



ङादी ग्रुप पावर लिमिटेड Ngadi Group Power Ltd.

सिउरी खोला जलविद्युत आयोजना (५ मे. वा.)



दशौ वार्षिक प्रतिवेदन

आर्थिक वर्ष २०७८/०८०

डादी ग्रुप पावर लिमिटेड संचालक समिति



डा. भोगेन्द्र कुमार गुरागाई
अध्यक्ष



श्री रविन सुवेदी
प्रबन्ध सञ्चालक



श्रीमती रिली गुरुङ्ग
संचालक



श्री सत्य नारायण प्रजापती
संचालक



श्री सुधांशु तुलस्यान
संचालक



श्रीमती रञ्जु अधिकारी
संचालक



श्रीमती लक्ष्मी शोभा गोसाई
स्वतन्त्र संचालक



श्री टंक प्रसाद रेग्मी
कम्पनी सचिव



डादी ग्रुप पावर लिमिटेड महाराजगंज, काठमाण्डौ

प्रतिनिधी नियुक्ति फारम

श्री संचालक समिति
डादी ग्रुप पावर लिमिटेड
महाराजगंज, काठमाण्डौ ।

विषय : प्रतिनिधि नियुक्त गरिएको सम्बन्धमा ।

महाशय,

..... जिल्ला न.पा./गा.पा. वडा नं..... बस्ने म/हामी २०८० पौष २५ (तदनुसार जनवरी १०, २०२४)का दिन हुने दशौं वार्षिक साधारण सभामा स्वयं उपस्थित भई छलफल तथा निर्णयमा सहभागी हुन नसक्ने भएकोले उक्त सभामा भाग लिन तथा मतदान गर्नका लागि मेरो/हाम्रो प्रतिनिधित्व गरी भाग लिन.....जिल्ला न.पा./गा.पा. वडा नं..... बस्ने श्री..... लाई मेरो /हाम्रो प्रतिनिधित्व मनोनयन गरी पठाएको छु/छौं ।

प्रतिनिधि नियुक्ति भएको व्यक्तिको

हस्ताक्षरको नमुना :

शेयरधनी भए शेयर प्रमाणपत्र, एलोटमेन्ट नं. :

वा DMAT खाता नं.:

शेयरधनी नभए ना.प्र.प.नं. :

मिति :

निवेदक :

दस्तखत :

नाम :

शेयर प्रमाणपत्र :

शेयर संख्या :

मिति :

द्रष्टव्य : यो निवेदन साधारण सभा हुनु भन्दा कम्तीमा ४८ घण्टा अगावै कम्पनीको प्रधानकार्यालयमा पेश गरिसक्नु पर्नेछ ।



डादी ग्रुप पावर लिमिटेड दशौं वार्षिक साधारण सभा

प्रवेश-पत्र

शेयरधनीको नाम :

प्रमाण पत्र नं. :

कुल शेयर संख्या :

शेयरधनीको दस्तखत :

हितग्राही खाता नं.:

कम्पनी सचिव

(यो प्रवेशपत्रमा शेयरधनीको नाम, दस्तखत अनिवार्य रुपमा उल्लेख गरी सभा कक्षमा प्रवेश गर्दा यो प्रवेश-पत्र पेश गर्नुपर्नेछ ।)

विषय सूची

विषय	पेज नं.
१. डादी ग्रुप पावर लिमिटेडको दशौं वार्षिक साधारण सभा सम्बन्धि सूचना	३
२. अध्यक्षको मन्तव्य	५
३. संचालक समितिको वार्षिक प्रतिवेदन	६
४. आ.व. २०७९/०८० को लेखापरिक्षण प्रतिवेदन	९



डादी ग्रुप पावर लिमिटेड

केन्द्रिय कार्यालय, महाराजगंज, काठमाण्डौ । फोन नं. ०१-५७०५१५९, ०१-५७०५६०८

दशौं वार्षिक साधारण सभा सम्बन्धी सूचना

श्री शेयरधनी महानुभावहरु

मिति २०८०।०९।०२ मा सम्पन्न संचालक समितिको बैठकको निर्णय बमोजिम डादी ग्रुप पावर लि.को दशौं वार्षिक साधारण सभा निम्न मिति, स्थान र समयमा देहायका विषयहरुमा छलफल तथा निर्णय गर्न बस्ने भएको हुँदा कम्पनी ऐन, २०६३ को दफा ६७ अनुसार सम्पूर्ण शेयरधनीहरुका समुपस्थितीको लागि यो सूचना प्रकाशित गरिएको छ ।

सभा हुने मिति, स्थान र समय

स्थान : कुण्डलिनी दरवार ब्याङ्क्रेट, चण्डोल, काठमाण्डौ ।

मिति : २०८०।०९।२५ गते बुधबार (तदनुसार जनवरी १०, २०२४)

समय : विहान ९:३० वजे ।

छलफलका लागि प्रस्तावित विषयहरु

क) सामान्य प्रस्तावहरु

- (१) संचालक समितिको तर्फबाट अध्यक्षज्यूले प्रस्तुत गर्नु हुने आ.व.२०७९/०८० को वार्षिक प्रतिवेदन उपर छलफल गरि पारित गर्ने ।
- (२) लेखापरीक्षकको प्रतिवेदन सहितको आ.व.२०७९/०८० को लेखापरीक्षण प्रतिवेदन, वासलात, नाफा- नोक्सान हिसाव र सोहि अवधिको नगद प्रवाह विवरण लगायतका वित्तिय विवरणहरु छलफल गरि पारित गर्ने ।
- (३) आ.व.२०८०/०८१ को लागि लेखापरीक्षण कार्य गर्न लेखापरीक्षक नियुक्ती गर्ने तथा निजको पारिश्रमिक तोक्ने ।
- (४) संचालक समितिबाट भए गरेका निर्णय, काम कारवाहीहरु अनुमोदन गर्ने ।
- (५) संस्थागत सुसाशन सम्बन्धि प्रतिवेदन स्विकृत गर्ने ।

ख) विशेष प्रस्ताव

- (१) कम्पनी गाभ्ने, गाभिने वा प्राप्ती गर्ने सम्बन्धि विशेष प्रस्ताव सम्बन्धमा ।

ग) विविध ।

साधारण सभा सम्बन्धी सामान्य जानकारी

१. साधारण सभा प्रयोजनका लागि मिति २०८०/०९/१२ गते विहिवारका दिन यस कम्पनीको शेयर दर्ता पुस्तिका बन्द रहने छ। साथै शेयरधनी दर्ता पुस्तिका बन्द भएको मिति भन्दा अघिल्लो दिन सम्म नेपाल स्टक एक्सचेञ्ज लिमिटेडमा भएको कारोवारबाट कायम भएका शेयरधनीहरूले मात्र कम्पनीको वार्षिक साधारण सभामा भाग लिन सक्नेछन्।
२. वार्षिक साधारण सभामा भाग लिने शेयरधनी महानुभावहरूले आफ्नो परिचय खुल्ने प्रमाण वा सोको प्रतिलिपी अनिवार्य रूपमा साथमा लिई आउनु पर्नेछ।
३. शेयरधनी महानुभावहरूको उपस्थितीका लागि शेयरधनी उपस्थिती पुस्तिका विहान ९:०० बजे देखि खुल्ला रहनेछ।
४. वार्षिक साधारण सभामा भाग लिन प्रतिनिधी (प्रोक्सी) नियुक्त गर्न चाहने शेयरधनीहरूले प्रचलित कम्पनी कानुनले तोकेको ढाँचामा प्रतिनिधीपत्र (प्रोक्सी) फारम भरी सभा शुरु हुनु भन्दा कम्तीमा ४८ घण्टा अगावै कम्पनीको केन्द्रिय कार्यालयमा दर्ता गराई सक्नु पर्नेछ। कम्पनीको शेयरधनी वाहेक अरुलाई प्रोक्सी दिन पाईने छैन।
५. एक जना शेयरधनीले एक भन्दा बढी प्रतिनिधी (प्रोक्सी) मुकरर गरेमा सबै प्रतिनिधी (प्रोक्सी) स्वतः बदर हुनेछ। तर प्रतिनिधी (प्रोक्सी) नियुक्त गरिसके पछि सम्बन्धित शेयरधनीले प्रतिनिधि फेरबदल गर्न चाहेमा यस अघि दिएको प्रतिनिधीपत्र (प्रोक्सी) बदर गरी यो प्रतिनिधीपत्र (प्रोक्सी) लाई मान्यता दिइयोस् भन्ने व्यहोराको छुट्टै पत्र सहित प्रोक्सी फारम कम्पनीको केन्द्रिय कार्यालयमा सभा शुरु हुनु भन्दा कम्तीमा २४ घण्टा अगावै दर्ता गराएको अवस्थामा अघिल्लो प्रतिनिधी (प्रोक्सी) स्वतः बदर भएको मानी पछिल्लो प्रतिनिधी (प्रोक्सी) लाई मान्यता दिइनेछ।
६. प्रतिनिधी नियुक्त गरि सकेको शेयरधनी आफै सभामा उपस्थित भई हाजिरी पुस्तिकामा दस्तखत गरेमा निजले दिएको प्रतिनिधी (प्रोक्सी) स्वतः बदर हुनेछ।
७. साधारण सभा सम्बन्धी थप जानकारी आवश्यक परेमा कार्यालय समय भित्र कम्पनीको केन्द्रिय कार्यालय, काठमाण्डौमा सम्पर्क राख्नहुन समेत अनुरोध गरिन्छ।

संचालक समितिको आज्ञाले
कम्पनी सचिव

अध्यक्षको मन्तव्य

आदरणीय शेयरधनी महानुभावहरु,

यस डादी ग्रुप पावर लिमिटेडको दशौं वार्षिक साधारण सभामा उपस्थित हुनु भएका आदरणीय शेयरधनी महानुभावहरुलाई संचालक समिति तथा मेरो व्यक्तिगत तर्फबाट हार्दिक स्वागत गर्दछु ।

यस कम्पनीले नेपालमा चरम लोडसेडिङका बाबजुद पनि २०६४ सालमा लमजुङ जिल्लाको मर्स्याङ्दी गाउँपालिका वडा नं.७ (साविकको भुलभुले गा.वि.स. वडा नं. ९) स्थित सिउरी खोलाको पानीबाट ५ मे.वा. क्षमताको जलविद्युत आयोजना निर्माण गरी मिति २०६९ आश्विन ३० गतेबाट निर्माण सम्पन्न गरेको तथा यस कम्पनी र प्राधिकरण बीच मिति २०६४ श्रावण १७ गते तथा मिति २०६५ माघ ६ गते विद्युत खरिद विक्री सम्झौता भई सोही अनुसार विद्युत उत्पादन गरी राष्ट्रिय प्रसारण लाईनमा विद्युत प्रवाह गरी रहेको व्यहोरा शेयरधनी महानुभावहरुलाई जानकारी गराउँदछु ।

