTS

The Company is subject to compliance of various statutory and legal requirements under different laws in force. The Company adheres to the statutory requirements and regularly reviews the compliance to overcome such risk.

GOING CONCERN

In the opinion of the Board, the Company will be in a position to carry on its existing activities and accordingly it is considered appropriate to prepare the financial statements on the basis of going concern.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Company is having adequate internal control system and procedures. The systems, procedures, checks and controls are tested on a routine basis and are certified by our Internal and Statutory Auditors.

Your Company has reviewed internal controls and its effectiveness through the internal audit process. The focus of these reviews is as follow:

- Identify weaknesses and areas of improvement
- Compliance with defined policies and processes
- Safeguarding of tangible and intangible assets
- Management of business and operational risks
- Compliance with applicable statutes

The Audit Committee of the Board plays an important role in review of the adequacy of the internal control environment of the Company.

CAUTIONARY STATEMENT

The statement made in this report describing the Company's expectations and estimations may be a forward looking statement within the meaning of applicable securities laws and regulations. Actual results may differ from those expressed or implied in this report due to the influence of external and internal factors which are beyond the control of the Company.

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1. IMF World Economic outlook Update June 2020

ANNEXURE B

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2020
Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014

I) REGISTRATION & OTHER DETAILS:

i	CIN	L55101DL1994PLC030472
ii	Registration Date	1st March, 1994
iii	Name of the Company	Woodsvilla Limited
iv	Category/Sub-category of the Company	Indian Non-Government Company
v	Address of the Registered office & contact details	E-4 Defence Colony, New Delhi - 110024 011-41552060 woodsvillaresort@gmail.com
vi	Whether listed company	Yes (BSE Ltd.)
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Mas Services Limited T-34, 2nd Floor, Okhla Industrial Area, Phase II, New Delhi - 110020 011-26387281,82,83 info@masserv.com

II) PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated

S.No.	Name & Description of main products/services	NIC Code of the Product/service	% to total turnover of the company
1.	Hospitality & Tourism	55101	100

III) PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES:

S.No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
The Company does not have any holding, subsidiary and associate companies					

IV) SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS									
(1) Indian									
a) Individual/HUF	44,44,600	-	44,44,600	73.90	44,44,600	-	44,44,600	73.90	0
b) Central Govt. or State Govt.	-	-	-	-	-	-	-	-	-
c) Body Corporate	-	-	-	-	-	-	-	-	-
d) Bank/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUBTOTAL: (A)(1)	**44,44,600**	-	**44,44,600**	**73.90**	**44,44,600**	-	**44,44,600**	**73.90**	**0**
(2) Foreign									
a) NRI-Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
SUBTOTAL (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	**44,44,600**	-	**44,44,600**	**73.90**	**44,44,600**	-	**44,44,600**	**73.90**	**0**
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
C) Cenntralgovt	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others	-	-	-	-	-	-	-	-	-
SUBTOTAL (B)(1)	-	-	-	-	-	-	-	-	-
(2) Non Institutions									

i) Indian									
a) Body Corporates	-	-	-	-	-	-	-	-	-
b) Individuals									
ia) Individual shareholders holding nominal share capital upto Rs.1 lakhs	167000	626600	793600	13.20	167000	626600	793600	13.20	-
ib) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	449000	262400	711400	11.83	449000	262400	711400	11.83	-
c) Others (specify)	64400	-	64400	1.07	64400	-	64400	1.07	-
ii) Overseas	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(2):									
Total Public Shareholding (B)= (B)(1)+(B)(2)	680400	889000	1569400	26.10	680400	889000	1569400	26.10	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	**5125000**	**889000**	**6014000**	**100**	**5125000**	**889000**	**6014000**	**100**	-

V) SHAREHOLDING OF PROMOTERS

S.No	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged/ encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged/ encumbered to total shares	
1	VIPIN AGGARWAL	1452400	24.15	-	1452400	24.15	-	-
2	VIPIN AGGARWAL HUF	1003740	16.69	-	1003740	16.69	-	-
3	MEENA AGGARWAL	1812060	30.13	-	1812060	30.13	-	-
4	AADEESH AGGARWAL	82640	1.37	-	82640	1.37	-	-
5	GUNJAN AGGARWAL	93760	1.56	-	93760	1.56	-	-
Total		**4444600**	**73.90**	**-**	**4444600**	**73.90**	**-**	**-**

VI) CHANGE IN PROMOTERS' SHAREHOLDING

S.No	Particulars	Shareholding at the beginning of the Year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1	At the beginning of the year	4444600	73.90	4444600	73.90
2	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NIL			
3	At the end of the year	4444600	73.90	4444600	73.90

VII) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (other than Directors, Promoters & Holders of GDRs & ADRs)

S. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Rajesh Srivastava	-	-	220000	3.66
2	Keshav Kumar Kaushik	-	-	152000	2.53
3	Suneer kudsia	-	-	90000	1.50
4	Roopali Kudsia	152600	2.53	58700	0.98
5	Ritu Kumar	-	-	50000	0.83
6	Anupama Kudsia	15000	0.25	40000	0.67
7	Sudhanshu Kumar Nayak	-	-	38000	0.63
8	Tradewell Portfolios	38000	0.63	38000	0.8
9	Manoj Agarwal	37200	0.62	37200	0.62
10	Narinder Jit Singh	25000	0.42	25000	0.42

