

Contact Information

Divya Jyoti Hydropower Limited

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ANNUAL REPORT 2025/26

१९ औं

वार्षिक प्रतिवेदन

२०८२/२०८३

DIVYA JYOTI HYDROPOWER LIMITED



DIVYA JYOTI

दिव्यज्योति हाइड्रोपावर लिमिटेडको

सञ्चालक समिति



सतिस न्यौपाने
अध्यक्ष



ईन्द्र मणि त्रिताल
कार्यकारी सञ्चालक



संजिव न्यौपाने
सञ्चालक



सृजना खड्का
सञ्चालक



मिलन खड्का
सञ्चालक



द्वारिका प्रसाद न्यौपाने
सञ्चालक



शाश्वत चालिसे
सञ्चालक



मधुसुदन कोइराला
सञ्चालक



उमेश नेपाल
कम्पनी सचिव

दिव्यज्योति हाइड्रोपावर लिमिटेड

थापाथली, काठमाण्डौ ।

प्रतिनिधि नियुक्त गर्ने फारम (प्रोक्सी)

श्री संचालक समिति,
दिव्यज्योति हाइड्रोपावर लिमिटेड
का.म.न.पा.-११, काठमाडौं ।

विषय : प्रतिनिधि नियुक्त गरिएको बारे ।

महाशय,

.....जिल्ला.....न.पा./गा.पा./वडा नं.....बस्ने म/हामी.....ले त्यस संस्थाको शेयरधनीको हैसियतले मिती २०८३ साल आश्विन २३ गते शुक्रबार हुने **१९औं वार्षिक साधारण सभा**मा स्वयं उपस्थित भई छलफल तथा निर्णयमा सहभागी हुन नसक्ने भएकाले उक्त सभामा भाग लिन तथा मतदान गर्नका लागि मेरो/हाम्रो प्रतिनिधित्व गरी भाग लिन ..... जिल्ला ..... न.पा./गा.पा./वडा नं. बस्ने ..... त्यस संस्थाका शेयरधनी श्री ..... शेयरधनी नं. ..... लाई मेरो/हाम्रो प्रतिनिधि मनोनयन गरी पठाएको छु/छौं ।

प्रतिनिधि हुनेको

नाम :
दस्तखतः
शेयरधनी नं :
शेयर संख्या :
मिति :

प्रतिनिधि नियुक्त गर्नेको

नाम :
दस्तखतः
शेयरधनी नं :
शेयर संख्या :
मिति :

द्रष्टव्य : यो निवेदन साधारणसभा हुनु भन्दा कम्तीमा ४८ घण्टा अगावै कम्पनीको प्रधान कार्यालयमा पेश गरिसक्नु पर्नेछ ।

दिव्यज्योति हाइड्रोपावर लिमिटेड

थापाथली, काठमाण्डौ ।

प्रवेश-पत्र

शेयरधनीको नाम :
शेयरधनी नं :
कुल शेयर संख्या :
शेयरधनीको सहि :

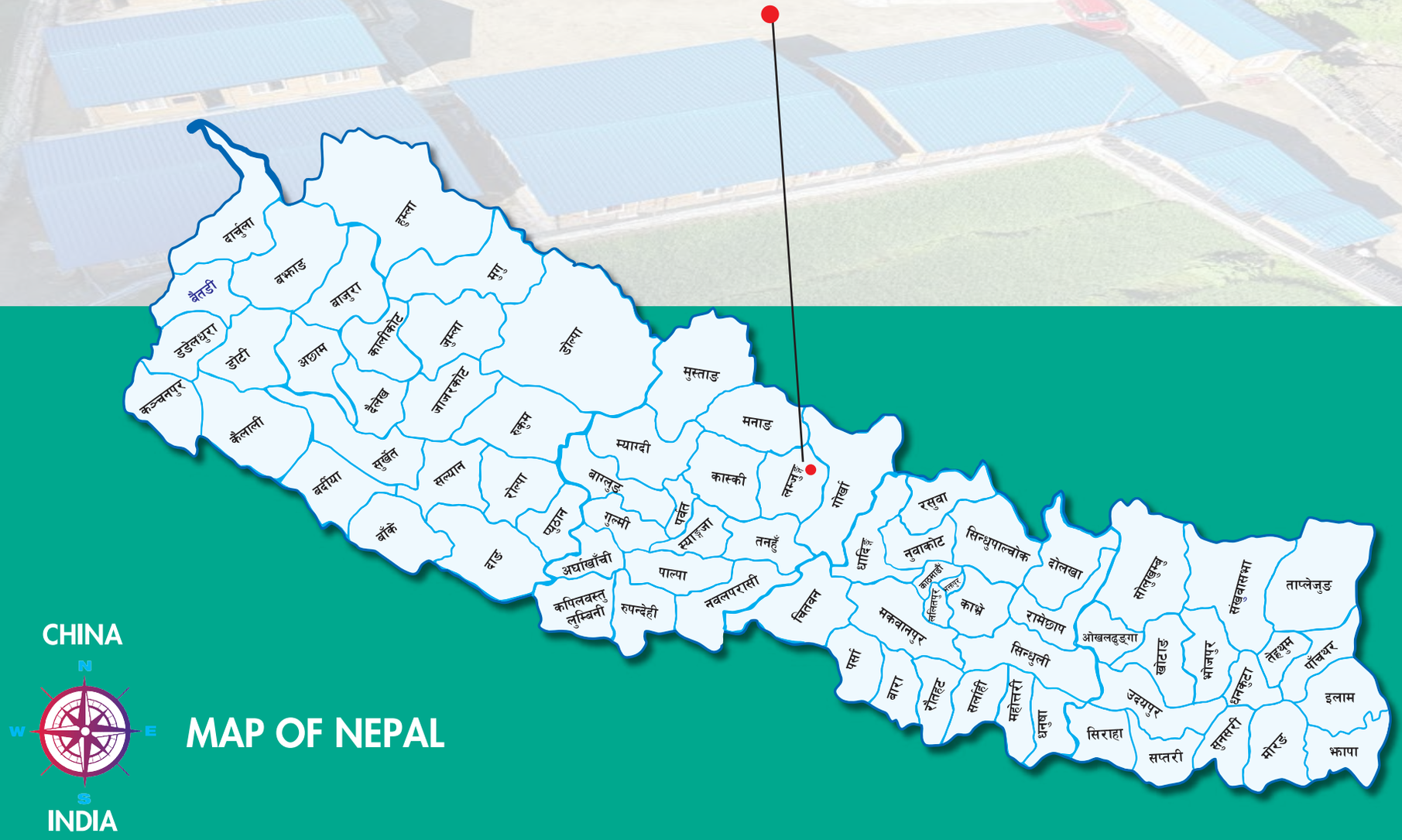
२०८३/०६/२३
उमेश नेपाल
कम्पनी सचिव

द्रष्टव्यः सभा कक्षमा प्रवेश गर्न यो प्रवेश-पत्र अनिवार्य रूपमा लिई आउनुहुन अनुरोध छ ।

Our Presence

दिव्यज्योति हाइड्रोपावर लिमिटेड

मर्स्यांङ्दी बेशी जलविद्युत आयोजना (५० मेगावाट)



CHINA

N W E S

INDIA

MAP OF NEPAL

DIVYA JYOTI

दिव्यज्योति हाइड्रोपावर लिमिटेड

विषय-सूची

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दिव्यज्योति हाइड्रोपावर लिमिटेडको
१९औं वार्षिक साधारण सभा सम्बन्धी सूचना

दिव्यज्योति हाईड्रोपावर लिमिटेडको मिति २०८३/०६/०१ मा बसेको संचालक समितिको बैठकको निर्णयानुसार कम्पनीको **१९औं वार्षिक साधारण सभा** देहायका विषयहरूमा छलफल तथा निर्णय गर्नको लागि मिति २०८३/०६/२३ गते शुक्रबार बस्ने भएको हुँदा सम्पूर्ण शेयरधनी महानुभावहरूलाई उपस्थितीका लागि यो सूचना प्रकाशित गरिएको छ ।

१९औं वार्षिक साधारण सभा हुने मिति, स्थान र समय

मिति : २०८३ साल आश्विन २३ गते शुक्रबार (Friday, October 9, 2026)

स्थान : होटल क्रिष्टल पशुपति, गौशाला, काठमाडौं (Hotel Crystal Pashupati, Gaushala)

समय : मध्यान्ह १२:०० बजे देखि (12:00 P.M. Onwards)

१९औं वार्षिक साधारण सभाका छलफलका बिषयहरू:

क) सामान्य प्रस्ताव

१) संचालक समितिको तर्फबाट अध्यक्षज्यूद्वारा आर्थिक वर्ष २०८२/०८३ को वार्षिक प्रतिवेदन प्रस्तुत, छलफल तथा स्वीकृत गर्ने सम्बन्धमा ।

२) लेखापरिक्षकको प्रतिवेदन सहित आर्थिक वर्ष २०८२/०८३ को वासलात, नाफा नोक्सान हिसाब र नगद प्रवाह लगायतका वित्तीय विवरणहरू छलफल तथा स्वीकृत गर्ने सम्बन्धमा ।

३) कम्पनी ऐन २०६३ को दफा १११ अनुसार आ.व २०८३/०८४ का लागि लेखापरिक्षकको नियुक्ति तथा निजको पारिश्रमिक निर्धारण गर्ने सम्बन्धमा ।

ख) विशेष प्रस्ताव

१) कम्पनीको पूँजी बृद्धि गर्ने सम्बन्धमा ।

२) कम्पनीको नियमनकारी निकाय विद्युत नियमन आयोग, नेपाल धितोपत्र बोर्ड, नेपाल स्टक एक्सचेन्ज लिमिटेड, कम्पनी रजिष्ट्रारको कार्यालय लगायतका नियामक निकायहरूमा कम्पनी अद्यावधिक गर्दा कम्पनीको प्रबन्धपत्र तथा नियमावलीमा आवश्यक संसोधन थपघट वा परिर्माजन गर्नुपर्ने भएमा कम्पनीको सञ्चालक समितिलाई आवश्यक कार्य गर्न अख्तियारी प्रदान गर्ने सम्बन्धमा ।

३) संचालक समितिका पदाधिकारीहरूको नियुक्ती अनुमोदन गर्ने सम्बन्धमा ।

४) संचालकहरूको बैठक भत्ता, भ्रमण खर्च तथा अन्य पारिश्रमिक निर्धारण गर्ने सम्बन्धमा ।

५) कम्पनीले निर्माण तथा विकास गरिरहेको आयोजनाहरूको लागि बैंक तथा वित्तीय संस्थाबाट लिईएको आवश्यक कर्जा कम्पनी ऐनको दफा १०५ (ख) अनुरूप तोकिएको सिमा भन्दा बढी

रहेको हुँदा कर्जा अनुमोदन गर्ने तथा आयोजनाहरू विकास, निर्माण तथा संचालनको लागि थप कर्जा आवश्यक भएमा सञ्चालक समितिलाई अख्तियारी प्रदान गर्ने सम्बन्धमा ।

६) कम्पनीको सहायक कम्पनीहरूमा गरिएको लगानी अनुमोदन गर्ने सम्बन्धमा ।

ग) विविध ।

१९औं वार्षिक साधारण सभा सम्बन्धी जानकारीहरू:

१) साधारण सभामा उपस्थित हुने शेयरधनीहरूले अनिवार्य रूपमा आफ्नो परिचय स्पष्ट खुल्ने किसिमको फोटो सहितको प्रमाण पत्र तथा यस कम्पनीमा कायम शेयर विवरण वा साथमा शेयर प्रमाण पत्र लिई सभामा भाग लिन हुन अनुरोध छ ।

