



डादी ग्रुप पावर लिमिटेड Ngadi Group Power Ltd.

सिउरी खोला जलविद्युत आयोजना (५ मे. वा.)



एघारौं वार्षिक प्रतिवेदन
आर्थिक वर्ष २०८०/८१

डादी ग्रुप पावर लिमिटेड संचालक समिति



डा. भोगेन्द्र कुमार गुरागाई
अध्यक्ष



श्री रविन सुवेदी
सञ्चालक



श्रीमती रिली गुरुङ्ग
संचालक



श्री सुधांशु तुलस्यान
संचालक



श्रीमती रञ्जु अधिकारी
संचालक



सुदिप बासकोटा
प्रमुख कार्यकारी अधिकृत



श्रीमती लक्ष्मी शोमा गोसाई
स्वतन्त्र संचालक



डादी ग्रुप पावर लिमिटेड केन्द्रिय कार्यालय, काठमाण्डौ ।

प्रतिनिधी नियुक्ति फारम

श्री संचालक समिति
डादी ग्रुप पावर लिमिटेड
केन्द्रिय कार्यालय, काठमाण्डौ ।

विषय : प्रतिनिधि नियुक्त गरिएको सम्बन्धमा ।

महाशय,

..... जिल्ला न.पा./गा.पा.वडा नं. बस्ने म/हामी २०८१
असोज १३ (तदनुसार सेप्टेम्बर २९, २०२४)का दिन हुने एघारौं 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 एघारौं 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 एघारौं वार्षिक साधारण सभा सम्बन्धि सूचना	३
२. अध्यक्षको मन्तव्य	६
३. संचालक समितिको वार्षिक प्रतिवेदन	८
४. आ.व. ०८०/०८१ को लेखापरिक्षण प्रतिवेदन	१२



डादी ग्रुप पावर लिमिटेड

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

एघारौं वार्षिक साधारण सभा सम्बन्धी सूचना

श्री शेयरधनी महानुभावहरु

मिति २०८१।०५।१८ मा सम्पन्न संचालक समिति बैठकको निर्णय बमोजिम यस डादी ग्रुप पावर लि.को एघारौं वार्षिक साधारण सभा निम्न लिखित मिति, स्थान र समयमा निम्न प्रस्तावहरु उपर छलफल तथा निर्णय गर्न बस्ने भएको हुँदा कम्पनी ऐन, २०६३ को दफा ६७ अनुसार सम्पूर्ण शेयरधनी महानुभावहरुको जानकारीको लागि यो सूचना प्रकाशित गरिएको छ ।

सभा हुने मिति, स्थान र समय

स्थान : लर्ड पार्टी भेन्यू, धुम्बाराही चोक, काठमाण्डौ ।

मिति : २०८१।०६।१३ गते आइतबार (तदनुसार २९ सेप्टेम्बर, २०२४)

समय : विहान ९:०० बजे ।

छलफलका लागि प्रस्तावित विषयहरु

क) सामान्य प्रस्तावहरु

- (१) संचालक समितिको तर्फबाट अध्यक्षज्यूले प्रस्तुत गर्नु हुने आ.व.२०८०।०८।१ को वार्षिक प्रतिवेदन उपर छलफल गरि पारित गर्ने ।
- (२) आ.व.२०८०।०८।१ को लेखा परीक्षण प्रतिवेदन, वासलात, नाफा नोक्सान हिसाव र सोहि अवधिको नगद प्रवाह विवरण लगायतका वित्तिय विवरणहरु छलफल गरि पारित गर्ने ।
- (३) आ.व.२०८१।०८।२ को लेखा परीक्षण गर्न लेखा परिक्षकको नियुक्ति एवं निजको पारिश्रमिक निर्धारण गर्ने ।
- (४) आ.व.२०८०/०८।१ मा संचालक समितिबाट भए गरेका निर्णयहरु अनुमोदन गर्ने ।
- (५) संस्थागत सुशासन प्रतिवेदन सम्बन्धमा ।
- (६) हकप्रद शेयर सम्बन्धमा ।

ख) विशेष प्रस्ताव

- (१) कम्पनीको प्रबन्धपत्र, नियमावली संसोधन गर्ने ।
- (२) गाभ्ने/गाभिने तथा प्राप्त गर्ने सम्बन्धमा ।
- (३) कम्पनीको प्रबन्धपत्र, नियमावलीमा नियामक निकायबाट कुनै फेरबदल, संसोधन, थपघट गर्नुपर्ने सुझाव प्राप्त भएमा तथा कम्पनी गाभ्ने, गाभिने तथा प्राप्ती गर्ने सम्बन्धमा आवश्यक सम्पूर्ण कार्य गर्न संचालक समितीलाई अख्तियारी दिने ।
- (४) लगानी सम्बन्धमा ।

ग) विविध ।

संचालक समितिको आज्ञाले,
कम्पनी सचिव

साधारण सभा सम्बन्धी सामान्य जानकारी

१. वार्षिक साधारण सभामा भाग लिने प्रयोजनका लागि मिति २०८१/०५/३१ गते सोमवार १ दिन यस कम्पनीको शेयर दर्ता पुस्तिका बन्द रहने छ। साथै उक्त मिति भन्दा अघिल्लो दिन सम्म नेपाल स्टक एक्सचेञ्ज लिमिटेडमा भएको कारोवारबाट कायम भएका शेयरधनीहरूले मात्र कम्पनीको साधारण सभामा भाग लिन सक्ने छन्।
२. वार्षिक साधारण सभामा भाग लिने शेयरधनी महानुभावहरूले आफ्नो परिचय पत्र खुल्ने प्रमाण वा सोको प्रतिलिपी अनिवार्य रूपमा साथमा लिई आउनु पर्नेछ।
३. शेयरधनी महानुभावहरूको उपस्थितिका लागि शेयरधनी उपस्थिति पुस्तिका विहान ०८:३० वजे देखि खुल्ला रहनेछ।
४. साधारण सभा भाग लिन प्रतिनिधी (प्रोक्सी) नियुक्त गर्न चाहने शेयरधनीहरूले प्रचलित कम्पनी कानूनले तोकेको ढाँचामा प्रतिनिधीपत्र (प्रोक्सी) फारम भरी सभा शुरु हुनु भन्दा कम्तीमा ४८ घण्टा अगावै कार्यालय समय भित्र कम्पनीको केन्द्रिय कार्यालय, का.म.पा.-०३, महाराजगंज मा दर्ता गराई सक्नु पर्नेछ। कम्पनीको शेयरधनी वाहेक अरुलाई प्रोक्सी दिन पाईने छैन।
५. प्रतिनिधि नियुक्त गरि सकेको शेयरधनी आफै सभामा उपस्थित भई हाजिरी पुस्तिकामा दस्तखत गरेमा निजले दिएको प्रतिनिधी (प्रोक्सी) स्वतः बदर हुनेछ।
६. साधारण सभा सम्बन्धी थप जानकारी आवश्यक परेमा कार्यालय समय भित्र कम्पनीको केन्द्रिय कार्यालय, का.म.पा.-०३, महाराजगंजमा सम्पर्क राख्नहुन समेत अनुरोध गरिन्छ।