VIII) SHAREHOLDING OF DIRECTORS AND KMP

S. No	Name	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Vipin Aggarwal	1452400	24.15	1452400	24.15
2	Meena Aggarwal	1812060	26.81	1812060	26.81
3	Sanwar Mal Saini	1000	0.02	1000	0.02
4	Amod Pal Singh	-	-	-	-
5	Kavita	-	-	-	-
6	Sudhansu Kumar Nayak	-	-	38000	0.63
7	Ravinder Mohan Manchanda	-	-	-	-
8	Syed Nawazish Husain Zaidi- CFO	-	-	-	-
9	Akansha Rawat - CS	-	-	-	-

IX) INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	27,33,782	-	27,33,782
ii) Interest due but not paid	-		-	
iii) Interest accrued but not due	-		-	
Total (i+ii+iii)	**-**	**27,33,782**	**-**	**27,33,782**
Change in Indebtedness during the financial year	-		-	
Additions	-	30,50,000	-	30,50,000
Reduction	-	32,50,000	-	32,50,000
Net Change	**-**	**(2,00,000)**	**-**	**(2,00,000)**
Indebtedness at the end of the financial year	-		-	
i) Principal Amount	-	25,33,782	-	25,33,782
ii) Interest due but not paid	-		-	
iii) Interest accrued but not due	-		-	
Total (i+ii+iii)	**-**	**25,33,782**	**-**	**25,33,782**

X) REMUNERATION TO DIRECTORS

None of the Whole Time Directors and other Directors is drawing any remuneration from the Company.

XI) REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/WTD/MANAGER

S.No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	Nil	2,11,992	50,000	2,61,992
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil

3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission a) as % of profit	Nil	Nil	Nil	Nil
	b) others, specify	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total		2,11,992	50,000	2,61,992

XII) PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

During the period under review, no penalty was imposed or levied on the Company, its Directors and other Officers.

FOR AND ON BEHALF OF THE BOARD

Sd/-
VIPIN AGGARWAL
Director
DIN: 00084395

Sd/-
MEENA AGGARWAL
Director & CEO
DIN: 00084504

PLACE: New Delhi
DATE: 24-08-2020

Kundan Agrawal & Associates
Company Secretaries
Phone: 91-11-43093900
Mobile: 09212467033, 09999415059
E-mail: agrawal.kundan@gmail.com

ANNEXURE C

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2020

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
M/s Woodsvilla Limited
E-4 2nd Floor, Defence Colony
New Delhi -110024

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s Woodsvilla Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

We report that:

a) Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

b) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion. We have not verified the correctness and appropriateness of the financial records and Books of the Company.

c) Where ever required, we have obtained the Management representation about the compliances of laws, rules and regulations and happening of events etc. The compliance of the provisions of the Corporate and other applicable laws, rules, regulations, standards is the responsibility of management.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28 October 2014;

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.

(vi) Indian Stamp Act, 1899;

(vii) Indian Contract Act, 1872;

(viii) Income Tax Act, 1961 and indirect tax laws;

(ix) Central Excise and Service Tax Act;

(x) Central and State Sale Tax/Value Added Tax Laws;

(xi) Applicable Labour Laws; and

(xii) Other applicable Laws;

Having regard to the compliance system prevailing in the Company and on the basis of presentation and Reports made by Compliance Auditors and Internal Auditors of the Company, we further report that the Company has adequate system to ensure the compliance of the other applicable laws specifically to the Company.

We have also examined compliance with the applicable clauses of the following:

- Secretarial Standards issued by The Institute of Company Secretaries of India.
- Listing Agreements with Stock Exchanges in India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

We further report that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. But some documents, registers, files are needed to be maintained in more improvised and updated manner.

- All decisions at Board Meetings and Committee Meetings are carried out by majority as recorded in the minutes of the meetings of the Board of Directors or

Committee of the Board, as the case may be. But further adherence to the rules and provisions of the act for drafting of minutes will be appreciated.

We further report that based on the information received and records maintained there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For Kundan Agrawal & Associates
Company Secretaries

Sd/-
Kundan Agrawal
Company Secretary

Membership No. 7631
C.P. No. 8325

UDIN: F007631B000607648

Place: Delhi
Date: 24/08/2020

ANNEXURE D

STATEMENT OF DISCLOSURE OF REMUNERATION

Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Requirements	Disclosure	
1	The ratio of the remuneration of each director to the median remuneration of all the employees of the Company for the financial year	None of the Director taking any kind of remuneration from the company.	
		The median remuneration of all the employees of the company was Rs 1,07,616/-	
2	The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary in the financial year.	None of the Director taking any kind of remuneration from the company. So, there is no percentage increase in remuneration.	
		Name of the employee	% increase in Remuneration
		Mr. Syed Nawazish Husain Zaidi – CFO	0
		Ms. Akansha Rawat	0
3	The percentage increase/decrease in the median remuneration of employees in the financial year.	During FY 2019, the percentage decrease in the median remuneration of employees as compared to previous year was approximately 18.79 %.	
4	The number of permanent employees on the rolls of Company.	There were 9 employees as on March 31, 2020	
5	The Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	No increase in the salaries of employees.	
6	Affirmation that the remuneration is as per the remuneration policy of the Company.	Yes, it is confirmed.	