नेपाल सरकारले समय समयमा बनाउने ऐन, कानून तथा नीति-नियमहरुलाई आत्मासात गर्दै तथा नेपाली जनताले उपभोग गर्ने जलविद्युतको सम्भावनालाई मध्यनजर गरी यस कम्पनीले आयोजना निर्माण गरेको र आयोजनाबाट उत्पादित विद्युत लमजुङ जिल्ला तथा आसपासका छिमेकी जिल्लाहरुको साथ साथै राष्ट्रिय प्रसारण लाईन मार्फत पनि वितरण भई रहेको समेत जानकारी गराउँदछु । नेपाल सरकारबाट जारी हुने नीति नियमहरुबाट सकारात्मक उपलब्धिहरुको जगेर्ना गर्दै देशको अभिसम्म समाधान नभैसकेको उर्जा संकटलाई पनि कम्पनीको तर्फबाट उत्पादित विद्युतबाट केहि हद सम्म समाधानका लागि हाम्रो प्रयासले टेवा पुगेको नै छ भन्ने विस्वास लागेको छ ।

यस कम्पनीले इलाम जिल्लाको माईखोलामा निर्माण भएको ९.६ मे.वा.को सुपरमाई ए जलविद्युत आयोजना र सोही खोलामा बनेको ३ मे.वा.को माइखोला क्यास्केडमा रकम लगानी गरेको शेयरधनी महानुभावहरुमा अवगतै छ । उक्त आयोजनाहरुबाट विद्युत उत्पादन भई रहेको र उक्त कम्पनीले गत आ.व.मा १०/१० प्रतिशत नगद लाभांश भुक्तानी दिन सकेको व्यहोरा जानकारी गराउँदछु । यसैगरी कम्पनीले सिउरी न्यादी पावर लि. (४२.२७ मे.वा.) को आयोजनामा रकम लगानी गरेको र सो आयोजनाको काम तिब्र रुपमा भैरहेको र करिब अर्को वर्ष सम्ममा निर्माण सम्पन्न हुन सक्ने अवस्थामा रहेको जानकारी गराउँदछु । कम्पनीले बरुण हाइड्रोपावर कम्पनी लि. मा पनि लगानी गरेको व्यहोरा जानकारी गराउँदछु । कम्पनीले गरेका लगानीहरु राम्रै आयोजनामा गरेको हुँदा यस वर्ष शेयरधनीहरुले सोचेजस्तो नभएता पनि आगामी वर्षमा विगतमा जस्तै राम्रै परिणाम हासिल गर्ने तर्फ गम्भिर भएर कार्य गरिरहेको विश्वास दिलाउन चाहन्छु ।

कम्पनीको सामाजिक उत्तरदायित्व अन्तर्गत यस कम्पनीले आयोजना प्रभावित क्षेत्रका स्थानिय जनताहरु संग सहकार्य गरी आवश्यकता अनुसार कलेसो, खानेपानी, विद्यालय निर्माण, छात्रवृत्ती तथा बाटो मर्मत संभार गर्न आर्थिक, भौतिक रुपमा सहयोग गरेको र सो क्रमलाई निरन्तरता दिई रहेको व्यहोरा समेत यस सभामा जानकारी गराउन चाहन्छु ।

यहाँहरु सामु संचालक समितिको तर्फबाट तयार गरिएको आ.व.२०७९/०८० को कम्पनीको वार्षिक प्रतिवेदन, कम्पनीको वित्तीय विवरण समेतका आर्थिक प्रतिवेदनहरु यस गरिमाग्य सभा समक्ष प्रस्तुत गरिएको र उक्त प्रतिवेदन उपर यहाँहरुबाट रचनात्मक सुझाव तथा टिप्पणीहरु प्राप्त हुनेछन् भन्ने विश्वास लिएको छु ।

कम्पनीले विगतका वर्षहरुमा प्रदान गरेको नगद लाभांश संकलन गर्नुहुन साथै आफ्नो शेयर DMAT गर्न वाँकी रहनु भएका सम्पूर्ण शेयरधनी महानुभावहरुले DMAT खाता खोली शेयर DMAT गरिदिनुहुन अनुरोध गर्दछु ।

अन्त्यमा, कम्पनीले नयाँ परियोजनाहरुको विकास तथा सम्भाव्यता अध्ययन गर्ने काममा समेत लगानी गर्ने विश्वास दिलाउन चाहन्छु । साथै कम्पनीलाई आजको अवस्थामा पुन्याउन सहयोग गर्नुहुने शेयरधनी महानुभावहरु, नेपाल सरकारका विभिन्न निकायहरु, विद्युत् नियमन आयोग, नेपाल विद्युत प्राधिकरण, नेपाल धितोपत्र बोर्ड, नेपाल स्टक एक्सचेन्ज लिमिटेड, सिडिएस एण्ड क्लियरिङ लि., कम्पनी रजिष्ट्रार कार्यालय, बैंक तथा वित्तीय संस्थाहरु, बीमा कम्पनीहरु, वाह्य लेखा परिक्षक, आन्तरिक लेखापरिक्षक, शेयरधनी महानुभावहरु, सम्पूर्ण कर्मचारी लगायत सम्पूर्ण शुभेच्छुकवर्गलाई मेरो व्यक्तिगत तथा कम्पनीको तर्फबाट समेत आभार तथा हार्दिक धन्यवाद ज्ञापन गर्दछु । ब्यस्त समयका बाबजुद पनि यस साधारण सभामा उपस्थित भई कम्पनीको कार्यलाई अगाडी बढाउन हौसला प्रदान गरिदिनु हुने कम्पनीका सम्पूर्ण शेयरधनी महानुभावहरुलाई पुन धन्यवाद दिदै प्रस्तुत वार्षिक प्रतिवेदन सहितको आर्थिक प्रतिवेदन तथा प्रस्तावहरुमा छलफल गरि पारित गरी दिनुहुन तथा आफ्नो विचार प्रस्तुत गरी दिन हुन अनुरोध गर्दछु ।

धन्यवाद ।

डा. भोगेन्द्र कुमार गुरागाई

अध्यक्ष

संचालक समिति

मिति : २०८०/०९/२५

संचालक समितिको वार्षिक प्रतिवेदन, कम्पनी ऐन, २०६३ को दफा १०९ बमोजिमको विवरण

क) विगतवर्षको कारोवारको सिंहावलोकन :

जलविद्युत आयोजना निर्माण सम्पन्न भई विद्युत बिक्री हुन थालेकाले कम्पनीको आ. व. २०७९/०८० मा नेपाल विद्युत प्राधिकरणलाई विद्युत बिक्रीबाट प्राप्त संचालन आम्दानी रु १२३,५०९,६६५।- साथै निक्षेपमा आर्जित ब्याज सहित अन्य आम्दानी रु. ३५,९४०,९६३।- गरी कुल आम्दानी रु १५९,४५०,६२८।- रहेको छ ।

ख) राष्ट्रिय तथा अन्तराष्ट्रिय परिस्थितीबाट कम्पनीको कारोवारलाई कुनै असर परेको भए सो असर:

बाढी पहिरो लगायतका दैवीप्रकोप, देशको अस्थिर राजनीतिक अवस्थाका कारणले यस कम्पनीको आयोजना संचालनमा सामान्य असर रहेको छ ।

ग) प्रतिवेदन तयार भएको मिति सम्म चालु वर्षको उपलब्धि र भविष्यमा गर्नु पर्ने कुराको सम्बन्धमा संचालक समितिको धारणा :

कम्पनीले समयमै आयोजना निर्माण सम्पन्न गरी विद्युत उत्पादन गरिरहेको छ । आगामी अबधिमा सम्पूर्ण शेरधनिहरुको हितमा कामगर्दै कम्पनीलाई अगाडी बढाउन संचालक समिति प्रयत्नरत रहेको छ ।

घ) कम्पनीको औद्योगिक वा व्यावसायिक सम्बन्ध :

नेपाल सरकार उर्जा मन्त्रालय, विद्युत नियमन आयोग, विद्युत विकास विभाग, नेपाल विद्युत प्राधिकरण, नेपाल राष्ट्र बैक, कम्पनी रजिस्ट्रारको कार्यालय, आन्तरिक राजश्व कार्यालय, उद्योग विभाग, नेपाल उद्योग वाणिज्य महासंघ, बैक तथा वित्तिय संस्थाहरु, बीमा कम्पनीहरु आदिसंग कम्पनीले अपनाउदै आएको व्यवसायिक सम्बन्धका कारण समग्र औद्योगिक तथा व्यवसायिक सम्बन्ध राम्रो रहेको छ ।

ङ) संचालक समितिमा भएको हेरफेर र सोको कारण :

यस आ.व.मा संचालक समितिमा कुनै हेरफेर नभएको । हालको संचालक समिति निम्न अनुसार रहेको छ ।

डा. भोगेन्द्र कुमार गुरागाई	अध्यक्ष
श्री रविन सुवेदी	प्रबन्ध सञ्चालक
श्रीमती रिली गुरुड	सञ्चालक
श्री सुधांशु तुलस्यान	सञ्चालक
श्रीमती रन्जु अधिकारी	सञ्चालक
श्री सत्यनारायण प्रजापति	सञ्चालक
श्रीमती लक्ष्मी शोभा गोसाई	सञ्चालक

च) कारोवारलाई असर पार्ने मुख्य कुरा :

बाढी पहिरो लगायतका दैवीप्रकोप तथा प्राविधिक कारणबाट विद्युत उत्पादनमा असर परेमा कारोवारलाई असर पर्न सक्नेछ ।

छ) लेखापरिक्षण प्रतिवेदनमा कुनै कैफियत उल्लेख भएको भए सो उपर संचालक समितिको प्रतिक्रिया :