२) शेयरधनीहरूको दरखास्तको लागि शेयरधनी उपस्थिति पुस्तिका ११:३० बजेबाट खुल्ला गरिनेछ ।

३) १९औं वार्षिक साधारण सभाको प्रयोजनका लागि मिति २०८३ साल आश्विन १६ गतेको अघिल्लो दिनसम्म कायम शेयरधनीहरू मात्र यस आ.व. २०८२/०८३ को यस सभामा भाग लिन योग्य हुनेछन् ।

४) साधारणसभामा भाग लिन आफ्नो प्रतिनिधि नियुक्त गर्न चाहने शेयरधनीहरूले प्रचलित कम्पनी कानूनले तोकेको ढाँचामा वा वार्षिक प्रतिवेदन पुस्तिका अनुसारको प्रतिनिधि (प्रोक्सी) नियुक्त गर्नुपर्नेछ । तर प्रतिनिधि नियुक्त गर्नु भएका शेयरधनी आफैं उपस्थित भई हाजिर पुस्तिकामा दस्तखत गरेमा प्रतिनिधि पत्र स्वतः बदर हुनेछ ।

५) एक भन्दा बढी व्यक्तिहरूको संयुक्त नाममा शेयर दर्ता रहेको अवस्थामा सर्वसम्मतबाट प्रतिनिधि चयन गरिएको एक जनाले मात्र वा लगत किताबमा पहिलो नाम उल्लेख भएको व्यक्तिले सभामा भाग लिन सक्नु हुनेछ । कुनै संगठित संस्था वा कम्पनीको शेयर खरिद गरेका हकमा त्यस्ता संगठित संस्था वा कम्पनीले मनोनित गरेको प्रतिनिधिले शेयरवालाको हैसियतले सभामा भाग लिन सक्नु हुनेछ ।

६) कुनै शेयरधनी महानुभावहरूले छलफलका विषयहरु मध्ये विविध शिर्षक अन्तर्गत कम्पनी सम्बन्धी कुनै विषयमा छलफल गर्न/गराउन चाहेमा सभा हुनु भन्दा ७ कार्यदिन अगावै कम्पनी सचिव मार्फत सञ्चालक समितिको अध्यक्षलाई लिखित रूपमा प्रस्ताव दिनुपर्नेछ । तर त्यस्तो प्रस्ताव साधारण सभामा छलफल वा बहसको रूपमा समावेस गर्ने वा नगर्ने अधिकार सञ्चालक समितिको अध्यक्षमा निहीत हुनेछ ।

७) साधारण सभा सम्बन्धि अन्य कुराहरूको जानकारी आवश्यक भएमा कार्यालय समयमा कम्पनीको प्रधान कार्यालय ट्रेड टावर, थापाथली, काठमाण्डौंमा सम्पर्क राखी लिन सकिने छ । थप जानकारीको लागि कम्पनीको वेब साइट www.divyajyotihydro.com बाट प्राप्त गर्न सक्नु हुनेछ ।

सञ्चालक समितिको आज्ञाले
कम्पनी सचिव

DIVYA JYOTI

दिव्यज्योति हाइड्रोपावर लिमिटेड



अध्यक्षको मन्तव्य

आदरणीय शेयरधनी महानुभावहरू,

दिव्यज्योति हाइड्रोपावर लिमिटेडको १९औं वार्षिक साधारण सभामा उपस्थित हुनुभएका सम्पूर्ण शेयरधनी महानुभावहरूमा सञ्चालक समिति तथा मेरो व्यक्तिगत तर्फबाट हार्दिक स्वागत तथा अभिवादन व्यक्त गर्दछु । कम्पनीको यस १९औं वार्षिक साधारणसभामा उपस्थित भएर कम्पनीको आ.व. २०८२/०८३ को वार्षिक प्रतिवेदन प्रस्तुत गर्न पाउँदा मलाई खुसी लागेको छ ।

विद्युत आयोजनाहरूको विकास, निर्माण र संचालन गर्ने उद्देश्यका साथ कम्पनी ऐन, २०६३ बमोजिम वि.सं. २०६४ साल फाल्गुन ९ गते प्राइभेट कम्पनीको रूपमा स्थापित यो कम्पनी मिति २०८२ साल भाद्र २३ गते पब्लिक लिमटेड कम्पनीमा परिणत गरी कारोबार सञ्चालन गरिरहेको छ दिव्यज्योति हाइड्रोपावर लिमिटेडले ऊर्जा क्षेत्रमा आफ्नो अमूल्य र अतुलनिय योगदान गर्दै गण्डकी प्रदेशको, लमजुङ जिल्ला भई बहने मर्स्याङदी नदीको पानी उपयोग गरी ५० मेगावाट क्षमताको मध्य मस्याङदी लजविद्युत आयोजनाको निर्माण कार्य द्रुत गतिमा अहोरात्र गरिरहेको छ । यस कम्पनीको प्रमुख संस्थापक लगानीकर्ता कम्पनी अपि पावर कम्पनी लिमिटेड हो । यस कम्पनीमा अपि पावर कम्पनी लिमिटेडको १९.७५ प्रतिशत लगानी रहेको छ भने हाल २५६१ जना संस्थापक शेयरधनीहरू रहेका छन् । यस कम्पनीका संस्थापक शेयरधनीहरू विद्युत/ऊर्जा क्षेत्रका साथै व्यवस्थापन क्षेत्रमा लामो समय देखि दख्खल भएका प्रतिष्ठित कम्पनी तथा व्यक्तित्वहरू हुनुहुन्छ । शेयरधनीहरूको लगानीमा उचित प्रतिफल प्रदान गर्ने उद्देश्यका साथ कम्पनी सदैव समर्पित भएर काम गरिरहेको छ । यस कम्पनीको मूल उद्देश्य भनेको विद्युत आयोजनाहरूको निर्माण गरी संचालन गर्ने र अन्य मूनाफादायी आयोजनाहरूमा समेत लगानी गर्ने रहेको छ ।

कम्पनी स्थापना भए पश्चात् लमजुङ जिल्लाको मर्स्याङदी गाँउपालिका वडा न. ८ र ९ को वगैचा भन्ने स्थानमा आयोजनाको वाँध स्थल निर्माण गरि ४.५ किलोमिटर लामो ५.३ मिटर डायामिटरको पेनस्टक पाईपको माध्यमवाट पावरहाउस सम्म पानी लगि वेसिशहर नगरपालिका वडा नं १० को भोटेफाँटमा विद्युत गृह निर्माण गर्ने गरि आयोजनाको निर्माणको कार्य भइरहेको छ ।

यस आयोजनाबाट उत्पादन हुने विद्युतशक्ति ८ किलोमिटर लामो १३२ के.भि. ट्रान्समिसन लाईनको निर्माण गरि नेपाल विद्युत प्राधिकरणले निर्माण सम्पन्न गरि संचालन गरिरहेको १३२ के.भि.उदिपुर सबस्टेशनमा जडान गरि आपूर्ति गरिनेछ । यस

आयोजनाबाट उत्पादित विद्युत छिमेकी मूलुक भारतमा पनि विक्री गर्न सकिनेछ जसले गर्दा देशको अर्थतन्त्रमा समेत ठूलो टेवा पुग्ने विश्वास लिएका छौं ।

आदरणीय शेयरधनी महानुभावहरू,

यस आयोजनाको अनुमानित लागत रू.११३० करोड रहेको छ । यसको ३३.६४ प्रतिशतले हुने रकम रू. ३८० करोड शेयरधनीहरूको लगानी र बाँकी ६६.३६ प्रतिशत रू. ७५० करोड रकम श्री सिटिजन्स बैंक इन्टरनेशनल नेपाल लिमिटेडको अगुवाईमा श्री सानिमा बैंक लिमिटेड, श्री प्रभु बैंक लिमिटेड NIC एसिया बैंक लि. र नेपाल एस.बि.आई. बैंक लिमिटेड सहित सहवित्तीयकरण समूहबाट मिति २०८३ साल वैशाख ३० गते सम्पन्न वित्तीय व्यवस्थापन सम्झौता बमोजिम कर्जा उपभोग गरी आयोजनाको निर्माण कार्य द्रुत गतिमा भईरहेको छ । हालसम्म कम्पनीले बैंक ऋण वापत रू.१०५ करोड कर्जा उपभोग गरिसकेको छ । आयोजना निर्माण पश्चात वार्षिक रू. १९६.७७ करोड आम्दानी हुने प्रक्षेपण गरिएकोछ । आगामी ३ वर्ष भित्रमा काम सम्पन्न गर्ने लक्ष्यका साथ कार्य भईरहेको व्यहोरा समेत साधारणसभा समक्ष जानकारी गराउन चाहान्छु । उत्पादन सम्पन्न भइसके पश्चातको पहिलो वर्षबाट नै शेयरधनीहरूलाई मूनाफा वितरण गर्ने समेत प्रतिवद्धता व्यक्त गर्दछौं ।

आयोजनाको वातावरणीय असर मूल्याङकन प्रतिवेदन (IEE) को प्रावधान अनुसार आयोजना प्रभावित क्षेत्रमा खानेपानी, मठमन्दिर, स्कूल तथा बाटोको मर्मत तथा अन्य आवश्यक पुर्वाधार विकाशमा सहयोग गरिनेछ । जलविद्युत आयोजना निर्माण हुँदा त्यसबाट केही सामाजिक, सांस्कृतिक र वातावरणीय प्रभाव पर्ने र सोको न्यूनीकरण गरी कार्य गर्न समेत कम्पनी प्रतिबद्ध रहेकोछ ।

नेपालमा जलवायु परिवर्तनका कारण प्राकृतिक श्रोत, हिमनदी तथा जलश्रोतमा महत्वपूर्ण प्रभाव परिरहेको छ । यस सम्बन्धमा कम्पनीले निर्माण गरिरहेको आयोजनामा समेत यसबाट प्रत्यक्ष रूपमा पर्न सक्ने प्रभावको मूल्याङ्कन गर्नका लागि कम्पनीले विज्ञहरूलाई लगाई आयोजनाको Catchment क्षेत्रको अध्ययन गरेकोछ । उक्त अध्ययनको आधारमा कम्पनीले आयोजना निर्माण तथा संचालन सम्बन्धि भावी कार्ययोजना समेत बनाई कार्य गर्ने र हुनसक्ने सम्भावित क्षतिबाट बच्ने समेत रणनिति अपनाएको छ । साथै विज्ञहरूको प्राप्त प्रतिवेदन तथा सल्लाह अनुसार आयोजनाको प्रमुख भौतिक संरचनामा परिवर्तन गरि जलवायु परिवर्तनबाट हुन सक्ने क्षति कम गर्ने गरि कार्य गरिरहेको छौं ।

कम्पनीले आफ्नो भावी कार्यक्रम अन्तर्गत जलाशययुक्त जलविद्युत तथा ठुला क्षमताको सोलर विद्युत आयोजना, वायु विद्युत आयोजना, हाइड्रोजन ऊर्जा आयोजनाका साथै कृषि विकासका आयोजनाहरूको अध्ययन गर्दै विकास तथा निर्माण गरी विद्युत उत्पादनलाई औद्योगिक परियोजनामा उपयोग गरी देशलाई सम्पन्न बनाउने लक्ष्य लिई कार्य गर्नेछ ।

कम्पनी संस्थागत सुशासन कायम गर्दै सदैव आदरणीय शेयरधनीहरूको हितलाई ध्यानमा राखी कार्य गर्दै आईरहेको छ । हाम्रो उद्देश्य यस दिव्यज्योति हाइड्रोपावर लिमिटेड र यस कम्पनीका सम्बन्धित कम्पनीहरूलाई नेपालकै सबैभन्दा ठुलो र राम्रो कम्पनीको रूपमा स्थापित गर्ने हो । यसबाट हामी कुनै पनि दिन विक्षिप्त भएका छैनौं । कम्पनीका कर्मचारी साथीहरू एवम् सञ्चालक समितिका पदाधिकारीहरूले अहोरात्र कार्य गरिरहेका छन् ।