संचालक समितिको आज्ञाले
कम्पनी सचिव

अध्यक्षको मन्तव्य

आदरणीय शेयरधनी महानुभावहरु,

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

यस कम्पनीले नेपालमा चरम लोडसेडिङका बावजुद 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 नीती-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 नीती नियमहरुको सकारात्मक उपलब्धिहरुको उपयोग गर्दै देशको हालसम्म समाधान हुन नसकेको उर्जा संकटलाई यस कम्पनीको आयोजनाबाट उत्पादित विद्युतले केहि हद सम्म सहयोग पुऱ्याएको नै छ भन्ने विस्वास लिएको छु।

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 व्यहोरा जानकारी गराउँदछु। यसैगरी कम्पनीले सिउरी न्यादी पावर लि. (४०.२७ 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 कुलेसो, 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.२०८०/०८१ को कम्पनीको वार्षिक प्रतिवेदन, कम्पनीको वित्तिय विवरण समेतका आर्थिक प्रतिवेदनहरु यस गरिमामय 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 DEMAT गर्न वाँकी रहनु भएका सम्पूर्ण शेयरधनी महानुभावहरुले DEMAT खाता खोली शेयर DEMAT गरिदिनुहुन अनुरोध गर्दछु।

अन्त्यमा, कम्पनीले नयाँ परियोजनाहरुको विकास तथा सम्भाव्यता अध्ययन गर्ने काममा समेत लगानी गर्ने विश्वास दिलाउन चाहन्छु। साथै कम्पनीलाई आजको अवस्थामा पुऱ्याउन सहयोग गर्नुहुने शेयरधनी महानुभावहरु, नेपाल सरकारका विभिन्न निकायहरु, विद्युत् नियमन आयोग, नेपाल विद्युत् प्राधिकरण, नेपाल धितोपत्र बोर्ड, नेपाल स्टक एक्सचेन्ज लिमिटेड, सिडिएस एण्ड क्लियरिङ लि., कम्पनी रजिष्ट्रार कार्यालय, बैंक तथा वित्तिय 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 बावजुद पनि यस साधारण सभामा उपस्थित भई कम्पनीको कार्यलाई अगाडी वढाउन 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 : २०८१/०६/१३

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

क) विगतवर्षको कारोवारको सिंहावलोकन :

जलविद्युत आयोजना निर्माण सम्पन्न भई विद्युत विक्रि हुन थालेकाले कम्पनीको आ. व. २०६०/०६१ मा नेपाल विद्युत प्राधिकरणलाई विद्युत बिक्री वाट प्राप्त संचालन आम्दानी रु. १२,१२,२१,८८६ ।- साथै निक्षेपमा आर्जित व्याज सहित अन्य आम्दानी रु. २०,५७,३३१ ।- गरी कुल आम्दानी रु. १२,३२,७९,२१७ ।- रहेको छ ।

ख) राष्ट्रिय तथा अन्तराष्ट्रिय परिस्थितीबाट कम्पनीको कारोबारलाई 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	सञ्चालक
श्रीमती रिली गुरुङ	सञ्चालक
श्री सुधांशु तुलस्यान	सञ्चालक
श्रीमती रन्जु अधिकारी	सञ्चालक
श्रीमती लक्ष्मी शोभा गोसाई	सञ्चालक

(सञ्चालक श्री सत्यनारायण प्रजापती ज्यूले व्याक्तिगत कारण देखाई मिति २०६०/१०/२५ मा राजिनामा दिनुभएकोले सो सञ्चालक पद रिक्त रहेको छ ।)

च) कारोबारलाई असर पार्ने मुख्य कुरा :

बाढी पहिरो लगायतका दैवीप्रकोप तथा प्राविधिक कारणबाट विद्युत उत्पादनमा असर परेमा कारोबारलाई 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. २०८०/०८१ मा संचालक समितीले कुनै पनि लाभांश सिफारिस गरेको छैन ।
- भ) शेयर जफत भएको भए जफत भएको शेयर सख्या, 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 कारोबारमा 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 अंकितमूल्यतथा 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 : रु. ८३,७५,२९७/-

- द) लेखापरिक्षण समितिका सदस्यहरूको नामावली, निजहरूले प्राप्त गरेको पारिश्रमिक, भत्ता तथा सुविधा, सो समितिले प्राप्त गरेको कामकारवाहीको विवरण र सो समितिले कुनै सुझाव दिएको भए सो विवरण :
सो नभएको ।
- 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 बुझाउन 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. १७,५६,७६९.४४१- भुक्तानी गरिएको छ ।
- प) शेयर धनीहरूले बुझिलिन बाँकी रहेको लाभांशको रकम :
गत आ. व. सम्म शेयरधनीहरूले बुझिलिन 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. १,४०,३६,०९,८०२/- र माईखोला हाइड्रोपावर लि. को रु. ८२,७२,६०,०००/- शेयर खरीद गरेको (आषाढ मसान्तको बजार दर अनुशार ।)
- भ) प्रचलित कानून बमोजिम संचालक समितिको प्रतिवेदनमा खुलाउनु पर्ने अन्य कुनै कुरा भए :

सगरमाथा जलविद्युत कम्पनी लि.	रु. १,४०,३६,०९,८०२/-	लगानी
माईखोला हाइड्रोपावर लि.	रु. ८२,७२,६०,०००/-	लगानी
बरुण हाइड्रोपावर कम्पनी लि.	रु. ९,७४,६३९/-	लगानी
रिभरफल्स पावर लि.	रु. ६६६०००/-	लगानी
सिउरी न्यादी पावर लि.	रु. १,०८,७९,७७,०००/-	लगानी
नेपाल पावर एक्सचेन्ज लि.	रु. १०,००,०००/-	लगानी
समृद्धि इनर्जी लि.	रु. १००,१३०,०००/-	पेशकी लगानी
जलशक्ति हाइड्रो कम्पनी लि.	रु. ३,००,००,०००/-	पेशकी लगानी

- म) अन्य आवश्यक कुराहरु:
नभएको ।

लेखा परिक्षण प्रतिवेदन आ.व. २०८०/०८१

G. Paudyal & Associates
Chartered Accountants
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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, 2081 (corresponding to July 15, 2024)**, 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 notes 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, 2081** 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.