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF WOODSVILLA LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Woodsvilla Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the profit & total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

There is no Key audit matter to be reported in this report.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to

fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(I) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

    c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.

    d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

    e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

    f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its managerial personnel during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. As informed to us, the Company does not have any pending litigations which would impact its financial position.

ii. The Company does not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There was no amount which was required to be transferred, to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For MANV & ASSOCIATES
Chartered Accountants
(Firm's Registration No. 007351N)

Sd/-
N. K. GUPTA
Partner
(Membership No.085713)

Place :New Delhi
Date: 30th July 2020

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Woodsvilla Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **WOODSVILLA LIMITED** ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financialreporting includes those policies and procedures that (1) pertain to the maintenance e of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For MANV & ASSOCIATES
Chartered Accountants
(Firm's Registration No. 007351N)

Sd/-
N. K. GUPTA
Partner
(Membership No.085713)

Place :New Delhi
Date: 30th July 2020

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal & Regulatory Requirements' section of our report to the Members of Woodsvilla Limited of even date)

i. In respect of the Company's fixed assets:

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a regular program of verification fixed assets which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds / registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

ii. As explained to us, the inventory has been physically verified at reasonable intervals during the year by the management. In our opinion, the frequency of verification is reasonable. The discrepancies noticed on verification between the physical stocks and the book records are not material.

iii. As explained to us, the company had not granted any loans, secured or unsecured, to any companies, firms, limited liability partnership or other parties covered in the register maintained under section 189 of the Act.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2020 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.

vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.

vii. According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.

viii. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.

ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.

x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

xi. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

xiv. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.

xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its

Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For MANV & ASSOCIATES
Chartered Accountants
(Firm's Registration No. 007351N)

Sd/-
N. K. GUPTA
Partner
(Membership No.085713)

Place :New Delhi
Date: 30th July 2020

WOODSVILLA LIMITED

Balance Sheet as at 31st March, 2020

Particulars	Note No.		As at 31.03.2020	As at 31.03.2019
Assets				
Non-current assets				
a) Property, Plant and Equipment	1		22,148,518	22,081,301
b) Capital Work In Progress	1		-	-
c) Financial Assets				
(i) Investments	2		1,029,664	1,943,151
(ii) Loans	3		542,028	514,550
Total Non Current Assets			**23,720,210**	**24,539,002**
Current assets				
a) Inventories	4		18,831,531	18,729,245
b) Financial assets				
(i) Investments				
(ii) Trade receivables	5		22,783	368,209
(iii) Cash & cash equivalents	6		495,365	796,891
c) Current Tax Assets (Net)	7		307,474	311,704
d) Other current assets	8		395,281	470,516
Total Current Assets			**20,052,434**	**20,676,565**
Total Assets			**43,772,644**	**45,215,567**
EQUITY AND LIABILITIES				
Equity				
a) Equity Share capital	9		30,070,000	30,070,000
b) Other Equity	10		8,228,019	8,903,097
Total Equity			**38,298,019**	**38,973,097**
LIABILITIES				
Non- current liabilities				
a) Financial Liablities				
(i) Borrowings				
(ii) Trade Payables				
b) Deferred Tax Liabilities (net)	11		1,294,752	1,562,232
c) Provisions	12		142,440	76,302
Total Non Current Liabilities			**1,437,192**	**1,638,534**
Current Liabilities				
a) Financial Liablities				
(i) Borrowings	13		2,533,782	2,733,782
(ii) Trade Payables	14		344,222	703,955
(iii) Other financial liabilities				
b) Other current Liabilities	15		1,150,102	1,164,764
c) Provisions	16		9,327	1,435
d) Current Tax Liabilities (Net)				
Total Current Liabilities			**4,037,433**	**4,603,936**
Total Equity & Liabilities			**43,772,644**	**45,215,567**

The accompanying notes 1 to 26 are an integral part of Financial Statements
As per our report of even date attached.

For MANV & ASSOCIATES
CHARTERED ACCOUNTANTS
(REGISTRATION NO.007351N)

Sd/-
N.K. GUPTA
(PARTNER)
MEMBERSHIP NO : 085713

PLACE : NEW DELHI
DATE : 30th July 2020

For and on behalf of the Board

Sd/-
VIPIN AGGARWAL
DIRECTOR
DIN 00084395

Sd/-
MR. S.M.SAINI
DIRECTOR
DIN 00883025

Sd/-
AKANKSHA RAWAT
COMPANY SECRETARY

WOODSVILLA LIMITED

Statement of Profit and Loss for the year ended 31st March 2020

Particulars	Note No.	Year ended 31.03.2020 (Rs.)	Year ended 31.03.2019 (Rs.)
Gross Income			
Revenue from operations	17	6,969,780	6,466,833
Other Income	18	271,693	92,474
Total Revenue		**7,241,473**	**6,559,307**
Expenses:			
Cost of materials consumed	19	1,363,990	1,754,270
Employee benefit expense	20	1,163,703	1,197,081
Financial costs	21	3,837	25,618
Depreciation and amortization expense	22	999,007	892,847
Other expenses	23	3,650,583	2,678,627
Total Expenses		**7,181,119**	**6,548,442**
Profit before exceptional & Extraordinary item and tax		**60,354**	**10,865**
Exceptional Items		-	-
Profit before extraordinary item and tax		**60,354**	**10,865**
Extraordinary items		-	-
Profit before tax		**60,354**	**10,865**
Tax expense:			
Current tax	24	-	-
Deferred tax		**(6,723)**	54,729
Profit(Loss) for the period from Continuing Operation		**67,077**	**(43,864)**
Other Comprehensive Income/(Loss) (Net of Taxes)	**25**	**(742,155)**	**(217,744)**
Profit(Loss) for the period		**(675,078)**	**(261,608)**
Paid up equity share capital(Face value-INR Rs. 5 per Equity Share)			
Earning per equity share:			
(1) Basic		(0.11)	(0.09)
(2) Diluted		(0.11)	(0.09)

The accompanying notes 1 to 26 are an integral part of Financial Statements

As per our report of even date attached.