कम्पनीलाई आजको यस अवस्थामा पुऱ्याउन सहयोग गर्नुहुने शेयरधनी महानुभावहरू, श्री नेपाल सरकार ऊर्जा मन्त्रालय, श्री विद्युत नियमन आयोग, श्री विद्युत विकास विभाग, वातावरण मन्त्रालय, वन तथा भू-संरक्षण मन्त्रालय, उद्योग मन्त्रालय, उद्योग विभाग, सञ्चार मन्त्रालय, श्री नेपाल विद्युत प्राधिकरण, वित्तीय सहयोग गर्ने बैंक तथा वित्तीय संस्थाहरू, बिमा कम्पनीहरू, सिभिल, हाइड्रोमेकानिकल तथा इलेक्ट्रोमेकानीकल निर्माणको कार्य गर्ने ठेकेदार कम्पनीहरू, श्री कम्पनी रजिष्ट्रारको कार्यालय, श्री नेपाल धितोपत्र बोर्ड, आयोजना स्थलहरूका स्थानीय वासिन्दाहरू, स्थानिय सरकार, पत्रकार मित्रहरू, कम्पनीको काममा अथक मेहनत गर्नुहुने सम्पूर्ण कर्मचारीहरूको साथै कम्पनीलाई सदैव हौसला प्रदान गर्ने शुभचिन्तकहरूमा हार्दिक धन्यवाद दिन चाहन्छु ।

म यस गरिमामय सभाबाट कम्पनी प्रति शेयरधनी महानुभावहरूले देखाउनु भएको आस्था तथा विश्वास प्रति हार्दिक धन्यवाद तथा कृतज्ञता ज्ञापन गर्दै आफ्नो व्यस्त कार्यक्रमको बावजुत पनि यस सभामा उपस्थित भई कम्पनीको हौसला बढाई दिनुभएकोमा कम्पनीको सञ्चालक समिति तथा मेरो व्यक्तिगत तर्फबाट धन्यवाद दिंदै सञ्चालक समितिद्वारा प्रस्तुत प्रतिवेदन माथि छलफल गरी अनुमोदनको लागि प्रस्तुत गर्दछु ।

धन्यवाद ।

(सतिश न्यौपाने)
अध्यक्ष

आर्थिक वर्ष २०८२/०८३

कम्पनी ऐन २०६३ को दफा १०९ उपदफा (४) बमोजिम सञ्चालक समितिको प्रतिवेदन

आदरणीय शेयरधनी महानुभावहरू,

कम्पनीको १९औं वार्षिक साधारण सभामा सञ्चालक समितिको प्रतिवेदन, आ.व. २०८२/०८३ प्रस्तुत गर्न पाउँदा हामीलाई अत्यन्तै खुसी लागिरहेको छ ।

दिव्यज्योति हाइड्रोपावर लिमिटेड वि.स. २०६४ साल फाल्गुण ०९ गते कम्पनी रजिष्ट्रारको कार्यालयमा प्राईभेट कम्पनीको रूपमा दर्ता भई वि.स. २०८२ साल भाद्र २३ गते पब्लिक लिमिटेड कम्पनीमा परिणत गरी विद्युत उत्पादन सम्बन्धि व्यवसाय गरिरहेको कम्पनी हो । कम्पनीको हाल अधिकृत पूँजी रू. ४०० करोड, जारी पूँजी रू. ४०० करोड र चुक्ता पूँजी रू. १६५.६२ करोड रहेको छ ।

दिव्यज्योति हाइड्रोपावर लिमिटेडमा हाल २५६१ जना संस्थापक शेयरधनीहरू रहेका छन् । यस कम्पनीका संस्थापक शेयरधनीहरू तथा संचालकहरू विद्युत/ऊर्जा क्षेत्रका साथै व्यवस्थापन क्षेत्रमा लामो समय देखि दख्खल भएका प्रतिष्ठित कम्पनी तथा व्यक्तित्वहरू हुनुहुन्छ । कम्पनीले गण्डकी प्रदेशको, लमजुङ्ग जिल्ला, वेशीशहर न.पा. र मर्स्याङ्दी गा.पा. भई वहने मर्स्याङ्दी नदीको पानी उपयोग गरी ५० मेगावाट क्षमताको मध्य मस्याङदी लजविद्युत आयोजना पहिचान गरी विकास गर्दै द्रुत गतिमा अहोरात्र निर्माण कार्य गरिरहेको छ ।

यस कम्पनीको प्रमुख संस्थापक लगानीकर्ता कम्पनी अपि पावर कम्पनी लिमिटेड रहेको छ । यस कम्पनीमा अपि पावर कम्पनी लिमिटेडको हाल १६५.३२ प्रतिशत लगानी रहेको छ । पब्लिक लिमिटेड कम्पनीको रूपमा स्थापना भई विद्युत विकासको काममा संलग्न भएको यस कम्पनीमा उल्लेख्य शेयरधनीहरूको लगानी रहेको छ । शेयरधनीहरूलाई लगानीमा उचित प्रतिफल प्राप्तहोस भन्ने चाहनाका साथ कम्पनी सदैव समर्पित भएर काम गरिरहेको छ ।

१. विगत वर्षको कारोबारको सिंहावलोकन

कम्पनीको शेयर पूँजी, सञ्चिती तथा कर्जा — रकम (रू.)

विवरण	आ.व. २०८२/०८३	आ.व. २०८१/०८२ (पुनः स्थापना)	आ.व. २०८०/०८१
शेयर पूँजी	९६,०८,७६,०९३	३७,२८५,०००	३७,२८५,०००
जगेडा कोष तथा सञ्चित नाफा	२,६७,८६,३८७	४४,६०,४८८	४४,६०.४८८
जम्मा पूँजी	**९७,८६,६२,४८०**	**४,१७,४५,४८८**	**४,१७,४५,४८८**
दीर्घकालिन ऋण कर्जा	**५०,००.००,०००**		

दिव्यज्योति हाइड्रोपावर लिमिटेडको वित्तीय अवस्था निम्नानुसर रहेको छ : — रकम (रू.)

विवरण	आ.व. २०८२/०८३	आ.व. २०८१/०८२ (पुनः स्थापना)	आ.व. २०८०/०८१
नेपाल विद्युत प्रधिकरणलाई विद्युत विक्रि	-	-	-
आयोजना संचालन खर्च	-	-	-
रोयल्टी	-	-	-
निर्माण आम्दानी (ई.फ्रि.क.१२)	४२,२४,५४,८५१	२९,५३,९८,१५१.००	
निर्माण खर्च (ई.फ्रि.क.१२)	४०,२३,३७,९५३	(२८,१३,३१,५७३.००)	
अन्य आम्दानी	२९,४५,३३५	९७,९७५.००	१२१.००

प्रशासनिक तथा अन्य खर्च		(११,६१,०८५.००)	(९,११,३०३.००)
कर अघिको नाफा	२,३०,६२,२३३	१,२९,५४,६१५.००	(९,११,१८१.००)
खुद मुनाफा (कर पछि)	२,२३,२५,८९९	१,२६,५०,०७४.००	(९,५१,५१७.००)
अन्य कम्पनीमा लगानी	७०,००,०००	१.३८	(१.१९)
प्रतिशेयर आम्दानी रू.	३.०२		

२. कम्पनीको शेयर पूँजी संरचना

अधिकृत पूँजीः कम्पनीको अधिकृत पूँजी रू. ४,००,००,००,०००/– (अक्षरेपी चार अर्ब) रहेको छ । उक्त पूँजीलाई रू.१००/- का दरले ४,००,००,००० (अक्षरूपी चार करोड) थान साधारण शेयरमा विभाजन गरिएको छ ।

जारी पुँजीः कम्पनीको जारी पूँजी ४,००,००,००,०००/– (अक्षरेपी चार अर्ब) रहेको छ । उक्त पूँजीलाई रू.१००/- का दरले ४,००,००,००० (अक्षरूपी चार करोड) थान साधारण शेयरमा विभाजन गरिएको छ ।

चुक्ता पुँजी : कम्पनीको चुक्ता पूँजी रू. १६,५६,२०,०००/– (अक्षरेपी सोह्र करोड छपन्न लाख बिस हजार) रहेको छ । उक्त पूँजीलाई रू.१००/- का दरले १६,५६,२०० थान साधारण शेयरमा विभाजन गरिएको छ ।

३. कम्पनीको संचालित तथा भावी आयोजना

दिव्यज्योति हाइड्रोपावर लिमिटेडले विद्युत उत्पादन उद्योग संचालन गर्ने हेतुले आयोजनाहरूको अध्ययन गर्ने क्रममा लमजुङ जिल्ला, मर्स्याङ्दी गा.पा. भई बहने मर्स्याङ्दी नदीमा ५० मेगावाट क्षमताको मर्स्याङ्दी बेसी जलविद्युत आयोजनाको पहिचान गरी विकास गर्दै निर्माण कार्य द्रुत गतिमा अहोरात्र गरिरहेको छ ।

कम्पनीले मिति २०७४/०६/०१ गते नेपाल सरकार, ऊर्जा, जलश्रोत तथा सिंचाई मन्त्रालय अन्तर्गत श्री विद्युत विकास विभागबाट आयोजनाको विद्युत उत्पादनको अनुमतिपत्र (वि.वि.वि. २०७४/७५ वि.उ. २०६) प्राप्त गरी आयोजनाको निर्माण कार्य शुरू गरिएको छ । आयोजनाको अनुमतिपत्रको बहाल रहने अवधि मिति २०७४/०६/०१ देखि मिति २१०९/०५/३१ सम्म रहेको छ ।

कम्पनी र नेपाल विद्युत प्राधिकरण बीच मिति २०७४/०६/०१ Take or Pay प्रावधानमा आधारित विद्युत खरिद बिक्रि सम्झौता (PPA) सम्पन्न भएको छ । PPA मा व्यवस्था भएअनुसार आयोजनाको प्रारम्भिक दर रेट सुख्खायाम (मंसिर १६ देखि जेष्ठ १५ सम्म) रू. ८.४० प्रति युनिट रहेको छ भने वर्षायाम (जेष्ठ १६ देखि मंसिर १५ सम्म) रू. ४.८० प्रति युनिट रहेको छ । कम्पनीले PPA मा व्यवस्था भएबमोजिम आयोजना संचालन गर्दै विद्युत उत्पादन भई व्यापारिक उत्पादन शुरू गरेमा व्यापरिक उत्पादन मिति (Commercial Operation Date) बाट एक वर्ष पुगेको महिनाको लगत्तै पछिको महिनादेखि लागु हुनेगरी प्रत्येक वर्षको ३ प्रतिशतका दरले ८ पटकसम्मको मूल्यवृद्धिमा विद्युत ऊर्जा नेपाल विद्युत प्राधिकरणले खरिद दर कायम गरी भुक्तानी प्रदान गर्नेछ ।

यस आयोजनाबाट उत्पादन हुने विद्युतशक्ति १३२ के.भि. विद्युत प्रसारण लाईन उदीपुरमा अवस्थित नेपाल विद्युत प्राधिकरणको २२०/१३२/३३ क.भि. उदीपुर सवस्टेशन पुऱ्याई राष्ट्रिय प्रसारण लाईनमा जडान गरी कम्पनी र प्राधिकरण बिच सम्पन्न विद्युत खरिद बिक्रि सम्झौता बमोजिम विद्युत खरिद बिक्रि गरिनेछ ।