Emphasis of Matter

We draw the attention to the note 29.2 of the financial statements which describe the effect of the fair value gain or loss and related deferred tax on the equity instruments measured through other comprehensive income. Our opinion is not modified in respect of this matter.

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, 2081 (corresponding to July 15, 2024)**. 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 have determined the matter described below to be the key matter to be communicated in our report.

Key Matter	Response to Key Matter
<p>Revenue Recognition : Refer Note 3.8 & 22 of the Financial Statements</p> <p>Revenue from sale of electricity (hereinafter referred to as "Revenue") is recognized when the performance obligation related to the contract is satisfied, which mainly upon delivery, the amount of revenue can be measured reliably and recovery of the consideration is probable.</p> <p>The timing of revenue recognition is relevant to the reported revenue of the Company.</p>	<p>Our audit procedures include followings:</p> <ol style="list-style-type: none"> 1. Assessed the Company's accounting policies on revenue recognition in line with NFRS 15 (Revenue from Contract with Customer) and tested thereof, 2. Performed detailed analysis of revenue, analytical testing with monthly sales information obtained from Nepal Electricity Authority for supply of the energy and rate prescribed in Power Purchase Agreement, tested the timing of the recognition and accuracy of the amounts recognized and verification of the supporting information of the Revenue . 3. Tested the amount received from Nepal Electricity Authority.



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 include 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 a 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.

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 is 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 findings, 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 except for the staff bonus has not been provisioned and paid as per Bonus Act, 2030 and non-compliance of Contribution Based Social Security Act, 2074.
- 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.

CA Shambhu Pd. Chaudhary
Partner

G. Paudyal & Associates
Chartered Accountants.

Place: Kathmandu, Nepal

Date: २०८१-५-६



NGADI GROUP POWER LTD.

Statement of Financial Position at period ended Ashad 31, 2081(15 July, 2024)

All amounts are in Rs unless otherwise stated

ASSETS	Notes	As at Ashad 31,2081	As at Ashad 31,2080
Non-current Assets			
Property , Plant & Equipment			
a) General Assets (Gross)	5	7,629,168.00	3,889,168.00
Less: Accumulated Depreciation		(4,015,797.00)	(3,087,742.00)
General Assets (Net)		3,613,371.00	801,426.00
(b) Project Assets (Gross)		931,888,394.00	929,745,598.00
Less: Accumulated Depreciation	6	(346,492,937.00)	(317,465,063.00)
Project Assets (Net)		585,395,457.00	612,280,535.00
(c)Investment in Associates	7	3,318,846,802.00	2,327,659,750.00
Total Non Current Assets		3,907,855,630.00	2,940,741,711.00
Current Assets			
(a) Financial Assets			
(i)Trade Receivables	8	54,405,604.00	55,914,661.00
(ii) Cash and Cash Equivalents	9	24,602,489.00	1,910,383.00
(iii) Investments in Equity Instruments	10	8,245,452.00	85,731,973.00
(iv) Other Financial Assets	11	132,221,633.00	100,402,898.00
(b) Current Tax Assets	12	590,094.00	7,738,543.00
(c) Other Current Assets	13	3,581,558.00	5,681,196.00
Total Current Assets		223,646,830.00	257,379,654.00
Total Assets		4,131,502,460.00	3,198,121,365.00
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	14	1,851,279,223.00	1,851,279,223.00
(b) Other Equity	15	1,401,699,079.00	737,928,022.00
Total Equity		3,252,978,302.00	2,589,207,245.00
Liabilities			
Non-current Liabilities			
(a) Financial Liabilities			
Borrowings	16	453,286,693.00	-
b) Deferred Tax liabilities	17	332,599,663.00	-
Total Non-current Liabilities		785,886,356.00	-
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	18	46,563,801.00	96,785,277.00
(ii) Other Financial Liabilities	19	33,055,177.00	495,570,225.00
(b) Current Tax Liabilities	20	4,029,929.00	7,647,636.00
(c) Other Current Liabilities	21	8,988,895.00	8,910,982.00
Total Current Liabilities		92,637,802.00	608,914,120.00
Total Liabilities		878,524,158.00	608,914,120.00
Total Equity and Liabilities		4,131,502,460.00	3,198,121,365.00

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
Mr. Sudip Banskota

Director
Mrs. Ranju Adhikari

CA Shambhu Pd. Chaudhary
Partner

Chairman
Mr. Bhogendra Kumar Guragain

Director
Mr. Robin Subedi

Director
Mr. Sudhansu Tulysan

Director
Mrs. Rilli Gurung

Independent Director
Mrs. Laxmi Shova Gosai

NGADI GROUP POWER LTD.			
Statement of profit or loss and Other Comprehensive Income for the period ended Ashad 31, 2081(15 July, 2024)			
All amounts are in Rs unless otherwise stated			
Particulars	Notes	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Revenue from Operations	22	121,221,886.00	123,509,665.00
Cost of Operation	23	19,897,956.00	22,096,770.00
Gross Profit		101,323,930.00	101,412,895.00
Other Income	24	2,057,331.00	35,940,963.00
		103,381,261.00	137,353,858.00
Expenses			
Administrative Expenses	25	4,926,482.00	4,371,681.00
Employee Benefits Expense	26	3,448,815.00	3,028,648.00
Finance Costs	27	38,329,501.00	32,219,091.00
Depreciation and Amortisation Expense	28	29,955,929.00	29,058,773.00
Fair Value Gain (Loss) on Investment through FVTPL	29.1	1,331,939.00	7,986,353.00
Impairment of Financial Assets	30	-	-
Gain (Loss) on Sale Investment through FVTPL	31	(3,976,860.00)	
Total Expenses		79,305,648.00	60,691,840.00
Profit Before Bonus & Tax		24,075,613.00	76,662,018.00
Provision For Staff Bonus		481,513.00	1,533,240.00
Profit Before Tax		23,594,100.00	75,128,778.00
Less: Tax Expense			
(1) Current Tax		4,029,929.00	7,647,636.00
(2) Deferred Tax	32	(1,292,039.00)	
Profit/(Loss) before CSR		20,856,210.00	67,481,142.00
Provision for CSR		208,562.00	-
Profit/(Loss) for Period		20,647,648.00	67,481,142.00
Other Comprehensive Income			
Items That Will Not be Reclassified to Profit or Loss:			
(i) Gain or Loss on equity instruments through Other Comprehensive Net of Tax	29.2	771,779,966.00	581,869,315.00
Total Other Comprehensive Income		771,779,966.00	581,869,315.00
Total Comprehensive Income For The Period		771,779,966.00	581,869,315.00
Earnings Per Equity Share (For Continuing Operation):	33		
(1) Basic (in Rs.)		1.13	3.77
(2) Diluted (in Rs.)		1.13	3.77

The accompanying notes are integral parts of the financial statements

Date:

