TAKSAR

PIKHUWA KHOLA HYDROPOWER LIMITED



6th ANNUAL GENERAL MEETING

F/Y 2082/083

30th Aashwin, 2083

टक्सार पिखुवाखोला हाइड्रोपावर लिमिटेड

का.म.न.पा.-२२, खिचापोखरी, काठमाडौं | फोन नं. ०१-५३२१७७७

ईमेल: taksarpikhuwahpp2017@gmail.com

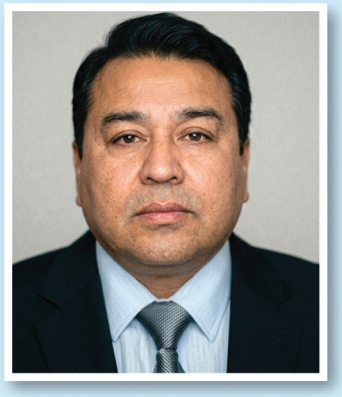
सञ्चालक समिति



अजय बल्लभ पन्त
अध्यक्ष



पञ्च विर सिंह तुलाधर
सञ्चालक



सुरेश कुमार स्थापित
सञ्चालक



शम्भु प्रसाद पन्त
सञ्चालक



रश्मी नेपाल
स्वतन्त्र सञ्चालक

विषय सूची

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टक्सार पिखुवाखोला हाइड्रोपावर लिमिटेड

का.म.न.पा.-२२, खिचापोखरी,काठमाडौं, फोन नं. ०१-५३२१७७७

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छैठौं वार्षिक साधारण सभा सम्बन्धी सूचना

(प्रथम पटक प्रकाशित मिति २०८३/०६/०५)

श्री आदरणीय शेयरधनी महानुभावहरू,

मिति २०८३/०६/०८ गते बिहीबार अपरान्ह ४:३० बजे बसेको सञ्चालक समितिको बैठकको निर्णय अनुसार यस टक्सार पिखुवाखोला हाइड्रोपावर लिमिटेडको छैठौं (आ.व. ०८२/०८३) वार्षिक साधारण सभा निम्न मिति, समय र स्थानमा निम्न लिखित विषय उपर छलफल गरी निर्णय गर्नको लागि बस्ने भएको हुँदा कम्पनी ऐन, २०६३ को दफा ६७ बमोजिम सम्पूर्ण शेयरधनी महानुभावहरूलाई जानकारी गराउदै उल्लेखित सभामा सहभागिता जनाईदिनु हुनको लागि यो सूचना प्रकाशित गरिएको छ ।

सभा हुने मिति, समय र स्थान :

मिति : २०८३/०६/३० गते शुक्रबार (तदनुसार अक्टोबर १६,२०२६)

समय : बिहान ११:०० बजे

स्थान : रामालय इभेन्ट भेन्यू, धापासी मार्ग, बाँसबारी, काठमाडौं ।

छलफलका लागि प्रस्तावित विषयहरू :

क. सामान्य प्रस्तावहरू :

१) सञ्चालक समितिको तर्फबाट अध्यक्षज्यूले प्रस्तुत गर्नु हुने आ.व. २०८२/०८३ को वार्षिक प्रतिवेदन उपर छलफल गरी पारित गर्ने सम्बन्धमा ।

२) लेखापरिक्षकको प्रतिवेदन सहितको आ.व. २०८२/०८३ को लेखापरिक्षण प्रतिवेदन, वासलात, नाफा-नोक्सान हिसाव र सोही अवधिको नगद प्रवाह विवरण लगायतका वित्तीय विवरण उपर छलफल गरी पारित गर्ने सम्बन्धमा ।

३) आ.व. २०८३/०८४ को लागि लेखापरिक्षक नियुक्ति तथा निजको पारिश्रमिक तोक्ने सम्बन्धमा ।

४) आ.व. २०८२/०८३ मा सञ्चालक समितिबाट भए गरेका निर्णयहरू अनुमोदन गर्ने सम्बन्धमा ।

५) अन्य नयाँ परियोजनाहरूको पहिचान गरी लगानी गर्न आवश्यक भएमा सञ्चालक समितिलाई अख्तियारी प्रदान गर्ने सम्बन्धमा ।

६) कम्पनी ऐन, २०६३ को दफा १६४ बमोजिम लेखापरीक्षण समिति गठन गर्न सञ्चालक समितिलाई अख्तियारी प्रदान गर्ने सम्बन्धमा ।

७) संस्थापक शेयरधनी समूहबाट प्रतिनिधित्व हुने गरी ३ (तीन) जना सञ्चालक र सर्वसाधारण शेयरधनी समूहबाट प्रतिनिधित्व हुने गरी २ (दुई) जना सञ्चालकहरूको निर्वाचन एवं अनुमोदन गर्ने सम्बन्धमा ।

ख. विशेष प्रस्तावहरू :

१) कम्पनीले अन्य कम्पनीहरूमा लगानी गर्न सहजताको लागि होल्डिङ कम्पनीमा परिणत गर्नको लागि कम्पनीको नाम परिवर्तन गर्ने तथा सोही अनुसार प्रबन्धपत्र नियमावलीमा आवश्यक संशोधन गर्न विशेष प्रस्ताव परित गर्ने सम्बन्धमा ।

२) प्रबन्धपत्र तथा नियमावलीमा गरिने संशोधन/थप उपर नियमनकारी निकायबाट कुनै सुझाव/निर्देशन प्राप्त भएमा सोही बमोजिम प्रबन्धपत्र तथा नियमावलीमा आवश्यक संशोधन एवं परिमार्जन गर्न सञ्चालक समितिलाई अख्तियारी प्रदान गर्ने सम्बन्धमा ।

ग. विविध

साधारण सभा सम्बन्धी अन्य जानकारी ।

१) यस टक्सार पिखुवा खोला हाइड्रोपावर लिमिटेडको मिति २०८३/०६/३० गते हुने छैठौं वार्षिक साधारण सभा प्रयोजनको लागि मिति २०८३/०६/१६ गते (एक दिन) शेयरधनी दर्ता पुस्तिका बन्द गर्ने व्यहोरा सम्बन्धित सबै शेयरधनीहरूमा जानकारीको लागि अनुरोध छ । नेपाल स्टक एक्सचेन्ज लिमिटेडमा मिति २०८३/०६/१५ गते सम्म कारोबार भइ प्रचलित कानून बमोजिम यस कम्पनीका शेयर रजिष्ट्रार श्री एनएमबि क्यापिटल लिमिटेड, बालुवाटार, काठमाडौंमा प्राप्त शेयर दाखिल खारेजको आधारमा शेयरधनी दर्ता किताबमा कायम रहेका शेयरधनीहरूले सो सभामा भाग लिन, छलफल गर्न, उम्मेदवार बन्न,मतदान गर्न पाउने व्यहोरा पनि जानकारीको लागि अनुरोध छ ।

२) वार्षिक साधारण सभामा भाग लिन इच्छुक शेयरधनी महानुभावहरूले शेयर प्रमाणपत्र वा डिम्याट खाताको विवरण र आफ्नो परिचय खुल्ने प्रमाण वा सोको प्रतिलिपी अनिवार्य रूपमा लिई आउनु हुन अनुरोध छ । संगठित संस्थाबाट प्रतिनिधित्व गर्ने भएमा संगठित संस्थाबाट प्रतिनिधि नियुक्त गरिएको आधिकारिक पत्र लिई आउनुपर्नेछ ।

३) कम्पनीको शेयरधनी दर्ता किताबमा नाम दर्ता भएका शेयरधनीहरूले आफै वा प्रतिनिधि मार्फत सभामा भाग लिन,छलफल गर्न र मतदान गर्न सक्नेछन् । नाबालक शेयरधनीको तर्फबाट नाबालकको संरक्षक वा निजले नियुक्त गरेको प्रतिनिधिले सभामा भाग लिन, छलफल गर्न र मतदान गर्न सक्नेछन् । सभा हुने दिन सभामा उपस्थितिको लागि हाजिर पुस्तिका बिहान १०:०० बजेदेखि खुल्ला रहनेछ ।

४) सभामा भाग लिन, छलफल गर्न र मतदान गर्नको लागि प्रतिनिधि नियुक्त गर्न चाहने शेयरधनीले कम्पनीको अर्को कुनै शेयरधनीलाई मात्र प्रतिनिधि नियुक्त गर्न सक्नेछ । प्रतिनिधि नियुक्त हुने शेयरधनीले सभा सुरू हुनु भन्दा कम्तिमा ४८ घन्टा अर्थात २०८३/०६/२८ गते बिहान ११ बजे अगावै प्रतिनिधिपत्र

(प्रोक्सी) यस कम्पनीको केन्द्रिय कार्यालय का.म.न.पा.-२२, खिचापोखरी, काठमाडौंमा बुझाई सक्नुपर्नेछ । प्रोक्सि फारमको ढाँचा कम्पनीको वेबसाइट www.tpkhp.com.np बाट डाउनलोड गर्न सकिनेछ ।

५) साधारण सभाबाट संस्थापक शेयरधनीहरूबाट ३ (तीन) जना सञ्चालकहरू र सर्वसाधारणबाट २ (दुई) जना सञ्चालकहरू नियुक्त गर्नको लागि निर्वाचन गरिने भएकोले उक्त निर्वाचन सम्बन्धी कार्यक्रम कम्पनीको निर्वाचन अधिकृतले तोके बमोजिम कम्पनीको केन्द्रिय कार्यालय का.म.न.पा.-२२, खिचापो खरी,काठमाडौं, निर्वाचन अधिकृतको कार्यालयमा मिति २०८३/०६/२१ गते प्रकाशित गरिनेछ र यस सम्बन्धी जानकारीहरू कम्पनीको वेबसाइट www.tpkhp.com.np मा पनि हेर्न सकिनेछ ।

६) निर्वाचन हुने सञ्चालक पदको निमित्त उम्मेदवार हुन चाहने संस्थापक तथा सर्वसाधारण समूहको मतदाता नामावलीमा नाम उल्लेख भएको शेयरधनीले कम्पनीको नियमावलीको नियम २८ मा उल्लिखित न्यूनतम शेयर संख्या बराबर शेयर कित्ता लिएको (संगठित संस्थाको तर्फबाट उम्मेदवारी दिनेको हकमा बाहेक) र कम्पनी ऐन २०६३ बमोजिम अयोग्य नठहरिएको व्यक्ति हुनु पर्नेछ । सञ्चालकको निर्वाचन प्रक्रिया तथा कार्यक्रम संस्थाको "सञ्चालक निर्वाचन निर्देशिका, २०८३ बमोजिम हुनेछ ।

७) विविध शीर्षक अन्तर्गत प्रश्न गर्न चाहने शेयरधनीले आफूले प्रश्न गर्न चाहेको विषय बारे सभा हुनुभन्दा ७ दिन अगावै यस कम्पनीको आधिकारीक इमेल taksarpikhuwahpp2017@gmail.com मा जानकारी दिन हुन अनुरोध छ ।

८) अन्य कुनै जानकारीका लागि कम्पनीको केन्द्रिय कार्यालय का.म.न.पा.-२२, खिचापोखरी, काठमाडौंमा सम्पर्क गर्नुहुन अनुरोध छ ।

सञ्चालक समितिको आज्ञाले
कम्पनी सचिव

अनुसूची-२

दफा ५(४) संग सम्बन्धित

(कम्पनी ऐन, २०६३ को दफा ७१ को उपदफा (३) संग सम्बन्धित)

(प्रोक्सी फारम)

श्री संचालक समिति, मिति : .....

टक्सार पिखुवा खोला हाइड्रोपावर लिमिटेड,

का.म.न.पा.-२२, खिचापोखरी, काठमाडौं ।

विषय : प्रतिनिधि नियुक्त गरिएको बारे ।

महाशय,

.....जिल्ला.....न.पा./गा.पा.वडा नं.....बस्ने म/हामी.....ले त्यस लि.को शेयरधनीको हैसियतले संवत २०८३ साल आश्विन महिना ३० गते शुकबार (तदनुसार अक्टोवर १६, २०२६) का दिन हुने छैठौं (आ.व.२०८२/०८३) बार्षिक साधारण सभामा म/हामी स्वयं उपस्थित भई छलफल तथा निर्णयमा सहभागी हुन नसक्ने भएकोले उक्त सभामा मेरो/हाम्रो तर्फबाट भाग लिनको लागि .....जिल्ला ..... न.पा./गा.पा.वडा नं..... बस्ने .....लाई मेरो /हाम्रो प्रतिनिधी नियुक्त गरी पठाएको छु/ छौं ।

प्रतिनिधी नियुक्त भएको व्यक्तिको	निवेदक
नामः	शेयरधनी नं./DEMAT No.
ठेगानाः	दस्तखत :
शेयरधनी नं./DEMAT No.	नामः
हस्ताक्षर नमुना :	ठेगानाः
परिचयपत्र नं.:	शेयर संख्याः
मिति :	मितिः

साधारण सभामा स्वयं आफै उपस्थित हुन नसक्ने शेयरधनीहरूले यस कम्पनीको रजिष्ट्रर्ड कार्यालय,का.म.न.पा.-२२, खिचापोखरी, काठमाडौं वा कम्पनीको टेलिफोन नं. ०१-५३२१७७७ मा सम्पर्क गरी छैठौं बार्षिक साधारण सभाको लागि तयार पारिएको प्रोक्सी फारम बुझी सो फारम भरी संवत २०८३ साल आश्विन २८ गते बुधबार (तदनुसार अक्टोवर १४,२०२६) विहान ११:०० बजे सम्म सोही स्थानमा बुझाउन हुन सुचित गरिन्छ ।

.....

श्री टक्सार पिखुवा खोला हाइड्रोपावर लिमिटेडको छैठौं वार्षिक साधारण सभामा उपस्थितीको लागि जारी गरिएको प्रवेश पत्र ।

शेयरधनीको नाम : दस्तखत :

शेयरधनी नं./DEMAT No.