यस आयोजनाको परामर्श कार्यका लागि परामर्शदाता श्री अध्यान्त इन्जिनियरिङ्ग प्रा.लि. रहेको छ । आयोजनाको सिभिल निर्माण कार्य तर्फ डाइवर्सन वेयर, Underslucice, Settling Basin सिभिल संरचना श्री रामेछाप डाँफे जे.भि. (M/s Ramechhap Danphe J.V.) लाई ठेक्का प्रदान गरिएको, अलाइन्मेन्ट सिभिल संरचना प्रभावित स्थानियहरूको दक्षता बमोजिम प्रदान गरिने तथा पावरहाउस, टेलरेस श्री ओसिस कन्सट्रक्सन (प्रा.) लि. (M/s Oasis Construction Pvt. Ltd.) लाई ठेक्का प्रदान गरिएको छ । आयोजनाको हाइड्रोमेकानिकल निर्माण कार्य तर्फ भारतबाट आवश्यक फलाम पाताहरू श्री टाटा स्टील इंडिया, श्री सि.एम.ई इन्टरप्राईजेज इंडियाबाट कम्पनीले आयात गरिरहेको छ र Fabrication तथा Erection को कार्यका लागि ठेकेदार कम्पनी श्री अपि हाइड्रो मेकानिकल लि. (M/s Api Hydro Mechanical Limited) बाट कार्य भईरहेको छ । आयोजनाको इलेक्ट्रोमेकानिकल कार्य (सप्लाई तथा जडान) का लागि श्री ट्रोयर हाइड्रो, इंडिया (प्रा.) लि. (M/s Troyer Hydro Pvt. Ltd., India) सँग सम्झौता गरी डिजाईन

तथा Manufacturing कार्य भईरहेको छ ।

कम्पनीले यस आयोजनाबाट वार्षिक ३२ करोड १५ लाख युनिट विद्युत उत्पादन हुनेछ । उत्पादित विद्युत मध्ये ३६.६६ प्रतिशत हिउँदका ६ महिनामा र बाँकी ६३.३४ प्रतिशत वर्षाका ६ महिनामा उत्पादन हुनेछ । यस आयोजनाको विद्युत बिक्रिबाट वार्षिक रू. १९६.७७ करोड आय आर्जन हुनेछ । यस आयमा ८ वर्षसम्म वार्षिक ३ प्रतिशतका दरले वृद्धि हुँदै जानेछ ।

यस आयोजनाको अनुमानित लागत रू. ११३० करोड रहेको छ । यसको ३३.६४ प्रतिशतले हुने रू. ३८० करोड शेयरधनीहरूको लगानी र बाँकी ६६.३६ प्रतिशत रू. ७५० करोड रकम श्री सिटिजन्स बैंक इन्टरनेशनल नेपाल लिमिटेडको अगुवाईमा श्री सानिमा बैंक लिमिटेड, श्री प्रभु बैंक लिमिटेड, NIC एसिया बैंक लि. र नेपाल एस.बि.आई. बैंक लिमिटेड सहित Consortium बाट मिति २०८३ साल वैशाख ३० गते सम्पन्न वित्तीय व्यवस्थापन सम्झौता बमोजिम कर्जा उपभोग गरी आयोजनाको निर्माण कार्य भईरहेको छ । आगामी ३ वर्ष भित्रमा काम सम्पन्न गर्ने लक्ष्यका साथ कम्पनीले निर्माण कार्य अहोरात्र गरिरहेको छ ।

Salient Features

Location	: Marshyangdi Rural Municipality,Lamjung District
Type	: Run off River
Name of River	: Marsyangdi Nadi
Gross Head	: 76.79 m
Net Rated Head	: 64.66 m
Installed Capacity	: 50.00 MW
Annual Energy	: 322.14 GWh
Catchment Area	: 2888 sq.km
Design Discharge (at 40.50% PoE)	: 90 m3/s
Headrace Pipe	: 5.3m dia, 4,327m length, Steel Pipe(E250 and E350 Grade Steel)
Surge Tank	: Circular Surface , 87m length, 16m breadth
Penstock Pipe	: 5.3 m dia, 328m length,
Turbine	: Horizontal Francis
Number of Units	: Four
Capacity Per Unit	: 13.25 MW
Efficiency	: 91%
Generator	: Synchronous Brushless , 14.19 MVA, efficiency-97%, voltage-11 kV
Powerhouse	: 60m * 14.5m * 24.5m
Tailrace	: 65 m length
Transformer	: 15MVA, 11kVVV/132kV
Transmission Line	: 132kV, 8km length
Project Cost	: 11,300 cr.
Project IRR	: 14.29%
Simple Pay Back Period	: 6.51 yrs
Discounted PayBack Period	: 11.13yrs

Contract Energy with Expected Revenue

Month	Days	Contract Energy	Rate	Revenue
Baishak	31	26,590,196	8.4	223,357,646.40
Jestha				
Upto 15th	15	16,929,000	8.4	142,203,600.00
16th Onward	16	18,057,600	4.8	86,676,480.00
Asadh	32	34,986,600	4.8	167,935,680.00
Shrawan	31	36,115,200	4.8	173,352,960.00
Bhadra	31	34,986,600	4.8	167,935,680.00
Ashwin	31	34,986,600	4.8	167,935,680.00
Kartik	30	31,112,337	4.8	149,339,217.60
Mangsir				
Upto 15th	15	13,400,973	4.8	64,324,670.40
16th Onward	14	12,507,575	8.4	105,063,630.00
Poush	30	18,424,806	8.4	154,768,370.40
Magh	29	14,257,523	8.4	119,763,193.20
Falgun	30	13,969,350	8.4	117,342,540.00
Chaitra	30	15,211,628	8.4	127,777,675.20
Total	**365**	**321,535,988.00**		**1,967,777,023.20**



Settling basin progress



Reinforcement Work at Settling Basin



Pipeline Access Road Excavation



Powerhouse Excavation



Powerhouse Excavation



Powerhouse Excavation & Strengthening the height of cofferdam for flood protection



Crusher Plant at Intake Area



Batching Plant Setup at Intake



Hydromechanical Workshop



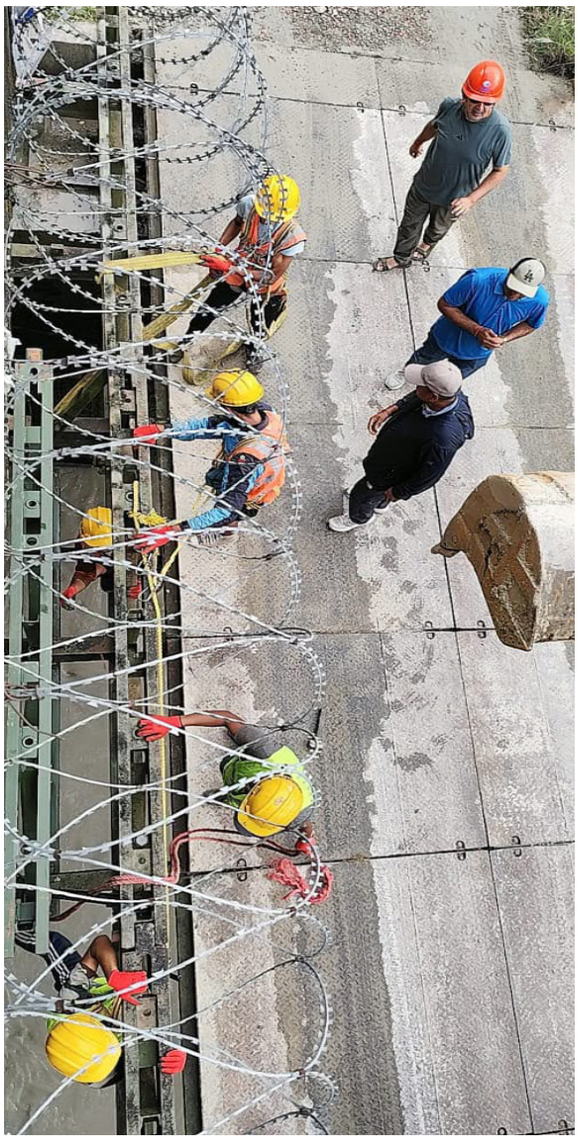
Company's Staff Camp



Sensor Device to monitor flood Level



Alert System (Siren)



Expansion of bailey bridgre
Load Capacity



Road Clearance Work
After Landslide



Gabion work for landslide protection at Besisahar nagarpalika , ward number 10.

४. कम्पनीको संस्थागत सुशासन

दिव्यज्योति हाइड्रोपावर लिमिटेड असल संस्थागत सुशासनका लागि प्रतिवद्ध छ । कम्पनीको उद्देश्य, दृष्टिकोण, लक्ष तथा मूल्य मान्यताहरूलाई पछ्याउने क्रममा नैतिक, इमान्दार तथा पारदर्शी भई शेयरधनीहरूको विश्वासलाई कायम राख्न कम्पनी प्रयत्नरत् छ । यस कम्पनीले प्रत्येक वर्ष सञ्चालक समितिको काम कारवाही तथा यसको कार्य सम्पादन, आन्तरिक नियन्त्रण प्रणाली एवम् जोखिम व्यवस्थापनका सम्बन्धमा पारदर्शी तवरबाट संस्थागत सुशासनका नियमहरू, आचरण तथा नैतिकता सम्बन्धि नियमहरू तथा निर्देशिकाहरू समाविष्ट छन् । सो मूल्य संरचना कम्पनीका कर्मचारी देखि सञ्चालकहरू सम्म सबैलाई लागु हुन्छ । यसका मुलभुत पक्षहरू कानूनी व्यवस्थाको पालना, स्वच्छता, पूर्णता, इमान्दारिता तथा वातावरणीय प्रभाव तथा सरोकारवालाहरूको हितलाई मध्यनजर गर्दै व्यक्तिगत तथा व्यवसायिक सम्बन्धमा उच्च स्तरको नैतिकता तथा व्यवहारको अभ्यासका निमित्त प्रवृत हुने रहेका छन् । प्रचलित कानून बमोजिम पेश गर्नुपर्ने प्रतिवेदनहरू समयमै नियमनकारी निकायहरूमा पेश गरिएको छ ।

५. कम्पनीको मानव संशाधन

कम्पनीमा आ.व. २०८२/०८३ को अन्त्य सम्ममा ३ महिला कर्मचारीहरू सहित कुल कर्मचारीहरूको संख्या ५० रहेको छ । श्रम ऐन २०७४ ले निर्धारण गरेको नयाँ व्यवस्थाहरू समावेश सहितको कर्मचारी सेवा विनियमावली २०८३ लागू गरिएको छ । सो ऐन अनुरूप कम्पनीले कार्य गरिरहेको छ ।

- कम्पनीले विभिन्न जलविद्युत तथा सौर्य विद्युत आयोजना सम्बन्धि आर्थिक, प्रशासनिक एवम् जोखिम व्यवस्थापन तथा न्यूनीकरण प्रशिक्षण कार्यक्रमा सहभागिता जनाई कर्मचारीहरूको वृद्धि विकासको कार्य गरिरहेको छ ।
- कम्पनीमा कार्यरत सम्पूर्ण सञ्चालक/कर्मचारीहरूको स्वास्थ्य विमा तथा दुर्घटना बीमाको व्यवस्था रहेको छ ।
- कम्पनीमा कार्यरत सम्पूर्ण कर्मचारीहरूको श्रम ऐनले निर्धारण गरी तोकेको न्यूनतम तलब तथा भत्ताको व्यवस्था रहेको छ ।