As per Our Report of Even Date

Kathmandu, Nepal

For: G. Paudyal & Associates
Chartered Accountants

Finance Manager

Chief Executive Officer
Mr. Sudip Banskota

Director
Mrs. Ranju Adhikari

CA Shambhu Pd. Chaudhary
Partner

Chairman
Mr. Bhogendra Kumar Guragain

Director
Mr. Robin Subedi

Director
Mr. Sudhansu Tulysan

Director
Mrs. Rilli Gurung

Independent Director
Mrs. Laxmi Shova Gosai

NGADI GROUP POWER LTD.
Statement of cash flows for the period ended Ashad 31, 2081 (15 July, 2024)
All amounts are in Rs unless otherwise stated

	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Cash Flows From Operating Activities		
Profit For The Year	19,355,609.00	67,481,142.00
Adjustments For:		
Finance Costs	38,329,501.00	32,219,091.00
Loss on sale of shares	3,976,860.00	
Gain/Loss on investment Through FVTPL	(1,331,939.00)	(7,986,353.00)
Depreciation And Amortization of Non-Current Assets	29,955,929.00	29,058,773.00
	90,285,960.00	120,772,653.00
Movements in Operating Assets:		
(Increase)/Decrease in Trade And Other Receivables	1,509,057.00	6,195,311.00
(Increase)/Decrease in Other Financial Assets	(31,818,736.00)	24,964,509.00
(Increase)/Decrease in Other Assets	2,099,638.00	(4,368,769.00)
(Increase)/Decrease in Current Tax Assets	7,148,449.00	(3,362,247.00)
Increase/ (Decrease) in Other Financial Liabilities	(462,515,048.00)	463,166,512.00
Increase/(Decrease) in Current Tax Liabilities	(3,617,707.00)	3,056,086.00
Increase/(Decrease) in Short term borrowings	(50,221,476.00)	(695,004,148.00)
Increase/(Decrease) in Other Liabilities	77,913.00	733,093.00
	(537,337,910.00)	(204,619,653.00)
Cash Generated From Operations	(447,051,950.00)	(83,847,000.00)
Net Cash Generated By Operating Activities	(447,051,950.00)	(83,847,000.00)
Cash Flows From investing Activities		
Proceeds on Sale Of Financial Assets	124,841,601.00	-
Purchase of Investment	(61,149,000.00)	(947,638,900.00)
Addition on Project Assets	(2,142,796.00)	-
Payments For Property, Plant And Equipment	(3,740,000.00)	(514,130.00)
Sale Of Property, Plant And Equipment	-	-
	57,809,805.00	(948,153,030.00)
Net Cash (Used In)/Generated By Investing Activities	57,809,805.00	(948,153,030.00)
Cash Flows From Financing Activities		
Increase /(Decrease) Of Borrowings	453,286,693.00	(53,359,307.00)
Right Share Application Money		(186,057,400.00)
Right Share Issue Expenses	(3,022,941.00)	(2,162,001.00)
Share Premium Income (Auction Share)	-	88,712,861.00
Increase or Decrease In Share Capital	-	1,060,398,600.00
Dividends Paid On Equity Shares	-	(4,418,327.00)
Finance Expenses	(38,329,501.00)	(32,219,091.00)
	411,934,251.00	870,895,335.00
Net Cash Used in Financing Activities	411,934,251.00	870,895,335.00
Net Increase in Cash And Cash Equivalents	22,692,106.00	(161,104,695.00)
Cash And Cash Equivalents At The Beginning of The Year	1,910,383.00	163,015,078.00
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	24,602,489.00	1,910,383.00

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

CA Shambhu Pd. Chaudhary
Partner

Chairman
Mr. Bhogendra Kumar Guragain

Director
Mr. Robin Subedi

Director
Mr. Sudhansu Tulysan

Director
Mrs. Rilli Gurung

Independent Director
Mrs. Laxmi Shova Gosai

NGADI GROUP POWER L.TD.
Statement of changes in equity for the year ended Ashad 31, 2081 (15 July, 2024)
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	Retained Earnings	
Balance As At Ashad 31, 2079	706,932,400.00		186,057,400.00	-	-	-	-	90,393,255.00	983,383,055.00
Issue of Share Capital	1,144,346,823.00		(186,057,400.00)	-	-	-	-	67,481,142.00	958,289,423.00
Profit For The Year	-			-	-	-	-	-	67,481,142.00
Other Comprehensive Income For The Year, Net of Income Tax	-			-	-	581,869,315.00	-	-	581,869,315.00
Security Premium	-			-	88,712,861.00	-	-	-	88,712,861.00
Payment of Dividends	-			-	-	-	-	(4,418,327.00)	(4,418,327.00)
Share Issue Expenses	-			-	-	-	-	(2,162,001.00)	(2,162,001.00)
Transfer To Retained Earnings	-			-	-	-	-	(83,948,223.00)	(83,948,223.00)
Balance As At Ashad 31, 2080	1,851,279,223.00		-	-	88,712,861.00	581,869,315.00	-	67,345,846.00	2,589,207,245.00
Issue of Share Capital	-		-	-	-	-	-	-	-
Profit For The Year	-		-	-	-	-	-	20,647,648.00	20,647,648.00
Other Comprehensive Income For The Year, Net Of Income Tax	-			-	-	771,779,966.00	-	-	771,779,966.00
Security Premium	-			-	-	-	-	-	-
Share Issue Expenses	-			-	-	-	-	(3,022,941.00)	(3,022,941.00)
Payment of Dividends	-			-	-	-	-	-	-
Adjustment of Prior Period Tax	-			-	-	(123,647,229.00)	-	(1,986,387.00)	(1,986,387.00)
Balance As At Ashad 31, 2081	1,851,279,223.00		-	-	88,712,861.00	1,230,002,052.00	-	82,984,166.00	3,252,978,302.00

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

Date:
Kathmandu, Nepal

CA Shambhu Pd. Chaudhary
Partner

Director
Mrs. Rilli Gunning

Director
Mrs. Ranju Adhikari

Chief Executive Officer
Mr. Sudip Banskota

Finance Manager

Independent Director
Mrs. Laxmi Shova Gosai

Director
Mr. Sudhansu Tulysan

Director
Mr. Robin Subedi

Chairman
Mr. Bhogendra Kumar Guragain

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2081 (15 July, 2024)

1 COMPANY BACKGROUND

Ngadi Group Power Ltd. (from herein referred as NGPL or the Company) is a limited liability company registered under the 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 project at Ashad End, 2081 is 20 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 Director on 2081/05/06. The Board of Director acknowledge 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. Amounts in the financial statements are rounded off to the nearest rupee.

3.2 Investments in Subsidiaries and Associates

Company has option to account for 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.