द्रष्ट्रव्य :

१. शेयरधनी आफैले खाली कोठाहरू भर्नु होला ।

२. सभाकक्षमा प्रवेश गर्न यो प्रवेश पत्र पेश गर्न अनिवार्य छ ।

३. शेयरधनी स्वयं उपस्थित भएमा प्रोक्सीद्धारा नियुक्त प्रतिनिधी स्वतः रद्ध हुनेछ ।

४. प्रोक्सी दिदा कम्पनीको शेयरधनीलाई मात्र दिन पाइनेछ ।

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कम्पनी सचिव

नोट : यो निवेदन साधारण सभा शुरू हुनु भन्दा कम्तीमा ४८ घण्टा अगावै कम्पनीको रजिर्ष्ट्रड कार्यालयमा पेश गरी सक्नु पर्नेछ ।

टक्सार पिखुवाखोला हाइड्रोपावर लिमिटेडको
छैठौं बार्षिक साधारण सभामा संचालक समितिको तर्फबाट
अध्यक्ष श्री अजय बल्लभ पन्तज्यूबाट प्रस्तुत
आ.व.२०८२/०८३ को वार्षिक प्रतिवेदन

आदरणीय शेयरधनी महानुभावहरू,

यस टक्सार पिखुवाखोला हाइड्रोपावर लिमिटेडको छैठौं बार्षिक साधारण सभामा कम्पनीको संचालक समितिको तर्फबाट म यहाँ उपस्थित सम्पूर्ण महानुभावहरूलाई हार्दिक स्वागत तथा अभिवादन गर्दछु । साथै संचालक समितिका संचालकज्यूहरू, अतिथीज्यूहरू, कम्पनीमा कार्यरत विभिन्न तहका कर्मचारीहरू, कम्पनीको निमन्त्रणा स्विकार गरी पाल्नु भएका यस कम्पनीका शेयरधनी महानुभावहरू सम्पूर्णलाई कम्पनीको संचालक समितिको तर्फबाट र मेरो व्यक्तिगत तर्फबाट हार्दिक अभिवादन व्यक्त गर्दछु ।

सर्वप्रथम मिति २०८३।०५।१० का दिन रसुवा जिल्लाको भोटेकोशीमा आएको आकस्मिक एवं अकल्पनीय बाढीबाट रसुवा, नुवाकोट र धादिङ लगायतका जिल्लामा र पुनः असोज महिनामा देशका बिभिन्न भागमा आएको बाढी पहिरोका कारण हजारौं स्वदेशी एवं विदेशीहरूले अकालमा मृत्युवरण गर्नु परेको अकल्पनीय दुःखद अवस्थाका साथै खर्बौं रकम बराबरको आर्थिक क्षति व्यहोर्नु पर्ने अवस्था उत्पन्न हुन गएकोमा सम्पूर्ण मृतकहरू प्रति हार्दिक श्रद्धाञ्जली अर्पण गर्नुका साथै शोकाकुल परिवारमा धैर्य धारण गर्ने शक्ति प्राप्त होस एवं उक्त बाढीबाट घाइते हुनु भएकाहरूको शीघ्र स्वास्थ्य लाभ प्राप्त होस भनी भगवानसंग प्रार्थना गर्दछु ।

यस कम्पनीको सामान्य परिचय निम्नानुसार रहेको छ ।

क्र.सं.	विषय	विवरण
१.	कम्पनीको नाम	टक्सार पिखुवाखोला हाइड्रोपावर लिमिटेड
२.	कम्पनीको रजिष्टर्ड कार्यालय	का.जि.का.म.पा.-२२, खिचापोखरी, काठमाडौं
३.	कम्पनीले संचालन गरेको आयोजनाको नाम	टक्सार पिखुवाखोला जलविद्युत आयोजना (८ मे.वा.)
४.	आयोजनास्थल	भोजपुर जिल्ला भोजपुर नगरपालिका वडा नं. १२
५.	कम्पनीको मुख्य उद्देश्य	जलविद्युत उत्पादन तथा विक्री वितरण गर्ने
६.	प्रा.लि.बाट लि.मा परिणत भएको मिति	२०७८ आश्विन १४ गते
७.	व्यापारिक उत्पादन शुरू गरेको मिति	२०७८ बैशाख १ गते
८.	नेपाल स्टक एक्सचेन्ज लिमिटेडमा सुचिकृत मिति	२०८३ आषाढ ०५ गते सूचिकृत भई २०८३ आषाढ ०८ गते देखि कम्पनीको सर्वसाधारण समूहको शेयर कारोवार शुरू भएको ।

शेयरधनी महानुभावहरू,

टक्सार पिखुवाखोला हाइड्रोपावर लिमिटेडले कम्पनी रजिष्ट्रार कार्यालयबाट मिति २०७८/०७/१० मा कारोबार गर्न स्विकृति प्राप्त गरेको हो । नेपालमा रहेको अपार जलश्रोतको उपयोग गरी जलविद्युत आयोजनाहरूको पहिचान गरी संभाव्यता अध्ययन, निर्माण र संचालन गर्ने उद्देश्यले निजी क्षेत्रका उद्यमीहरू मिलेर मिति २०७१/०१/१० मा नेपाल सरकार, कम्पनी रजिष्ट्रारको कार्यालयमा टक्सार पिखुवा खोला हाईड्रोपावर लिमिटेडको नाममा प्राइभेट लिमिटेड कम्पनीको रूपमा दर्ता भई कारोबार संचालन गर्दै आएको थियो । यस कम्पनीको आयोजना प्रभावित क्षेत्रका बासिन्दा तथा सर्वसाधारणहरूको जनसहभागिता बिस्तार गर्ने हेतुले मिति २०७८/०६/१४ मा पब्लिक लिमिटेड कम्पनीमा परिणत भई टक्सार पिखुवा खोला हाईड्रोपावर लिमिटेडको नाममा संचालन हुँदै आएको छ ।

यस कम्पनीले कोशी प्रदेशको भोजपुर जिल्लाको भोजपुर नगरपालिका तथा राम प्रसाद राई गाउँपालिका स्थित जलविद्युत आयोजनाबाट ८ मेगावाट क्षमताको जलविद्युत उत्पादन गर्ने उद्देश्य अनुरूप जलविद्युत आयोजनाको निर्माण, उत्पादन तथा संचालन गर्न नेपाल सरकार उर्जा, जलस्रोत तथा सिंचाई मन्त्रालयबाट मिति २०७३/०३/०३ मा विद्युत उत्पादनको अनुमति प्राप्त गरेको हो ।

यस आयोजना (८ मे.वा.) को मिति २०७३/०३/०३ मा नेपाल सरकार, उर्जा मन्त्रालय, बिद्युत विकास विभागबाट विद्युत उत्पादनको अनुमतिपत्र प्राप्त भई र मिति २१०८ /०३/०२ गते सम्म बहाल रहेको छ । त्यसैगरी यस आयोजना (८ मे.वा.) को मिति २०७७/०३/१६ मा नेपाल सरकार, उर्जा, जलस्रोत तथा सिंचाइ मन्त्रालय, बिद्युत विकास विभागबाट विद्युत प्रसारणको अनुमतिपत्र प्राप्त भएको हो । उक्त अनुमतिपत्र बहाल रहने अवधि २०७७/०३/१२ देखि २१०२/०३/११ सम्म रहेको छ ।

यस कम्पनी र नेपाल विद्युत प्राधिकरण बीच मिति २०७३।०९।०१ मा भएको विद्युत खरिद बिक्री सम्बन्धी सम्झौता अनुरूप आयोजनाले मिति २०७८।०१।०१ देखी व्यवसायीक उत्पादन गरी राष्ट्रिय प्रसारण लाईनमा जडान गरी बिक्री गरी रहेको व्यहोरा आदरणीय शेयरधनी महानुभावहरूलाई अवगत गराउन चाहन्छु ।

आयोजना प्रभावित क्षेत्रका वासिन्दा लगायत सर्वसाधारणहरूमा कम्पनीको शेयर निष्काशनको लागि विगत ३ (तिन) बर्ष अगाडी नेपाल धितोपत्र बोर्डमा दर्ता भई निष्काशन स्विकृतीको प्रकृयामा रहेतापनि देशमा विद्यमान राजनीतिक अस्थिरता तथा नीति नियम लगायत प्रशासनिक परिवर्तनको कारण लामो समयको पर्खाइ पछी आ.व.२०८२/०८३ मा कम्पनीले सर्वसाधारणहरूमा शेयर निष्काशन गर्न सफल भई मिति २०८३ आषाढ ०५ गते नेपाल स्टक एक्सचेन्ज लिमिटेड (नेप्से) मा सूचिकृत भई २०८३ आषाढ ०८ गते देखि कम्पनीको सर्वसाधारण समूहको शेयरको कारोबार भईरहेको छ ।

नयाँ लगानी तर्फ यस कम्पनीले शेयर पूँजीमा लगानी गरेको ठूलो खोला हाइड्रोपावर लिमिटेडले प्रर्वद्धन गरेको माथिल्लो ठूलो खोला ए जलविद्युत आयोजना (२२.५ मे.वा.) र युनाइटेड मेवा खोला हाइड्रोपावर लिमिटेडले प्रर्वद्धन गरेको युनाइटेड मेवा खोला जलविद्युत अयोजना (५० मे.वा.) को निर्माण सफलतापूर्वक सम्पन्न भई व्यवसायिक संचालनमा आईसकेको छ । जसमा २२.५ मे.वा.जडित क्षमताको माथिल्लो ठूलो खोला ए जलविद्युत आयोजना मिति २०८२ साल चैत्र १६ गतेबाट र ५० मे.वा.जडित क्षमताको युनाइटेड मेवा खोला जलविद्युत अयोजना मिति २०८३ साल जेठ २८ गतेबाट व्यवसायिक संचालनमा आई नियमित रूपमा विद्युतको व्यापारिक उत्पादन तथा वितरण गरिरहेका छन् ।

त्यसै गरी टक्सार पिखुवा खोला हाइड्रोपावर लिमिटेडको मुख्य लगानी रहेको टक्सार क्यास्केड पावर प्रा.लि.द्धारा प्रर्वद्धित ९.५ मे.वा.क्षमताको सुपर टक्सार पिखुवा जलविद्युत आयोजना र ९.३ मे.वा.क्षमताको सुपर पिखुवा जलविद्युत आयोजना मध्ये ९.५ मे.वा.क्षमताको सुपर टक्सार पिखुवा जलविद्युत आयोजनाको सर्वेक्षण कार्य समाप्त भई नेपाल विद्युत प्राधिकरणसंग विद्युत खरिद बिक्री सम्बन्धी सम्झौता (PPA) को प्रकृया अगाडी बढीरहेको व्यहोरा यस सभा समक्ष जानकारी गराउँदछु ।

विद्युत आयोजनाहरूमा स-साना प्राविधिक समस्याहरू आइनै रहने भएतापनि आ.व.२०८२/०८३ मा यस आयोजना नियमित रूपमा संचालनमा रहेकोले कम्पनीका लागि यो बर्ष सुखद नै रहन गयो । हाल विश्वव्यापी रूपमा देखिएको जलवायु परिवर्तनका कारणले गर्दा कहिले बाढी पहिरो जाने र कहिले खडेरी पर्ने जस्ता प्राकृतिक प्रकोपका समस्या झेल्नु पर्दा हालका दिनहरूमा आयोजना संचालन गर्न थप चुनौतीपूर्ण बन्दै गएको छ ।

यस कम्पनीले आ.व.२०८२/०८३ मा विद्युत विक्रीबाट रू. २५,०२,४७,७७५/- (अक्षेरूपी पच्चिस करोड दुई लाख सड्चालिस हजार सात सय पचहत्तर रूपैयाँ) मात्र आर्जन गरेको छ । जलविद्युत कम्पनीका आयोजनाहरू व्यवसायिक रूपमा संचालनमा आएतापनि बैंक कर्जाको भुक्तानी तथा खर्च व्यवस्थापनका कारण शुरूका तिन चार बर्ष शेयरधनीहरूलाई मुनाफा वितरण गर्न सक्ने अवस्थामा नहुने हुँदा आगामी बर्षहरूमा कसरी शेयरधनी महानुभावहरूको लगानीको उचित प्रतिफल दिन सकिन्छ भन्ने लक्ष्यका साथ संचालक समितिले आफ्नो कार्ययोजना बनाई अगाडी बढिरहेको जानकारी गराउन चाहन्छु ।

यस कम्पनीको संस्थागत हित तथा उन्नती प्रगतीका लागि शेयरधनी महानुभावहरूबाट प्राप्त हुने सल्लाह, सुझावहरूलाई कम्पनी र संचालक समितिको मार्गदर्शनको रूपमा लिई अगाडी बढ्ने प्रतिवद्धता व्यक्त गर्दै कम्पनीले अन्य कम्पनीहरूमा समेत लगानी गर्न सहजता होस भन्ने हेतुले यस कम्पनीलाई होल्डिङ कम्पनीमा परिणत गर्ने सम्बन्धी विशेष प्रस्ताव सभा समक्ष प्रस्तावत गरेको छु ।

कम्पनीको आ.व. २०८२/०८३ को लेखापरिक्षण प्रतिवेदन नेपाल वित्तिय प्रतिवेदन मान (Nepal Financial Reporting Standards) को मापदण्ड अनुसार तयार भएको वासलात, नाफा नोक्सान हिसाव र सोही अवधिको नगद प्रवाह विवरण सहितको लेखापरिक्षण प्रतिवेदन शेयरधनी महानुभावहरूलाई यस अघि नै अध्ययनको लागि उपलब्ध गराइसकेकोले उक्त लेखापरिक्षण प्रतिवेदन अनुमोदनको लागि संचालक समितिको तर्फबाट प्रस्तुत गर्न चाहन्छु ।