६. कम्पनीको व्यवसायिक सम्बन्ध

कम्पनीको व्यवसायिक सम्बन्ध मुलतः विद्युत उत्पादन सम्बन्धी अनुमति प्रदान गर्ने नेपाल सरकार, ऊर्जा मन्त्रालय र सो मन्त्रालय सँग आबद्ध जलविद्युत क्षेत्रको नियमन गर्ने विद्युत नियमन आयोग, विद्युत विकास विभाग तथा विद्युत खरिद गर्ने नेपाल विद्युत प्रधिकरण र आयोजनाहरू निर्माणमा वित्तीय लगानी गरी सहयोग प्रधान गर्ने बैंक, वित्तीय संस्था तथा कोषहरूसँग रहेको छ । कम्पनीको नियमन गर्ने निकाय कम्पनी रजिष्ट्रारको कार्यालय, नेपाल धितोपत्र बोर्डसँग पनि सुमधुर सम्बन्ध रहेको छ । आयोजना क्षेत्रका स्थानिय सरकारी निकाय, सरोकारवालाहरू तथा प्रभावित क्षेत्रका स्थानियवासीहरूसँग समेत कम्पनीको सुमधुर सम्बन्ध रहेको छ । यस कम्पनीमा लगानी गरेका तथा आयोजनालाई अत्यावश्यक समयमा आवश्यक पर्दा अल्पकालीन सापटी प्रदान गरी नगद प्रवाह समेत गरेका यस कम्पनीका सम्बद्ध कम्पनीहरू बीच सुमधुर सम्बन्ध राखी कम्पनीको कारोवार रहेको छ । भविष्यमा पनि कम्पनीको व्यवसायिक सम्बन्धलाई अझै बलियो तुल्याउन कम्पनी सदैव सजग रहेको छ ।

७. सञ्चालक समिति

कम्पनीको नियमावलीमा भएको व्यवस्थानुसार यस कम्पनीमा ८ जना सञ्चालकहरू रहने व्यवस्था छ । कम्पनीमा आ.व. २०८२/०८३ तथा हाल कायम रहनु भएका सञ्चालक समिति सदस्यहरूको विवरण तपशिल बमोजिम प्रस्तुत गरिएको छ ।

सञ्चालक समितिका पदाधिकारीहरू

सञ्चालकहरूको नाम	पद
श्री सतिश न्यौपाने	अध्यक्ष
श्री ईन्द्र मणि त्रिताल	कार्यकारी सञ्चालक
श्री संजिव न्यौपाने	सञ्चालक
श्रीमती सिर्जना खड्का	सञ्चालक
श्री द्वारिका प्रसाद न्यौपाने	सञ्चालक
श्री शाश्वत चालिसे	सञ्चालक
श्री मिलन खड्का	सञ्चालक
श्री मधुसुदन कोइराला	सञ्चालक

८. सञ्चालक समिति अर्न्तगतका समितिहरू

सञ्चालक समितिले कम्पनी ऐन, २०६३ एवम् लिमिटेड संगठित संस्थाहरूको संस्थागत सुशासन निर्देशिका २०७४ समेतलाई विचार गरी कम्पनीको आन्तरिक नियन्त्रणको लागि लेखापरिक्षण समिति, जोखिम व्यवस्थापन समिति र मानव संशाधन समिति गठन गरेको छ । सबै समितिहरूले आ.व. २०८२/०८३ मा सन्तोषजनक रूपमा कार्य सम्पादन गरेका छन् ।

लेखापरिक्षण समितिले कम्पनीको वित्तीय सुशासनको लागि महत्वपूर्ण योगदान गरेको छ । जोखिम व्यवस्थापन समितिले कम्पनीको जोखिम व्यवस्थापन प्रणालीलाई सुदृढ बनाउनका लागि गहन अध्ययनको कार्य गरेको छ । मानव संशाधन समितिले कर्मचारीहरूको बीमाको साथै कम्पनीको मानव संशाधनको विषयमा कर्मचारीहरूको वृद्धि विकासको कार्य गर्न कर्मचारी सेवा विनियमावली २०८३ निर्माण गरी लागू गरिरहेको छ । मूलभूत रूपमा समितिहरूले कम्पनीको आन्तरिक वित्तीय सुशासनलाई ध्यानमा राख्दै आ.व. २०८२/०८३ को बजेटको कार्यान्वयनको अनुगमन, कम्पनीको सम्पत्ति रूजु प्रतिवेदन पेश तथा आ.व. २०८२/०८३ को बजेटको अध्ययन तथा जाचँ गर्ने कार्य गरेको छ ।

क) लेखापरिक्षण समिति

संयोजकः श्री शाश्वत चालिसे
सदस्यः श्री संजिव न्यौपाने
सदस्य सचिवः श्री विदिशा अधिकारी

ख) मानव संशाधन समिति

संयोजकः श्रीमती सिर्जना खड्का
सदस्यः श्री मधुसुदन कोइराला
सदस्य सचिवः श्री उमंग ढुंगाना

ग) जोखिम व्यवस्थापन समिति

संयोजकः श्री संजिव न्यौपाने
सदस्यः श्री मिलन खड्का
सदस्य सचिवः श्री उमेश नेपाल

९. कम्पनीको व्यवस्थापन

यस कम्पनीको व्यवस्थापन नेतृत्व कम्पनीका प्रबन्ध सञ्चालक श्री इन्द्रमणि त्रितालज्यूले गर्नुभएको छ । निजसँग बैंकिङ्ग क्षेत्रको व्यवस्थापनमा रहि कार्य गरेको ६ वर्षको अनुभव रहेको र यस ऊर्जा क्षेत्रमा जलविद्युत तथा सौर्य आयोजनाहरू निर्माण तथा संचालन गरी विद्युत उत्पादन गरिरहेको अपि पावर कम्पनी लिमिटेडको व्यवस्थापनमा मुख्य जिम्मेवार पदमा तथा संचालक पदमा रहि काम कारवाही गरेको ११ वर्षभन्दा बढिको अनुभव रहेको छ । त्यसैगरी उहाँले सूर्यकुण्ड हाईड्रो इलेक्ट्रिक लिमिटेडमा दुई वर्ष कार्य गर्नुभएको अनुभवका साथै हाल श्री दिव्यज्योती हाइड्रोपावर लिमिटेडमा सञ्चालक पदमा रहि हाल कार्य गरिरहनुभएको छ । यस दिव्यज्योति हाइड्रोपावर लिमिटेडमा विगत एक वर्षदेखि प्रबन्ध संचालकको पदमा कार्य गरी कम्पनीको व्यवस्थापन समेतको नेतृत्व वहन गरिरहनु भएको छ । उहाँको नेतृत्वमा यस कम्पनीले ५० मेगावाट क्षमताको मध्य चमेलिया जलविद्युत आयोजनाको निर्माण कार्य द्रुत गतिमा अहोरात्र संचालनमा गरिरहेको छ । कम्पनीले अबको एक वर्ष भित्र आयोजनाको निर्माण कार्य सम्पन्न गरी विद्युत उत्पादन गर्दै राष्ट्रिय प्रसारण लाईनमा विद्युत प्रवाह गरी व्यापारिक उत्पादन गर्ने लक्ष्य लिई सोही अनुसार कार्य सम्पादन गरिरहेको छ ।

१०. जोखिम व्यवस्थापन

दिव्यज्योति हाइड्रोपावर लिमिटेडले कम्पनी भित्र जोखिमको पहिचान, मुल्याङ्कन, योजना निर्माण तथा निरूपणका माध्यमबाट संस्थागत जोखिम व्यवस्थापन प्रणाली लागु गर्न सञ्चालक समिति अन्तर्गत जोखिम व्यवस्थापन समिति गठन गरी कार्य गरिरहेको छ । कम्पनीले नियमित रूपमा जोखिमलाई उच्च, मध्यम तथा न्यून जोखिमको रूपमा मापन तालिकाका माध्यमबाट जोखिमको विश्लेषण गर्दै जोखिम व्यवस्थापनका उपयुक्त रणनीति अवलम्वन गरिरहेको छ । कम्पनीले अयोजना निर्माणका क्रममा आउन सक्ने जोखिमलाई कम गर्ने उद्देश्यले आयोजनाको सम्पत्ति तथा मानव संशाधनको सुरक्षाका लागि भरपर्दो बीमा कम्पनीमा बीमा गरिएको छ ।

नेपालमा जलवायु परिवर्तनका कारण प्राकृतिक श्रोत, हिमनदी तथा जलश्रोतमा महत्वपूर्ण प्रभाव परिरहेको र कम्पनीको निर्माणाधीन आयोजनामा समेत यसबाट प्रत्यक्ष रूपमा पर्ने प्रभावको मूल्याङ्कन गर्नका लागि कम्पनीले विज्ञहरूलाई आयोजनाको Catchment क्षेत्रको अध्ययन गर्न परिचालन समेत गरिसकेको छ । सो अध्ययनको

आधारमा कम्पनीले आयोजना निर्माण तथा संचालन सम्बन्धि भावी कार्ययोजना समेत बनाउने छ ।

११. संस्थागत सामाजिक उत्तरदायित्व

यस कम्पनीले आयोजना निमार्णको क्रममा आयोजनामा प्रत्यक्ष र अप्रत्यक्ष प्रभावितहरूका लागि निभाउनुपर्ने सामाजिक उत्तरदायित्व कम्पनीले निभाउँदै आएको छ ।

- कम्पनीले आयोजना प्रभावित क्षेत्रका विद्यालयमा कम्प्युटर खरिद गरी प्रदन गरिएको छ ।
- आयोजना स्थलहरूमा आवश्यक बाटाहरूको निमार्ण तथा स्तरउन्नती गर्ने कार्य कम्पनीले गरिरहेको छ ।
- कम्पनीले खेलकुद तर्फ आयोजना प्रभावित क्षेत्रमा खेल मैदान खरिद गर्नका लागि खेलकुद क्लबलाई आर्थिक सहयोग प्रदान गर्ने योजना समेत गरेको छ ।
- कम्पनीले आगामी दिनहरूमा आफूले वहन गर्नुपर्ने सामाजिक उत्तरदायित्व तर्फको कार्यहरू निरन्तर निर्वाह गर्दै जानेछ ।
- कम्पनीले आगामी आर्थिक वर्षमा सामाजिक उत्तरदायित्व तर्फ स्वास्थ्य सम्बन्धि (जस्तैः रक्तदान कार्यक्रम, मोतिविन्दु जाँच तथा उपचार, महिलाहरूमा हुने पाठेघर सम्बन्धि समस्याको उपचार) कार्यक्रम संचालन गर्ने योजना गरेको छ ।

१२. शेयरधनीहरूको सुझाव तथा संचार

कम्पनीले शेयरधनीहरूबाट प्राप्त सुझावहरूलाई गम्भिरतापूर्वक लिई सोको गम्भिर्यताका साथ कम्पनीको हितमा काम कारवाही गरिएको छ । त्रैमासिक प्रतिवेदन, वार्षिक प्रतिवेदन र अन्य प्रतिवेदनहरू प्रकाशित गरी सञ्चारका सबै माध्यमहरूको (अनलाईन एवम् प्रकाशित पत्रपत्रिका) प्रयोग गरी शेयरधनीहरूको जानकारीका लागि कम्पनीको वेभसाइटमा www.divyajyotihydro.com हेर्न मिल्ने व्यवस्था मिलाइएको छ । कम्पनीको निरन्तर सुधारका लागि शेयरधनीहरूलाई सुझावहरू दिन प्रोत्साहन सहित स्वागत गर्दछ । साथै कम्पनीको प्रधान कार्यालयमा शेयधनीहरूबाट सुझाव सहजताका साथ संकलनको अभिप्रायले सुझाव पेटिकाको समेत व्यवस्था गरिएको छ ।