For and on behalf of the Board

For MANV & ASSOCIATES
CHARTERED ACCOUNTANTS
(REGISTRATION NO.007351N)

Sd/-
VIPIN AGGARWAL
DIRECTOR
DIN 00084395

Sd/-
MR. S.M.SAINI
DIRECTOR
DIN 00883025

Sd/-
N.K. GUPTA
(PARTNER)
MEMBERSHIP NO : 085713

Sd/-
AKANKSHA RAWAT
COMPANY SECRETARY

Sd/-
SYED NAWAZISH HUSAIN ZAIDI
CHIEF FINANCIAL OFFICER

PLACE : NEW DELHI
DATE : 30th July 2020

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2020

(Rs. in Lakhs)

Particulars	Attributable to the equity shareholders					
	Equity Share Capital	Special Reserve Fund	General Reserve	Other Comprehensive Income	Retained Earnings	Total Equity
As at March 31, 2018	30,070,000	300,000	3,360,319	1,101,583	4,402,802	39,234,704
Remeasurement of post employment benefit obligation, net of tax (item of OCI)	-	-		88,188	-	88,188
Remeasurement of investment, net of tax (item of OCI)				(305,932)		(305,932)
Reserve Created during the year	-		-	-	-	-
Reserve utilised during the year	-	-	-	-	-	-
Profit for the year	-	-		-	(43,864)	(43,864)
As at March 31, 2019	30,070,000	300,000	3,360,319	883,839	4,358,938	38,973,096
As at March 31, 2019	30,070,000	300,000	3,360,319	883,839	4,358,938	38,973,096
Remeasurement of post employment benefit obligation, net of tax (item of OCI)	-	-		(43,953)	-	(43,953)
Remeasurement of investment, net of tax (item of OCI)				(698,202)		(698,202)
Reserve Created during the year	-		-	-	-	-
Reserve utilised during the year	-	-	-	-	-	-
Profit for the year	-	-		-	67,077	67,077
As at March 31, 2020	30,070,000	300,000	3,360,319	141,684	4,426,015	38,298,018

The accompanying notes 1 to 26 are an integral part of Financial Statements

As per our report of even date attached.

For MANV & ASSOCIATES
CHARTERED ACCOUNTANTS
(REGISTRATION NO.007351N)

Sd/-
N.K. GUPTA
(PARTNER)
MEMBERSHIP NO : 085713

PLACE : NEW DELHI
DATE : 30th July 2020

For and on behalf of the Board

Sd/-
VIPIN AGGARWAL
DIRECTOR
DIN 00084395

Sd/-
MR. S.M.SAINI
DIRECTOR
DIN 00883025

Sd/-
AKANKSHA RAWAT
COMPANY SECRETARY

Sd/-
SYED NAWAZISH HUSAIN ZAIDI
CHIEF FINANCIAL OFFICER

WOODSVILLA LIMITED

Cash Flow Statement For The Year Ended March 31, 2020

	(Amount in Rs.) 31.03.2020	(Amount in Rs.) 31.03.2019
(A) Cash Flow From Operating Activities		
i) NET PROFIT BEFORE TAX &		
EXTRAORDINARY ITEMS	60,354	10,865
ADJUSTMENTS FOR:		
Add: Depreciation and amortisation expenses	999,007	892,847
Interest paid	3,837	25,618
ii) Operating Profit Before Working CAPITAL CHANGES	**1,063,198**	**929,330**
ADJUSTMENTS FOR :		
Decrease/ (Increase) in inventories	(102,286)	730,412
Decrease/ (Increase) in trade receivables	345,426	(321,907)
Decrease/ (Increase) in loans and advances	51,987	424,689
(Decrease)/ Increase in trade payables and other liabilities	(559,760)	718,519
iii) Cash Generated From Operations	**798,565**	**2,481,043**
Income tax	-	-
iv) Cash Flow Before Extraordinary Items	**798,565**	**2,481,043**
Income from sale of shares	-	-
iv) NET FLOW FROM OPERATING ACTIVITIES	**798,565**	**2,481,043**
(B) Cash Flow From Investing Activities		
Addition to fixed assets	(1,066,224)	(2,856,188)
addition to Investments	(30,030)	-
Addition to Capital WIP	-	-
NET CASH USED IN INVESTING ACTIVITIES	**(1,096,254)**	**(2,856,188)**
(C) Cash Flow From Financing Activities		
Increase/(Decrease) in secured loans	-	-
Interest & financial charges	(3,837)	(25,618)
Increase/(Decrease) in unsecured loans	-	-
NET CASH FROM FINANCING ACTIVITIES	**(3,837)**	**(25,618)**
CASH EQUIVALENTS (A+B+C)	(301,526)	(400,763)
Add: Cash & cash equivalents at the beginning of the period	796,891	1,197,654
Cash and cash equivalents at the end of the period	**495,365**	**796,891**

The accompanying notes 1 to 26 are an integral part of Financial Statements

As per our report of even date attached.