अन्त्यमा,

यस छैठौं बार्षिक साधारण सभामा प्रत्यक्ष वा अप्रत्यक्ष रूपमा सहभागिता जनाई यस कम्पनीको प्रगती र समृद्धीको लागि आफ्नो अमूल्य सल्लाह, सुझाव र हौसलाको लागि उपस्थित सम्पूर्ण शेयरधनी महानुभावहरू लगायत वित्तिय सहयोग गर्ने बैंकहरू, नेपाल सरकार, उर्जा मन्त्रालय, विद्युत विकास विभाग, नेपाल विद्युत प्राधिकरण, विद्युत नियमन आयोग, कम्पनी रजिष्ट्रारको कार्यालय,नेपाल धितोपत्र वोर्ड, नेपाल स्टक एक्सचेन्ज तथा अन्य सहयोगी संघ संस्थाहरूबाट यस अवधीमा प्राप्त सहयोगको लागि हार्दिक धन्यबाद दिन चाहन्छु ।

त्यसै गरी आयोजना संचालनमा सहयोग पुऱ्याई रहनुभएका स्थानीय महानुभावहरू, जिल्ला प्रशासन कार्यालय, जिल्ला प्रहरी कार्यालय, प्रभावित पालिकाहरू, विभिन्न राजनितिक दलहरू लगायत अन्य स्थानिय निकायहरूबाट प्राप्त सहयोग तथा निर्देशनहरू यस कम्पनीको विकासको लागि मार्गनिर्देशनको रूपमा रहने भएकोले यहाँहरू सम्पूर्णप्रति हार्दिक आभार व्यक्त गर्दछु ।

यसै गरी कम्पनीलाई आजको यस अवस्थामा पुऱ्याउन सहयोग गर्नुहुने शेयरधनी महानुभावहरू, वित्तिय सहयोग गर्ने सिटीजन्स बैंक इन्टरनेशनल लिमिटेड, प्राइम कर्मसियल बैंक लिमिटेड र सहभागी बैंक माच्छापुछे बैंक लिमिटेड, यस कम्पनीको संचालक समितिका सदस्यहरू, लेखापरिक्षक, कम्पनीका व्यवस्थापन तर्फका व्यवस्थापक, कम्पनीको काममा अथक मेहनत गर्नुहुने कर्मचारीहरूलाई हार्दिक धन्यबाद दिन चाहन्छु । आफ्नो कार्य व्यस्थताको बावजुत पनि सभामा उपस्थित भई कम्पनीको हौसला बढाई दिनु भएकोमा शेयर धनी महानुभावहरूलाई धन्यबाद दिदै संचालक समितिको तर्फबाट प्रस्तुत भएको प्रतिवेदन माथि छलफल गरी अनुमोदन गरिदिनु हुन अनुरोध गर्दै आगामी दिनहरूमा पनि कम्पनीले पाउने सकारात्मक सल्लाह, सुझाव र प्रतिकृयाहरूको सदैव अपेक्षा राख्दछौं । साथै नेपालीहरूको आउँदो महानचाड बडा दशै, शुभ दिपावली, नयाँ नेपाल सम्बत् ११४७, छठ एवं ईद पर्वको उपलक्ष्यमा यहाँहरू लगायत सम्पूर्ण जनको सुस्वास्थ्य एवं उत्तरोत्तर प्रगतिको हार्दिक मंगलमय शुभकामना व्यक्त गर्न चाहन्छु ।

धन्यवाद ।

संचालक समितिको तर्फबाट

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अजय बल्लभ पन्त

अध्यक्ष

टक्सार पिखुवाखोला हाइड्रोपावर लिमिटेडको
छैठौं बार्षिक साधारण सभामा संचालक समितिको तर्फबाट
अध्यक्ष श्री अजय बल्लभ पन्तज्यूद्वारा
प्रस्तुत बार्षिक प्रतिवेदन

कम्पनी ऐन, २०६३ को दफा १०५ को उपदफा (४) बमोजिम संचालक समितिको प्रतिवेदन

(आर्थिक बर्ष २०८२/०८३)

टक्सार पिखुवाखोला हाइड्रोपावर लिमिटेड मिति २०७१ साल बैशाख महिना १० गते प्रा.लि.कम्पनीको रूपमा कम्पनी रजिष्ट्रारको कार्यालयमा दर्ता भई मिति २०७८ साल आश्विन महिना १४ गते पब्लिक लिमिटेड कम्पनीमा परिणत भई जलविद्युत सम्बन्धी व्यवसाय गरिरहेको कम्पनी हो । यस कम्पनीको हालको पूँजीको संरचना यस प्रकारको रहेको छ ।

विवरण	२०८३ आषाढ मसान्त सम्म कायम शेयर पूँजी (रू.)
अधिकृत पूँजी	१,२०,००,००,०००।-
जारी पूँजी	१,२०,००,००,०००।-
चुक्ता पूँजी	१,२०,००,००,०००।-

आ.व.२०८२/०८३ को वासलात, आय विवरण, नगद प्रवाह विवरण, लगायतका वित्तिय विवरणहरू तथा लेखापरिक्षण प्रतिवेदन अनुमोदनको लागि पेश गर्दै कम्पनीले आ.व.२०८२/०८३ मा प्राप्त गरेको उपलब्धी तथा कार्यनीति र आगामी वर्षमा गरिने कार्ययोजनाहरू आजको यस कम्पनीको छैठौं बार्षिक साधारण सभा समक्ष प्रस्तुत कम्पनी ऐन, २०६३ मा भएको व्यवस्था बमोजिम निम्नानुसार विवरणहरू पेश गरिएको छ ।

क) विगत वर्षहरूको कारोबारको सिंहावलोकन :

यस कम्पनीले नेपालको पूर्वी पहाडी जिल्ला भोजपुर स्थित पिखुवा खोलाको पानी उपयोग गरी ८ मे.वा. क्षमताको टक्सार पिखुवा खोला जलविद्युत आयोजना निर्माण सम्पन्न गरी २०७८ साल बैशाख १ गते देखि व्यवसायिक संचालनमा रहेको व्यहोरा सम्पूर्ण शेयरधनी महानुभावहरूमा सर्वविदितै छ ।

आ.व.२०८२/०८३, २०८१/०८२ र २०८०/०८१ मा आयोजनाको विद्युत उत्पादन र विक्री वितरण निम्नानुसार रहेको छ ।

आर्थिक वर्ष	कन्ट्रयाक्ट उर्जा (kwh)	कन्ट्रयाक्ट उर्जा वापतको रकम (रू.)	आपूर्ति गरिएको उर्जा (kwh)	उर्जा विक्रीबाट आम्दानी (रू.)
२०८२/०८३	४५५१४४८१	२५,६३,४५,७७१/०८	४३६२८००३	२५,०२,४७,७७५।-
२०८१/०८२	४५५१४४८१	२५,६३,४५,७७१/०८	३९२८३३४०	२१,१४,९०,७१४।-
२०८०/०८१	४५५१४४८१	२५,६३,४५,७७१/०८	३५१४३२२०	१८,५२,३९,६५३/-

आ.व. २०८२/०८३, २०८१/०८२ र २०८०/०८१ को तुलनात्मक वित्तिय विवरण तल उल्लेख भए बमोजिम रहेको छ ।

विवरण	२०८२/०८३ (रू.)	२०८१/०८२ (रू.)	२०८०/०८१ (रू.)
विद्युत विक्रीबाट प्राप्त आम्दानी	२५,०२,४७,७७५।-	२१,१४,९०,७१४।-	१८,५२,३९,६५३/-
प्रत्यक्ष खर्च	१,६६३,४,८९७।-	१,९९,४८,७९५।-	१,४१,६९,६८२।-
कुल नाफा	२३,३६,१२,८७८।-	१९,१५,४१,९१९।-	१७,१०,६९,९७१।-
अन्य आम्दानी	-	-	१७,५४,९०,०००।-
कर्मचारी खर्च	(१,७६,५२,९४१।-)	(१,५३,०३,०८७।-)	(१,६५,०५,४६४।-)
अन्य संचालन खर्चहरू	(९१,१०,१९२।-)	(१,०६,४२,२०७।-)	(१,६०,९३,६८६।-)
ह्रास कट्टी अघिको संचालन नाफा(नोक्सान)	२०,६८,४९,७४५।-	१६,५५,९६,६२५।-	३१,३९,६०,८२१।-
ह्रास कट्टी खर्च	(६,८४,८४,६४९।-)	(६,७१,८७,२६८।-)	(४,२८,८९,११४।-)
संचालन नाफा/(नोक्सान)	१३,८३,६५,०९६।-	९,८४,०९,३५७।-	२७,१०,७१,७०७।-
वित्तिय खर्च	१०,२७,८९,४२९।-	१०,४०,२२,१०६।	११,८२,९५,६०२।-
कर अघिको नाफा	-	-	-
कर्मचारी वोनस	-	-	—
कर अघिको खुद नाफा/(नोक्सान)	३,५५,७५,६६६।-	(५६,१२,७४९।-)	१५,२७,७६,१०५।-
आय कर खर्च	-	-	—
खुद नाफा/(नोक्सान)	३,५५,७५,६६६।-	(५६,१२,७४९।-)	१५,२७,७६,१०५।-

नाफा/(नोक्सान) बाँडफाँड हिसाब

विवरण	२०८२/०८३ (रू.)	२०८१/०८२ (रू.)	२०८०/०८१ (रू.)
गत वर्षको मौज्दात	५९,२९,१५०।-	१,१५,४१,८९९।-	(१९,२७,१३,४२९।-)
विगत वर्षहरूको हिसाव मिलान	(१,२१,७७,११४।-)	-	५,१४,७९,२२३।-
यस आर्थिक बर्षको नाफा/(नोक्सान)	३,५५,७५,६६६।-	(५६,१२,७४९।-)	१५,२७,७६,१०५।-
जम्मा	२,९३,२७,७०२।-	५९,२९,१५०।-	१,१५,४१,८९९।-

ख) राष्ट्रिय तथा अन्तराष्ट्रिय परिस्थितिबाट कम्पनीको कारोवारलाई परेको असर :

राष्ट्रिय तथा अन्तराष्ट्रिय आर्थिक तथा वित्तिय क्षेत्रमा देखा पर्ने विभिन्न प्रतिकुलताहरू जस्तै मुद्रास्फीति, विदेशी मुद्राको मुल्यमा हुने वृद्धी, अन्तराष्ट्रिय मुल्यस्तरमा वृद्धी आदि कारण आयोजनाको नियमित मर्मत सम्भारका लागि आवश्यक पर्ने यन्त्र उपकरण,प्राविधिक परामर्श सेवा लगायतका खर्च बढ्ने र जलविद्युत आयोजनाको उत्पादन पानीको वहावमा निर्भर हुने भएकोले विश्वव्यापी रूपमा देखिएको जलवायु परिवर्तनका कारण समयमा बर्षा नहुदा पानीको वहाव कम भई आम्दानीमा असर पर्ने देखिन्छ ।

ग) प्रतिवेदन तयार भएको मितिसम्म चालु वर्षको उपलब्धि र भविष्यमा गर्नुपर्ने कुराको सम्बन्धमा संचालक समितिको धारणा :

आ.व.२०८२/०८३ मा विद्युत बिक्रीबाट रू.२५,०२,४७,७७५।- (अक्षेरूपी पच्चिस करोड दुई लाख सड्चालिस हजार सात सय पचहत्तर रूपैयाँ) मात्र आम्दानी भएको छ । आगामी आ.व.देखि विद्युत उत्पादन वृद्धि भई आम्दानीमा वृद्धि गर्ने लक्ष्य राखेका छौं ।

घ) संस्थागत सामाजिक दायित्व :

- यस आयोजनाले आयोजना स्थल सम्म पुग्ने पहुँच मार्ग निर्माण गरेर आयोजना वरपर बसोवास गर्ने स्थानियहरूलाई आवतजावत गर्न सहज भएको छ ।
- कम्पनीले आयोजना निर्माण अवधी देखि नै आवश्यक दक्ष तथा अदक्ष कर्मचारीहरू आयोजना प्रभावित तथा स्थानियहरूलाई प्रथमिकता दिई रोजगारीको अवसर प्रदान गरेको छ । कम्पनीले यस प्रकारको कार्यलाई आफ्नो प्राथमिकतामा राखि भविष्यमा समेत निरन्तरता दिदै जाने छ।

ङ) कम्पनीको औद्योगिक वा व्यवसायिक सम्बन्ध :

कम्पनीले आफ्नो उद्देश्य अनुरूप कारोवार संचालन गर्न वित्तिय संस्था र जलविद्युत क्षेत्रसंग सम्बन्धीत सरकारी निकायहरू तथा सरोकारवालहरूसंग सौहार्दपूर्ण सम्बन्ध कायम राख्दै आएको छ ।

च) संचालक समितिमा भएको हेरफेर र सोको कारण :

आ.व.२०८२/०८३ मा संचालक समितिमा कुनै हेरफेर भएको छैन ।

छ) कारोबारलाई असर पार्ने मुख्य कुराहरू :

१) विद्यमान जलविद्युत सम्बन्धी ऐन कानूनमा हुने परिवर्तन तथा नयाँ नीति नियमले जलविद्युत आयोजनाको संचालनमा पर्न सक्ने अनुकुल तथा प्रतिकुल असरहरू ।

२) जलवायु परिवर्तनका कारण हुने अनपेक्षित बाढी पहिरोका असरहरू ।

३) बैंक तथा वित्तिय संस्थाको व्याजदर परिवर्तनको कारण व्याज खर्चमा हुने परिवर्तनका असरहरू ।