१३. बाह्य लेखापरिक्षण

कम्पनीले यस आ.व. २०८२/२०८३ को हिसाव किताब लेखापरिक्षण गर्न कम्पनी ऐन २०६३ को दफा ११३ बमोजिम सञ्चालक समितबाट नियुक्त लेखापरिक्षक श्री मिलन राई एसोसियट्सबाट सम्पन्न भयो । लेखापरिक्षकको प्रतिवेदन सहित वासलात, नाफा नोक्सान हिसाब र नगद प्रवाह विवरण लगायतका वित्तीय विवरणहरू कम्पनीको सञ्चालक समितिबाट स्वीकृति गरी अनुमोदनका लागि यस उन्नाइसौं वार्षिक साधारण सभामा प्रस्तुत गरिएको छ । कम्पनीको आ.व. २०८२/२०८३ को हिसाव किताब लेखापरिक्षण गरेवापत जम्मा रकम रू. १,००,०००/- (भ्याट बाहेक) लेखापरिक्षक श्री मिलन एसोसियट्सलाई भुक्तान गरिएको छ ।

१४. लाभांश

दिव्यज्योति हाइड्रोपावर लिमिटेडले स्थिर लाभांश नीति अंगिकार गर्नेछ । कम्पनीले यस आयोजनाको निर्माण तीन वर्षमा सम्पन्न गरी विद्युत उत्पादन गर्नेगरी कार्य गरिरहेको छ । विद्युत उत्पादन भई राष्ट्रिय ग्रिडमा जडान गरेको दोस्रो वर्षबाट शेयरधनीहरूलाई लाभांस उपलब्ध गराइने छ ।

१५. चालु आर्थिक वर्षको उपलब्धि

- कम्पनीले लमजुङ्ग जिल्लामा ५० मेगावाट क्षमताको मध्य मर्स्याङ्दी जलविद्युत आयोजनाको निर्माण कार्य द्रुत गतिमा अहोरात्र सम्पादन गरिरहेको छ ।

१६. लेखापरिक्षण प्रतिवेदन उपर सञ्चालक समितिको प्रतिक्रिया

दिव्यज्योति हाइड्रोपावर लिमिटेडको मिति २०८२/०९/२९ गते बसेको १९औं वार्षिक साधारण सभाले कम्पनीको आर्थिक वर्ष २०८२/०८३ को लेखापरिक्षण गर्नका लागि लेखापरिक्षक श्री मिलन एसोसियट्सलाई पारिश्रमिक कर बाहेक रू. १,००,००० (अक्षरूपी एक लाख मात्र) मा नियुक्त गरिएको छ । लेखापरिक्षक श्री मिलन एसोसियट्सबाट कम्पनीको आ.व. २०८२/२०८३ को लेखापरिक्षण सम्पन्न गरी प्रतिवेदन सहित आर्थिक विवरणहरू यहाँहरूलाई यस प्रतिवेदनमा संलग्न गरी उपलब्ध गराईएको छ । लेखापरिक्षणको प्रतिवेदनमा कम्पनीको संचालक समितिबाट कुनै कैफियत उल्लेख नभएको कुरा जानकारी गराउन चाहान्छु ।

१७. सञ्चालक, प्रबन्ध सञ्चालक, कार्यकारी प्रमुख तथा पदाधिकारीहरूलाई भुक्तानी गरिएको पारिश्रमिक, भत्ता तथा सुविधाको रकम

कम्पनीको नियमावली अनुसार सञ्चालकको बैठक भत्ता, दैनिक भत्ता तथा अन्य सुविधा सम्बन्धमा हालसम्म प्रदान गरिएको छैन । कम्पनीको यस १९औं वार्षिक साधारण सभाबाट पारित भएपश्चात् बमोजिमको भत्ता तथा अन्य सुविधा प्रदान गरिनेछ ।

सञ्चालक समितिका पदाधिकारीहरू

क्र.सं.	पद	बैठक भत्ता	मासिक पत्रपत्रिका तथा सञ्चार सुविधा वापत खर्च
१.	अध्यक्ष	४,५००/-	१५,०००/-
२.	सञ्चालक	४,०००/-	१५,०००/-

कम्पनीको प्रबन्ध संचालकज्यूबाट व्यवस्थापन समेतको नेतृत्व गर्नुभएकोहुँदा निजले निम्नानुसार पारिश्रमिक प्राप्त गर्नुभएको छ ।

सञ्चालक समितिका पदाधिकारीहरू तथा लेखापरिक्षक

दर्जा	सञ्चालक / लेखापरिक्षकको नाम	भुक्तानी गरेको पारिश्रमिक तथा भत्ता	कैफियत
कार्यकारी सञ्चालक	श्री ईन्द्र मणि त्रिताल	१३,७७,४१३	व्यवस्थापनमा कार्यरत (मिति २०८२ चैत्र १ गते देखि मिति २०८३ असर ३२ गतेसम्म)

१८. कृतज्ञता ज्ञापन

दिव्यज्योति हाइड्रोपावर लिमिटेडद्वारा संचालन तथा प्रवर्द्धन भएका आयोजनाहरूको निर्माण तथा विकासमा प्रत्यक्ष वा अप्रत्यक्ष रूपले सहयोग पुऱ्याउँदै आउनुभएको नेपाल सरकार ऊर्जा मन्त्रालय, वातावरण मन्त्रालय, वन तथा भू-संरक्षण मन्त्रालय, उद्योग मन्त्रालय, सञ्चार मन्त्रालय, विद्युत नियमन आयोग, विद्युत विकास विभाग, स्थानिय सरकार, नेपाल विद्युत प्राधिकरण लगायत नेपाल सरकारका विभिन्न निकाय तथा पदाधिकारी हरूलाई धन्यवाद दिन चाहान्छौ । कम्पनीको नियमन गर्ने कम्पनी रजिष्ट्रारको कार्यालयलाई धन्यवाद दिन चाहन्छौं । साथै आयोजनाहरूको विमा गर्ने बीमा कम्पनीहरू, आयोजनाहरू निर्माणमा वित्तीय सहयोग प्रदान गर्ने बैंक तथा वित्तीय संस्थाहरूलाई धन्यवाद दिन चाहान्छौं ।

कम्पनीले निर्माण सम्पन्न गरी संचालन गरिरहेका आयोजनाहरू तथा नयाँ आयोजना अध्ययन, निर्माण र संचालन सम्बन्धी कार्यमा सहयोग र सद्भाव देखाउँदै आउनुभएका आयोजना वरपरका सम्पूर्ण स्थानीय वासिन्दाहरू, स्थानिय सरकारी निकायका पदाधिकारीहरू, सरोकार समिती एवं पत्रकार मित्रहरूलाई तथा आयोजनाको सफल कार्यान्वयन तथा सूचारू रूपले संचालन गर्नका लागि प्रारम्भदेखि सहयोग पुऱ्याउने कम्पनीका कर्मचारीहरूलाई हार्दिक धन्यवाद दिन चाहान्छौ ।

यस कम्पनी प्रति शेयरधनी महानुभावहरूले देखाउनु भएको आस्था तथा विश्वास प्रति हार्दिक धन्यवाद तथा कृतज्ञता ज्ञापन गर्दै कम्पनीको हौसला बढाई दिनु भएकोमा कम्पनीको सञ्चालक समितिको तर्फबाट धन्यवाद दिन चाहान्छौं ।

DIVYA JYOTI

दिव्यज्योति हाइड्रोपावर लिमिटेड



FINANCIAL STATEMENTS

2082/083

Firm Regd. No. 910
PAN No. 109001823

MILAN ASSOCIATES
Baluwatar, Kathmandu, Nepal
Email: milanassociates@gmail.com

INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF DIVYA JYOTI HYDROPOWER LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Divya Jyoti Hydropower Limited (the Company)** which comprise the Statement of Financial Position as at Ashadh 32, 2083 (16 July 2026), the Statement of Income, Statement of Changes in Equity and the Statement of Cash Flow for the period from Shrawan 1, 2082 to Ashadh 32, 2083 and notes to the financial statements including the summary of significant accounting policies.

In our opinion and to the best of our information and according to the explanations provided to us, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at Ashadh 32, 2083 (16 July 2026) and its financial performance and its cash flows for the the period from Shrawan 1, 2082(17 July 2025) to Ashadh 32, 2083(16 July 2026) in accordance with the 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 Company in accordance with the ICAN's Handbook of Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to our audit of the financial statements, and we have fulfilled our other ethical responsibilities in accordance with these requirements and ICAN's Handbook of Code of Ethics for Professional Accountants. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter Paragraph

We draw attention to Note 1b & Note 34 of notes to accounts of the financial statements, which describes the advance amounting to NRs.177,001,000 paid by the Company to its wholly owned subsidiary company M/S Divya Jyoti Venture Limited, for the proposed purchase of land. The transaction constitutes a related party transaction and the amount is outstanding on the standalone financial statement of company as at 32 Ashad, 2083. The subsidiary was established primarily to facilitate the acquisition and holding of land required for the project due to applicable statutory land-holding restrictions.
Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended Ashad 32, 2083 (16 July 2026). These



matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to be communicated through this report.

Responsibility of management and those charged with governance for the financial statements

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

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

- Identify and assess the risk of material misstatement of the financial statements, whether due to fraud or error, design and performed audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omission, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cause significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are

MILAN ASSOCIATES
KATHMANDU

required to draw attention in our auditor's report to the related disclosure in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

Report on Other Legal and Regulatory Requirements

Based on our examination, we further report that:

i. We have obtained all the information and explanations, which, to the best of our knowledge and belief, were considered necessary for the purpose of our audit;

ii. Proper books of accounts as required by law have been kept by the Company as far as appears from our examination of such books;

iii. The Statement of Financial Position as at Ashadh 32, 2083 (16 July 2026), the Statement of Income, the Statement of Changes in Equity and the Statement of Cash Flow for the period from Shrawan 1, 2082 (17 July 2025) to Ashadh 32, 2083 (16 July 2026) are prepared in accordance with the Company Act, 2063 and the same are in agreement with the books of accounts maintained by the Company;

iv. During our examination of the books of account of the Company and to the best of our information and explanations given to us, we have not come across the cases where the Board of Directors or any member thereof or any representative or any office holder or any employee of the Company has acted deliberately contrary to the provisions of law relating to accounts or committed any misappropriation or caused loss or damage to the Company relating to the accounts in the Company.