नभएको ।

- ज) लाभांश बाँडफाँड गर्न सिफारिस गरिएको रकम :
यस आ.व. २०७९/०८० मा संचालक समितीले कुनै पनि लाभांश सिफारिस गरेको छैन ।
- झ) शेयर जफत भएको भए जफत भएको शेयर संख्या, त्यस्तो शेयरको अंकितमूल्य, त्यस्तो शेयर जफतहुनु भन्दाअगावै सो वापत कम्पनीले प्राप्त गरेको जम्मा रकम र त्यस्तो शेयर जफत भएपछि सो शेयर बिक्री गरी कम्पनीले प्राप्त गरेको रकम तथा जफत भएको शेयर वापत रकम फिर्ता गरेको भए सो को विवरण :
नभएको ।
- ञ) विगत आर्थिक वर्षमा कम्पनी र यसका सहायक कम्पनीको कारोबारको प्रगति र सो आर्थिक वर्षको अन्तमा रहेको स्थितीको पुनरावलोकन :
यस कम्पनीले सगरमाथा जलविद्युत कम्पनीको ३०.८७ प्रतिशत र माइखोला हाइड्रोपावर लि. को ३५.७० प्रतिशत शेयर खरिद गरेको ।
- ट) कम्पनी तथा त्यसको सहायक कम्पनीले आर्थिक वर्षमा सम्पन्न गरेको प्रमुख कारोबार र सो अवधिमा कम्पनीको कारोबारमा आएको कुनै महत्वपूर्ण परिवर्तन :
यस कम्पनीको सहायक कम्पनी नभएको ।
- ठ) विगत आर्थिक वर्षमा कम्पनीको आधारभुत शेयरधनीहरूले कम्पनीलाई उपलब्ध गराएको जानकारी :
नभएको ।
- ड) विगत आर्थिक वर्षमा कम्पनीका संचालक तथा पदाधिकारीहरूले लिएको शेयरको स्वामित्वको विवरण र कम्पनीको शेयर कारोबारमा निजहरू संलग्न रहेको भए सो सम्बन्धमा निजहरूबाट कम्पनीले प्राप्त गरेको जानकारी :
नेपाल स्टक एक्सचेन्जको निर्देशिका बमोजिम संचालकहरूको शेयर सिडीएस एण्ड क्लियरिङ लिमिटेडबाट रोक्का राखी पाउन कम्पनीबाट पत्राचार गरी रोक्का राखेको हुँदा कम्पनीको शेयर कारोवारमा संचालकहरूको संलग्नता नरहेको ।
- ढ) विगत आर्थिक वर्षमा कम्पनीसँग सम्बन्धित सम्भौताहरूमा कुनै संचालक तथा निजको नातेदारको व्यक्तिगत स्वार्थ बारेमा उपलब्ध गराइएको जानकारीको व्यहोरा :
नभएको ।
- ण) कम्पनीले आफ्नो शेयर आफैँ खरिद गरेको भए त्यसरी आफ्नो शेयर खरिद गर्नुको कारण, त्यस्तो शेयर संख्या र अंकित मूल्य तथा त्यसरी शेयर खरिद गरेबापत कम्पनीले भुक्तानी गरेको रकम :
कम्पनीले आफ्नो शेयर आफैँ खरिद गरेको छैन ।
- त) आन्तरिक नियन्त्रण प्रणाली भए वा नभएको र भएको भए सो को विवरण :
नभएको ।
- थ) विगत आर्थिक वर्षको कूल व्यवस्थापन खर्चको विवरण :
कम्पनीको कूल व्यवस्थापन खर्च: ७४,००,३२९।-

द) लेखापरिक्षण समितिका सदस्यहरूको नामावली, निजहरूले प्राप्त गरेको पारिश्रमिक, भत्ता तथा सुविधा, सो समितिले प्राप्त गरेको कामकारवाहीको विवरण र सो समितिले कुनै सुभावा दिएको भए सो विवरण :

यस कम्पनीका संचालक श्री लक्ष्मी शोभा गोसाईको संयोजकत्वमा श्री किरण निधी तिवारी र श्री प्रकाश भुजेल सदस्य रहेको लेखा परीक्षण समिति गठन भएको र उक्त समितिले लेखा परीक्षण सम्बन्धि कार्य गरिरहेको ।

ध) संचालक, प्रबन्ध संचालक, कार्यकारी प्रमुख, कम्पनीका आधारभुत शेयरधनी वा निजको नजिकका नातेदार वा निज संलग्न रहेको फर्म, कम्पनी वा संगठित संस्थाले कम्पनीलाई कुनै रकम बुभाउन बाँकी भए सो कुरा :

सो नभएको ।

न) संचालक, प्रबन्ध संचालक, कार्यकारी प्रमुख तथा पदाधिकारीहरूलाई भुक्तानी गरिएको पारिश्रमिक, भत्ता तथा सुविधाको रकम :

कार्यकारी अध्यक्ष तथा अन्य पदाधिकारीहरूलाई तलब तथा भत्ता बापत रु.१९,०५,०००/- भुक्तानी गरिएको छ ।

प) शेयर धनीहरूले बुभिलिन बाँकी रहेको लाभांशको रकम :

गत आ. व. सम्म शेयरधनीहरूले बुभिलिन बाँकी लाभांश रकम रु. १०,०६९,७८७/- रहेको छ ।

फ) दफा १४१ बमोजिम सम्पत्ति खरिद वा बिक्री गरिएको कुराको विवरण :

नभएको ।

ब) दफा १७५ बमोजिम सम्बद्ध कम्पनी बीच भएको कारोबारको विवरण :

यस कम्पनीले सगरमाथा जलविद्युत कम्पनी लिमिटेडको रु. ८६४,२९१,७५०/- को शेयर खरीद गरेको ।

भ) प्रचलित कानून बमोजिम संचालक समितिको प्रतिवेदनमा खुलाउनु पर्ने अन्य कुनै कुरा भए:

सगरमाथा जलविद्युत कम्पनी लि.	रु. ८६४,२९१,७५०/-	लगानी
माईखोला हाइड्रोपावर कम्पनी लि.	रु. ३८६,५४०,०००/-	लगानी
बरुण हाइड्रोपावर कम्पनी लि.	रु. ८३,९८१,९७३/-	लगानी
रिभरफ्ल्स पावर लि.	रु. ६६६०००/-	लगानी
सिउरी न्यादी पावर लि.	रु. १,०७६,८२८,०००/-	लगानी
नेपाल पावर एक्सचेन्ज लि.	रु. १०,००,०००/-	लगानी
समृद्धि इनर्जी प्रा.लि.	रु. १००,१३०,०००/-	लगानी

म) अन्य आवश्यक कुराहरू:

नभएको ।

लेखा परिक्षण प्रतिवेदन आ.व. २०७१/०८०

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INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF NGADI GROUP POWER LTD.

Reports on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Ngadi Group Power Ltd.** (hereinafter referred to as "the Company"), which comprises the statement of financial position as at Ashadh 31, 2080 (corresponding to July 16, 2023), the statement of profit or loss and other comprehensive income, the statement of change in equity, the statement of cash flows for the year then ended, and note to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respect, the financial position of the Company as at Ashadh 31, 2080 and its financial performance and its cash flows for the year then ended in accordance with Nepal Financial Reporting Standards (NFRS).

Basis for Opinion

We conducted our audit in accordance with Nepal Standards on Auditing (NSAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the audit of financial statements section of our report. We are independent of the Company in accordance with the code of ethics for the professional accountant issued by The Institute of Chartered Accountants of Nepal together with the ethical requirement that is relevant to our audit of the financial statements under the provisions of the Company Act, 2063, and we have fulfilled our other ethical responsibilities in accordance with these requirements and ICAN code of ethics for professional accountants. We believe that the audit evidence we have obtained is sufficient and appropriate to provide basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended on Ashad 31, 2080 (corresponding to July 16, 2023). These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We are determined that there are no key audit matter to communicated in our report.

Information Other Than the Financial Statements and Auditor's Report Thereon

The management of the Company is responsible for the other information. The other information comprises the information included in the annual report, but does not included the financial statements and our auditor's report thereon.

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

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

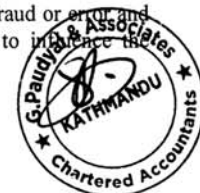
Management of the Company is responsible for the preparation and fair presentation of the financial statements in accordance with the NFRS, and for such internal control as management determines is necessary to enable preparation of the financial statements that are free from material misstatements, whether due to fraud or error.

In preparing the 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 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.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatements, 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 guarantee that an audit conducted in accordance with NSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.



are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

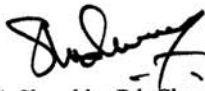
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- 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 disclosure in the financial statement or, if such disclosure 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 as a going concern.
- Evaluate the overall presentation of the financial statements including disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation,

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

Report on Other Legal and Regulatory Requirements

On the basis of our examination, we would like to report that:

- a. We have obtained all the information and explanations, which were necessary for the purpose for our audit.
- b. The enclosed statement of financial position, statement of profit or loss and other comprehensive income and statement of cash flow have been prepared as per the Company Act, 2063 are in agreement with the books of account maintained by the Company.
- c. In our opinion, proper books of accounts as required by law have been kept by the Company, so far as appears from our examination of those books.
- d. In our opinion and to the best of our information and according to the explanations given to us and from our examination of the books of account of the Company, we have not come across the cases where the Board of Directors or any member thereof or any employee of the Company has acted contrary to the provisions of law or caused loss or damage to the Company relating to the accounts of the Company.
- e. The company has not complied with the provision of Bonus Act, 2030.