४) बिमा शुल्कमा हुने वृद्धिका असरहरू ।

ज) लेखापरिक्षण प्रतिवेदनमा कुनै कैफियत उल्लेख भएको भए सो उपर संचालक समितिको प्रतिकृया (Nepal Financial Reporting Standards (NFRS) **को मापदण्ड बमोजिम चार्टर्ड एकाउन्टेन्ट श्री रोशन दहाल (एस सुवेदी एण्ड एसोसियट्स) द्वारा तयार गरिएको कम्पनीको आ.व.२०८२/०८३ को वित्तिय विवरणहरू नकारात्मक टिप्पणी रहित रहेको छ ।**

झ) लाभांश बाँडफाँड गर्न सिफारिस गरिएको रकम :

आ.व.२०८२/०८३ मा लाभांश प्रस्ताव गरिएको छैन् ।

ञ) जफत गरिएको शेयर सम्बन्धी विवरण :

हालसम्म कम्पनीले कुनै पनि शेयर जफत गरेको छैन ।

ट) कम्पनीको सहायक कम्पनी सम्बन्धी विवरण :

यस कम्पनीको कुनै पनि सहायक कम्पनी रहेको छैन ।

ठ) सहायक कम्पनीसंग भएको कारोबारको विवरण :

यस कम्पनीको कुनै पनि सहायक कम्पनी रहेको छैन ।

ङ) विगत आर्थिक वर्षमा कम्पनीको आधारभूत शेयरधनीहरूले कम्पनीलाई उपलब्ध गराएको जानकारी :

विगत आर्थिक वर्षमा कम्पनीको आधारभूत शेयरधनीहरूले कम्पनीको कारोबार सम्बन्धमा कम्पनीलाई कुनै प्रकारको जानकारी गराएको छैन ।

ढ) विगत आर्थिक वर्षमा कम्पनीका संचालक तथा पदाधिकारीहरूले लिएको शेयर स्वामित्वको विवरण तथा निजहरूको संलग्नता :

आ.व.२०८२/०८३ को अन्त सम्ममा यस कम्पनीका संचालक तथा पदाधिकारीहरूले लिएको शेयर स्वामित्वको विवरण निम्नानुसार रहेको छ ।

क.सं.	नाम	पद	शेयर संख्या
१	श्री अजय वल्लभ पन्त	अध्यक्ष	१,२५,००० कित्ता
२	श्री पञ्चविर सिंह तुलाधर	संचालक	४,७१,५६४ कित्ता
३	श्री सुरेश कुमार स्थापित	संचालक	२५,००० कित्ता
४	श्री शम्भु प्रसाद पन्त	संचालक	४,५०० कित्ता
५	श्री रश्मी नेपाल	स्वतन्त्र संचालक	-

कम्पनीको संचालक तथा पदाधिकारीहरू शेयरको कारोवारमा संलग्न नभएको ।

ण) कम्पनीसंग सम्बन्धीत संझौताहरूमा कुनै संचालक तथा निजको नजिकको नातेदारको व्यक्तिगत स्वार्थको बारेमा उपलब्ध गराईएको जानकारीको व्यहोरा :

यस प्रकारको जानकारी उपलब्ध नभएको ।

त) कम्पनीले आफ्नो शेयर आफैले खरिद गरेको विवरण :

कम्पनीले आफ्नो शेयर आफैले खरिद गरेको छैन ।

थ) आन्तरिक नियन्त्रण प्रणालीको विस्तृत विवरण :

प्रचलित ऐन, कानून तथा सम्बन्धीत मन्त्रालय, विभाग र निकायहरूबाट प्राप्त निर्देशनहरू पालना गर्दै आन्तरिक कार्य संचालन गरिएको छ । कम्पनीले कर्मचारी सेवा शर्त र सुविधा सम्बन्धी विनियमावली बनाई लागू गरेको छ ।

द) गत आर्थिक वर्षको कुल व्यवस्थापन खर्चको विवरण :

कम्पनीको गत वर्षको व्यवस्थापन खर्च निम्न बमोजिम रहेको छ ।

विवरण	२०८२/०८३ (रू.)	२०८१/०८२ (रू.)
कर्मचारी खर्च	१,७६,५२,९४१।-	१,५३,०३,०८७।-
व्यवस्थापन तथा अन्य प्रत्यक्ष खर्च	९१,१०,१९२।-	१,०६,४२,२०७।-
जम्मा	२,६७,६३,१३३।-	२,५९,४५,२९४।-

ध) लेखापरिक्षण समितिका सदस्यहरूको नामावली, निजहरूले प्राप्त गरेको पारिश्रमिक,भत्ता तथा सुविधा, सो सामितिले गरेको काम कारवाहीको विवरण र सो समितिले कुनै सुझाव दिएको भए सो विवरण :

हाल लेखापरिक्षण समिति गठन गरेको छैन ।

न) संचालक, प्रबन्ध संचालक, कार्यकारी प्रमुख, कम्पनीका आधारभूत शेयरधनी वा निजको नजिकको नातेदार वा निज संलग्न रहेको फर्म, कम्पनी वा संङ्गठित संस्थाले कम्पनीलाई कुनै रकम बुझाउन बाँकी भए सो कुरा : छैन ।

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

आ.व.२०८२।०८३ मा संचालक समितिको बैठक बस्दा प्रति बैठक अध्यक्षलाई रू.६,०००।- र अन्य संचालकहरूलाई रू.५,०००।- का दरले बैठक भत्ता वापत प्रदान गरिएको जम्मा रकम रू.१,०४,०००।-(अक्षेरूपी एक लाख चार हजार रूपैयाँ) मात्र भुक्तानी गरिएको छ ।त्यसै गरी कम्पनीका प्रमुख कार्यकारी अधिकृतलाई पारिश्रमिक तथा दशै खर्च समेत गरी जम्मा रू.२५,३२,०००।-(अक्षेरूपी पच्चिस लाख वत्तिस हजार रूपैयाँ) मात्र भुक्तानी गरिएको छ ।

फ) शेयरधनीहरूले बुझिलिन बाँकी रहेको लाभांशको रकम :

हाल सम्म कुनै प्रकारको लाभांश प्रस्ताव गरिएको छैन ।

ब) दफा १४१ बमोजिम सम्पत्ती खरिद वा विक्री गरेको विवरण :

वित्तिय विवरण अनुसार ।

भ) दफा १७५ बमोजिम सम्बद्ध कम्पनी विच भएको कारोबारको विवरण : छैन ।

म) यस ऐन तथा प्रचलित कानून बमोजिम संचालक समितिको प्रतिवेदनमा खुलाउनु पर्ने अन्य कुनै कुरा : नभएको ।

य) अन्य आवश्यक कुराहरू :

१) मानव संशाधन व्यवस्था :

यस कम्पनीको आयोजनास्थलमा निरन्तर रूपमा चौविसै घण्टा विद्युत उत्पादन भईरहने हुनाले आवश्यकता अनुसार दक्ष तथा अर्धदक्ष र अनुभवी कर्मचारीहरूको व्यवस्था गरिएको छ । प्रशासनिक तथा लेखा सम्बन्धी कार्यमा पनि दक्ष तथा अनुभवी कर्मचारीहरूको व्यवस्था गरिएको छ ।

२) वित्तिय व्यवस्था तथा कर्जा भुक्तानी व्यवस्था :

यस कम्पनीले टक्सार पिखुवाखोला जलविद्युत आयोजना (८ मे.वा.) निर्माणको लागि सिटिजन्स बैक इन्टरनेशनल लि.को अगुवाइमा गठन भएको सहवित्तियकरण मार्फत परियोजना कर्जा लिई निर्माण सम्पन्न गरेको र हाल प्राइम कर्मसियल बैक लि.मा कर्जा स्थानान्तरण ऐयबल क्धबउ० गरी नियमित रूपमा साँवा व्याज भुक्तानी गर्दै आएको छ । कम्पनीले आ.व.२०८२/०८३ र गत आ.व.मा बुझाएको साँवा तथा व्याज निम्न अनुसार रहेको छ ।

विवरण	२०८२/०८३ (रू.)	२०८१/०८२ (रू.)
आ.व.शुरूको कर्जा मौज्दात	१,३७,४१,९४,०२१।-	१,४०,४४,५३,४९५।-
चालु आ.व.मा साँवा भुक्तानी	४४,४२,८४,७१६।-	३,०२,५९,४७४।-
आ.व.को अन्त्यमा बाँकी कर्जा मौज्दात	८८,६३,७६,२९८।-	१,३७,४१,९४,०२१।-
चालु आ.व.मा व्याज भुक्तानी	८,१५,९०,७२१।-	११,२९,२२,१६५।-

यस आयोजनाको बाँकी रहेको कर्जा रकम भुक्तानी तालिका अनुसार भुक्तानी गर्दै लगिनेछ ।

३) विमा व्यवस्था :

यस कम्पनीको विद्युतगृह स्थल, विद्युतिय उपकरण तथा अन्य भौतिक संरचना आदि सम्पत्तिको सवै किसिमको जोखिम व्यहोर्ने गरी कुल विमांक रू १ अर्व ४६ करोड ९६ लाख ३१ हजारको विमा गरिएको छ । यसका साथै विद्युत उत्पादन कार्य ३० दिन भन्दा बढी दैवि प्रकोप वा अन्य कारणले वन्द भएमा सो बाट कम्पनीलाई पर्न जाने व्यवसायिक क्षतीको समेत दावी भुक्तानी पाउने गरी रू २४ करोड ७६ लाख ७१ हजार को Loss of Profit सम्बन्धी विमा गरिएको छ । त्यस्तै गरी मेशिन Break Down को लागि २० करोड १५ लाख ४० हजारको विमा गरिएको छ ।

धन्यवाद ज्ञापन,

अन्त्यमा,

आजको यस छैठौं बार्षिक साधारण सभाको अवसरमा कम्पनीको संचालक र कम्पनीले निर्माण गरेको टक्सार पिखुवाखोला जलविद्युत (८ मे.वा.) आयोजनामा प्रत्यक्ष वा अप्रत्यक्षरूपमा सहयोग गर्नु भएका सम्पूर्ण सरकारी निकाय, गैर सरकारी निकाय र अन्य संघ संगठन तथा व्यक्तिहरू प्रति कम्पनीको तर्फबाट आभार व्यक्त गर्न चाहन्छु ।अन्त्यमा उपस्थित सम्पूर्ण शेयरधनी महानुभावहरूलाई कम्पनी र कम्पनीको संचालक समिति प्रति गर्नु भएको सहयोग र सदभावको लागि हार्दिक आभार प्रकट गर्दै आगामी दिनहरूमा पनि सोही बमोजिम काम कारवाही अगाडी वढाउने प्रतिवद्धता सहित धन्यबाद ज्ञापन गर्दै संचालक समितिको तर्फबाट प्रस्तुत आ.व. २०८२/०८३ को प्रतिवेदन माथि छलफल सहित अनुमोदनको लागि प्रस्तुत गर्दछु ।

धन्यवाद ।

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संचालक समितिको तर्फबाट,

अजय बल्लभ पन्त

अध्यक्ष

धितोपत्र दर्ता तथा निष्काशन नियमावली, २०८३ को नियम २६ को उपनियम (२) सगँ सम्बन्धीत अनुसूची १५ बमोजिमको वार्षिक विवरण (आ.व. २०८२/०८३)

१. **सञ्चालक समितिको प्रतिवेदनः** सम्बन्धीत शीर्षक अन्तर्गत संलग्न गरिएको ।

२. **लेखापरिक्षणको प्रतिवेदनः** सम्बन्धीत शीर्षक अन्तर्गत संलग्न गरिएको ।

३. **लेखापरिक्षण भएको वित्तीय विवरणः** सम्बन्धीत शीर्षक अन्तर्गत संलग्न गरिएको ।

४. **कानूनी कारवाही सम्बन्धी विवरणः**

(क) त्रैमासिक अवधिमा संगठित संस्थाले वा संस्थाका विरूद्ध कुनै मुद्दा दायर भएको भए,
त्रैमासिक अवधिमा संगठित संस्थाले वा संस्थाका विरूद्ध कुनै मुद्दा दायर भएको छैन ।

(ख) संगठित संस्थाका संस्थापक वा सञ्चालकले वा संस्थापक वा सञ्चालकको विरूद्धमा प्रचलित नियमको अवज्ञा वा फौजदारी अपराध गरेको सम्बन्धमा कुनै मुद्दा दायर गरेको वा भएको भए, यस कम्पनीको जनकारीमा नभएको ।

(ग) कुनै संस्थापक वा सञ्चालक विरूद्ध आर्थिक अपराध गरेको सम्बन्धमा कुनै मुद्दा दायर भएको भए, यस कम्पनीको जानकारीमा नभएको ।

५. **संगठित संस्थाको शेयर कारोवार तथा प्रगतिको विश्लेषणः**

(क) धितोपत्र बजारमा भएको संगठित संस्थाको शेयरको कारोवार सम्बन्धमा व्यवस्थापनको धारणाः यस कम्पनी मिति २०८३।०३।०५ गते नेपाल स्टक एक्सचेन्ज लिमिटेडमा सूचिकृत भई मिति २०८३।०३।०८ गते देखि कम्पनीको सर्वसाधारण समूहको शेयर कारोवार शुरू भएको हो ।
नेपाल धितोपत्र बोर्ड तथा नेपाल स्टक एक्सचेन्ज लि.को नीति नियम तथा निर्देशनको अधिनमा रहेर शेयर कारोवार सम्बन्धी कार्य भैरहेको छ ।

(ख) आ.व.२०८२/०८३ मा संगठित संस्थाको अधिकतम, न्यूनतम र अन्तिम मुल्यका साथै कुल कारोवार शेयर संख्या र कारोवार दिन

त्रैमासिक	अधिकतम मुल्य (रू.)	न्यूनतम मुल्य (रू.)	अन्तिम मुल्य (रू.)	कुल कारोवार दिन	कुल कारोवार संख्या	कुल करोवार शेयर संख्या
प्रथम	-	-	-	-	-	-
दोस्रो	-	-	-	-	-	-
तेस्रो	-	-	-	-	-	-
चौथो	५०६।८०	४७७	४९४।८०	१९	५०,५२९	६५,५७२