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2081 (15 July, 2024)

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 asset are depreciated are as follows:-

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

The Company has depreciated project assets on SLM basis on remaining life of project. Siuri Khola Hydropower Project (4950 KW) which have a remaining life of 21 years 2 months at Ashad End, 2080.

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.

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:

Property, plant and equipment and intangible assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2081 (15 July, 2024)

purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

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 or non-current as per the Company's normal operating cycle and other criteria set out in NAS 1 - Presentation of Financial Statements based on the nature and the time between the acquisition of assets for processing and their realization in cash and cash equivalents.

The company has classified the assets as current when:

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

All other assets are classified as non-current.

The company has classified the liability as current when:

- It expects to be settled in normal operating cycle;
- It is due to be settled within twelve months after the reporting period;
- There is no unconditional right to defer the settlement of the liability for at least twelve months after reporting period;
- Held primarily for the purpose of the trading.

The company has classified all other liabilities as non-current.

Deferred tax assets/ liabilities are classified as non- current.

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.

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2081 (15 July, 2024)

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.

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.

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.

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2081 (15 July, 2024)

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.

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 rental payable under the lease are charged to the profit or loss statement over the 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 Cash & Cash Equivalentents

For the purpose of presentation in the statement of cash flows, cash and cash equivalentents includes cash in hand, balances with banks that are readily convertible and fixed deposit with original maturity of less than 3 months to known amounts of cash and which are subject to an insignificant risk of changes in value

3.16 Trade Receivable

Trade receivables are amount due from Nepal Electricity Authority for electricity sold in the ordinary course of business. These are classified as current assets, if the collection is expected within twelve months after the reporting period. Where the collection is expected after twelve months after the reporting period, they are presented as non-current assets.

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2081 (15 July, 2024)

3.17 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.

3.18 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.

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2081 (15 July, 2024)

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 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

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2081 (15 July, 2024)

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.

4 Critical Accounting Judgements and Key Sources of Estimation 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.

NGADI GROUP POWER LTD.

Notes to the financial statements for the year ended Ashad 31, 2081 (15 July, 2024)

All amounts are in Rs unless otherwise stated

7. Investment in Associates (at Fair Value)

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Sagarmatha Jalavidhut Co. Ltd.	1,403,609,802.00	864,291,750.00
Mai Khola Hydropower Ltd.	827,260,000.00	386,540,000.00
Siuri Nyadi Power Limited	1,087,977,000.00	1,076,828,000.00
Total	3,318,846,802.00	2,327,659,750.00

The cost of investment in associates as on 31.03.2081 is Rs.476,144,809.00 (PY: 476,144,809.00) for Sagarmatha Jalvidhyut Co. Ltd., Rs.192,817,626.00 (PY: 192,817,626.00) for Mai Khola Hydropower Ltd. and Rs.1,087,977,000.00 (PY: 1,076,828,000.00) for Siuri Nyadi Power Ltd and in total Rs 1,756,939,435.00 (PY : 1,745,790,435.00)

8. Trade Receivables

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Nepal Electricity Authority	54,405,604.00	55,914,661.00
Total	54,405,604.00	55,914,661.00

9. Cash and Cash Equivalents

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Balances with Banks	24,590,437.00	1,908,805.00
Global Ime Bank 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	285,544.00	283,130.00
NMB Bank Limited -Current A/C	9,121.00	181,836.00
NMB Bank Ltd OD A/C06608500337579000001	551,965.00	-
Standard Chartered Bank 01-3642828-01	830,391.00	-
Standard Chartered Bank DSRA A/c	16,707,916.00	-
Laxmi Sunrise Bank Limited-Call A/C	5,663,021.00	901,360.00
Laxmi Sunrise Bank Limited-Current A/C	5,000.00	5,000.00
Cash in hand	12,052.00	1,578.00
Cash and Cash Equivalents as Per Balance Sheet	24,602,489.00	1,910,383.00
Cash and Cash Equivalents as Per Statement of Cash Flows	24,602,489.00	1,910,383.00

10. Investments in Equity Instruments through FVTPL

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Investment in Shares	8,245,452.00	85,731,973.00
Total	8,245,452.00	85,731,973.00

Note: The cost of investment in equity instruments is Rs 4,977,933.00 (PY : 76, 384,270.00).

11. Other Financial Assets - Current

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Radhi Bidhyut Co. Ltd	1,791,633.00	272,898.00
Samridhi Energy Ltd.	100,130,000.00	100,130,000.00
Cash Margin (Performance BG)	300,000.00	-
Advance to Jalshakti Hydro Company Ltd.	30,000,000.00	-
Total	132,221,633.00	100,402,898.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the year ended Ashad 31, 2081 (15 July, 2024)

All amounts are in Rs unless otherwise stated

12. Current Tax Assets

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Current tax assets		
Advance Income Tax	590,094.00	7,738,543.00
Total	590,094.00	7,738,543.00

13. Other Assets - Current

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Prepaid Insurance	1,311,993.00	1,093,796.00
Advance to Suppliers & Other		
Jibnath Pokhrel	-	150,000.00
Advance to Dinesh Adhikari	130,000.00	50,000.00
Advance to Birkha Bahadur Ghale (Official Purpose)	79,095.00	-
Advance to Aone Reinsurance Broker Pvt Ltd	-	90,000.00
Site Advance	2,000,000.00	
Other Advance	60,470.00	597,400.00
Advance for Vehicle	-	3,700,000.00
Total	3,581,558.00	5,681,196.00

14. Equity Share Capital

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Equity share capital	1,851,279,223.00	1,851,279,223.00
Total	1,851,279,223.00	1,851,279,223.00

Authorised Share capital :		
Fully paid Equity shares of Rs.100 each (as at Ashad 31,2081: 40,000,000) (as at Ashad 31,2080: 25,000,000)	4,000,000,000.00	2,500,000,000.00
Issued :		
Fully paid Equity shares of Rs.100 each (as at Ashad 31,2081: 37,025,584) (as at Ashad 31,2080 18,512,792)	3,702,558,445.00	1,851,279,223.00
Paid-up capital :		
Fully paid Equity shares of Rs.100 each (as at Ashad 31,2081: 18,512,792) (as at Ashad 31,2080 18,512,792)	1,851,279,223.00	1,851,279,223.00
Total	1,851,279,223.00	1,851,279,223.00

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 31,2081	As at Ashad 31,2080
Balance at the beginning of the year	18,512,792	7,069,324
Add: Right Issued	-	10,603,986
Add: Bonus share issued	-	839,482
Balance at the end of the year	18,512,792	18,512,792

NGADI GROUP POWER LTD.