For MANV & ASSOCIATES
CHARTERED ACCOUNTANTS
(REGISTRATION NO.007351N)

Sd/-
N.K. GUPTA
(PARTNER)
MEMBERSHIP NO : 085713

PLACE : NEW DELHI
DATE : 30th July 2020

For and on behalf of the Board

Sd/-
VIPIN AGGARWAL
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Sd/-
AKANKSHA RAWAT
COMPANY SECRETARY

Sd/-
SYED NAWAZISH HUSAIN ZAIDI
CHIEF FINANCIAL OFFICER

WOODSVILLA LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 1 : Property, Plant and Equipment

		Gross Block				Depreciation				Net Block	
Sr. No	Particulars	As at 31.03.2019	Adjustments/ Additions	Adjustments/ (Deductions)	As at 31.03.2020	As at 31.03.2019	Addition during the year	Deduction during the year	As at 31.03.2020	As on 31.03.2020	As on 31.03.2019
(I)	**Tangible Assets**										
1	**Land**										
	Resort Land	2,090,145	-	-	2,090,145	-	-	-	-	2,090,145	2,090,145
2	**Building**										
	Resort Building	22,487,174	435,583	-	22,922,757	6,757,576	460,662	-	7,218,238	15,704,519	15,729,598
3	**Plant and Equipment**										
	Resort Machinery	1,903,560	26,750	-	1,930,310	1,184,518	80,880	-	1,265,398	664,912	719,042
	Plant & Machinery	2,527,329	150,998	-	2,678,327	1,356,445	93,740	-	1,450,185	1,228,142	1,170,884
4	**Furniture & Fixtures**										
	Furniture	2,502,601	355,013	-	2,857,614	343,505	318,082	-	661,587	2,196,027	2,159,096
	Resort Furniture	2,723,279	-	-	2,723,279	2,646,516	17,777	-	2,664,293	58,986	76,763
5	**Vehicles**	1,726,228	-	-	1,726,228	1,644,524	548	-	1,645,072	81,156	81,704
6	**Office Equipment**	483,397	97,880	-	581,277	430,305	27,318	-	457,623	123,654	53,092
7	**Other (Specify)**										
	Computer	520,575	-	-	520,575	519,597	-	-	519,597	978	978
	Total	**36,964,288**	**1,066,224**	**-**	**38,030,512**	**14,882,987**	**999,007**	**-**	**15,881,994**	**22,148,518**	**22,081,301**

		As at 31.03.2020	As at 31.03.2019
	Non-current Assets		
2.	**Investments**		
	Unquoted - Non Trade (at cost)		
	Government Securities		
	Indira Vikas Patras	65,000	65,000
	National Savings Certificates	10,000	10,000
	A	**75,000**	**75,000**
	Quoted-Non Trade		
	Investment in Equity Instruments		
	Carried at fair value through Other Comprehensive Income		
	Darshan Oils Ltd.	66,240	24,300
	(1800 equity shares of Rs.10 each fully paid)		
	Frontier Springs Ltd.	21,115	24,455
	(100 equity shares of Rs.10 each fully paid)		
	Premier Auto Electric Ltd.	88	563
	(50 equity shares of Rs.10 each fully paid)		
	Inland Printers Ltd.	4,455	4,455
	(100 equity shares of Rs.10 each fully paid)		
	Dhanlaxmi Bank	44,476	97,793
	(5525 equity shares of Rs.10 each fully paid)		
	Jindal Steel & Power Ltd.	780,900	1,705,725
	(9500 equity shares of Rs.10 each fully paid)		
	RBL Bank Ltd.	26,530	-
	(100 equity shares of Rs.10 each fully paid)		
	U.S. 64 Scheme (UTI)	10,860	10,860
	(100 equity shares of Rs.10 each fully paid)		
	B	**954,664**	**1,868,151**
	Total (A+B)	**1,029,664**	**1,943,151**
3.	**Loans**		
	Unsecured, Considered Good :		
	Security Deposit	189,567	173,797
	Others:		
	MAT Credit Entitlement	352,461	340,753
	Total	**542,028**	**514,550**
	Current Assets		
4.	**Inventories**		
	(At Lower of cost and net realisable value)		
	Raw Materials (Restaurant Stock).	168,340	66,054
	Others		
	Residency Apartment Stock	18,663,191	18,663,191
	Goods in Transit	-	-
	Total	**18,831,531**	**18,729,245**

	As at 31.03.2020	As at 31.03.2019
5. Trade Receivables		
Unsecured, Considered Good :		
Outstanding for more than six months	-	-
Others	22,783	368,209
Total	**22,783**	**368,209**
6. Cash & Cash Equivalent		
Balances with Banks		
Current accounts	332,250	701,060
Cash and Imprest	163,115	95,831
Total	**495,365**	**796,891**
7. Current Tax Assets (Net)		
TDS Receivable	307,474	311,704
	307,474	311,704
8 Other Current Assets		
Unsecured, Considered Good		
Staff Advances	134,085	38,802
Advance to Supplier	-	-
Other Advances	261,196	431,714
Total	**395,281**	**470,516**

9 Share Capital	As at 31st March,2020		As at 31st March,2019	
	Numbers	Amount (Rs.)	Numbers	Amount (Rs.)
Authorized Capital				
Equity Shares of Rs 5/- each (31.03.2019: 55,00,000 shares of Rs.10 each)	11,000,000	55,000,000	5,500,000	55,000,000
	5,500,000	**55,000,000**	**5,500,000**	**55,000,000**
Issued/subscribed/paid up Share Capital				
Equity Shares of Rs 5/- each, fully paid (31.03.2019: 30,07,000 shares of Rs.10 each)	6,014,000	30,070,000	3,007,000	30,070,000
	6,014,000	**30,070,000**	**3,007,000**	**30,070,000**

Note:-

(i) Reconciliation of Opening and closing outstanding No of shares. Details to be given for each class of shares separately for Issued, Subscribed and fully paid up and Subscribed but not fully paid up, as applicable.

	Opening Balance	Fresh Issue	Split	Closing Balance
Equity Shares Subscribed & Fully Paid Share Capital				
Numbers	3,007,000	-	3,007,000	6,014,000
Amount (Rs.)	30,070,000	-	-	30,070,000

(ii) Shares held by each shareholder holding more than 5% shares as on period end.