६. **समस्या तथा चुनौती**

(क) आन्तरिक समस्या तथा चुनौती

- यन्त्र उपकरणहरूमा उत्पन्न हुने प्राविधिक तथा यान्त्रीक गडबडी ।

- दक्ष जनशक्ति व्यवस्थापनमा चुनौती ।

(ख) बाह्य समस्या तथा चुनौती

- मुलुक संघीय संरचनामा प्रवेश गरेको अवस्थामा केन्द्र, प्रदेश र स्थानीय सरकार बीच समन्वयमा कमी तथा कर्तव्य र अधिकार क्षेत्र सम्बन्धी अन्यौलता ।
- जलविद्युत विकासमा सरकारबाट घोषणा भएको सुविधा तथा सहुलियत कार्यान्वयनमा ढिलासुस्ती ।
- वैदेशिक विनिमयदरमा हुने परिवर्तन ।
- ऐन,कानून तथा सरकारी नीति नियममा हुने परिवर्तन ।
- जलविद्युतको लागि आवश्यक मेसिनरी उपकरण तथा स्पेयर पार्टहरूको लागि स्वदेशी आपूर्तिकर्ता तथा बिक्रेताहरूको अभाव ।
- ट्रान्समिसन लाईनमा उत्पन हुने प्राविधिक विपत्तिबाट हुन सक्ने जोखिम ।

(ग) रणनीति

- लगानीकर्ताहरूको प्रतिफल सुनिश्चित गराउन भविष्यमा आईपर्ने चुनौतीहरूको पहिचान, बिश्लेषण र मुल्यांकन गरी अवसरको रूपमा परिणत गर्ने, गराउने ।
- लगानीमैत्री वातावरणका लागि सरकारसँग आवश्यक समन्वय ।
- स्पेयर पार्टसहरूको आवश्यक मौज्दात व्यवस्थापन ।

७. संस्थागत सुशासन

- प्रचलित ऐन, नियम अनुसार सम्बन्धीत नियमनकारी निकायहरूद्धारा जारी गरिएको निर्देशन तथा परि पत्रहरूको नियमानुसार परिपालना गरिएको छ । संस्थागत सुशासनलाई सदैव उच्च प्राथमिकतामा राख्दै आएको र संस्थागत सुशासन सम्बन्धी निर्देशन तथा परिपत्रहरूको पूर्ण रूपले पालना गरिएको छ ।

Finalcial Statement
of
Taksar Pikhuwakhola Hydropower Limited

ssbdi
s.subedi & associates

S. Subedi and Associates
Chartered Accountants
House No. 113, Lane-02, Jwagal, Lalitpur, Nepal

PAN No. 617389301
ICAN Firm Reg No: 659
Landline: 01-5420670
Email: admin@ssbdi.com.np
Website: www.ssbdi.com.np

UDIN Number: 261001CA006282zhTW

Independent Auditor's Report

To the Shareholders of Taksar Pikhuwa Khola Hydropower Limited

Unqualified Opinion

We have audited the accompanying financial statements of Taksar Pikhuwa Khola Hydropower Limited. ("the Company") which comprise the Statement of Financial Position as at 32nd Ashadh 2083 (16th July 2026), Statement of Profit or Loss and Other Comprehensive Income, Statement of Cash Flows and Statement of Changes in Equity for the year then ended and notes to the financial statements, including a summary of Significant Accounting Policies.

- Give a true and fair view of the Financial Position of the Taksar Pikhuwa Khola Hydropower Limited. as at 32nd Ashadh 2083 (16th July 2026) and of its financial performance and its cash flows for the year then ended;
- Have been properly prepared in accordance with the applicable Nepal Financial Reporting Standard (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 the Financial Statements section of our report. We are independent of the organization in accordance with the ICAN's Handbook of Code of Ethics for Professional Accountants, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key matters those matters that, in our professional judgement were of most significance in our audit of the financial statement of the current period. 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.

S. No.	Descriptions of the Matter	Our Audit Procedure
1.	**Assessment of Control over Investment in Taksar Cascade Power Pvt. Ltd. under NFRS 10** **Description of the Matter** The Company holds an equity investment of NPR 80,000,000 in Taksar Cascade Power Pvt. Ltd., representing approximately 66.67% of the investee's total equity of NPR 120,000,000 as at the reporting date. Management has assessed, in accordance with NFRS 10 – Consolidated Financial Statements, that the Company does not have control over the investee and has therefore not consolidated the investee in these separate financial statements.	• Obtaining and reviewing the **share purchase agreement**, **share certificates**, and **statutory registers** of the investee to confirm the Company's legal ownership and equity interest. • Reading the **Articles of Association** and any **shareholders' agreement** of the investee to identify rights attached to the investment, including voting rights, reserved matters, and any protective or substantive rights held by the Company. • Reviewing **minutes of the Board of Directors and general meetings** of both the Company and the investee to assess whether the Company

	Management's conclusion is based on factors including the absence of substantive rights that provide control, non-participation in key financial and operating policy decisions of the investee, the intention not to increase its investment beyond the current level, and the anticipated dilution of its relative interest upon future capital raising by the investee. We identified this as a key audit matter because the assessment of control under NFRS 10 requires significant management judgment and involves the evaluation of complex facts and circumstances, including voting rights, contractual arrangements, and substantive rights. The determination directly affects whether the financial statements should be prepared on a standalone or consolidated basis, which is fundamental to users' understanding of the financial statements. The carrying amount of the investment is material to the financial statements.	participates in, or has the ability to direct, the relevant activities of the investee. • Inquiring of management regarding their assessment of control under NFRS 10, including their consideration of **potential voting rights**, **future dilution**, and **substantive rights**, and evaluating the reasonableness of their judgments against the requirements of the standard. • Evaluating whether the **disclosures** in the financial statements regarding the nature of the investment, the basis for the control conclusion, and the related party relationship are adequate and in accordance with NFRS 10 and NAS 24. • Assessing the **adequacy of the management representation letter** in respect of the control conclusion and related disclosures.
2.	**Applicability of IFRIC 12 – Service Concession Arrangements** The Company operates a hydropower project under a **Power Purchase Agreement (PPA)** with the **Nepal Electricity Authority (NEA)** and holds a generation licence issued by the Government of Nepal. The project is of a **Build-Own-Operate-Transfer (BOOT)** nature, with the infrastructure to be transferred to the Government at the end of the licence period. Management has assessed the applicability of **IFRIC 12 – Service Concession Arrangements** and concluded that the arrangement does not fall within its scope. Accordingly, the project infrastructure has been recognized as **Property, Plant and Equipment** under NAS 16, and revenue from the sale of electricity has been recognized in accordance with the PPA tariff. We identified this as a key audit matter because the application of IFRIC 12 involves **significant judgment** in evaluating whether the grantor controls or regulates the services, to whom they must be provided, and at what price, and whether the grantor controls any significant residual interest in the infrastructure. The determination affects the **recognition, measurement, and presentation** of the project infrastructure, revenue, and expenses, and is therefore fundamental to the financial statements.	• Obtaining and reviewing the **Power** Purchase **Agreement (PPA)** with NEA, the **generation licence** issued by the Department of Electricity Development, and any related **concession or project agreements**. • Evaluating the terms of the arrangements against the specific criteria in **IFRIC 12**, including: o Whether the grantor controls or regulates **what services** the operator must provide, **to whom**, and at **what price**. o Whether the grantor controls any **significant residual interest** in the infrastructure at the end of the arrangement. o Whether the infrastructure is constructed or acquired by the operator for the purpose of the service arrangement. • Inquiring of management regarding their assessment, including their consideration of the **Electricity Tariff Commission's role**, the **pricing mechanism under the PPA**, the **legal title** to the project assets, and the **right to pledge assets** as security for borrowings. • Reviewing the **accounting policy disclosures** in the financial statements and assessing whether they adequately explain management's basis for non-application of IFRIC 12. • Comparing the Company's treatment with **prevailing industry practice** and guidance from the **Institute of Chartered Accountants of Nepal**

		(ICAN) and the **Nepal Accounting Standards Board (NASB)** . • Assessing the **adequacy of the management representation letter** in respect of the IFRIC 12 conclusion.
3.	**Impairment Assessment of Property, Plant and Equipment** The Company's Property, Plant and Equipment (PPE) represent a significant portion of its total assets, with a carrying amount of NPR 1,639,569,935 as at 32nd Ashad 2083. The Company is required to assess at each reporting date whether there is any indication that its PPE may be impaired, in accordance with NAS 36 – Impairment of Assets. If any such indication exists, the recoverable amount of the asset or cash-generating unit (CGU) must be estimated. We identified this as a key audit matter because: • The carrying amount of PPE is material to the financial statements. • The impairment assessment involves significant management judgment, particularly in estimating future cash flows, discount rates, and other key assumptions. • The hydropower sector is subject to regulatory, market, and hydrological risks that could affect the recoverability of the project assets.	• Evaluating management's **impairment assessment** and the methodology used, including the identification of cash-generating units (CGUs). • Reviewing the **key assumptions** used in the impairment model, including projected electricity generation, tariff rates under the PPA, operating costs, discount rates, and terminal values. • Comparing the assumptions with **historical performance**, **industry benchmarks**, and **available market data**. • Assessing the **reasonableness of the discount rate** used and whether it reflects the risks specific to the asset. • Performing **sensitivity analysis** on the key assumptions to evaluate the impact of changes on the recoverable amount. • Evaluating whether the **disclosures** in the financial statements regarding the impairment assessment are adequate and in accordance with NAS 36. • Assessing the **adequacy of the management representation letter** in respect of the impairment assessment.

Emphasis of Matters

Audit Committee Not Constituted

We draw attention to the fact that Taksar Pikhuwa Khola Hydropower Ltd. has not constituted an audit committee during the year ended FY 2082/83, as required by Clause 26 of the Directives on Good Corporate Governance of a Body Corporate, 2074 (as amended 2075), issued by the Securities Board of Nepal (SEBON). Our opinion is not modified in respect of this matter.

Applicability of IFRIC -12

We draw attention to Note 2.1. (a) to the financial statements, which describes the Company's assessment of the applicability of **IFRIC 12 – Service Concession Arrangements** to its hydropower project.

The Company operates its hydropower project under a **Power Purchase Agreement (PPA)** with the **Nepal Electricity Authority (NEA)** and holds a generation licence issued by the Government of Nepal. The project is of a **Build-Own-Operate-Transfer (BOOT)** nature, with the infrastructure to be transferred to the Government at the end of the licence period.

Taksar Pikhuwa Khola Hydropower Ltd.
Kathmandu, Nepal

Statement of Financial Position
As at 32 Ashad 2083 (July 16, 2026)

Amount in NRs.

Particulars	Schedule	As at Ashad 32, 2083	As at Asadh 32, 2082
Assets			
Non Current Assets			
(a) Property, Plant & Equipment	5		
(i) General Asset		2,11,00,075	95,40,075
Less: Accumulated Depreciation		(64,45,317)	(51,98,538)
General Asset (Net)		**1,46,54,758**	**43,41,537**
(ii) Project Assets		1,89,61,80,628	1,89,61,80,628
Less: Accumulated Depreciation		(27,12,65,451)	(20,40,27,582)
Project Asset(Net)		**1,62,49,15,177**	**1,69,21,53,046**
(b) Intangible Asset	6	-	-
Total Non Current Assets		**1,63,95,69,935**	**1,69,64,94,584**
Current Assets			
(a) Financial Asset			
(i) Trade Receivables	7	4,36,60,097	2,96,25,926
(ii) Other Financial Assets	8	66,207	58,129
(iii) Investment	9	20,53,88,300	20,53,88,300
(iv) Cash and Cash Equivalents	10	38,81,273	20,00,362
(b) Current Tax Asset	11	-	-
(c) Other Current Asset	12	19,40,78,607	22,48,60,885
Total Current Assets		**44,70,74,484**	**46,19,33,603**
Total Assets		**2,08,66,44,418**	**2,15,84,28,186**
Equity and Liabilities			
Equity			
Share Capital	13	1,20,00,00,000	77,69,33,200
Other Equity	14	2,93,27,703	59,29,150
Total Equity		**1,22,93,27,703**	**78,28,62,350**
Non-Current Liabilities			
(a) Financial Liability			
(i) Long Term Loan	15	80,53,12,955	1,10,34,79,031
Total Non-Current Liabilities		**80,53,12,955**	**1,10,34,79,031**
Current Liabilities & Provisions			
(a) Financial Liability			
(i) Borrowings	16	3,99,99,500	16,99,54,021
(ii) Other Financial Liabilities	17	1,07,48,981	8,76,23,772
(iii) Provisions	18	-	-
(b) Current Tax Liability			
(c) Other Current Liability	19	12,55,279	3,75,700
Current Liabilities & Provisions		**5,20,03,761**	**25,79,53,492**
Total Equity and Liabilities		**2,08,66,44,418**	**2,14,42,94,874**

Schedules,notes to accounts and significant accounting policies are part of the financial statement

Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu

For Taksar Pikhuwa Khola Hydropower Ltd.

Ajay Ballav Pant
Chairman

Suresh Kumar Shiapit
Director

Shambhu Prasad Pant
Director

Panch Bir Singh Tuladhar
Director

Rashmi Nepal
Director

Rajesh Lamang
CEO

Date: 2083.06.01
Place: Kathmandu

For S.Subedi & Associates
Chartered Accountants

CA. Roshan Dahal
Partner

S. SUBEDI & ASSOCIATES CHARTERED ACCOUNTANTS ssbdi

Taksar Pikhuwa Khola Hydropower Ltd.
Kathmandu, Nepal

Statement of Profit or Loss and Other Comprehensive Income
For the year ended 32 Ashad, 2083 (July 16, 2026)

Amount in NRs.