Notes to the financial statements for the year ended Ashad 31, 2081 (15 July, 2024)

All amounts are in Rs unless otherwise stated

15. Other Equity

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Reserve For Equity Instruments Through Other Comprehensive Income		
Balance at the Beginning of Year	581,869,315.00	-
Add: Other comprehensive income for the year	771,779,966.00	581,869,315.00
Less: Adjustment of Prior Period Tax	123,647,229.00	
Balance at the End of The Year (a)	1,230,002,052.00	581,869,315.00
Share Premium (b)		
Share Application Money	88,712,861.00	88,712,861.00
Right Share Application Money		186,057,400.00
Less: Transfer to Share Capital		(186,057,400.00)
Total Share Application Money (c)		-
Retained Earnings		
Balance at the Beginning of Year	67,345,846.00	90,393,255.00
Profit For the Year	20,647,648.00	67,481,142.00
Less: Right Share Issue Expenses	(3,022,941.00)	(2,162,001.00)
Less: Adjustment of Prior Period Tax	(1,986,387.00)	
Less: Dividend Paid (Bonus Share)	-	(83,948,223.00)
Less: Dividend Paid (Cash)	-	(4,418,327.00)
Total Retained Earning (d)	82,984,166.00	67,345,846.00
Balance at the End of the Year(e=b+c+d)	171,697,027.00	156,058,707.00
Total (a+e)	1,401,699,079.00	737,928,022.00

16. Non-current Borrowings

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Secured – at Amortised Cost		
Term loans		
-From Banks		
Term Loan	499,850,494.00	73,179,542.00
Less: Current Portion of Long Term Loan	(46,563,801.00)	(73,179,542.00)
Total Non-current Borrowings	453,286,693.00	-

18. Current Borrowings

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Unsecured - At Amortised Cost		
(a) Loans Repayable On Demand		
NMB Bank Ltd(OD)		23,605,735.00
Standard Chartered Bank (OD)		-
(b) Current Portion of Long Term Loan	46,563,801.00	73,179,542.00
Total	46,563,801.00	96,785,277.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the year ended Ashad 31, 2081 (15 July, 2024)

All amounts are in Rs unless otherwise stated

19. Other Financial liabilities - Current

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Audit Fee Payable	334,500.00	296,018.00
Delta Motor Work Pvt Ltd	410,473.00	410,473.00
Dividend Payable (2072/73)	3,452,089.00	3,452,089.00
Dividend Payable (2074/75)	3,554,800.00	3,554,800.00
Dividend Payable (2075/76)	3,018,875.00	3,018,875.00
Interest Payable	1,575,422.00	-
Samriddhi Energy Ltd.	-	425,000,000.00
Barun Hydropower CO. Ltd	-	39,000,000.00
Sandeep Adhikari	-	200,000.00
Nabin Thapa	-	400.00
Advance to Birkha Bhadhur Ghale	-	102,824.00
Nim Bhadur Batha Magar	-	15,400.00
Raju Gurung	-	8,500.00
Share Application Money (IPO)	19,176,446.00	19,176,446.00
Royalty Payable (DOED)	849,392.00	879,062.00
Salary Payable	521,680.00	358,125.00
Board Meeting Allowance Payable	-	7,650.00
Accounts Payable	-	10,540.00
IPPAN	-	35,000.00
Mutual Fund (Dividend)	-	44,023.00
Advance to Anmol Friendship Eng Const. Pvt. Ltd	50,000.00	-
I.P. Mainali and Associates	111,500.00	-
Total	33,055,177.00	495,570,225.00

20. Current Tax liabilities

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Provision for Income Tax	4,029,929.00	7,647,636.00
Total	4,029,929.00	7,647,636.00

21. Other Current Liabilities

Particulars	As at Ashad 31,2081	As at Ashad 31,2080
Gratuity Fund	6,030,969.00	6,030,969.00
TDS Payable	556,084.00	226,036.00
Provision For Staff Bonus	481,513.00	1,533,239.00
Provision For CSR	208,562.00	-
Staff Welfare Fund(staff bonus payable)	1,711,767.00	1,023,927.00
Social Security Contribution Payable	-	93,310.00
CIT Payable	-	3,500.00
Total	8,988,895.00	8,910,981.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2081 (15 July, 2024)

All amounts are in Rs unless otherwise stated

22. Revenue From Operations

Particulars	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Electricity Sale to NEA	121,221,886.00	123,509,665.00
Total	121,221,886.00	123,509,665.00

23. Cost of Sales

Particulars	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Royalty Expenses	2,924,134.00	3,124,220.00
Royalty (Against Installed Capacity)	500,000.00	500,000.00
Royalty (Against Generation)	2,424,134.00	2,624,220.00
Project Expenses	8,013,673.00	11,209,204.00
Communication for site office	14,400.00	70,375.00
Donation	-	167,000.00
Food and Accommodation for site office	23,420.00	125,115.00
Fuel Expenses	16,500.00	6,000.00
Insurance Premium	4,610,548.00	4,155,766.00
Miscellaneous expense	-	2,500.00
Office materials for site	96,085.00	94,565.00
NEA Electricity Charges	15,228.00	12,744.00
Patrolling expenses	33,750.00	60,100.00
Project Travelling expenses	87,531.00	81,054.00
Repair and maintenance	3,112,631.00	6,186,554.00
Vehicle Maintenance Site	-	239,796.00
Stationeries and Photocopy for site office	3,580.00	7,635.00
Employee Benefit Expenses	8,960,149.00	7,763,346.00
Site Office Staff Dashain Allowance	581,550.00	318,000.00
Site Office Staff salary	6,962,210.00	6,288,804.00
Site Office Staff Social Security Contribution	889,440.00	794,800.00
Saturday Allowances	526,949.00	361,742.00
Total	19,897,956.00	22,096,770.00

24. Other Income

Particulars	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Interest Income	172,425.00	2,025,315.00
Transmission line sharing income	1,834,906.00	272,898.00
Dividend Income	50,000.00	42,750.00
Management Fee	-	33,600,000.00
Total	2,057,331.00	35,940,963.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2081 (15 July, 2024)

All amounts are in Rs unless otherwise stated

25. Administrative Expenses

Particulars	Year ended Ashad 31,2081	Year ended Ashad 31,2080
AGM Expenses	100,300.00	120,890.00
Audit Fees	339,000.00	300,000.00
Advertisement Expenses	145,660.00	377,180.00
Business Renewal Fee at Ward office	10,000.00	9,540.00
Credit Rating Expenses	56,500.00	56,500.00
Consultancy Fee	265,550.00	-
Fuel expense	64,025.00	91,510.00
House Rent Expenses	1,200,000.00	1,056,000.00
Meeting Allowances	540,000.00	231,000.00
CDS Demat Expenses	220,000.00	170,000.00
Miscellaneous Expenses	701,809.00	582,846.00
Insurance Expenses	10,202.00	7,689.00
Fine and Penalties	117,172.00	15,400.00
Legal Expenses	70,589.00	23,530.00
Local Transportation	-	56,500.00
Membership Fee	34,000.00	104,000.00
Office Expenses	213,954.00	154,115.00
NEPSE Listing Expenses	100,000.00	100,000.00
Printing and Stationery	167,189.00	35,924.00
Refreshment expense	174,635.00	316,774.00
RTS Service Expenses	193,059.00	417,299.00
STRO Fee	500.00	-
Vehicle Tax	84,450.00	6,700.00
Water and Electricity	31,196.00	46,288.00
Internet Expenses	81,347.00	91,996.00
Medical Expenses	5,345.00	-
Total	4,926,482.00	4,371,681.00