Name of Share holder	% Held	31/03/2020 No's held	% Held	31/03/2019 No's held
Vipin Aggarwal	24.15	1,452,400	24.15	726,200
Meena Aggarwal	30.13	1,812,060	30.13	906,030
Vipin Aggarwal HUF	16.69	1,003,740	16.69	501,870

	As at 31st March 2020		As at 31st March 2019	
10 Reserves & Surplus				
Other Reserves				
Special Reserve Fund				
(as per section 45-IC of RBI Act,1934)				
At the beginning and at the end of the year		300,000		300,000
General Reserve				
At the beginning of the year	3,360,319		3,360,319	
Add: Transfer from surplus in Statement of Profit and Loss	-	3,360,319	-	3,360,319
Surplus in Statement of Profit and Loss				
At the beginning of the year	5,242,778		5,504,386	
Add: Profit for the Year	(675,078)		(261,608)	
At the end of the year		4,567,700		5,242,778
Total		**8,228,019**		**8,903,097**

	As at 31.03.2020	As at 31.03.2019
11 Deferred Tax Liabilities (net)		
Accelerated depreciation	1,341,031	1,334,271
Gratuity Payable	(37,737)	(24,254)
Ind AS Adjustments	(8,542)	252,215
Total	**1,294,752**	**1,562,232**

	As at 31.03.2020	As at 31.03.2019
12 Provisions		
Provision for Retirement Benefits		
Retirement benefits	142,440	76,302
Total	**142,440**	**76,302**

	As at 31.03.2020	As at 31.03.2019
13 Borrowings		
Unsecured		
Loans & advances from related parties	2,533,782	2,733,782
Total	**2,533,782**	**2,733,782**

	As at 31.03.2020	As at 31.03.2019
14 Trade Payables		
Due to Micro, Small and Medium Enterprises	-	-
Others*	344,222	703,955
Total	**344,222**	**703,955**

	As at 31.03.2020	As at 31.03.2019
15 Other Current Liabilities		
Advance received for Apartments	1,150,000	1,150,000
Other Payables:		
Statutory Dues	102	14,764
Total	**1,150,102**	**1,164,764**

	As at 31.03.2020	As at 31.03.2019
16 Provisions		
Current portion of long-term employee benefits		
Retirement benefits	2,703	1,435
Current taxation	6,624	-
Total	**9,327**	**1,435**

	For the year ending 31.03.2020 (Rs.)	For the year ending 31.03.2019 (Rs.)
17 Revenue from operations		
Room tariff	5,092,785	4,108,446
Restaurant sales	1,876,995	2,358,387
Total	**6,969,780**	**6,466,833**
18 Other income		
Dividend	3,650	3,500
Misc Receipts	268,043	88,974
Total	**271,693**	**92,474**
19 Cost of Material Consumed		
Opening stock	66,054	162,500
Fuel expenses	138,264	129,772
Purchases	1,328,012	1,528,052
	1,532,330	1,820,324
Less: Closing stock	168,340	66,054
	1,363,990	**1,754,270**

		For the year ending 31.03.2020 (Rs.)	For the year ending 31.03.2019 (Rs.)
20	**Employment Benefit Expense**		
	Salaries	975,676	1,151,487
	Gratuity	33,880	32,443
	Staff welfare	154,147	13,151
	Total	**1,163,703**	**1,197,081**
21	**Finance Cost**		
	Bank interest and charges	3,837	25,618
	Total	**3,837**	**25,618**
22	**Depreciation & Amortisation Expense**		
	Depreciation	999,007	892,847
	Total	**999,007**	**892,847**
23	**Other expenses**		
	Advertisement & publicity	29,970	31,159
	Business promotion	-	1,610
	Auditors' remuneration:		
	Audit fees	15,000	17,700
	Books and periodicals	2,765	3,892
	Conveyance	60	5,519
	Commission	823,379	1,125,954
	Electricity and water	380,594	257,224
	Housekeeping	408,105	85,687
	Insurance	107,040	50,386
	Internal Audit Fee	5,000	5,000
	Laundry charges	191,769	148,520
	Membership and subscriptions	27,500	18,440
	Miscellaneous expenses	141,676	55,345
	Interest/ Penalty on TDS & GST	30,130	-
	Printing and stationery	31,343	52,590
	Listing Fee	300,000	427,168
	Rent,rates & taxes	98,132	25,300
	Repairs and maintenance	938,874	171,574
	Telephone and postage	19,857	53,604
	Travelling	7,193	500
	Vehicle maintenance	92,196	116,455
	Professional charges	-	25,000
	Total	**3,650,583**	**2,678,627**

		For the year ending 31.03.2020 (Rs.)	For the year ending 31.03.2019 (Rs.)
24	**Tax Expenses**		
	Current Tax		
	i) Income Taxes		2,187
	ii) MAT Credit Entitlement		(2,187)
	Total	-	-
25	**Components of Other Comprehensive Income (OCI)**		
	Re-measurement gains (losses) on Investments	(698,202)	(305,932)
	Re-measurement gains (losses) on defined benefit plans	(43,953)	88,188
	Total	**(742,155)**	**(217,744)**

26A Significant accounting policies

i Corporate Informations

The Woodvilla Limited ("The Company") is primarily engaged in the business of owning, operating & managing hotels, places and resorts.

The Company is domiciled and incorporated in India in 1994, and has its registered office at E-4, Defence Colony, New Delhi-110024, India.

The financial statements for the year ended March 31, 2020 were approved by the Board of directors

ii Basis of Preparation, Critical Accounting estimates and judgements, Significant Accounting Policies and recent Accounting Pronouncement.