Particulars	Schedule	As at Ashad 32, 2083	As at Asadh 32, 2082
Revenue			
Revenue From Operation	20	25,02,47,775	21,14,90,714
Cost of Sales	21	1,66,34,897	1,99,48,795
Gross Profit		**23,36,12,878**	**19,15,41,919**
Other Income	22	-	-
		23,36,12,878	**19,15,41,919**
Expenses			
Administrative Expenses	23	91,10,192	1,06,42,207
Employee Benefit Expenses	24	1,76,52,941	1,53,03,087
Depreciation and Amortization Expenses	25	6,84,84,649	6,71,87,268
Finance Cost	26	10,27,89,429	10,40,22,106
Impairment Losses on Financial Assets	27	-	-
Total Expenses		**19,80,37,212**	**19,71,54,668**
Profit/(Loss) before Tax		**3,55,75,666**	**(56,12,749)**
Provision for Staff Bonus	28	-	-
Provision for Income Tax		-	-
Tax Expense		-	-
(i) Current Tax		-	-
(ii) Deffered Tax Asset		-	-
Profit/(Loss) Before CSR Expenses		**3,55,75,666**	**(56,12,749)**
Provision for CSR			
Net Profit/(Loss) for the year		**3,55,75,666**	**(56,12,749)**
Earnings Per Equity Share (For Continuing Operation):	29		
(1) Basic (in Rs.)		2.96	(0.72)
(2) Diluted (in Rs.)		2.96	(0.72)

Schedules,notes to accounts and significant accounting policies are part of the financial statement

For Taksar Pikhuwa Khola Hydropower Ltd.

Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu

Ajay Ballav Pant
Chairman

Suresh Kumar Sthapit
Director

Shambhu Prasad Pant
Director

For S.Subedi & Associates
Chartered Accountants

CA. Roshan Dahal
Partner

Panch Bir Singh Tuladhar
Director

Rashmi Nepal
Director

Rupesh Tamang
CEO

Date: 2083.06.01
Place: Kathmandu

Taksar Pikhuwa Khola Hydropower Ltd.
Statement of cash flows for the year ended on Ashad 32,2083
All amounts are in Rs unless otherwise stated

	Period ended Ashad 32, 2083	Year ended Ashad 32, 2082
Cash Flows From Operating Activities		
Profit For The Year	3,55,75,666	(56,12,749)
Adjustments For:		
Finance Costs	10,27,89,429	10,40,22,106
Profit on Disposal of Assets		
Depreciation And Amortization Of Non-Current Assets	6,84,84,649	6,71,87,268
	20,68,49,745	**16,55,96,625**
Movements In Operating Assets:		
(Increase)/Decrease in Trade Receivables	(1,40,34,170)	(93,32,605)
(Increase)/Decrease in Other Financial Assets	(8,078)	15,000
(Increase)/Decrease in Other Current Assets	3,07,82,278	(11,09,617)
Increase/ (Decrease) in Other Financial Liabilities	(7,68,74,791)	(1,49,131)
Increase/(Decrease) in Provisions	-	-
Increase/(Decrease) in Other Current Liabilities	8,79,579	(7,04,454)
	(5,92,55,182)	**(1,12,80,806)**
Cash Generated From Operations	**14,75,94,563**	**15,43,15,819**
Cash Flows From Investing Activities		
Addition in General Assets	(1,15,60,000)	(1,00,900)
Addition on Project Assets Under Development	-	-
Addition in Project Assets Assets	-	-
Addition on Investment	-	-
Sale of Property, Plant And Equipment		
Net Cash (Used In)/Generated By Investing Activities	**(1,15,60,000)**	**(1,00,900)**
Cash Flows From Financing Activities		
Increase or Decrease Of Borrowings	(42,81,20,597)	(4,92,92,367)
IOP Issue Expenses	(1,21,77,113.80)	-
Increase or Decrease in Share Capital	42,30,66,800.00	-
Finance Expenses	(10,27,89,429)	(10,40,22,106)
Net Cash Used In Financing Activities	**(12,00,20,340)**	**(15,33,14,472)**
Net Increase In Cash And Cash Equivalents	**1,60,14,223**	**9,00,446**
Cash And Cash Equivalents At The Beginning Of The Year	20,00,362	10,99,916
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	**1,80,14,585**	**20,00,362**

For Taksar Pikhuwa Khola Hydropower Ltd.

Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu

Ajay Ballav Pant
Chairman

Suresh Kumar Sthapit
Director

Shambhu Prasad Pant
Director

Panch Bir Singh Tuladhar
Director

Rashmi Nepal
Director

Rupesh Tamang
CEO

For S.Subedi & Associates
Chartered Accountants

CA. Roshan Dahal
Partner

Date: 2083.06.01
Place: Kathmandu

Taksar Pikhuwa Khola Hydropower Ltd.
Statement of changes in equity for the period ended Ashad 32, 2083
All amounts are in Rs' unless otherwise stated

Particulars	Share Capital	Reserves and Surplus					Total
		Capital Reserve	Securities Premium Reserve	Equity Instrument Through Other Comprehensive Income	General Reserve	Retained Earnings	
Balance as at Ashad 31, 2082	**77,69,33,200**	**-**	**-**	**-**	**-**	**1,15,41,899**	**78,84,75,099**
Issue of Share Capital	-	-	-	-	-	-	-
Profit For The Year	-	-	-	-	-	(56,12,749)	(56,12,749)
Dividend Paid (Bonus Share)	-	-	-	-	-	-	-
Other Comprehensive Income For The Year, Net Of Income Tax	-	-	-	-	-	-	-
Transfer To Retained Earnings	-	-	-	-	-	-	-
Balance as at Ashad 32, 2083	**77,69,33,200**	**-**	**-**	**-**	**-**	**59,29,150**	**78,28,62,350**
Issue of Share Capital	42,30,66,800	-	-	-	-	-	42,30,66,800
Profit For The Year	-	-	-	-	-	3,55,75,666	3,55,75,666
IPO Issue Expenses						(1,21,77,114)	
Dividend Paid (Bonus Share)	-	-	-	-	-	-	-
Other Comprehensive Income For The Year, Net Of Income Tax	-	-	-	-	-	-	-
Transfer To Retained Earnings	-	-	-	-	-	-	-
Balance as at Ashad 32, 2083	**############**	**-**	**-**	**-**	**-**	**2,93,27,703**	**1,24,15,04,817**

For Taksar Pikhuwa Khola Hydropower Ltd.

Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu

Ajay Ballav Pant
Chairman

Suresh Kumar Sthapit
Director

Shambhu Prasad Pant
Director

For S.Subedi & Associates
Chartered Accountants

S.SUBEDI & ASSOCIATES CHARTERED ACCOUNTANTS ssbdi

CA. Roshan Dahal
Partner

Panch Bir Singh Tuladhar
Director

Rasilmi Nepal
Director

Rupesh
CEO

Date: 2083.06.01
Place: Kathmandu

Taksar Pikhuwa Khola Hydropower Ltd.
Notes to the financial statements for the year ended Ashad 32, 2083
All amounts are in Rs unless otherwise stated

5. Property, Plant and Equipment

Particulars	Cost or deemed cost				Accumulated depreciation and impairment					Carrying Amount	
	Balance at Sharawan 1, 2082	Additions	Disposals/ Transfer	Balance at Ashad 32, 2083	Balance at Sharawan 1, 2082	Eliminated on disposals of assets	Impairment losses recognised in profit or loss	Depreciation expense	Balance at Ashad 32, 2083	Balance at Ashad 32, 2083	As at Ashad 32, 2082
General Asset											
Furniture & Office Equipment	35,95,596	40,00,000		75,95,596	21,43,499			4,75,725	26,19,224	49,76,372	14,52,097
Vehicles	31,30,400	75,60,000		1,06,90,400	18,85,636			7,07,798	25,93,433	80,96,967	12,44,764
Plant and Machinery	27,74,529			27,74,529	11,29,853			63,257	11,93,110	15,81,419	16,44,676
Software	39,550			39,550	39,550			-	39,550	-	-
Total	**95,40,075**	**95,40,075**	-	**2,11,00,075**	**51,98,538**	-	-	12,46,780	**64,45,317**	**1,46,54,758**	**43,41,537**
Project Asset											
Civil & Project Structure											
Civil Works	88,08,64,579	1,03,72,685		89,12,37,264	9,55,89,780			3,16,15,132	12,72,04,911	76,40,32,353	78,52,74,800
Site Camp and Building	85,39,422			85,39,422	8,98,028			3,03,632	12,01,660	73,37,762	76,41,393
Hydromechanical Works	66,93,68,979			66,93,68,979	7,24,42,256			2,37,18,943	9,61,61,198	57,32,07,780	59,69,26,723
Electro-Mechanical Plant	25,76,57,180	37,60,627		26,14,17,807	2,79,79,240			92,75,705	3,72,54,945	22,41,62,863	22,96,77,940
Transmission Line & Switch Yar	3,83,17,156			3,83,17,156	41,53,745			13,57,487	55,11,231	3,28,05,925	3,41,63,411
Land and Land Development	2,73,00,000			2,73,00,000	29,64,533			9,66,972	39,31,505	2,33,68,495	2,43,35,467
Total	**1,88,20,47,316**	**1,41,33,312**	-	**1,89,61,80,628**	**20,40,27,582**	-	-	**6,72,37,869**	**27,12,65,451**	**1,62,49,15,177**	**1,67,80,19,734**
GRAND TOTAL	**1,89,15,87,391**	**2,36,73,388**	-	**1,91,72,80,703**	**20,92,26,120**	-	-	**6,84,84,649**	**27,77,10,769**	**1,63,95,69,935**	**1,68,23,61,271**

S.SUBEDI & ASSOCIATES CHARTERED ACCOUNTANTS

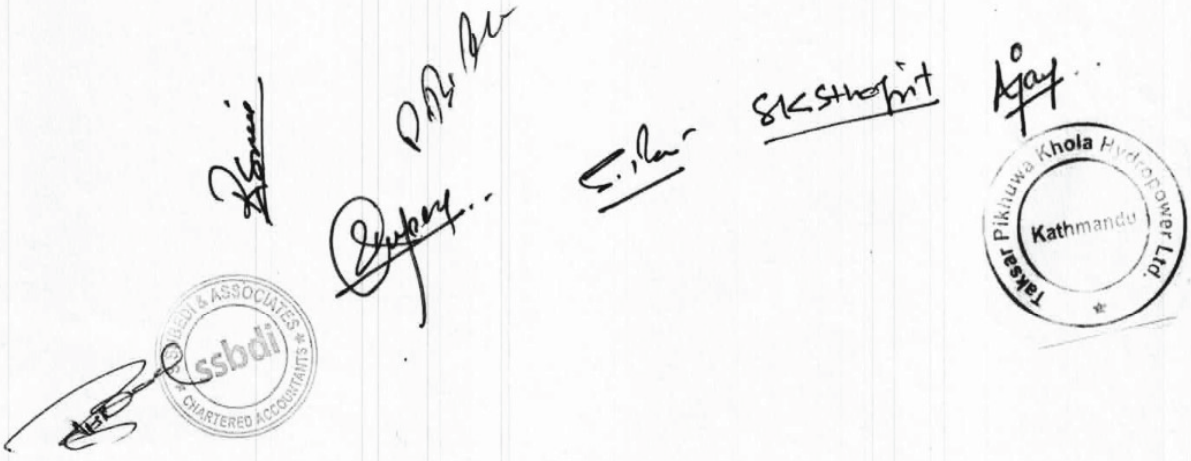
Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu

Taksar Pikhuwa Khola Hydropower Ltd.
Notes to the financial statements for the year ended Ashad 32, 2083
All amounts are in Rs unless otherwise stated

6) Intangible assets

Amounts in NRs.