CA Shambhu Pd. Chaudhary
Partner
G. Paudyal & Associates
Chartered Accountants.
Place: Kathmandu, Nepal
Date: २०८०-५-११



UDIN Number:230828CA00069QEZ6j

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NGADI GROUP POWER LTD.
Statement of Financial Position at period ended Ashad 31, 2080
All amounts are in Rs unless otherwise stated

ASSETS	Notes	As at Ashad 31,2080	As at Ashad 32,2079
Non-current Assets			
Property , Plant & Equipmnet			
a) General Assets (Gross)	5	3,889,168.00	3,375,038.00
Less: Accumulated Depreciation		(3,087,742.00)	(2,955,608.00)
General Assets (Net)		801,426.00	419,430.00
(b) Project Assets (Gross)		929,745,598.00	929,745,598.00
Less: Accumulated Depreciation	6	(317,465,063.00)	(288,538,424.00)
Project Assets (Net)		612,280,535.00	641,207,174.00
(c)Investment in Associates	7	2,327,659,750.00	668,962,435.00
Total Non Current Assets		2,940,741,711.00	1,310,589,039.00
Current Assets			
(a) Financial Assets			
(i)Trade Receivables	8	55,914,661.00	62,109,972.00
(ii) Cash and Cash Equivalents	9	1,910,383.00	163,015,078.00
(iii) Investments in Equity Instruments	10	85,731,973.00	206,934,720.00
(iv) Other Financial Assets	11	100,402,898.00	125,367,407.00
(b) Current Tax Assets	12	7,738,543.00	4,376,296.00
(c) Other Current Assets	13	5,681,196.00	1,312,427.00
Total Current Assets		257,379,654.00	563,115,900.00
Total Assets		3,198,121,365.00	1,873,704,939.00
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	14	1,851,279,223.00	706,932,400.00
(b) Other Equity	15	737,928,022.00	276,450,655.00
Total Equity		2,589,207,245.00	983,383,055.00
Liabilities			
Non-current Liabilities			
(a) Financial Liabilities			
Borrowings	16	-	53,359,307.00
b) Deffered Tax liabilities			
Total Non-current Liabilities		-	53,359,307.00
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	17	96,785,277.00	791,789,425.00
(ii) Other Financial Liabilities	18	495,570,225.00	32,403,713.00
(b) Current Tax Liabilities	19	7,647,636.00	4,591,550.00
(c) Other Current Liabilities	20	8,910,982.00	8,177,889.00
Total Current Liabilities		608,914,120.00	836,962,577.00
Total Liabilities		608,914,120.00	890,321,884.00
Total Equity and Liabilities		3,198,121,365.00	1,873,704,939.00

The accompanying notes are integral parts of the financial statements

As per Our Report of Even Date

Date:
Kathmandu, Nepal

For: G. Paudyal & Associates
Chartered Accountants

Finance Manager Chief Executive Officer Director Director CA Shambhu Pd. Chaudhary
Mr. Sudip Banskota Mrs. Ranju Adhikari Mrs. Rilli Gurung Partner

Chairman Director Director Director Independent Director
Mr. Bhogendra Kumar Guragain Mr. Robin Subedi Mr. Sudhansu Tulysan Mr. Satya Narayan Prajapati Mrs. Laxmi Shova Gosai

NGADI GROUP POWER LTD.
Statement of profit or loss and Other Comprehensive Income for the period ended Ashad 31, 2080

All amounts are in Rs unless otherwise stated

	Notes	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Revenue from Operations	21	123,509,665.00	127,596,369.00
Cost of Sales	22	22,096,770.00	19,387,018.00
Gross Profit		101,412,895.00	108,209,351.00
Other Income	23	35,940,963.00	93,074,338.00
		137,353,858.00	201,283,689.00
Expenses			
Administrative Expenses	24	4,371,681.00	7,048,994.00
Employee Benefits Expense	25	3,028,648.00	1,670,100.00
Finance Costs	26	32,219,091.00	71,164,834.00
Depreciation and Amortisation Expense	27	29,058,773.00	29,064,848.00
Gain (loss) on Investment through FVTPL	28	7,986,353.00	171,442.00
Impairment of Financial Assets	29		-
Total Expenses		60,691,840.00	108,777,334.00
Profit Before Bonus & Tax		76,662,018.00	92,506,355.00
Provision For Staff Bonus		1,533,240.00	1,850,127.00
Profit Before Tax		75,128,778.00	90,656,228.00
Less: Tax Expense			
(1) Current Tax	30	7,647,636.00	4,591,550.00
(2) Deferred Tax			
Profit/(Loss) for the Period		67,481,142.00	86,064,678.00
Other Comprehensive Income			
<u>(A) Items That Will Not be Reclassified to Profit or Loss:</u>			
(i) Gain or Loss on equity instruments through Other Comprehensive Income	28	581,869,315.00	-
Total Other Comprehensive Income		581,869,315.00	-
Total Comprehensive Income For The Period		581,869,315.00	-
Earnings Per Equity Share (For Continuing Operation):	31		
(1) Basic (in Rs.)		3.77	6.05
(2) Diluted (in Rs.)		3.77	6.05

The accompanying notes are integral parts of the financial statements

Date:

Kathmandu, Nepal

As per Our Report of Even Date

 For: G. Paudyal & Associates
Chartered Accountants

Finance Manager

 Chief Executive Officer
 Mr. Sudip Banskota

 Director
 Mrs. Ranju Adhikari

 Director
 Mrs. Rilli Gurung

 CA Shambhu Pd. Chaudhary
 Partner

 Chairman
 Mr. Bhogendra Kumar Guragain

 Director
 Mr. Robin Subedi

 Director
 Mr. Sudhansu Tulysan

 Director
 Mr. Satya Narayan Prajapati

 Independent Director
 Mrs. Laxmi Shova Gosai

NGADI GROUP POWER LTD.		
Statement of cash flows for the period ended Ashad 31, 2080		
All amounts are in Rs unless otherwise stated		
	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Cash Flows From Operating Activities		
Profit For The Year	67,481,142.00	86,064,678.00
Adjustments For:		
Finance Costs	32,219,091.00	71,164,834.00
Deffered tax Expenses		-
Profit on Sale of Assets		
Gain/Loss on investment Through FVTPL	(7,986,353.00)	(171,442.00)
Depreciation And Amortization of Non-Current Assets	29,058,773.00	29,064,848.00
	120,772,653.00	186,122,918.00
Movements in Operating Assets:		
(Increase)/Decrease in Trade And Other Receivables	6,195,311.00	(15,938,195.00)
(Increase)/Decrease in Financial Assets	-	-
(Increase)/Decrease in Other Financial Assets	24,964,509.00	(10,009,245.00)
(Increase)/Decrease in Other Assets	(4,368,769.00)	7,658,814.00
(Increase)/Decrease in Current Tax Assets	(3,362,247.00)	14,281,085.00
Increase/ (Decrease) in Other Financial Liabilities	463,166,512.00	(3,214,205.00)
Increase/(Decrease) in Current Tax Liabilities	3,056,086.00	(21,855,550.00)
Increase/(Decrease) in Short term borrowings	(695,004,148.00)	-
Increase/(Decrease) in Other Liabilities	733,093.00	1,520,346.00
	(204,619,653.00)	(27,556,950.00)
Cash Generated From Operations	(83,847,000.00)	158,565,968.00
Net Cash Generated By Operating Activities	(83,847,000.00)	158,565,968.00
Cash Flows From investing Activities		
Proceeds on Sale Of Financial Assets	-	17,200,000.00
Purchase of Investment	(947,638,900.00)	(739,704,435.00)
Addition on Project Assets	-	
Payments For Property, Plant And Equipment	(514,130.00)	-
Sale Of Property, Plant And Equipment	-	-
Net Cash (Used In)/Generated By Investing Activities	(948,153,030.00)	(722,504,435.00)
Cash Flows From Financing Activities		
Increase /(Decrease) Of Borrowings	(53,359,307.00)	618,329,190.00
Right Share Application Money	(186,057,400.00)	186,057,400.00
Right Share Issue Expenses	(2,162,001.00)	(4,220,107.00)
Share Premium Income (Auction Share)	88,712,861.00	
Increase or Decrease In Share Capital	1,060,398,600.00	117,822,100.00
Dividends Paid On Equity Shares	(4,418,327.00)	(123,713,157.00)
Finance Expenses	(32,219,091.00)	(71,164,834.00)
Net Cash Used in Financing Activities	870,895,335.00	723,110,592.00
Net Increase in Cash And Cash Equivalents	(161,104,695.00)	159,172,125.00
Cash And Cash Equivalents At The Beginning of The Year	163,015,078.00	3,842,953.00
Effects of Exchange Rate Changes on The Balance of Cash And Cash Equivalents Held in Foreign Currencies		-
Cash And Cash Equivalents at the End of the Year	1,910,383.00	163,015,078.00

As per Our Report of Even Date

Date:
Kathmandu, Nepal

For: G. Paudyal & Associates
Chartered Accountants

Finance Manager

Chief Executive Officer
Mr. Sudip Banskota

Director
Mrs. Ranju Adhikari

Director
Mrs. Rilli Gurung

CA Shambhu Pd. Chaudhary
Partner

Chairman

Mr. Bhogendra Kumar Guragain

Director

Mr. Robin Subedi

Director

Mr. Sudhansu Tulysan

Director

Mr. Satya Narayan Prajapati

Independent Director

Mrs. Laxmi Shova Gosai

NGADI GROUP POWER LTD.
Statement of changes in equity for the year ended Ashad 31, 2080
All amounts are in Rs unless otherwise stated

Particulars	Share Capital	BONUS	Right Share Application	Reserves and Surplus				Total
				Capital Reserve	Securities Premium Reserve	Equity Instrument Through Other Comprehensive Income	General Reserve	
Balance As At Ashad 31, 2078	589,110,300.00							721,372,141.00
Issue of Share Capital	117,822,100.00							117,822,100.00
Profit For The Year	-							-
Other Comprehensive Income For The Year, Net of Income Tax	-							86,064,678.00
Right Share Application Money	-		186,057,400.00					-
Payment of Dividends	-							-
Share Issue Expenses	-							-
Transfer To Retained Earnings	-							(4,220,107.00)
Balance As At Ashad 32,2079	706,932,400.00		186,057,400.00					983,383,055.00
Issue of Share Capital	1,144,346,823.00		(186,057,400.00)					958,289,423.00
Profit For The Year	-							67,481,142.00
Other Comprehensive Income For The Year, Net Of Income Tax	-							-
Security Premium	-							581,869,315.00
Share Issue Expenses	-							-
Payment of Dividends	-							88,712,861.00
Transfer To Retained Earnings	-							(2,162,001.00)
Balance As At Ashad 31, 2080	1,851,279,223.00							2,589,207,245.00

Date:
Kathmandu, Nepal

Finance Manager

Chief Executive Officer

Mr. Studip Banskota

Director

Mrs. Ranju Adhikari

Director

Mrs. Rilli Gurung

Partner

CA Shambhu P.d. Chaudhary

Chairman

Mr. Bhogendra Kumar Guragain

Director

Mr. Robin Subedi

Director

Mr. Sudhansu Tulyan

Director

Mr. Satya Narayan Prajapati

Independent Director

Mrs. Laxmi Shova Gosai

As per Our Report of Even Date
For: G. Paudyal & Associates
Chartered Accountants

NGADI GROUP POWER LTD. Notes to the Financial Statements

1 COMPANY BACKGROUND

Ngadi Group Power Ltd. (from herein referred as the Company) is a limited liability company registered in Nepal as a public limited company under Company Act 2063. The projects of the company has been developed on Build, Own, Operate and Transfer (BOOT) model. The company has developed Siuri Khola Hydropower Project (4950 KW). The remaining life of the project at Ashad End, 2080 is 21 years and 2 months.