26. Employee Benefits Expense

Particulars	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Staff Salary	3,448,815.00	3,028,648.00
Total	3,448,815.00	3,028,648.00

27. Finance Cost

Particulars	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Interest Expenses	34,457,831.00	32,799,010.00
Loan Processing Fee	1,497,287.00	25,000.00
Bank Charges & Commission	7,343.00	969.00
Total Interest Expenses	35,962,461.00	32,824,979.00
NFRS Adjustments	2,367,040.00	(605,828.00)
Total	38,329,501.00	32,219,151.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2081 (15 July, 2024)

All amounts are in Rs unless otherwise stated

28. Depreciation And Amortisation Expenses

Particulars	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Depreciation Of Property, Plant And Equipment (General Assets)	928,055.00	132,134.00
Depreciation Of Property, Plant And Equipment (Project Assets)	29,027,874.00	28,926,639.00
Amortization Expenses	-	-
Total Depreciation And Amortisation Pertaining to Continuing Operations	29,955,929.00	29,058,773.00

29. Fair Value Gain or Loss on Investment

29.1 Fair Value Gain or Loss on Investment through FVTPL

Particulars	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Investment in Equity Instruments at adjusted Cost	6,913,513.00	77,745,620.00
Investment in Equity Instruments at Fair value	8,245,452.00	85,731,973.00
Fair Value Gain (Loss)	1,331,939.00	7,986,353.00

The adjusted cost is calculated based on the fair value of equity instruments carried over from the opening balance and the purchase cost of additions made during this year.

29.2 Fair Value Gain or Loss on Equity Instrument through Other Comprehensive Income

Particulars	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Investment in Equity Instruments at Adjusted Cost	2,338,808,750.00	1,745,790,435.00
Investment in Equity Instruments at Fair value net of tax	3,110,588,716.00	2,327,659,750.00
Fair Value Gain (Loss) net of tax	771,779,966.00	581,869,315.00

Note: The adjusted cost is calculated based on the fair value of equity instruments carried over from the opening balance and the purchase cost of additions made during this year. The company has not recognized the deferred tax on the previous year's fair value gain; thus, the figure provided is a gross amount (without deducting the deferred tax) in previous year. The deferred tax effect of Rs 123,647,229.00 from the previous year is directly adjusted through equity. The total net-of-tax fair value gain on the equity instruments through FVTOCI is Rs 1,230,002,052.00, and the deferred tax liabilities related to these instruments amount to Rs 331,905,315.00 at year-end.

30. 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.

31. Gain or Loss on Sale Investment through FVTPL

Particulars	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Adjusted Cost of the Equity Instruments	78,818,460.00	
Sales Proceeds net of Costs to Sell	74,841,600.00	
Gain or Loss on Sale Investment through FVTPL	(3,976,860.00)	-

NGADI GROUP POWER LTD.

Notes to the financial statements for the period ended Ashad 31, 2081 (15 July, 2024)

All amounts are in Rs unless otherwise stated

32. Income Taxes Relating To Continuing Operations

32.1 Income Tax Recognized In Profit Or Loss

Particulars	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Current tax		
In respect of the current year	4,029,929.00	7,647,636.00
	4,029,929.00	7,647,636.00
Deferred tax		
In respect of the current year	(1,292,039.00)	-
Others	-	-
	(1,292,039.00)	-
Total income tax expense recognised in the	2,737,890.00	7,647,636.00

32.2 Income Tax Recognised In Other Comprehensive Income

Particulars	Year ended Ashad 31,2081	Year ended Ashad 31,2080
Current Tax		
In respect of the current year		
Deferred tax		
In respect of the current year	208,258,086.00	-
Others	-	-
Total	208,258,086.00	-

NGADI GROUP POWER LTD.

Notes to the financial statements for the Year ended Ashad 31, 2081 (15 July, 2024)

All amounts are in Rs unless otherwise stated

33 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	Period ended Ashad31,2081	Year ended Ashad 31,2080
Profits attributed to equity holders of the Company	20,856,210.00	67,481,083.00
Weighted average number of shares	18,512,792	17,915,067
Basic and diluted earnings per share	1.13	3.77

NGADI GROUP POWER LTD.

Notes to the financial statements for the Year ended Ashad 31, 2081 (15 July, 2024)

All amounts are in Rs unless otherwise stated

34. 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".

35.1 Financial risk management

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.

35.2 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.

35.3 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 Ashad, 2081				
(i) Borrowings	46,563,801.00	175,345,292.00	277,941,402.00	499,850,495.00
(ii) Other Financial Liabilities	33,055,177.00	-	-	33,055,177.00
	79,618,978.00	175,345,292.00	277,941,402.00	532,905,672.00
31 Ashad, 2080				
(i) Borrowings	96,785,277.00	-	-	96,785,277.00
(iv) Other financial liabilities	495,570,225.00	-	-	495,570,225.00
	592,355,502.00	-	-	592,355,502.00

NGADI GROUP POWER LTD.

Notes to the financial statements for the Year ended Ashad 31, 2081 (15 July, 2024)

All amounts are in Rs unless otherwise stated

35.4 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.