Particulars	Computer Softwares	Total Intangible Assets
Cost		
Deemed Cost as at 01.04.2081	-	-
Addition during the FY 2081.82	-	-
Disposals	-	-
Balance as on 32.03.2082	-	-
Balance as at 01.04.2082	-	-
Addition during the period	-	-
Disposals	-	-
Balance as on 32.03.2083	-	-
Amortization		
Balance as at 01.04.2081	-	-
Charge for the FY 2081.82	-	-
Disposals	-	-
Balance as on 32.03.2082	-	-
Balance as at 01.04.2082	-	-
Charge for the Period		-
Disposals	-	-
Balance as on 32.03.2083	-	-
Opening Balance as at 01.04.2081	-	-
Closing Balance as at 32.03.2082	-	-
Closing Balance as at 32.03.2083	-	-



Taksar Pikhuwa Khola Hydropower Ltd.
Kathmandu, Nepal
As at 32 Ashad 2083 (July 16, 2026)

7) Trade Receivables

Particulars	As at Ashad 32, 2683	As at Asadh 32, 2082
Debtors		
Nepal Electricity Authority- Debtors	4,36,60,097	2,96,25,926
Total	**4,36,60,097**	**2,96,25,926**

8) Other Financial Assets

Particulars	As at Ashad 32, 2083	As at Asadh 32, 2082
Deposits & Margin		
Margin on TT-Terra Green	8,078	-
Service Deposit	1,500	1,500
NRB Security Margin	56,629	56,629
Total	**66,207**	**58,129**

9) Investments

Particulars	As at Ashad 32, 2083	As at Asadh 32, 2082
Nepal Power Exchange Ltd. (ordinary shares of Rs. 100 each)	10,00,000	10,00,000
United Mewa Khola Hydropower Limited (ordinary shares of Rs. 100 each)	2,24,46,700	2,24,46,700
Taksar Cascade Power Pvt. Ltd. (ordinary shares of Rs. 100 each)	8,00,00,000	8,00,00,000
Thulo Khola Hydropower Limited (ordinary shares of Rs. 100 each)	10,19,41,600	10,19,41,600
Total	**20,53,88,300**	**20,53,88,300**

10) Cash and Cash Equivalents

Particulars	As at Ashad 32, 2083	As at Asadh 32, 2082
Cash in Hand	5,45,324	5,45,324
Cash at Bank	**33,35,949**	**14,55,038**
Citizen Bank International Ltd(00100003324CA)	7,642	81,043
Citizen Bank International Ltd (Bhojpur Branch)	32,461	2,68,230
Machhapuchrey Bank Ltd	1,80,204	83,897
Nabil Bank Ltd	10,075	10,075
Prabhu Bank Ltd	5,03,840	5,03,840
Prime Commercial Bank Ltd.	26,01,728	5,07,953
Total	**38,81,273**	**20,00,362**

11) Current Tax Asset

Particulars	As at Ashad 32, 2083	As at Asadh 32, 2082
Current Tax Asset		-
Total	-	-

12) Other Current Asset

Particulars	As at Ashad 32, 2083	As at Asadh 32, 2082
Advances & Receivables		
Advance to Parties	1,17,59,313	1,23,20,017
Land Purchase Advance	2,39,86,000	2,23,30,000
Prepaid Insurance	53,12,061	37,89,635
Advance for investment	4,69,61,675	56,11,675
Advance others	60,59,558	58,09,558
Receivable from Taksar Cascade Power P. Ltd.	10,00,00,000	17,50,00,000
Total	**19,40,78,607**	**22,48,60,885**

Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu

Taksar Pikhuwa Khola Hydropower Ltd.
Kathmandu, Nepal
As at 32 Ashad 2083 (July 16, 2026)

13) Share Capital

Particulars	As at Ashad 32, 2083	As at Asadh 32, 2082
Authorised Share Capital		
Ordinary shares of NRs.100 each	1,20,00,00,000	1,20,00,00,000
Issued Share Capital		
Ordinary shares of NRs.100 each	1,20,00,00,000	1,20,00,00,000
Paid Up Share Capital		
Ordinary shares of NRs.100 each	1,20,00,00,000	77,69,33,200
Total	**1,20,00,00,000**	**77,69,33,200**

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

Reconciliation of number of share outstanding

Particular	As at Ashad 32, 2083	As at Asadh 32, 2082
Balance at the beginning of the year	1,20,00,000	77,69,332
Add: Share Issued	-	-
Balance at the end of the year	**1,20,00,000**	**77,69,332**

14) Other Equity

Particulars	As at Ashad 32, 2083	As at Asadh 32, 2082
Reserve For Equity Instruments Through Other Comprehensive Income		
Balance At Beginning Of Year		-
FVTOCI		
Instruments At FVTOCI		
Balance At End Of The Year	-	-
Share Premuim		
Share Premuim		-
Share Application Money		
Balance At Beginning Of Year		-
Additions during the year		
Issue / Transferred to share capital		-
Balance at the end of the Year	-	-
Retained Earnings		
Balance At Beginning Of Year	59,29,150	1,15,41,899
Adjustments	-	-
Profit For The Year	3,55,75,666	(56,12,749)
Less: IPO Issue Expenses	(1,21,77,114)	
Less: Dividend Paid (Cash)		-
Total Retained Earging	**2,93,27,703**	**59,29,150**
Balance at End of the Year	**2,93,27,703**	**59,29,150**
Total	**2,93,27,703**	**59,29,150**

15) Long Term Loans

Particulars	As at Ashad 32, 2083	As at Asadh 32, 2082
Secured Loan - Amortized Cost		
Prime Commercial Bank Ltd.	56,12,50,000	74,10,00,000
Machhapuchchhre Bank Ltd.	31,94,65,284	48,40,00,000
Prime Commercial Bank Ltd- Vehicle Loan	56,61,014	-
Less: NFRS Adjustment	(8,10,63,343)	(10,07,60,969)
Less: Current Portion of the Long Term Debt	-	(2,07,60,000)
Total	**80,53,12,955**	**1,10,34,79,031**

Taksar Pikhuwa Khola Hydropower Ltd.
Kathmandu, Nepal
As at 32 Ashad 2083 (July 16, 2026)

16) Borrowings

Particulars	As at Ashad 32, 2083	As at Asadh 32, 2082
Short Term Loan		
Overdraft - Prime Commercial Bank Ltd.	3,99,99,500	4,91,94,021
Demand Loan- Prime Commercial Bank Ltd.	-	10,00,00,000
Current portion of Long term debt		2,07,60,000
Total	**3,99,99,500**	**16,99,54,021**

17) Other Financial Liabilities

Particulars	As at Ashad 32, 2083	As at Asadh 32, 2082
Staff Payable	-	19,95,845
Sundry Creditors	61,99,391	32,13,687
Rent Payable	-	10,80,000
Audit Fees payable	2,22,013	2,22,013
Royalty Payable	16,97,478	22,16,793
Payable to Director & Shareholders	26,30,100	7,88,95,434
Total	**1,07,48,981**	**8,76,23,772**

18) Provisions

Particulars	As at Ashad 32, 2083	As at Asadh 32, 2082
Provision for Income Tax	-	-
Provision for staff bonus	-	-
Provision for expenses	-	-
Total	**-**	**-**

19) Other Current Liability

Particulars	As at Ashad 32, 2083	As at Asadh 32, 2082
Tax & Duties payable		
TDS payable	12,55,279	3,75,700
Total	**12,55,279**	**3,75,700**

Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu

S. SUBEDI & ASSOCIATES ssbdi CHARTERED ACCOUNTANTS

Taksar Pikhuwa Khola Hydropower Ltd.
Kathmandu, Nepal
For the year ended 32 Ashad, 2083 (July 16, 2026)

20) Revenue from Operation

Amount in NRs.

Particulars	Year ended Ashad 32,2083	Year ended Ashad 32,2082
Sales of Electricity	25,02,47,775	21,14,90,714
Total	**25,02,47,775**	**21,14,90,714**

21) Cost of Sales

Particulars	Year ended Ashad 32,2083	Year ended Ashad 32,2082
Insurance Expenses	51,14,292	80,80,239
Repair & Maintenance Expenses	49,86,871	40,45,906
Site Mesh, Consumable and other Expenses	12,57,307	8,22,212
Electricity Expenses	72,144	61,020
Royalty Expenses	52,04,283	57,03,578
Rebate Expenses	-	12,35,840
Total	**1,66,34,897**	**1,99,48,795**

22) Other Income

Particulars	Year ended Ashad 32,2083	Year ended Ashad 32,2082
Dividend Income	-	-
Other Income	-	-
Total	-	-

23) Administrative & Operating Expenses

Particulars	Year ended Ashad 32,2083	Year ended Ashad 32,2082
Office Rent	12,00,000	12,00,000
Printing and stationary	33,520	18,130
Bank Charges	38,050	7,282
Site Wages	9,44,000	3,48,622
Guest Refreshment Expenses	2,68,736	2,08,400
Internet & Communication Expenses	1,70,320	75,500
Fees & Renewal Charge	3,22,500	1,82,611
Meeting Allowance	1,22,353	-
Fuel & Lubricant Expenses	8,97,988	6,93,991
Forest Royaly Expenses	-	1,63,590
Advertisement Expenses	1,46,500	52,545
Audit Fees	2,25,000	2,25,000
Consultancy Fees	1,01,500	-
Rating Expenses	2,64,646	2,40,238
Other Office Expenses	4,02,505	2,27,375
Site Visit, Travelling and Transportation	6,73,950	13,74,836
Interest and Fine	49,250	35,81,892
Donation & Compensation Expenses	15,86,752	13,99,728
Securities Servies Expenses	3,77,872	-
Documentation Expenses	12,84,750	6,42,466
Total	**91,10,192**	**1,06,42,207**

24) Employee Benefit Expenses

Particulars	Year ended Ashad 32,2083	Year ended Ashad 32,2082
Staff Salary & Allowances	1,76,52,941	1,53,03,087
Total	**1,76,52,941**	**1,53,03,087**

25) Depreciation And Amortizaiton Expenses

Particulars	Year ended Ashad 32,2083	Year ended Ashad 32,2082
Depreciation of General Asset	12,46,780	5,10,987
Depreciation of Project Asset	6,72,37,869	6,66,76,281
Total	**6,84,84,649**	**6,71,87,268**

Taksar Pikhuwa Hydropower Ltd. Kathmandu

26) Financial Cost

Particulars	Year ended Ashad 32,2083	Year ended Ashad 32,2082
Interest Expenses	8,15,90,721	11,29,22,165
Bank Agency Fee	13,88,583	55,79,926
Loan Management Fees	1,12,500	5,00,000
Pre-Payment Charge	-	40,52,908
NFRS Adjustment - (Income)/Expenses	1,96,97,625	(1,90,32,892)
Total	**10,27,89,429**	**10,40,22,106**

27) Impairment Losses On Financial Assets And Reversal Of Impairment 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.

28) Income Taxes Relating to Continuing Operations

28.1 Income Tax Recognised in Profit or Loss

Particulars	Year ended Ashad 32,2083	Year ended Ashad 32,2082
Current tax		
In respect of the current year		-
In respect of prior years		-
Others		-
	-	-
Deferred tax		
In respect of the current year		-
	-	-
Total income tax expense recognised in the current year relating to continuing operations		-

28.2 Income Tax Recognized in Other Comprehensive Income

Particulars	Year ended Ashad 32,2083	Year ended Ashad 32,2082
Current tax		
In respect of the current year		
In respect of prior years		
Others		
	-	-
Deferred tax		
In respect of the current year		
	-	-
Total income tax expense recognised in the current year relating to continuing operations		-

29) Earnings Per Share

Particulars	Year ended Ashad 32,2083	Year ended Ashad 32,2082
From Continuing Operations	**Rs. per share**	**Rs. per share**
Basic Earnings Per Share	2.96	(0.72)
Diluted Earnings Per Share	2.96	(0.72)

a)There are no potential dilutive instruments.

29.1 Basic Earnings per share

The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows.
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 32,2083	Year ended Ashad 32,2082
Profit for the year attributable to owners of the Company (A)	3,55,75,666	(56,12,749)
Weighted average number of equity shares for the purposes of basic earnings per share (B)	1,20,00,000	77,69,332
Basic Earnings per share (A/B)	**2.96**	**(0.72)**

30) 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".

31) Financial risk management objectives

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, that are derived directly from its operations. The company's activities expose it to a variety of financial risks: credit risk, liquidity risk, market 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.

32.1 Credit Risk

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company.

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.

32.2 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	One Year or More than one year	Total
32 Ashad, 2083			
(i) Borrowing	3,99,99,500	80,53,12,955	84,53,12,455
(ii) Other Financial Liabilities	1,07,48,981		1,07,48,981
	5,07,48,481	**80,53,12,955**	**85,60,61,436**
32 Ashah, 2082			
(i) Borrowing	16,99,54,021	1,10,34,79,031	1,27,34,33,052
(ii) Other Financial Liabilities	8,76,23,772	-	8,76,23,772
	25,75,77,793	**1,10,34,79,031**	**1,36,10,56,824**

32.3 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 .

Currency Risk :The Company has not foreign currency payables / receivables at the year end, Hence there is not significant currency risk.

Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu

32.4 Categories of Financial Instruments

Particulars	As at Ashad 32, 2083		As at Ashad 32,2082	
	Carrying Amount	Fair value	Carrying Amount	Fair value
Assets				
Non-current Assets				
Current Assets				
(i) Trade Receivables	4,36,60,097	4,36,60,097	2,96,25,926	2,96,25,926
(ii) Other Financial Assets	66,207	66,207	58,129	58,129
(iii) Investment	20,53,88,300	20,53,88,300	20,53,88,300	20,53,88,300
(iv) Cash and Cash Equivalents	38,81,273	38,81,273	20,00,362	20,00,362
Total	**25,29,95,876**	**25,29,95,876**	**23,70,72,718**	**23,70,72,718**
Liabilities				
Non current Liabilities				
(i) Long Term Loan	80,53,12,955	80,53,12,955	1,10,34,79,031	1,10,34,79,031
Current Liabilities				
(i) Borrowings	3,99,99,500	3,99,99,500	16,99,54,021	16,99,54,021
(ii) Other Financial Liabilities	1,07,48,981	1,07,48,981	8,76,23,772	8,76,23,772
Total	**85,60,61,436**	**85,60,61,436**	**1,36,10,56,824**	**1,36,10,56,824**

32) 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.

Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu

Taksar Pikhuwa Khola Hydropower Ltd.
Notes to the financial statements for the period ended Ashad 32 2083
All amounts are in Rs unless otherwise stated

33) Related Party Disclosures

(a) Key Management Personnel

Mr. Ajay Ballav Pant	Chairman
Mr. Suresh Kumar Sthapit	Director
Mr. Shambhu Prasad Pant	Director
Mr. Pancha Bir Singh Tuladhar	Director
Mrs. Rashmi Nepal	Independent Director

34) Contingent Liabilities and Commitments

Where appropriate, the Company recognizes a provision for liabilities when it is probable that an outflow of economic resources embodying economic benefits will be required and for which a reliable estimate can be made of the obligation(s).

35) The previous year figure has been reclassified wherever necessary.

S. SUBEDI & ASSOCIATES ssbdi CHARTERED ACCOUNTANTS

Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu

Taksar Pikhuwa Khola Hydropower Ltd.
Notes to the Financial Statements
For the period ended 31st Ashad 2083

1 REPORTING ENTITY

Taksar Pikhuwa Khola Hydropower Limited is a company registered under the companies Act, 2063. The principal objective of the company is to carry out Hydropower Projects in Nepal. The company has completed the Taksar Pikhuwa Khola Hydropower Project (8 MW) and started its commercial operation from Baisakh 1, 2078.

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

2.1. BASIS OF PREPARATION

a) 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 Company Act, 2063 of Nepal.