This is the separate financial Statements of the Company.

2 STATEMENT OF COMPLIANCE

The financial statements have been prepared in accordance with the applicable Nepal Financial Reporting Standards (NFRS) as issued by the Accounting Standard Board (ASB), Nepal. The financial statements have also been prepared in accordance with the relevant presentational requirements of the Companies Act, 2063 of Nepal.

These financial statements were authorized for issue by the Board of Directors on २०८०...०५...१४ The Board of Directors acknowledges the responsibility of preparation of financial statements.

3 SIGNIFICANT ACCOUNTING POLICIES

3.1 Basis of Preparation of Financial Statements

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below:

- i) Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.
- ii) 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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.
- (iii) Financial assets and financial liabilities measured at fair value.
- (iv) Financial statements prepared under Going concern and accrual basis.
- (v) The financial statements are presented in Nepalese Rupee (Rs.), which is the functional and presentation currency of the Company.

NGADI GROUP POWER LTD. Notes to the Financial Statements

3.2 Investments in Subsidiaries and Associates

Company has option to account for the investments in subsidiaries, joint ventures and associates either: (a) at cost; (b) in accordance with NFRS 9; or (c) using the equity method as described in NAS 28. The Company measured the investment in subsidiaries and associates at fair value.

3.3 Property, Plant and Equipment

i) Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset.

ii) Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when 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.

iii) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

iv) An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal, any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit or loss when the asset is derecognized.

3.4 Depreciation & Amortization

i) Depreciation is recognized so as to write off the cost of assets less their residual values over their useful lives, using the diminishing balance method.

ii) The estimated useful life and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

iii) The depreciation rates at which the assets are depreciated are as follows: -

Category of Assets	Depreciation Rate
Plant & Machinery	15% (WDV)
Automobiles	20% (WDV)
Office Equipment	25% (WDV)
Furniture & Fixtures	25% (WDV)
Computer & Accessories	25% (WDV)

The company has depreciated project assets on SLM basis on remaining life of the project. Siuri Khola Hydropower Project (4950 KW) which have a remaining life of 22 years 2 months at Ashad End, 2079

3.5 Intangible Assets

i) Intangible assets are stated at their cost of acquisition, less accumulated amortization and impairment losses. An intangible asset is recognized, where it is probable that the future economic benefits attributable to the asset will flow to the enterprise and where its cost can be reliably measured. The amortizable amount of intangible assets is allocated over the best estimate of its useful life on a straight-line basis.

NGADI GROUP POWER LTD. Notes to the Financial Statements

ii) An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

3.6 Impairment of Tangible and Intangible Assets:

An asset is considered as impaired in accordance with NAS 36 on Impairment of Assets when at the balance sheet date there are indications of impairment and the carrying amount of the asset, or where applicable the cash generating unit to which the asset belongs, exceeds its recoverable amount (i.e. the higher of the asset's net selling price and value in use). The carrying amount is reduced to the recoverable amount and the reduction is recognized as an impairment loss in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

3.7 Classification of Current and Non current of Assets and Liabilities.

All assets and liabilities have been classified as current & non current assets as per the company's normal operating cycle. Based on the nature of products and time between acquisition of assets for processing and their realization cash and cash equivalents, the company has ascertained its operating cycle as twelve months for the purpose of classification of currents & non-current classification.

3.8 Revenue from Contracts with Customers

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated rebates, penalties and other similar items.

Revenue from operations comprises of sale of power. It is recognized at an amount that reflects the consideration for which the Company expects to be entitled in exchange for transfer of power to the customer.

Revenue from sale of power is accounted in accordance with tariff provided in Power Purchase Agreement (PPA) with the Nepal Electricity Authority (NEA) and no significant uncertainty as to the measurability or collectability exist.

3.9 Other Income

- i. Revenue from Consultancy Management assignments is measured based on the consideration that is specified in a contract with a customer or is expected to be received in exchange for the services and excludes amounts collected on behalf of third parties.
- ii. Dividend income from subsidiaries is recognized when the entity right to receive the dividend is established.
- iii. Insurance and Miscellaneous income are recognized when it is highly probable that a significant reversal in the amount of revenue recognized will not occur in the future and consideration is expected to be received.

NGADI GROUP POWER LTD. Notes to the Financial Statements

3.10 Employee Benefits

Compensation to employees for services rendered is measured and accounted for in accordance with NAS 19 on Employee Benefits.

Short Term-Employee Benefits

Employee Benefits such as salaries, allowances, and non-monetary benefits which fall due for payment within a period of twelve months after rendering service, are charged as expense to profit or loss in the period in which the service is rendered.

3.11 Borrowing Costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets is substantially ready for their intended use or sale. All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

3.12 Income Tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The company is currently enjoying tax holiday for the income from sales of power.

Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

NGADI GROUP POWER LTD. Notes to the Financial Statements

Current and Deferred Tax for The Year

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

3.13 Leases

The Company, as a lessee, recognizes a right of use asset and a lease liability for its leasing arrangements, as the contract conveys the right to control the use of an identified asset. The contract conveys the right to control the use of an identified asset, as it involves the use of an identified asset and the Company has substantially all of the economic benefits from use of the asset and has right to direct the use of the identified asset. The cost of the right of use asset shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date plus any initial direct costs incurred. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For short-term and low value leases, where all the risk and rewards incidental to ownership are not transferred to the Company (an "operating lease"), the total rentals payable under the lease are charged to the profit or loss statement over lease term.

3.14 Cash Flow Statement

The Cash Flow Statement is prepared by the indirect method set out in NAS 7 on Cash Flow Statements and presents the cash flows by operating, investing and financing activities of the Company.

3.15 Provisions and Contingencies

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

A contingent liability is a possible obligation that arises from past event whose existence will be confirmed by the occurrence of one or more uncertain future events beyond the control of the company or present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligations or a reliable estimate of the amount of obligation cannot be made.

A contingent asset is neither recognized nor disclosed in the financial statements.

NGADI GROUP POWER LTD. Notes to the Financial Statements

3.16 Financial Instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Financial Assets

All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

Classification of Financial Assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are subsequently measured at fair value.

Effective Interest Method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognized in profit or loss and is included in the "Other income" line item.

Financial assets at Fair Value Through Profit or Loss (FVTPL)

Financial instruments that do not meet the amortized cost criteria or Fair Value Through Other Comprehensive Income (FVTOCI) criteria are measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognized in profit or loss. Dividend on financial assets at FVTPL is

NGADI GROUP POWER LTD. Notes to the Financial Statements

recognized when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Impairment of Financial Assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, trade receivables and other contractual rights to receive cash or other financial asset.

Loss allowance for trade receivables with no significant financing component is measured at an amount equal to life time ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in profit or loss.

Financial Liabilities and Equity Instruments

Classification as Debt or Equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs.

Financial Liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial Liabilities at FVTPL

Financial liabilities at FVTPL represented by contingent consideration that are measured at fair value with all changes recognized in the profit or loss.

Derecognition of Financial Instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

NGADI GROUP POWER LTD. Notes to the Financial Statements

4 Critical Accounting Judgements , Key Sources of Estimation and Uncertainty

In application of the Company's accounting policies, which are described in note 3, the directors of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical Judgements in Applying Accounting Policies

The following are the critical judgements, apart from those involving estimations that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognized in the financial statements.

Income Taxes

The Company's tax jurisdiction is in Nepal. Significant judgments are involved in determining the provision for income taxes, including the amount expected to be paid or recovered in connection with uncertain tax positions.

Key Sources of Estimation Uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Useful Lives of Property, Plant and Equipment

As described above, the Company reviews the estimated useful lives of property, plant and equipment at the end of each reporting period. There was no change in the useful life of property, plant and equipment as compared to previous year.

Impairment of Trade Receivables

The Company estimates the probability of collection of accounts receivable by analyzing historical payment patterns, customer status, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

NGADI GROUP POWER LTD.
Notes to the financial statements for the year ended Ashad 31, 2080
All amounts are in Rs unless otherwise stated

5. Property, Plant and Equipment (General Items)

Particulars	Cost or deemed cost			Accumulated depreciation and impairment			Carrying Amount		
	Balance at Ashad 32, 2079	Additions	Disposals	Balance at Ashad 31, 2080	Eliminated on disposals of assets	Impairment losses recognised in profit or loss	Depreciation expense	Balance at Ashad 31, 2080	As at Ashad 32, 2079
Property Plant And Equipment									
Office Equipment Furnitures & Fixtures	2,782,838.00	220,230.00	-	3,003,068.00	2,566,585.00	-	72,416.00	2,639,001.00	216,253.00
Automobiles	524,400.00	293,900.00	-	818,300.00	331,435.00	-	58,186.00	389,621.00	192,965.00
Container	67,800.00	-	-	67,800.00	57,588.00	-	1,532.00	59,120.00	10,312.00
Subtotal	3,375,038.00	514,130.00	-	3,889,168.00	2,955,608.00	-	132,134.00	3,087,742.00	419,430.00
Total	3,375,038.00	514,130.00	-	3,889,168.00	2,955,608.00	-	132,134.00	3,087,742.00	419,430.00

Previous Year

Particulars	Cost or deemed cost			Accumulated depreciation and impairment			Carrying Amount		
	Balance at Ashad 31, 2078	Additions	Disposals	Balance at Ashad 32, 2079	Eliminated on disposals of assets	Impairment losses recognised in profit or loss	Depreciation expense	Balance at Ashad 32, 2079	As at Ashad 31, 2078
Property Plant And Equipment									
Office Equipment Furnitures & Fixtures	2,782,838.00	-	-	2,782,838.00	2,494,500.00	-	72,085.00	2,566,383.00	288,338.00
Automobiles	524,400.00	-	-	524,400.00	267,113.00	-	64,322.00	331,435.00	257,287.00
Container	67,800.00	-	-	67,800.00	55,786.00	-	1,802.00	57,588.00	12,014.00
Subtotal	3,375,038.00	-	-	3,375,038.00	2,817,399.00	-	138,209.00	2,955,608.00	557,639.00
Total	3,375,038.00	-	-	3,375,038.00	2,817,399.00	-	138,209.00	2,955,608.00	557,639.00

NGADI GROUP POWER LTD.
Notes to the financial statements for the year ended Ashad 31, 2080
All amounts are in Rs unless otherwise stated