Milan Rai
Proprietor
Milan Associates
Chartered Accountants
Date:2083.05.15
Place: Kathmandu, Nepal
UDIN: 260831CA01506f5qer

Divya Jyoti Hydropower Limited

Statement of Financial Position

As At Ashadh 32, 2083 (16th July, 2026)

Fig in NPR

Particulars	Notes	Group		Hydropower		
		As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025) (Restated)	As at 1 Shrawan 2081 (Restated)
Assets						
Non Current Assets						
Property, plant and equipment	4	113,211,741	-	4,350,325	-	-
Intangible assets	5	-	-	-	-	-
Project work-in-progress	6	516,238,109	92,339,811	516,238,109	92,339,811	93,670,257
Investment in Subsidiaries and Associates	7	-	-	7,000,000	-	-
Other Investment	8	-	30,000,000	-	30,000,000	30,000,000
Other non-current assets	9	-	6,734,556	-	6,734,556	6,734,556
Total Non Current Assets		**629,449,850**	**129,074,367**	**527,588,434**	**129,074,367**	**130,404,813**
Current Assets						
Trade Receivables	10	-	-	-	-	-
Cash and cash equivalents	11	494,362,913	501,510	454,381,518	501,510	665,392
Other financial assets	12	343,550,820	360,000	343,550,820	360,000	-
Other current assets	13	826,630,759	-	967,948,895	-	-
Current tax assets (net)	14	2,511,287	2,069,487	2,511,287	2,069,487	2,309,576
Total Current Assets		**1,667,055,780**	**2,930,997**	**1,768,392,521**	**2,930,997**	**2,974,969**
Total Assets		**2,296,505,630**	**132,005,364**	**2,295,980,955**	**132,005,364**	**133,379,782**
Equity & Liabilities						
Equity						
Equity Share Capital	15	798,828,200	16,000,000	798,828,200	16,000,000	16,000,000
Share Application Money	16	960,876,093	37,285,000	960,876,093	37,285,000	37,285,000
Retained Earning	17	26,677,537	4,460,488	26,786,387	4,460,488	4,460,488
Total Equity		**1,786,381,830**	**57,745,488**	**1,786,490,680**	**57,745,488**	**57,745,488**
Liabilities						
Non-Current Liabilities						
Non-Current Borrowings	18	500,000,000	-	500,000,000	-	-
Deferred tax liabilities (net)	19	-	-	-	-	-
Other non-current liabilities	20	-	-	-	-	-
Total Non-Current Liabilities		**500,000,000**	**-**	**500,000,000**	**-**	**-**
Current Liabilities						
Current Borrowings	21	-	-	-	-	-
Other financial liabilities	22	3,829,363	69,180,831	3,829,363	69,180,831	70,513,331
Other current liabilities	23	6,294,437	5,079,046	5,660,912	5,079,046	5,120,963
Total Current Liabilities		**10,123,799**	**74,259,877**	**9,490,274**	**74,259,877**	**75,634,294**
Total Liabilities		**510,123,799**	**74,259,877**	**509,490,274**	**74,259,877**	**75,634,294**
Total Equity and Liabilities		**2,296,505,630**	**132,005,365**	**2,295,980,955**	**132,005,365**	**133,379,782**

The accompanying notes form an Integral Part of Financial Statements.

As per our report of even date attached

Date: 2083-05-15 | Kathmandu, Nepal

Divya Jyoti Hydropower Limited

Statement of Profit or Loss and Other Comprehensive Income

For the year ended Ashadh 32, 2083 (16th July, 2026)

Fig. in NPR

Particulars	Notes	Group		Hydropower	
		As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
Revenue from operations	24	-	-	-	-
Cost of sales	25	-	-	-	-
Gross Profit		**-**	**-**	**-**	**-**
Construction Revenue as per IFRIC 12	25	422,454,851	-	422,454,851	-
Construction Cost as per IFRIC 12	26	402,337,953	-	402,337,953	-
Net income as per IFRIC 12		**20,116,898**	**-**	**20,116,898**	**-**
Other Income	27	2,945,335	-	2,945,335	-
Administrative Expenses	28	(108,850)	-	-	-
Depreciation and Amortisation Expense	29	-	-	-	-
Profit from Operation		**22,953,383**	**-**	**23,062,233**	**-**
Finance Income	30	-	-	-	-
Finance Costs	31	-	-	-	-
Profit before tax		**22,953,383**	**-**	**23,062,233**	**-**
Income Tax	32				
Current Tax		736,334	-	736,334	-
Deferred Tax		-	-	-	-
Profit for the year		**22,217,049**	**-**	**22,325,899**	**-**
Other Comprehensive Income					
Items that will not be reclassified to profit or loss					
(a) Remeasurement of defined benefit plans		-	-	-	-
(b) Equity instruments classified at FVTOCI		-	-	-	-
Income Tax Relating to Above Items					
Other Comprehensive Income (net of tax)		-	-	-	-
Total Comprehensive Income for the year		**22,217,049**	**-**	**22,325,899**	**-**
Earning Per Share	33				
Basic Earning per share		3.01	-	3.02	-
Diluted Earning per share		3.01	-	3.02	-

The accompanying notes form an Integral Part of Financial Statements.

As per our report of even date attached

Date: 2083-05-15 | Kathmandu, Nepal

Divya Jyoti Hydropower Limited

Statement of Cash Flows

For the year ended Ashadh 32, 2083 (16th July, 2026)

Fig. in NPR

Particulars	Group		Hydropower	
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
Cash Flow From Operating Activities:				
Profit For the Year	**22,217,049**	**-**	**22,325,899**	**-**
Adjustments For:				
Finance Costs	-	-	-	-
Tax Expense	736,334	-	736,334	-
Depreciation and Amortization of Non-Current Assets	-	16,325	354,515	16,325
Movements in Working Capital:				
(Increase)/Decrease in Current Assets	(1,170,263,380)	1,194,209	(1,311,581,516)	1,194,209
Increase/ (Decrease) in Current Liabilities	(64,136,078)	(1,374,417)	(64,769,603)	(1,374,417)
Net Cash Flow From Operating Activities [1]	**(1,212,182,408)**	**(163,882)**	**(1,353,670,705)**	**(163,882)**
Cash Flow From Investing Activities				
(Increase) or Decrease in Project work in progress	(423,898,297)	-	(424,252,812)	-
Purchase of Property, Plant And Equipment	(113,211,741)	-	(4,350,325)	-
Purchase of Intangible Assets	-	-	-	-
Other non-current assets	6,734,557		6,734,557	
Investment in Fixed Deposit	30,000,000		30,000,000	
Investment in Subsidiary	-	-	(7,000,000)	-
Total Cash Flow From Investing Activities [2]	**(500,375,481)**	**-**	**(398,868,580)**	**-**
Cash Flow From Financing Activities				
Increase or Decrease Of Borrowings	500,000,000	-	500,000,000	-
Increase or Decrease in Share Application Money	923,591,093	-	923,591,093	-
New Share Issue	782,828,200		782,828,200	
Finance Expenses	-	-	-	-
Total Cash Flow From Financing Activities [3]	**2,206,419,293**	**-**	**2,206,419,293**	**-**
Net Increase/(Decrease) In Cash & Cash Equivalents [1+2+3]	**493,861,403**	**(163,882)**	**453,880,008**	**(163,882)**
Cash & Cash Equivalents At Beginning of The Year/Period	501,510	665,392	501,510	665,392
Cash & Cash Equivalents At End of The Year/Period	**494,362,913**	**501,510**	**454,381,518**	**501,510**
Components of Cash & Cash Equivalents				
Cash In Hand	2,019	4,448	2,019	4,448
Balance With Banks	494,360,894	497,062	454,379,499	497,062

The accompanying notes form an Integral Part of Financial Statements.

As per our report of even date attached

Date: 2083-05-15 | Kathmandu, Nepal

Divya Jyoti Hydropower Limited

Statement of Changes In Equity

For the year ended Ashadh 32, 2083 (16th July, 2026)

Fig. in NPR

Particulars	Group			
	Equity Share Capital	Share Application Money	Retained Earnings	Total
Adjusted Balance as on Shrawan 1, 2081	**16,000,000**	**37,285,000**	**4,460,488**	**57,745,488**
Profit/(Loss) For the Year		-	-	-
New Share Issue				-
Additional Share Application Money	-	-		-
Balance as on Ashadh 31, 2082	**16,000,000**	**37,285,000**	**4,460,488**	**57,745,488**
Profit/(Loss) For the Year		-	22,217,049	**22,217,049**
New Share Issue	782,828,200			**782,828,200**
Additional Share Application Money	-	923,591,093		**923,591,093**
Balance as on Ashadh 32, 2083	**798,828,200**	**960,876,093**	**26,677,537**	**1,786,381,830**

Statement of Changes In Equity

For the year ended Ashadh 32, 2083 (16th July, 2026)

Fig. in NPR

Particulars	Hydropower			
	Equity Share Capital	Share Application Money	Retained Earnings	Total
Adjusted Balance as on Shrawan 1, 2081	**16,000,000**	**37,285,000**	**4,460,488**	**57,745,488**
Profit/(Loss) For the Year		-	-	-
New Share Issue				-
Additional Share Application Money	-	-		-
Balance as on Ashadh 31, 2082	**16,000,000**	**37,285,000**	**4,460,488**	**57,745,488**
Profit/(Loss) For the Year		-	22,325,899	**22,325,899**
New Share Issue	782,828,200			**782,828,200**
Additional Share Application Money	-	923,591,093		**923,591,093**
Balance as on Ashadh 32, 2083	**798,828,200**	**960,876,093**	**26,786,387**	**1,786,490,680**

The accompanying notes form an Integral Part of Financial Statements.

As per our report of even date attached

Date: 2083-05-15 | Kathmandu, Nepal

Notes to the Financial Statements for the year ended
Ashadh 32, 2083 (16th July 2026)

1 General Information

Divya Jyoti Hydropower Ltd., established in 2008 and based in Lalitpur, is the developer of the Marsyangdi Bessi Hydropower Project, a 50 MW run-of-river project located near Besisahar Municipality.

The company has been registered in Inland revenue Office and obtained Permanent Accountant Number (PAN: 302770322) dated 2064/12/04 with its registered address Thapathali, Kathmandu.

(a) Consolidated Financial Statements

The accompanying consolidated financial statements for the year ended 31st Ashadh, 2083 comprises the Hydropower(Parent Company) and its Subsidiaries' (together referred to as the 'Group' and individually as 'Group entities') Statement of Financial Position, Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flow and Notes to the Financial Statements. Api Power Limited is the Ultimate Parent Company.

(b) Subsidiary

The Company holds 100% ownership of Divya Jyoti Venture Limited, its wholly-owned subsidiary. The subsidiary's only transaction during the year relates to the acquisition of land for the Marsyangdi Besi Hydropower Project.

2 Basis of Preparation

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Statement of Compliance

The Financial Statements of the Group comprises of Statement of Financial Position, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows and Notes to the Financial Statements which have been prepared in accordance with the Nepal Financial Reporting Standards (NFRS) issued by the Nepal Accounting Standards Board (ASB) and in compliance with the requirements of the Companies Act , 2063, and required disclosures as per Securities Board of Nepal.

The Financial Statements have been prepared on a going concern basis. The term NFRS, includes all the standards and the related interpretations which are consistently used.

(b) Reporting Period and approval of financial statements

The Group reporting period is from 1st Shrawan 2082 to 32nd Ashadh 2083 with the corresponding previous year from 1st Shrawan 2081 to 32nd Ashadh 2082 . The accompanying financial statements have been approved for publication by the Board of Directors of the Group. The Board of Directors acknowledges the responsibility for the preparation of financial statements.

(c) Basis of Measurement

The Financial Statements have been prepared on the historical cost basis except for certain financial instruments which have been measured at Fair value at the end of each reporting period, as explained in the accounting policies below:

i. Historical cost is generally Fair Value of the consideration given in exchange for goods & services.

ii. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

In addition, for Financial Reporting purposes, Fair Value measurements are categorized into Level 1, or 2, or 3 based on the degree to which the inputs to the Fair Value measurements are observable & 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.

(d) Use of Estimates

The preparation of these Financial Statements in conformity with NFRS requires management to make estimates, judgements and assumptions. These estimates, judgments and assumptions affect the reported balances of Assets & Liabilities, disclosures relating to Contingent Liabilities as at the date of the Financial Statements and the reported amounts of Income & Expenses for the years presented. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Changes in estimates are reflected in the Financial Statements in the period in which changes are made and, if material, their effects are disclosed in the Notes to the financial statements.

(e) Functional and Presentation Currency

These Financial Statements are presented in Nepalese Rupees (NPR) which is the Group's functional currency. All financial information presented in NPR has been rounded to the nearest rupee except where indicated otherwise.

(f) Going Concern

The financial statements are prepared on a going concern basis. 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 while assessing the going concern basis. Furthermore, Board is not aware of any material uncertainties that may cast significant doubt upon Group's ability to continue as a going concern and they do not intend either to liquidate or to cease operations of it.