The financial Statements have been prepared on following basis.

a. Statement of Compliance

Company has adopted Indian accounting Standard (Refered to as "Ind AS") as notified by Companies (Indian Accounting Standards) Rules 2015 read with Section 133 of the Companies Act, 2013 with effect from 1 April 2017. Previous period has been restated as per Ind AS.

b. Basis of preparation

The financial statements are prepared on Historical Cost basis except for certain financial assets and liabilities that are measured at fair value (Refer accounting policy regarding Financial Instruments). The accounting policies not specifically referred to otherwise, are consistent and in consonance with generally accepted accounting principles. All income and expenditure are being accounted for on accrual basis.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

c. Functional and Presentation currency

These financial statements are presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded to the nearest lakhs (upto two decimals), except as stated otherwise.

d. Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is current when it is:

- Expected to be realized or intended to sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when it is:

- Expected to be settled in normal operating cycle;
- Due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

e. Use of Estimates

In preparing Company's financial statements in conformity with accounting principles generally accepted in India, management is required to make estimates and assumptions that affect the reported amount of assets and liabilities and the disclosure of contingent liabilities at the date of the financial statements and reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates. Any revision to accounting estimates is recognized in the period in which the same is determined.

f. Revenue Recognisation

Revenue is recognised at fair value of the considerasion received or receivables. Revenue comprises of sale of rooms, foods and beverages and allied services relating to hotel operations, including management fees for the management of hotels.

(a) Income from dividends on shares are accounted for on receipt basis.
(b) Income from guest accommodation is recognised on a day to day basis after the guest checks into the Resort.
(c) Sale of Hotel Apartments are accounted for on the receipt of full payment and registration being done in the name of buyers.

g. Expenditure

All expenses are accounted for on accrual basis.

h. Property Plant & Equipment

i) Initial recognition and measurement

An item of property, plant and equipments recognized as an asset if and only if it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably.

Items of Property, Plant and Equipment are measured at cost less accumulated depreciation/amortization and accumulated impairment losses. Cost includes expenditure that is directly attributable to bringing the asset, inclusive of non-refundable taxes & duties, to the

location and condition necessary for it to be capable of operating in the manner intended by management.

When parts of an item of property, plant and equipment have different useful lifes, they are recognized separately.

Items of spare parts, stand-by equipment and servicing equipment which meet the definition of Property, Plant and Equipment are capitalized.

Property, Plant and Equipments which are not ready for intended use as on the date of Balance Sheet are disclosed as 'Capital Work-In-Progress'.

ii) **Subsequent costs**

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of Property, Plant and Equipment are recognized in profit or loss as incurred.

iii) **Depreciation/amortization**

Depreciation is recognized in profit or loss on a written down value over the estimated useful life of each item of Property, Plant and Equipment.

Depreciation on additions to/deductions from property, plant and equipment during the year is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed.

Depreciation on property, plant and equipment is provided on their estimated useful life as prescribed by Schedule II of Companies Act, 2013 as follows:

1) Buildings	30 years
2) Plant & Machinery	15 years
3) Furniture & Fixtures	10 years
4) Vehicles	08 years
5) Office Equipments	05 years
6) Electrical Installation	10 years
7) Computer	03 years

l) **Capital work-in-progress**

The cost of self-constructed assets includes the cost of materials & direct labour, borrowing costs, any other costs directly attributable to bring the

assets to the location and condition necessary for it to be capable of operating in the manner intended by management.

j) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entiy and a financial liability or equity instrument of another entity.
Financial assets:
Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

i) Initial recognition and measurement

All financial assets are recognized initially at fair value plus or minus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs are attributable to the acquisition or issue of the financial asset, otherwise charged to Statement of Profit & Loss.

ii) Subsequent measurement

Financial assets are subsequently classified and measured at:
- Financial assets at amortised cost
- Financial assets at fair value through profit and loss (FVTPL)
- Financial assets at fair value through other comprehensive income (FVOCI).

iii) Equity Instruments:

All investments in equity instruments in entities other than subsidiaries and joint ventures are measured at fair value. Equity instruments if held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either at FVTOCI or FVTPL. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instruments, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment as the company transfers cumulative gain or loss within the equity.

Equity instruments if classified as FVTPL category are measured at fair value with all changes recognized in the profit and loss.

k) Inventories

Inventories of Raw material, Work-in-progress, Finished goods and Consumable Spares are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:
- **Raw materials:** cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis.

• **Finished goods and work in progress:** cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity.
All other inventories of stores, consumables, project material at site are valued at cost. The stock of waste is valued at net realisable value.

l) Cash & Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and cash on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of change in value.

m) Employee Benefits

Short term employee benefits are charged off at the undiscounted amount in the year in which the related service is rendered.

Post employment and other long term employee benefits are charged off in the year in which the employee has rendered services. The amount charged off is recognized at the present value of the amount payable determined using actuarial valuation techniques. Actuarial gains and losses in respect of post employment and long term benefits are charged to Statement of Profit & Loss.

n. Provision for Income Tax & deferred Tax

Provision for Minimum Alternate Tax (MAT) amounting to Rs. 0.12 lacs has been made under section 115JB of the Income Tax Act, 1961

Deferred tax is recognised for temporary differences.However, Deferred Tax Assets is recognised to the extent that, it is probable that taxable income will be available against which the same can be realised. Deferred tax assets are reviewed at each Balance Sheet date and are written-down or written-up to reflect the amount that is reasonably certain (as the case may be) to be realized.

o. Foreign Exchange Transactions

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction.

a) Monetary items outstanding as at the Balance Sheet date are translated at the exchange rate prevailing at the Balance Sheet date and the resultant difference is recognised as income or expense, as the case may be;

b) Non-monetary items outstanding as at the Balance Sheet date are reported, using the exchange rate prevailing on the date of each transaction.

p. Statement of Cash Flows

Statement of cash flows is prepared in accordance with the Indirect method prescribed in Ind AS-7 'Statement of cash flows.