6. Property, Plant and Equipment (Projects Assets)

Particulars	Cost or deemed cost			Accumulated Depreciation and impairment			Carrying Amount			
	Balance at Ashad 32, 2079	Additions from separate acquisitions	Transfer from projects assets under Developments	Disposal	Balance at Ashad 31, 2080	Balance at Ashad 32, 2079	Depreciation expense	Impairment losses recognised in profit or loss	Balance at Ashad 31, 2080	Balance at Ashad 32, 2079
Projects Assets										
Siri Khola Hydropower Project(SMW)	929,745,598.00	-	-	-	929,745,598.00	288,538,424.00	28,926,639.00	-	317,465,063.00	641,207,174.00
Subtotal	929,745,598.00	-	-	-	929,745,598.00	288,538,424.00	28,926,639.00	-	317,465,063.00	641,207,174.00
Total	929,745,598.00	-	-	-	929,745,598.00	288,538,424.00	28,926,639.00	-	317,465,063.00	641,207,174.00

Previous Year

Particulars	Cost or deemed cost			Accumulated Depreciation and impairment			Carrying Amount			
	Balance at Ashad 31, 2078	Additions from separate acquisitions	Transfer from projects assets under Developments	Additions from internal developments	Balance at Ashad 32, 2079	Balance at Ashad 31, 2078	Depreciation expense	Impairment losses recognised in profit or loss	Balance at Ashad 32, 2079	As at Ashad 31, 2078
Projects Assets										
Siri Khola Hydropower Project(SMW)	929,745,598.00	-	-	-	929,745,598.00	259,611,785.00	28,926,639.00	-	288,538,424.00	670,133,813.00
Subtotal	929,745,598.00	-	-	-	929,745,598.00	259,611,785.00	28,926,639.00	-	288,538,424.00	670,133,813.00
Total	929,745,598.00	-	-	-	929,745,598.00	259,611,785.00	28,926,639.00	-	288,538,424.00	670,133,813.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2080

All amounts are in Rs unless otherwise stated

7. Investment in Associates (at Fair Value)

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Sagarmatha Jalavidhut Co. Ltd.	864,291,750.00	476,144,809.00
Mai Khola Hydropower Ltd.	386,540,000.00	192,817,626.00
Siuri Nyadi Power Limited	1,076,828,000.00	-
Total	2,327,659,750.00	668,962,435.00

The cost of investment in associates as on 31.03.2080 is Rs.476,144,809.00 for Sagarmatha Jalvidhyut Co. Ltd., Rs.192,817,626.00 for Mai Khola Hydropower Ltd. and Rs.1,076,828,000.00 for Siuri Nyadi Power Ltd.

8. Trade Receivables

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Nepal Electricity Authority	55,914,661.00	62,109,972.00
Total	55,914,661.00	62,109,972.00

9. Cash and Cash Equivalents

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Balances with Banks	1,908,805.00	163,013,300.00
Bank of Kathmandu Ltd.	132,704.00	132,704.00
Machhapuchare Bank Ltd.	39,283.00	39,283.00
Siddhartha Bank Ltd.	365,492.00	365,492.00
NMB Bank Limited -Call A/C	283,130.00	95,662.00
NMB Bank Limited -Current A/C	181,836.00	-
Sunrise Bank Limited-Call A/C	901,360.00	162,375,159.00
Sunrise Bank Limited-Current A/C	5,000.00	5,000.00
Cash in hand	1,578.00	1,778.00
Cash and Cash Equivalents as Per Balance Sheet	1,910,383.00	163,015,078.00
Cash and Cash Equivalents as Per Statement of Cash Flows	1,910,383.00	163,015,078.00

10. Investments in Equity Instruments through FVTPL

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Investment in Shares	85,731,973.00	206,934,720.00
Total	85,731,973.00	206,934,720.00

11. Other Financial Assets - Current

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Radhi Bidhyut Co. Ltd	272,898.00	415,737.00
Siuri Nyadi Power Pvt Ltd	-	3,000,000.00
Mai Khola Hydropower Ltd	-	14,000,000.00
Nepal Power Exchange Ltd	-	1,000,000.00
Sagarmatha Jalvidhut Co Ltd	-	34,571,670.00
Samridhi Energy Ltd. (Advance for Share)	100,130,000.00	72,380,000.00
Total	100,402,898.00	125,367,407.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2080

All amounts are in Rs unless otherwise stated

12. Current Tax Assets

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Current tax assets		
Advance Income Tax	7,738,543.00	4,376,296.00
Total	7,738,543.00	4,376,296.00

13. Other Assets - Current

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Prepaid Insurance	1,093,796.00	1,131,827.00
Advance to Suppliers & Other		
Jibnath Pokhrel	150,000.00	-
Advance to Dinesh Adhikari	50,000.00	10,000.00
Advance to Nabin Thapa	-	33,900.00
Advance to Birkha Bahadur Ghale	-	36,700.00
Advance to Aone Reinsurance Broker Pvt Ltd	90,000.00	-
Advance to Anmol Friendship Engineering Consultancy Pvt Ltd.	597,400.00	-
Siddhartha Capital Ltd	-	100,000.00
Advance for Vehicle	3,700,000.00	-
Total	5,681,196.00	1,312,427.00

14. Equity Share Capital

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Equity share capital	1,851,279,223.00	706,932,400.00
Total	1,851,279,223.00	706,932,400.00

Authorised Share capital :		
fully paid equity shares of Rs.100 each (as at Ashad 31,2080: 25,000,000)	2,500,000,000.00	2,500,000,000.00
Issued :		
fully paid equity shares of Rs.100 each (as at Ashad 31,2080: 21,207,971)	2,120,797,100.00	2,120,797,100.00
Paid-up capital :		
fully paid equity shares of Rs.100 each (as at Ashad 31,2080: 18,512,792)	1,851,279,223.00	706,932,400.00
Total	1,851,279,223.00	706,932,400.00

The Company has single class of equity shares having face value of Rs. 100 per share. Every shareholders holding equity shares shall have voting rights in proportion of their shares.

Reconciliation of number of share outstanding

Particular	As at Ashad 31,2080	As at Ashad 32,2079
Balance at the beginning of the year	7,069,324	5,891,103
Add: Right Issued	10,603,986	
Add: Bonus share issued	839,482	1,178,221
Balance at the end of the year	18,512,792	7,069,324

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2080

All amounts are in Rs unless otherwise stated

15. Other Equity

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Reserve For Equity Instruments Through Other Comprehensive Income		
Balance At Beginning Of Year	-	
Add: Other comprehensive income for the year	581,869,315.00	
Balance At End Of The Year (a)	581,869,315.00	-
Share Premium Income (b)		
Share Application Money		
Right Share Application Money	186,057,400.00	186,057,400.00
Less: Transfer to Share Capital	(186,057,400.00)	
Total Share Application Money ©	-	
Retained Earnings		
Balance at Beginning Of Year	90,393,255.00	132,261,841.00
Profit For the Year	67,481,142.00	86,064,678.00
Less: Right Share Issue Expenses	(2,162,001.00)	(4,220,107.00)
Less: Dividend Paid (Bonus Share)	(83,948,223.00)	(117,822,100.00)
Less: Dividend Paid (Cash)	(4,418,327.00)	(5,891,057.00)
Total Retained Earning (d)	67,345,846.00	90,393,255.00
Balance at End of the Year(e=b+c+d)	156,058,707.00	276,450,655.00
Total (a+e)	737,928,022.00	276,450,655.00

16. Non-current Borrowings

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Secured – at Amortised Cost		
Term loans		
-From Banks		
Term Loan	73,179,542.00	130,342,430.00
Less: Current Portion of Long Term Loan	(73,179,542.00)	(76,983,123.00)
Total Non-current Borrowings	-	53,359,307.00

17. Current Borrowings

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Unsecured - At Amortised Cost		
(a) Loans Repayable On Demand		
NMB Bank Ltd(OD)	23,605,735.00	23,831,281.00
NMB Bank Ltd(Demand Loan)	-	690,975,021.00
(b) Current Portion of Long Term Loan	73,179,542.00	76,983,123.00
Total	96,785,277.00	791,789,425.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2080

All amounts are in Rs unless otherwise stated

18. Other Financial liabilities - Current

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Audit Fee Payable	296,018.00	296,017.00
Delta Motor Work Pvt Ltd	410,473.00	-
Dividend Payable (2072/73)	3,452,089.00	3,452,089.00
Dividend Payable (2074/75)	3,554,800.00	4,554,800.00
Dividend Payable (2075/76)	3,018,875.00	4,018,875.00
Samriddhi Energy Ltd.	425,000,000.00	-
Barun Hydropower CO. Ltd	39,000,000.00	-
Sandeep Adhikari	200,000.00	-
Nabin Thapa	400.00	-
Birkha Ghale	-	117,771.00
Advance to Birkha Bhadur Ghale	102,824.00	-
Nim Bhadur Batha Magar	15,400.00	15,000.00
Raju Gurung	8,500.00	8,500.00
Share Application Money (IPO)	19,176,446.00	19,205,511.00
Time Media service Pvt Ltd	-	3,582.00
Royalty Payable (DOED)	879,062.00	348,687.00
Salary Payable	358,125.00	263,234.00
Board Meeting Allowance Payable	7,650.00	-
Accounts Payable	10,540.00	-
IPPAN	35,000.00	-
NLG Insurance	-	-
Mutual Fund (Dividend)	44,023.00	-
Pay It Technology Pvt Ltd	-	25,654.00
Siddhartha Capital Ltd	-	93,993.00
Total	495,570,225.00	32,403,713.00

19. Current Tax liabilities

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Provision for Income Tax	7,647,636.00	4,591,550.00
Total	7,647,636.00	4,591,550.00

20. Other Current Liabilities

Particulars	As at Ashad 31,2080	As at Ashad 32,2079
Gratuity Fund	6,030,969.00	6,030,969.00
TDS Payable	226,036.00	296,793.00
Provision For Staff Bonus	1,533,240.00	1,850,127.00
Staff Welfare Fund	1,023,927.00	-
Social Security Contribution Payable	93,310.00	-
CIT Payable	3,500.00	-
Total	8,910,982.00	8,177,889.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2080

All amounts are in Rs unless otherwise stated

21. Revenue From Operations

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Electricity Sale to NEA	123,509,665.00	127,596,369.00
Total	123,509,665.00	127,596,369.00