IFRIC 12 – Service Concession Arrangements

The Company operates its hydropower project under a Power Purchase Agreement (PPA) with the Nepal Electricity Authority (NEA) and holds a generation license issued by the Government of Nepal. The project is structured as a Build-Own-Operate-Transfer (BOOT) arrangement, with the infrastructure to be transferred to the Government at the end of the license period.

The Company has assessed the applicability of IFRIC 12 – *Service Concession Arrangements* and has concluded that the arrangement does not fall within its scope.

b) Reporting Period and Approval of Financial Statements

The Company follows the Nepalese financial year based on the Nepali calendar, starting from 1st Shrawan 2082 and ending on 32nd Ashad 2083.

These financial statements consist of the statement of financial position as at 32nd Ashad 2083. The Company has also presented the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the period from 1st Shrawan 2082 to 32nd Ashad 2083, together with the summary of significant accounting policies and other explanatory information.

The Board of Directors acknowledges the responsibility for the preparation and presentation of financial statements.

c) Functional and Presentation Currency

The financial statements are presented in Nepalese Rupees (Rs.) which is the currency of the primary economic environment in which the Company operates.

d) Use of Estimates, Assumptions and Judgments

In application of the Company's accounting policies, the directors of the Company are required to make judgments, 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.

Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu

e) Going Concern

The financial statements are prepared on a going concern basis, as the board of the Company is satisfied that the Company has the resources to continue in business for the foreseeable future. In making this assessment, the Board of Directors have considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources.

f) Changes in Accounting Policies

The accounting policies are applied consistently to all periods except where deviations have been explicitly mandated by the applicable accounting standards presented in the financial statements.

g) Basis of measurement

The financial statements of the Company have been prepared on a historical cost basis except explicitly mentioned otherwise.

h) Discounting

The non- current assets and liabilities are discounted whenever the discounting is material and if required by the NFRS.

2.2. SIGNIFICANT ACCOUNTING POLICIES

a) 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.

v. The Company adopts cost model for all classes of Property, Plant and Equipment.

Depreciation of Property Plant and Equipment

i. Depreciation is recognized so as to write off the cost of assets less their residual values over their useful lives, using the straight-line 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: -

Particulars	Useful Life	Depreciation Method
Civil & Project Structure	302 Months (As on 2082/04/01)	Straight Line
Project Land and Land Development	302 Months (As on 2082/04/01)	Straight Line
Furniture & Office Equipment's	96 Months	Straight Line
Vehicles	120 Months	Straight Line
Plant and Machinery	180 Months	Straight Line

b) Non-Current assets classified as held for sale

Except for the investment in Taksar Cascade Power Pvt. Ltd. disclosed in the critical accounting judgements section, the Company does not classify any other assets as held for sale in the current period.

c) Intangible Assets

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.

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition 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.

Amortization of Intangible Assets

The Intangible assets are amortized on straight line method on remaining useful lives. The remaining useful lives of intangible assets of the Company as at 31st Ashad 2083 are as follows:

Particulars	Remaining Useful Life	Depreciation Method
Software	Fully Amortized	Straight Line

d) 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.

e) Classification of Current and Non-current of Assets and Liabilities.

All assets and liabilities have been classified as current and 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 of cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of classification of current and non-current assets and liabilities.

f) Borrowing Cost

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 are

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.

g) Financial Instruments

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

All 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 those carried at fair value through profit or loss (FVTPL) are added to or deducted from the fair value as appropriate, on initial recognition. Transaction costs in relation to financial assets or financial liabilities which are carried at fair value through profit or loss (FVTPL) are charged to the statement of profit and loss as and when incurred.

1. 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 amortised cost or fair value, depending on the classification of the financial assets.

Classification of Financial Assets

Financial assets are classified under the categories required by NFRS 9, namely:

i. Measured at amortised cost

The Financial assets that meet following conditions are recognized are measured at amortised cost:

- the assets held within a business model whose objective is to hold assets in to collect contractual cash flows and
- The Contractual term of the instrument gives rise to interest specified dates to cash flows that are solely payments of principal and interest on the principal outstanding,

Which are subsequently measured at amortised cost using the effective interest rate ('EIR') method less impairment, if any. The amortization of EIR and loss arising from impairment, if any is recognized in the Statement of Profit or Loss.

ii. Measured at fair value through OCI

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI).

Equity Instrument which are held as long-term strategic investments and not for trading for which the Company makes an irrevocable election to carry the changes in fair value of the instrument through OCI are measured at Fair Value through Other Comprehensive Income (OCI).

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

The Company classifies the financial assets as fair value through profit or loss if they are held for trading or designated at fair value through profit or loss.

Any other financial asset not classified as either financial assets at amortised cost or financial assets at FVTOCI, is classified as financial assets at FVTPL.

2. Financial Liabilities and Equity Instruments

Financial Liabilities

Financial Liabilities are classified under two categories as follows:

i. Financial Liabilities at Fair value through profit or loss (FVTPL)

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition at fair value through profit or loss. Upon initial recognition, transaction cost incurred is directly attributable to the acquisition are recognized in Statement of Profit or Loss. Subsequent changes in fair value are recognized at profit or loss.

ii. Financial Liabilities measured at amortised cost

All financial liabilities other than measured at fair value profit or loss are classified as subsequently measured at amortised cost using effective interest method.

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.

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 contractual right to receive the cash flows from the asset.

A financial liability (or a part of a financial liability) is derecognized when the obligation specified in the contract is discharged or cancelled or expires.

3. Trading Assets

Financial assets are classified as trading assets (held for trading) if they have been acquired principally for the purpose of selling in the near term, or form part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent pattern of short-term profit making. They are recognized on trade date, when the Company enters into contractual arrangements with counterparties, and are normally derecognized when sold. They are initially measured at fair value, with transaction costs taken to profit or loss. Subsequent changes in their fair values are recognized in profit or loss in 'Net trading income.'

4. Derivative Assets and Derivative Liabilities

Derivative instruments include transactions like interest rate swap, currency swap , forward foreign exchange contract etc. held for trading as well as risk management purposes. Derivative financial instruments are initially measured at fair value on the contract date and are subsequently re-measured to fair value at each reporting date. However, the Company does not such instruments as on 32nd Ashad 2083.

h) Determination of Fair Value

The fair value of a financial instrument 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.

The Company follows three levels of the fair value hierarchy as described below:

Level 1: Quoted (unadjusted) prices for identical assets or liabilities in active markets

Level 2: Significant inputs to the fair value measurement are directly or indirectly observable or valuations of quoted for similar instruments in active markets or quoted prices for identical or similar instrument in inactive markets; and
Level 3: Significant inputs to the fair value measurement are unobservable

i) Income Tax

Tax expenses comprise of current tax 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 expenses 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.

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.

j) 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 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 at that date. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate and are reversed if there is no probability of outflow of resources.

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 not recognized in the financial statements. However, where an inflow of economic benefits is probable, the Company discloses the contingent asset in accordance with the applicable requirements.

k) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated rebates, penalties, short supply 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 (goods / service) 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.

l) Employee Benefits

Compensation to employees for services rendered is measured and accounted for in accordance with the applicable requirements of the standard 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.

Post- Employment employee benefits

Defined Contribution Plans

Post-Employment benefits plan under which the Company pays a fixed contribution to a separate entity and retains no legal or constructive obligation to pay future amounts are categorized under defined contribution plans. The contributions to defined contribution plans are recognized in profit or loss as and when the services are rendered by employees.

Defined Benefit Plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company does not have any defined benefit plan.

Other Long Term Employee Benefits

Other Long-term Employee Benefits are those employee benefits other than those classified as either short-term, post-retirement or termination benefits.

Dividends on ordinary shares classified as equity are recognized in equity in the period in which they are declared.

The shares issue expenses which can be avoided for the issue was charged in the year of issue directly through equity and disclosed in the statement of changes in equity.

m) Earnings Per Share

The Company presents basic and diluted Earnings per Share (EPS) in accordance with NAS 33 Earnings Per Share. Basic EPS is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares, except where the results are anti-dilutive.

Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu

n) 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 are 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, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term. The Company has elected to apply the recognition exemptions for short-term leases and leases for which the underlying asset is of low value, where applicable.

o) 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.

p) Cash and Cash Equivalents

The cash and cash equivalents for the purpose of cash flow statement include cash in hand, balances with banks and financial institutions, money at call and short notice and highly liquid financial assets with original maturity of three months or less from the acquisition date that are subject to and insignificant risk of changes in their fair values and are used by the Company in the management of its short-term commitments. Cash and Cash equivalents includes cash in hand, deposits with BFIs and other short-term investments with original maturities of three months or less.

4.1 Critical Accounting Judgements and Key Sources of Estimation Uncertainty

In application of the Company's accounting policies, which are described in note 2, 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.

Investment in Taksar Cascade Power Private Limited

The Company holds an equity investment of NPR 80,000,000 in Taksar Cascade Power Pvt. Ltd., Management has assessed that this investment is more appropriately classified under NFRS 5 – Non-current Assets Held for Sale and Discontinued Operations rather than NFRS 10 – Consolidated Financial Statements, as the Company does not intend to retain the investment on a long-term basis for the purpose of controlling the investee's operating activities; rather, the Company plans to sell or dilute its equity interest in the future, and the investee is expected to raise significant additional capital that will substantially dilute the Company's relative interest and result in a loss of control, which under NFRS 5 is treated as equivalent to a sale. Accordingly, the investment has been classified as held for sale, measured at the lower of its carrying amount and fair value less costs to sell, presented separately in the Statement of Financial Position, and not consolidated.

Effective Interest Rate

The Company estimates the interest payments for the future period at **9.11%** as a rate applied by the bank for the purpose of the calculation of effective interest rate.

Taksar Pikhuwa Khola Hydropower Ltd. Kathmandu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(८ मेघावाट)
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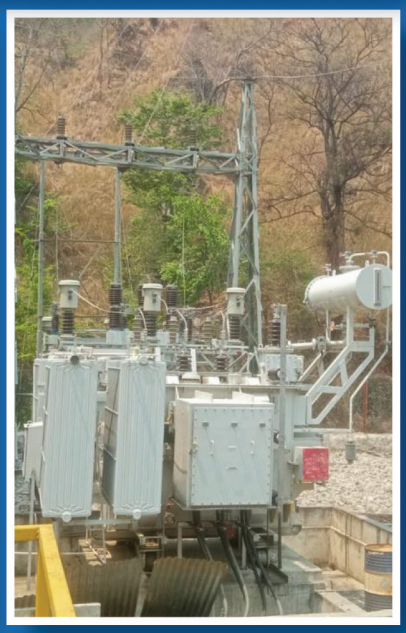
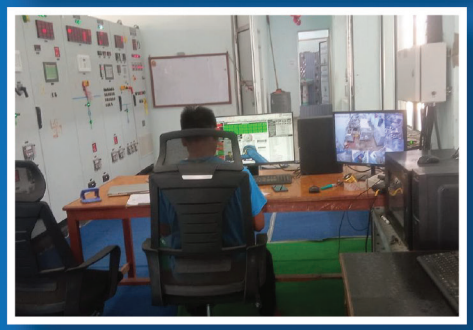
स्थापना मिति: २०७१
संचालन मिति: २०७७/१२/१५
अनुमति बिना प्रवेश निषेध









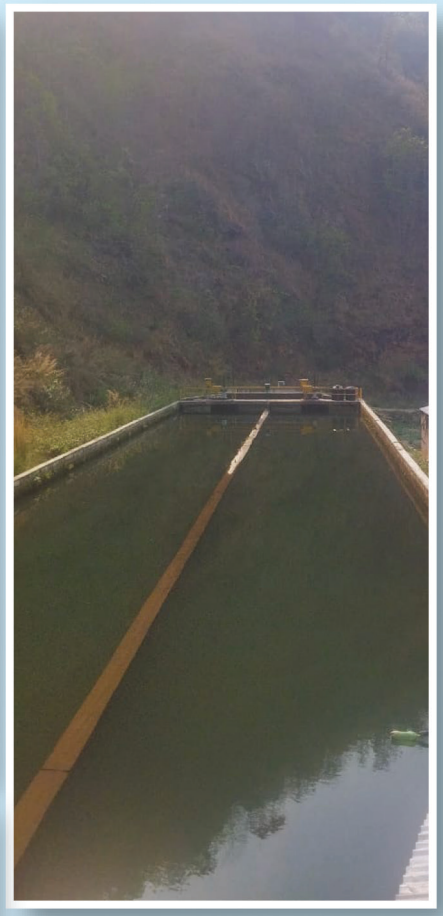








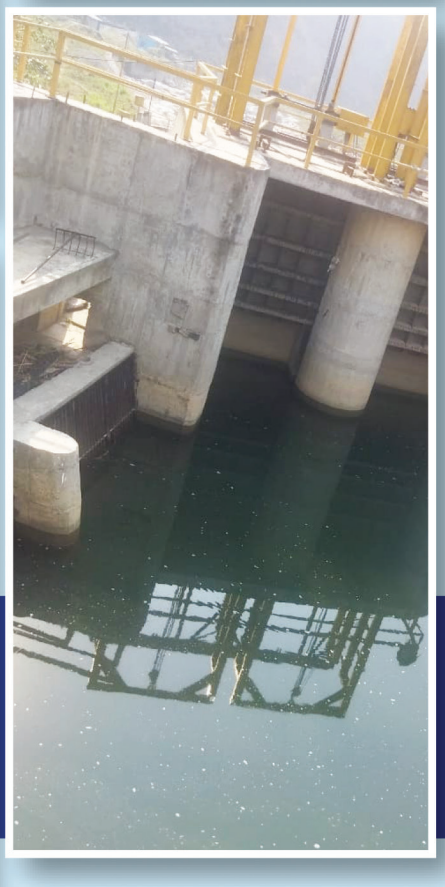












TAKSAR

PIKHUWA KHOLA HYDROPOWER LIMITED