26.(B) NOTES TO ACCOUNTS

Additional Notes to the Financial Statements

i) The Government of India promulgated the Micro, Small and Medium Enterprises Development Act, 2006, which came into force with effect from October 02, 2006. As per the Act, the Company is required to identify the Micro, Small and Medium suppliers and pay them interest on overdues beyond the specified period, irrespective of the terms agreed upon with those suppliers.

There is no interest paid/payable during the year by the Company to the suppliers covered under Micro, Small, Medium Enterprises Development Act, 2006.

The above information takes into account only those suppliers who have responded to the enquiries made by the Company for this purpose. However, according to the Company estimates, there is no liability of interest to such suppliers.

ii) Managerial remuneration: No remuneration was paid to any director during the relevant year.

iii) Earning per share as per IND AS-33	As at 31.03.2020	As at 31.03.2019
(a) Calculation of weighted average (no. of equity shares of Rs.5/-each.)		
No. of shares at the beginning of the period	3,007,000	3,007,000
Shares issued during the year	-	-
Shares Splitted	3,007,000	
No. of Shares at the close of the period	6,014,000	3,007,000
Weighted average no. of equity shares during the period	6,014,000	3,007,000
(b) Net Profit / (Loss) for the period attributable to equity shares (in rupees)	(675,078)	(261,608)
(c) Basic & Diluted earning (in rupees) per shares	(0.11)	(0.09)

(iv) Remuneration to Auditors

	2019-20 Rupees	2018-19 Rupees
(i) Audit fees	17,700	17,700
(ii) Out of pocket	-	-
	17,700	**17,700**

v) Segment Reporting : based on the guiding principles given in Accounting Standard on Segment Reporting (IND AS-108), the Company's primary business segment is Hospitality. As the Company's business activity falls within a single primary business segment, the disclosure requirements of IND AS-108 in this regard are not applicable.

vi) There is no transaction which is required to be disclosed as required under paragraph 5 (viii) of the general instructions for preparation of statement of Profit and Loss as per Schedule III of the Companies Act, 2013.

vii) Related Party Disclosures under Accounting Standard (IND AS-24)
(a) Names of the Related Parties
(i) Where control exists:
The Company did not have any holding or subsidiary company during the year.

(ii) Other related parties with whom there are transactions during the year
Associates
Key Management Personnel
Dr. Mrs. Meena Aggarwal (Director)
Mr. Vipin Aggarwal (Director)
Mr. Sudhanshu Kumar Nayak (Director)
Relatives of Key Management Personnel
Vipin Aggarwal & Sons HUF
Aadeesh Aggarwal
Enterprises over which Key Management Personnel or their relative has significant influence
Cost Plus Travels Pvt Ltd
Keshov Leasing Private Limited
Pravik Estates Pvt Ltd
Club 9 Vacations Private Limited
Club 9 Holidays Private Limited
Mangosteen Private Limited
Avsarr Quest Pvt Ltd
Fusion Suites Private Limited
Shri Sai Kirpa Society
Vipin Aggarwal Kudsia & Associates

(b) Transactions with Related Parties

(Rs. in Lacs)

Description	Key Management Personnel & their Relatives		Enterprises over which Key management Personnel or their relative has significant influence	
	Current Year	Previous Year	Current Year	Previous Year
Outstanding balance as at year end:				
Short Term Borrowing				
Mr. Vipin Aggarwal	15.50	25.00		
Mr. Sudhanshu Kumar Nayak	9.50	0.00		
Mrs. Meena Aggarwal	0.34	2.34		

viii) There are no disputed dues of wealth tax, service tax, income tax which have not been deposited by the Company.

xi) The Company has received advances against sale of residency apartments (as part of hotel project) from the prospective buyers. The amounts have been treated as "advance for apartments" (part of hotel project) under the head other current liabilities. Further, the amount spent on the Residency Apartments is reflected under Inventories pending registration / sale.

The said amount remains "unpaid" despite of final demand due from them and as such on these flats due to unpaid demand part of work of sanitary, electrical and finishing has also been kept pending besides registration of sale deed.

x) Previous year figures have been regrouped/recast wherever found necessary to make them comparable with those of the current year.

xi) Balances shown under Trade Receivables, Trade Payables and advances are subject to confirmation and reconciliation with the respective parties.

xii) Figures are rounded off to nearest Rupee.

As per our report of even date attached.

For MANV & ASSOCIATES
CHARTERED ACCOUNTANTS
(REGISTRATION NO.007351N)

Sd/-
N.K. GUPTA
(PARTNER)
MEMBERSHIP NO : 085713

PLACE : NEW DELHI
DATE : 30th July 2020

On behalf of Board of Director

Sd/-
VIPIN AGGARWAL
DIRECTOR
DIN 00084395

Sd/-
MR. S.M.SAINI
DIRECTOR
DIN 00883025

Sd/-
AKANKSHA RAWAT
COMPANY SECRETARY

Sd/-
SYED NAWAZISH HUSAIN ZAIDI
CHIEF FINANCIAL OFFICER

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WOODSVILLA LIMITED

REGISTERED OFFICE

E-4 DEFENCE COLONY, NEW DELHI - 110024

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