22. Cost of Sales

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Royalty Expenses	3,124,220.00	3,051,927.00
Royalty (Against Installed Capacity)	500,000.00	500,000.00
Royalty (Against Generation)	2,624,220.00	2,551,927.00
Project Expenses	11,209,204.00	10,148,947.00
Communication for site office	70,375.00	97,710.00
Site Utility Expenses	-	5,100.00
Donation	167,000.00	163,000.00
Food and Accommodation for site office	125,115.00	145,470.00
Fuel Expenses	6,000.00	7,000.00
Insurance Premium	4,155,766.00	3,080,928.00
Miscellaneous expense	2,500.00	-
Office materials for site	94,565.00	158,765.00
NEA Electricity Charges	12,744.00	57,348.00
Medicine For Site	-	2,982.00
Patrolling expenses	60,100.00	112,966.00
Project Travelling expenses	81,054.00	179,184.00
Repair and maintenance-Pool D	6,186,554.00	6,122,274.00
Vehicle Maintenance Site	239,796.00	6,550.00
Stationeries and Photocopy for site office	7,635.00	9,670.00
Employee Benefit Expenses	7,763,346.00	6,186,144.00
Site Office Staff Dashain Allowance	318,000.00	291,200.00
Site Staff Home Allowance	2,240,804.00	1,398,350.00
Site Office Staff salary	4,048,000.00	3,502,800.00
Site Office Staff Social Security Contribution	794,800.00	700,560.00
Site Office Staff Transportation Allowance	-	30,000.00
Saturday Allowances	361,742.00	263,234.00
Total	22,096,770.00	19,387,018.00

23. Other Income

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Interest Income	2,025,315.00	67,714.00
Miscellaneous Income	272,898.00	2,120,955.00
Insurance Claim	-	8,714,000.00
Dividend Income	42,750.00	48,571,669.00
Management Fee	33,600,000.00	33,600,000.00
Total	35,940,963.00	93,074,338.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2080

All amounts are in Rs unless otherwise stated

24. Administrative Expenses

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
AGM Expenses	120,890.00	42,980.00
Audit Fees	300,000.00	300,000.00
Advertisement Expenses	377,180.00	116,745.00
Buisness Renewal Fee at Ward office	9,540.00	8,500.00
Capital Increment Expenses	-	450,000.00
Cleaning Expenses	-	149,850.00
Consultancy Fees	-	150,000.00
Credit Rating Expenses	56,500.00	339,000.00
Fuel expense	91,510.00	-
Exim Code Expenses	-	12,000.00
House Rent Expenses	1,056,000.00	960,000.00
Meeting Allowances	231,000.00	539,000.00
CDS Demat Expenses	170,000.00	170,000.00
Miscellaneous Expenses	582,846.00	1,135,850.00
Insurance Expenses-Bike	7,689.00	8,690.00
Fine and Penalties	15,400.00	-
Legal Expenses	23,530.00	263,747.00
Local Transportation	56,500.00	225,443.00
Membership Fee	104,000.00	24,000.00
Office Expenses	154,115.00	-
NEPSE Listing Expenses	100,000.00	100,000.00
Printing and Stationery	35,924.00	22,927.00
Refreshment expense	316,774.00	-
RTS Service Expenses	417,299.00	375,233.00
Vehicle Tax	6,700.00	-
Water and Electricity	46,288.00	-
Internet Expenses	91,996.00	-
Security Expenses	-	15,000.00
Intrest Expenses- Tax	-	1,604,029.00
Website Expenses	-	36,000.00
Total	4,371,681.00	7,048,994.00

25. Employee Benefits Expense

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Staff Salary	3,028,648.00	1,670,100.00
Total	3,028,648.00	1,670,100.00

26. Finance Cost

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Bank & Financial Institution		
Interest Expenses	32,799,010.00	69,022,973.00
Loan Processing Fee	25,000.00	-
Bank Charges & Commission	969.00	-
Total Interest Expenses	32,824,979.00	69,022,973.00
NFRS Adjustments	(605,888.00)	2,141,861.00
Total Interest Expenses	32,219,091.00	71,164,834.00
Total	32,219,091.00	71,164,834.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2080

All amounts are in Rs unless otherwise stated

27. Depreciation And Amortisation Expenses

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Depreciation Of Property, Plant And Equipment (General Assets)	132,134.00	138,209.00
Depreciation Of Property, Plant And Equipment (Project Assets)	28,926,639.00	28,926,639.00
Amortization Expenses		
Total Depreciation And Amortisation Pertaining to Continuing Operations	29,058,773.00	29,064,848.00

28. Gain or Loss on Investment

28.1 Gain or Loss on Investment through FVTPL

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Investment in Equity Instruments at Cost	77,745,620.00	206,763,278.00
Investment in Equity Instruments at Fair value	85,731,973.00	206,934,720.00
Fair Value Gain (Loss)	7,986,353.00	171,442.00

28.2 Gain or Loss on Equity Instrument through Other Comprehensive Income

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Investment in Equity Instruments at Cost	1,745,790,435.00	206,763,278.00
Investment in Equity Instruments at Fair value	2,327,659,750.00	206,934,720.00
Fair Value Gain (Loss)	581,869,315.00	171,442.00

29. Impairment Losses on Financial Assets

The management has concluded to the best of its decisions, there are no indications of impairment as at Balance sheet date and the carrying amount of these asset, exceeds its recoverable amount (i.e. the higher of the asset's net selling price and value in use). Hence, no impairment losses on financial assets and reversal of impairment on financial assets is recognized.

30. Income Taxes Relating To Continuing Operations

30.1 Income Tax Recognised In Profit Or Loss

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Current tax		
In respect of the current year	7,647,636.00	4,591,550.00
In respect of prior years		
Others		
	7,647,636.00	4,591,550.00
Deferred tax		
In respect of the current year	-	-
Others	-	-
	-	-
Total income tax expense recognised in the current year relating to continuing operations	7,647,636.00	4,591,550.00

30.2 Income Tax Recognised In Other Comprehensive Income

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
In respect of the current year		
In respect of prior years		
Others		
Total	-	-

NGADI GROUP POWER LTD.

Notes to the financial statements for the year ended Ashad 31, 2080

All amounts are in Rs unless otherwise stated

31. Earning Per Share

The company discloses basic and diluted earnings per share (EPS) for its ordinary shares.

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the company by the weighted average number of ordinary shares outstanding during the period.

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprise share options granted on convertible preference shares, debentures or to employees.

Since, the company does not have any convertible instruments and has not granted any options to its employees, diluted EPS is considered the same as basic EPS.

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Profits attributed to equity holders of the Company	67,481,142.00	86,064,678.00
Weighted average number of shares	17,915,067	7,069,324
Basic and diluted earnings per share	3.77	12.17

The effect of right share and bonus share issue on earning per share of previous year 2078-79 has been restated as follows:

Particulars	Year ended Ashad 31,2080	Year ended Ashad 32,2079
Profits attributed to equity holders of the Company		86,064,678.00
Weighted average number of shares		14,234,952.92
Restated Basic and diluted earnings per share	-	6.05

NGADI GROUP POWER LTD.

Notes to the financial statements for the year ended Ashad 31, 2080

All amounts are in Rs unless otherwise stated

32. Segment Reporting

The management evaluates the company's performance and allocates resources based on the analysis of various performance indicators, however the company is primarily engaged in only one segment, i.e., "Generation and sale of electricity" and that all its operations are in Nepal. Hence the company does not have any reportable segments as per NFRS 8 "Operating Segments".

33.1 Financial risk

The Company's principal financial liabilities, comprise trade and other payables and borrowings. The main purpose of these financial liabilities is to support its operations. The Company's principal financial assets include trade and other receivables, cash & cash equivalents, short-term deposits that are derived directly from its operations and investments in equity share. The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk, market risk (including foreign currency risk). The Company's Board of Directors reviews and sets out policies for managing these risks and monitors suitable actions taken by management to minimize potential adverse effects of such risks on the company's operational and financial performance.

33.2 Credit Risk

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The credit risk for the Company primarily arises from credit exposures to trade receivables.

Trade and other receivables: The Company's business is predominantly through sales of power. The Company has PPA agreement with Nepal Electricity Authority (NEA). NEA is government body due to which the risk of credit default is significantly low.

Other Financial Assets: Credit risk from balances with banks and financial institutions are managed by maintaining the balances with highly reputed Commercial banks only.

33.3 Liquidity risk management

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with the financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that will always have sufficient liquidity to meet both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputations.

Liquidity risk tables

The following tables detail the Company's remaining contractual maturity for its financial liabilities with agreed repayment periods.

Financial Liabilities	Less than 1 year	2 - 4 years	5 years and above	Total
31 Ashah, 2080				
(i) Borrowings	96,785,277.00	-	-	96,785,277.00
(ii) Other Financial Liabilities	495,570,225.00	-	-	495,570,225.00
	592,355,502.00	-	-	592,355,502.00
32 Ashah, 2079				
(i) Borrowings	791,789,425.00	53,359,307.00		845,148,732.00
(iv) Other financial liabilities	32,403,713.00			32,403,713.00
	824,193,138.00	53,359,307.00	-	877,552,445.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the year ended Ashad 31, 2080

All amounts are in Rs unless otherwise stated

33.4 Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of changes in market prices. Market prices comprise three type of risk: interest rate risk, currency risk and other price risk such as equity price risk .

Interest Rate Risk: The company has material exposure to the debt instruments and on which interest rate is fluctuating according to the market .

Equity price Risk: The company has exposure to equity market as the company has invested in equity instruments which price are highly volatile. To mitigate this risk company has invested in highly reputed entities only.

33. 5 Categories of Financial Instruments

Particulars	Year ended Ashad 31,2080		Year ended Ashad 32,2079	
	Carrying Amount	Fair value	Carrying Amount	Fair value
ASSETS				
Current				
(i)Trade Receivables	55,914,661.00	55,914,661.00	62,109,972.00	62,109,972.00
(ii) Cash and Cash Equivalents	1,910,383.00	1,910,383.00	163,015,078.00	163,015,078.00
(iii) Investments in Equity Instruments	85,731,973.00	85,731,973.00	206,934,720.00	206,934,720.00
(iv) Other Financial Assets	100,402,898.00	100,402,898.00	125,367,407.00	125,367,407.00
Total Assets	243,959,915.00	243,959,915.00	557,427,177.00	557,427,177.00
Liabilities				
Non current				
Borrowings	-	-	53,359,307.00	53,359,307.00
Current				
(i) Borrowings	96,785,277.00	96,785,277.00	791,789,425.00	791,789,425.00
(ii) Other Financial Liabilities	495,570,225.00	495,570,225.00	32,403,713.00	32,403,713.00
Total Liabilities	592,355,502.00	592,355,502.00	877,552,445.00	877,552,445.00

34 Fair value measurements

This note provides information about how the Company determines fair values of various financial assets and financial liabilities.

Fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The directors are of the belief that the carrying amounts of financial assets and financial liabilities recognized in the financial statements approximate their fair values

**Auditor's Notes on Certification of Income Tax Return of
NGADI GROUP POWER LTD.
For the F/Y 2079/80**

We have examined the books of accounts maintained by Ngadi Group Power Ltd. as per Section 81 of Income Tax Act 2058. We certify that the transactions of the company is true and fair on the basis of books of accounts and other related documents provided to us. Our notes regarding the certification is as follows:

Details of Expenses deductible as per Income Tax Act 2058

Account Head	Total Expenses	Expenses Deductible	Expenses not Deductible	Expenses Deductible under separate Section	Annex	Remarks
Cost Of Sales						
Royalty Expenses	3,124,220.00	2,970,150.24				
Royalty (Against Installed Capacity)	500,000.00	500,000.00				
Royalty (Against Generation)	2,624,220.00	2,470,150.24	154,069.76			
Project Expenses	11,209,204.00	11,007,844.00				
Communication for site office	70,375.00	70,375.00	-			
Donation	167,000.00	-	167,000.00			
Food and Accommodation for site office	125,115.00	125,115.00				
Fuel Expenses	6,000.00	6,000.00				
Insurance Premium	4,155,766.00	4,155,766.00				
Miscellaneous expense	2,500.00	-	2,500.00			
Office materials for site	94,565.00	94,565.00				
NEA Electricity Charges	12,744.00	12,744.00				
Patrolling expenses	60,100.00	60,100.00				
Project Travelling expenses	81,054.00	49,194.00	31,860.00			
Repair and maintenance-Pool D	6,186,554.00	6,186,554.00				
Vehicle Maintenance Site	239,796.00	239,796.00				
Stationeries and Photocopy for site office	7,635.00	7,635.00				
Employee Benefit Expenses	7,763,346.00	7,763,346.00				
Site Office Staff Dashain Allowance	318,000.00	318,000.00				
Site Staff Home Allowance	2,240,804.00	2,240,804.00				
Site Office Staff salary	4,048,000.00	4,048,000.00				
Site Office Staff Social Security Contribution	794,800.00	794,800.00				
Saturday Allowances	361,742.00	361,742.00				
Sub Total (B)	22,096,770.00	21,741,340.24	355,429.76	-		
Administrative Expenses						
AGM Expenses	120,890.00	120,890.00				
Audit Fees	300,000.00	300,000.00				
Advertisement Expenses	377,180.00	377,180.00				
Buisness Renewal Fee at Ward office	9,540.00	9,540.00				
Credit Rating Expenses	56,500.00	56,500.00				
Fuel expense	91,510.00	91,510.00				
House Rent Expenses	1,056,000.00	1,056,000.00				
Meeting Allowances	231,000.00	231,000.00				
CDS Demat Expenses	170,000.00	170,000.00				
Miscellaneous Expenses	582,846.00	-	582,846.00			
Insurance Expenses-Bike	7,689.00	7,689.00				
Fine and Penalties	15,400.00	-	15,400.00			
Legal Expenses	23,530.00	23,530.00				
Local Transportation	56,500.00	56,500.00				
Membership Fee	104,000.00	64,000.00	40,000.00			
Office Expenses	154,115.00	154,115.00				
NEPSE Listing Expenses	100,000.00	100,000.00				
Printing and Stationery	35,924.00	35,924.00				
Refreshment expense	316,774.00	265,717.57	51,056.43			
RTS Service Expenses	417,299.00	417,299.00				
Vehicle Tax	6,700.00	6,700.00				
Water and Electricity	46,288.00	46,288.00				
Internet Expenses	91,996.00	91,996.00				
Staff Salary	3,028,648.00	3,028,648.00				
Sub Total ©	7,400,329.00	6,711,026.57	689,302.43	-	-	
Other Expenses						
Fiancial Expenses	32,219,091.00	-	(605,888.00)	32,824,979.00	U/S 14	NFRS Adj
Depreciation	29,058,773.00	-		29,058,773.00	U/S 19	
Share Issue Expenses	2,162,001.00	2,162,001.00	-			
Bonus	1,533,240.00	1,533,240.00				
Sub Total (D)	64,973,105.00	3,695,241.00	(605,888.00)	61,883,752.00		
Grand Total	94,470,204.00	32,147,607.81	438,844.19	61,883,752.00		

NGADI GROUP POWER LTD.
For the F/Y 2079/80
Calculation of Taxable Income

A. Details of Income

Particulars	Total Amount	Proportion	Remarks
Tax Exempt Income Hydropower	46,621,927.97	29.25%	
Taxable Income Hydropower	76,887,737.03	48.23%	
Taxable income Other	35,898,213.00	22.52%	
Total Taxable Income	159,407,878.00		
Non Taxable Income	8,029,103.00		Non Taxable
Total	167,436,981.00	100.00%	

B. Details of Expenses

Particulars	Proportion	Apportionment of Deductible Expenses		
		On Proportion (B.1)	Direct Connected (B.1)	Total
Hydropower Income	77.48%	25,747,773.47	60,799,969.24	86,547,742.71
Tax Exempt Income Hydropower	1/4	6,436,943.37	16,099,331.99	22,536,275.36
Taxable Income Hydropower	3/4	19,310,830.10	44,700,637.25	64,011,467.35
Taxable income Other	22.52%	7,483,617.20	-	7,483,617.20
Total	122.52%	33,231,390.66	60,799,969.24	94,031,359.90

B.1 Details of Directly Connected Expenses

Particulars	Project Expenses	Royalty Expenses	Depreciation Expense	Interest Expenses	Total
Total	19,271,190.00	2,470,150.24	28,926,639.00	10,131,990.00	60,799,969.24
Hydropower Exempt	4,817,797.50	932,438.56	7,231,659.75	3,117,436.18	16,099,331.99
Hydropower Taxable	14,453,392.50	1,537,711.68	21,694,979.25	7,014,553.82	44,700,637.25

Allocation on 9:3 ratio Allocation on Actual Basis Allocation on 9:3 ratio Allocation on actual basis

B.2 Details of Indirect Expenses Expenses

Particulars	Ratio	Administrative Expenses	Depreciation Expenses	Interest Expenses (Ex. Term Loan)	Other Expenses	Total Expenses
Hydropower Income	77.48%	5,199,721.98	102,377.79	17,582,590.74	2,863,082.96	25,747,773.47
Tax Exempt Income Hydropower	1/4	1,299,930.49	25,594.45	4,395,647.68	715,770.74	6,436,943.37
Taxable Income Hydropower	3/4	3,899,791.48	76,783.34	13,186,943.05	2,147,312.22	19,310,830.10
Taxable income Other	22.52%	1,511,304.61	29,756.21	5,110,398.33	832,158.05	7,483,617.20
Total	100.00%	6,711,026.57	132,134.00	22,692,989.00	3,695,241.00	33,231,390.66

C. Calculation of Taxable Income and Tax

Particulars	Income (A)	Deductible Expenses (B)	Profit/(Loss)	Tax	Remarks
Tax Exempt Income Hydropower	46,621,927.97	22,536,275.36	24,085,652.61		
Taxable Income Hydropower	76,887,737.03	64,011,467.35	12,876,269.68	1,609,533.71	50% of 25%=12.5%
Taxable income Other	35,898,213.00	7,483,617.20	28,414,595.80	6,038,102.00	85 % of 25%=21.25%
Total	159,407,878.00	94,031,359.90	65,376,518.10	7,647,636.00	

NGADI GROUP POWER LTD.
For the Year Ended Asadh 31, 2080
Calculation of Inclusive Income in Tax Return

Annex-A

Particulars	As Per Income Statement	Exempt Hydropower Income	Tax Hydropower Income	Taxable Income Other	Non Taxable	Remarks
Income From Power Sale	123,509,665.00	46,621,927.97	76,887,737.03			
Management Fee	33,600,000.00		-	33,600,000.00		
Interest Income	2,025,315.00		-	2,025,315.00		
Miscellaneous Income	272,898.00			272,898.00		
Insurance Claim	-		-			
Dividend Income	42,750.00				42,750.00	
Gain (loss) on Investment through FVTPL	7,986,353.00				7,986,353.00	
Total	167,436,981.00	46,621,927.97	76,887,737.03	35,898,213.00	8,029,103.00	

डादी ग्रुप पावर लिमिटेड

महाराजगंज, काठमाडौं

कम्पनीमा कार्यरत कर्मचारीहरुको बिबरण



सुदिप बासकोटा
प्रमुख कार्यकारी अधिकृत



वृख बहादुर घले
सहायक साईट ईन्चार्ज



सुनिल पोखरेल
प्लान्ट अपरेटर



निम बहादुर बाठा मगर
असिस्टेन्ट प्लान्ट अपरेटर



पोषण चन्द्र
असिस्टेन्ट प्लान्ट अपरेटर



रुजाङ्ग गुरुङ्ग
असिस्टेन्ट प्लान्ट अपरेटर



राजु गुरुङ्ग
असिस्टेन्ट प्लान्ट अपरेटर



खिम बहादुर के.सी
असिस्टेन्ट प्लान्ट अपरेटर



भरत राज भट्ट
असिस्टेन्ट प्लान्ट अपरेटर



ढलेन्द्र रोका मगर
असिस्टेन्ट प्लान्ट अपरेटर



सुदिप ढकाल
असिस्टेन्ट प्लान्ट अपरेटर



रुपेश गुरुङ्ग
ईलेक्ट्रिसियन



महेश घले
कार्यालय सहायक



लोक बहादुर श्रेष्ठ
मेकानिक्स



तुला राम गुरुङ्ग
हेड वर्कस अपरेटर



सुरेश गुरुङ्ग
हेड वर्कस अपरेटर



खेम गुरुङ्ग
हेड वर्कस अपरेटर



मान बहादुर गुरुङ्ग
सुरक्षा गार्ड



नविन थापा
मेसेन्जर



दिनेश अधिकारी
कुक



डादी ग्रुप पावर लिमिटेड

महाराजगंज, काठमाडौं, नेपाल, फोन नं. ०१-५७०५१५९, ०१-५७०५६०८
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