35. 5 Categories of Financial Instruments

Particulars	Period ended Ashad 31,2081		Year ended Ashad 31,2080	
	Carrying Amount	Fair value	Carrying Amount	Fair value
ASSETS				
Current				
(i) Trade Receivables	54,405,604.00	54,405,604.00	55,914,661.00	55,914,661.00
(ii) Cash and Cash Equivalents	24,602,489.00	24,602,489.00	1,910,383.00	1,910,383.00
(iii) Investments in Equity Instruments	8,245,452.00	8,245,452.00	85,731,973.00	85,731,973.00
(iv) Other Financial Assets	132,221,633.00	132,221,633.00	100,402,898.00	100,402,898.00
Total Assets	219,475,178.00	219,475,178.00	243,959,915.00	243,959,915.00
Liabilities				
Non current				
Borrowings	453,286,693.00	453,286,693.00	-	-
Current				
(i) Borrowings	46,563,801.00	46,563,801.00	96,785,277.00	96,785,277.00
(ii) Other Financial Liabilities	33,055,177.00	33,055,177.00	495,570,225.00	495,570,225.00
Total Liabilities	532,905,671.00	532,905,671.00	592,355,502.00	592,355,502.00

36. 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 2080/81**

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	2,924,134.00	2,924,134.00				
Royalty (Against Installed Capacity)	500,000.00	500,000.00				
Royalty (Against Generation)	2,424,134.00	2,424,134.00				
Project Expenses	8,013,673.00	8,013,673.00				
Communication for site office	14,400.00	14,400.00				
Food and Accommodation for site office	23,420.00	23,420.00				
Fuel Expenses	16,500.00	16,500.00				
Insurance Premium	4,610,548.00	4,610,548.00				
Office materials for site	96,085.00	96,085.00				
NEA Electricity Charges	15,228.00	15,228.00				
Stationeries and Photocopy for site office	3,580.00	3,580.00				
Patrolling expenses	33,750.00	33,750.00				
Project Travelling expenses	87,531.00	87,531.00				
Repair and maintenance	3,112,631.00	3,112,631.00				
Employee Benefit Expenses	8,960,149.00	8,960,149.00				
Site Office Staff Dashain Allowance	581,550.00	581,550.00				
Site Office Staff salary	6,962,210.00	6,962,210.00				
Site Office Staff Social Security Contribution	889,440.00	889,440.00				
Saturday Allowances	526,949.00	526,949.00				
Sub Total (B)	19,897,956.00	19,897,956.00	-	-		
Administrative Expenses						
AGM Expenses	100,300.00	100,300.00				
Audit Fees	339,000.00	339,000.00				
Advertisement Expenses	145,660.00	145,660.00				
Business Renewal Fee at Ward office	10,000.00	10,000.00				
Credit Rating Expenses	56,500.00	56,500.00				
Consultancy Fee	265,550.00	265,550.00				
Fuel expense	64,025.00	64,025.00				
House Rent Expenses	1,200,000.00	1,200,000.00				
Meeting Allowances	540,000.00	540,000.00				
CDS Demat Expenses	220,000.00	220,000.00				
Miscellaneous Expenses	701,809.00	-	701,809.00			
Insurance Expenses	10,202.00	10,202.00				
Fine and Penalties	117,172.00	-	117,172.00			
Legal Expenses	70,589.00	70,589.00				
Membership Fee	34,000.00	34,000.00				
Office Expenses	213,954.00	213,954.00				
NEPSE Listing Expenses	100,000.00	100,000.00				
Printing and Stationery	167,189.00	167,189.00				
Refreshment expense	174,635.00	174,635.00				
RTS Service Expenses	193,059.00	193,059.00				
STRO Fee	500.00	500.00				
Vehicle Tax	84,450.00	79,500.00	4,950.00			
Water and Electricity	31,196.00	31,196.00				
Internet Expenses	81,347.00	81,347.00				
Medical Expenses	5,345.00	5,345.00				
Staff Salary	3,448,815.00	3,448,815.00				
Sub Total (C)	8,375,297.00	7,551,366.00	823,931.00	-	-	
Other Expenses						
Financial Expenses	38,329,501.00	-	2,367,040.00	35,962,461.00	U/S 14	NFRS Adj
Depreciation	29,955,929.00	-		29,955,929.00	U/S 19	
Right Share Issue Expenses	3,022,941.00	3,022,941.00				
Bonus	481,513.00	481,513.00				
Sub Total (D)	71,789,884.00	3,504,454.00	2,367,040.00	65,918,390.00		
Grand Total	100,063,137.00	30,953,776.00	3,190,971.00	65,918,390.00		

NGADI GROUP POWER LTD.
For the F/Y 2080/81
Calculation of Taxable Income

A. Details of Income

Particulars	Total Amount	Proportion	Remarks
Taxable Income Hydropower	121,221,886.00	95.70%	
Taxable income Other	5,442,594.99	4.30%	
Total Taxable Income	126,664,480.99		
Non Taxable Income	1,381,939.00		Non Taxable
Total	128,046,419.99	100.00%	

B. Details of Expenses

Particulars	Proportion	Apportionment of Deductible Expenses		
		On Proportion (B.2)	Direct Connected (B.1)	Total
Hydropower Income	95.70%	43,358,646.52	51,566,812.00	94,925,458.52
Taxable Income Hydropower	95.70%	43,358,646.52	51,566,812.00	94,925,458.52
Taxable income Other	4.30%	1,946,707.48	-	1,946,707.48
Total	100.00%	45,305,354.00	51,566,812.00	96,872,166.00

B.1 Details of Directly Connected Expenses

Particulars	Project Expenses	Royalty Expenses	Depreciation Expenses(Project)	Interest Expenses	Total
Hydropower Taxable	16,973,822.00	2,924,134.00	29,027,874.00	2,640,982.00	51,566,812.00
Total	16,973,822.00	2,924,134.00	29,027,874.00	2,640,982.00	51,566,812.00

Allocation on Actual Basis

Allocation on actual basis

B.2 Details of Indirect Expenses Expenses

Particulars	Ratio	Administrative Expenses	Depreciation Expenses	Interest Expenses	Other Expenses	Total Expenses
Hydropower Income	95.70%	7,226,894.40	888,177.78	31,889,701.81	3,353,872.53	43,358,646.52
Taxable Income Hydropower		7,226,894.40	888,177.78	31,889,701.81	3,353,872.53	43,358,646.52
Taxable income Other	4.30%	324,471.60	39,877.22	1,431,777.19	150,581.47	1,946,707.48
Total	100.00%	7,551,366.00	928,055.00	33,321,479.00	3,504,454.00	45,305,354.00

C. Calculation of Taxable Income and Tax

Particulars	Income (A)	Deductible Expenses (B)	Profit/(Loss)	Tax	Remarks
Taxable Income Hydropower	121,221,886.00	94,925,458.52	26,296,427.48	3,287,053.43	50% of 25%=12.5%
Taxable income Other	5,442,594.99	1,946,707.48	3,495,887.51	742,876.00	85 % of 25%=21.25%
Total	126,664,480.99	96,872,166.00	29,792,314.99	4,029,929.00	

NGADI GROUP POWER LTD.
For the Year Ended Asadh 31, 2081
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	121,221,886.00		121,221,886.00			
Interest Income	172,425.00		-	172,425.00		
Gain on Sale of Share	-			3,435,263.99		
Transmission line sharing income	1,834,906.00			1,834,906.00		
Dividend Income	50,000.00				50,000.00	
Fair Value Gain (Loss) on Investment through	1,331,939.00				1,331,939.00	
Total	124,611,156.00	-	121,221,886.00	5,442,594.99	1,381,939.00	



डादी ग्रुप पावर लिमिटेड

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