(g) Changes in Accounting Policies

Accounting policies are the specific principles, bases, conventions, rules and practices applied by the Group in preparing and presenting financial statements. The Group is permitted to change an accounting policy only if the change is required by a standard or interpretation; or results in the financial statements providing reliable and more relevant information about the effects of transactions, other events or conditions on the entity's financial position, financial performance, or cash flows.

These are the Parent Company's first Financial Statements prepared in

accordance with NFRS; the Company previously prepared its Financial Statements under NAS for Medium Entities (ME). The Company has prepared an opening NFRS Statement of Financial Position as at 1st Shrawan 2081, the date of transition to NFRS. The related exemptions availed and reconciliations of equity and profit or loss between previous NAS for ME and NFRS is set out in Reco 80.81.As for subsidiary it has been registered this year .

(h) Offsetting

Financial assets and financial liabilities are offset and the net amount reported in the Statement of Financial Position, only when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or to realize the assets and settle the liabilities simultaneously. Income and expenses are not offset in the Statement of Profit or Loss unless required or permitted by Nepal Financial Reporting Standards or Interpretation (issued by the International Financial Reporting Interpretations Committee (IFRIC) and Standard Interpretations Committee (SIC) and as specifically disclosed in the Significant Accounting Policies of the Group.

(i) Materiality & Aggregation

Each material class of similar items is presented separately in the Financial Statements. Items of dissimilar nature or function are presented separately, unless they are immaterial as permitted by the Nepal Accounting Standard-NAS 1 on 'Presentation of Financial Statements'.

Notes to the Financial Statements are presented in a systematic manner which ensures the understandability and comparability of Financial Statements of the Group. Understandability of the Financial Statements is not compromised by obscuring material information with immaterial information or by aggregating material items that have different natures or functions.

(j) Basis of Consolidation

The Consolidated ("Group") Financial Statements comprise the Financial Statements of the Company and its wholly-owned subsidiary, Divya Jyoti Venture, in which the Company holds 100% ownership. Subsidiaries are consolidated using the line-by-line method from the date control is obtained, regardless of whether shares have been formally allotted, in accordance with NFRS 10. All intra-group balances and transactions are eliminated on consolidation. As the subsidiary is wholly owned, no non-controlling interest arises. The "Hydropower" column presents the standalone financial position and performance of DivyaJyoti Hydropower Limited only.

The Parent Company has assessed and concluded that it has control over Divya Jyoti Venture as defined under NFRS 10 — through its power over the subsidiary's relevant activities (including board composition and decision-making), its exposure to variable returns as the sole contributor of funds, and its ability to use that power to affect those returns — notwithstanding that formal share allotment is pending as at the reporting date.

3 Significant Accounting Policies

This note provides a list of the significant policies adopted in the preparation of these Financial Statements.

(a) Current Non-current classification

The Group presents its assets and liabilities in statement of financial position based on current/non-current classification. The Group classifies as asset as current when it is :

(i) expected to be settled in normal operating cycle,

(ii) held primarily for the purpose of trading

(iii) due to be settled within twelve months after the reporting period or

(iv) there is no unconditional right to defer the settlement of the liability for at lease twelve months after the reporting period

All other liabilities are classified as non-current.

(b) Property, Plant and Equipment (PPE)

i) Recognition

Freehold land is carried at historical cost and other items of property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation when, it is probable that future economic benefits associated with the item will flow to the Group and it can be used for more than one year and the cost can be measured reliably.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it meets the recognition criteria as mentioned above. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

ii) Depreciation

Depreciation on Property, Plant and Equipment other than Freehold Land i.e. the Group's Freehold Building, Plant & Machinery, Vehicles & Other Assets is provided on "Written Down Value Method (WDV)" based on useful Life estimated by the management. Part of the month is calculated as a month during additions of the assset.

The Assets Useful Life and Residual Values are reviewed at the Reporting date and the effect of any changes in estimates are accounted for on a prospective basis.

Useful Life of Property, Plant and Equipment and depreciation rate based on WDV is categorised as stated below:

List of Asset Categories	Useful Life (In Years)	Depreciation Rate
Land	Not Applicable	
Buildings	25	5%
Furniture & Fixtures	4	25%
Computers and IT Equipments	4	25%
Office Equipments	4	25%
Vehicles	5	20%
Plant & Equipment	7	15%

iv) Derecognition

An item of Property, plant and Equipment is derecognized upon disposal or when no Future Economic Benefits are expected to arise from the continued use of the Asset. Any Gain or Loss arising on the disposal or retirement of an item of Property, plant and Equipment is determined as the difference between the sales

proceeds and the carrying amount of the Asset and is recognized in the Statement of Profit or Loss.

v) Impairment of Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the Asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets. Assets that suffer an impairment are reviewed for possible reversal of the impairment at the end of each reporting period. In case of such reversal, the carrying amount of the asset is increased so as not to exceed the carrying amount that would have been determined had there been no impairment loss.

vi) Capital Work-In-Progress

These are expenses of capital nature directly incurred in the construction of buildings, major plant and machinery and system development which are to be capitalized. Capital Work in Progress would be transferred to the relevant asset when it is available for use. Capital Work in Progress is stated at cost less any accumulated impairment losses. However, Group has no capital work-in-progress in the reporting period.

(c) Right of use assets

payment obligation entered into for such leases. Lease liabilities include the following lease payments:

i) Fixed payments, less lease incentives offered by the lessor

ii) Variable payment linked to an index or interest rate

iii) Expected residual payments from residual value guarantee

iv) The exercise price of call options when exercise is estimated to be sufficiently likely, and

v) Contractual penalties for the termination of lease if the term reflects the exercise of terminable option

Lease payments are discounted at the implicit interest rate underlying the lease to the extent this can be determined. Otherwise, discounting is at the incremental borrowing rate of the company.

Right of use assets are measured at cost, which comprise the following:

i) Lease liabilities

ii) Lease payments made at or prior to delivery, less lease incentives received,

iii) Initial direct costs, and

iv) Restoration obligations

Right of use assets are subsequently measured at amortized cost. They are depreciated over the term of the lease using the straight line method.

(d) Intangible assets

i) Recognition

Intangible assets that the Group controls and from which it expects future economic benefits are capitalized upon acquisition and initially measured at cost

comprising the purchase price (including custom duties and non refundable taxes) and directly attributable costs to prepare the assets for its intended use.

The Group doesnot have any intangible assets as on the date

ii) Amortization

The useful lives of intangible assets are assessed to be either finite or indefinite. An intangible asset shall be regarded as having an indefinite useful life when, based on an analysis of all of the relevant factors, there is no foreseeable limit to the period over which the asset is expected generate net cash inflow for the entity.

Amortization is recognised in statement of profit or loss on straight line method (SLM) over the estimated useful life of the intangible assets from the date that it is available for use since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit or loss.

iii) Derecognition

An Intangible Asset is derecognised when no Future Economic Benefits are expected to arise from the continued use of the Asset. Any Gain or Loss arising on the derecognition is determined as the difference between the sales proceeds and the carrying amount of the Asset and is recognized in the Statement of Profit or Loss. However, Group has not derecognised any intangible asset till end of reporting period.

iv) Impairment of Assets

The Group assesses at each reporting date as to whether there is any indication that Intangible Assets may be impaired. If any such indication exists, the recoverable amount of an asset is estimated to determine the extent of impairment, if any. An impairment loss is recognised in the Statement of Profit or Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

(e) Service Concession arrangements

Under IFRIC 12 – Service Concession Arrangements applies to public-to-private service concession arrangements if:

i) The grantor controls or regulates what services the operator must provide with the infrastructure, to whom it must provide them, and

at what prices: and

(ii) The grantor controls through ownership, beneficial entitlement, or otherwise any significant residual interest in the infrastructure at the end of the term of the arrangement

The infrastructure used in a public-to-private service concession for its entire useful life (whole of assets life) is within the scope of this interpretation if the following conditions satisfy.

(i) infrastructure constructed or acquired by the operator from a third party for the purpose of the service arrangement, and

(ii) the grantor controls through ownership, beneficial entitlement or otherwise any significant residual interest in the infrastructure at the end of the term of the arrangement.

The consideration received by the operator is recognized at fair value, Consideration may result in the recognition of a financial asset or an intangible asset.

The Financial asset model is used when the Group, being an operator, has an unconditional contractual right to receive cash or another financial asset from or at the direction of the grantor for the construction services. Unconditional contractual right is established when the grantor contractually guarantees to pay the operator (a) specific or determinable amount; (b) the shortfall, if any, between amounts received from the users of the public services and specified or determinable amounts.

The intangible asset model is used to the extent that the Group, being an operator, receives the right (a license) to charge users of the public service.

A right to charge users of public service is not an unconditional right to receive cash because the amounts are contingent on to the extent the public uses the services. Both types of arrangements may exist within a single contract to the extent that the grantor has given an unconditional guarantee of payment for the construction and the operation i.e., considered as a financial asset and to the extent that the operator has to rely on the public using the service in order to obtain payment, the operation has an intangible asset.

(f) Project Work-In-Progress

The Group is currently developing Hydropower in Lamjung as project work-in-progress, recognized at capitalized cost including borrowing cost as per NAS 23. These assets will subsequently be recognised as service concession arrangement under intangible assets on completion and commercial operation of the project.

(g) Financial Assets

i) Initial Recognition & Measurement

Financial Assets are recognized when, and only when, the Group becomes a party to the contractual provisions of the Financial Instrument. The Group determines the classification of its Financial Assets at initial recognition.

When Financial Assets are recognized initially, they are measured at Fair Value, plus, in the case of Financial Assets not at fair value through profit or loss, transaction costs that are attributable to the acquisation of the Financial Asset. Transaction costs of Financial Assets carried at Fair Value through Profit or Loss are expensed in the Statement of

Profit or Loss.

ii) Subsequent Measurement

a) Financial Assets carried at Amortized Cost (AC)

A Financial Asset is measured at amortized cost if it is held within a business model whose objective is achieved is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding,. Interest income in these financial assets is measured using effective interest rate method.

b) Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI)

A Financial Asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These financial assets are measured at fair value and changes are taken to statement of other comprehensive income.

The Group has booked financial assets in accordance to the standard but as there exist no transaction cost thus the relavant interest will be the EIR and on PV the amount will be same to loan given.

c) Financial Assets at Fair Value through Profit or Loss (FVTPL)

A Financial Asset which is not classified in any of the above categories are measured at FVTPL

iii) De-Recognition

A Financial Asset is derecognized only when the Group has transferred the rights to receive cash flows from the Financial Asset. Where the Group has transferred an Asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the Financial Asset. In such cases, the Financial Asset is derecognized. Where the Group has not transferred substantially all risks and rewards of ownership of the Financial Asset, the Financial Asset is not derecognized. Where the Group retains control of the Financial Asset, the Asset is continued to be recognized to the extent of continuing involvement in the Financial Asset.

iv) Impairment of Financial Assets

The Group assesses at each reporting date whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is deemed to be impaired if, there is objective evidence of impairment as a result of one or more events that has occurred since the initial recognition of the asset (an incurred 'loss event') and that loss event has an impact on the estimated future cash flows of

the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that a financial asset or a group of financial assets is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization and observable data indicating that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

(h) Financial Liabilities

i) Initial Recognition & Measurement

Financial Liabilities are recognized when, and only when, the Group becomes a party to the contractual provisions of the Financial Instrument. The Group determines the classification of its Financial Liabilities at initial recognition.

All Financial Liabilities are recognized initially at Fair Value, plus, in the case of Financial Liabilities not at fair value through profit or loss, transaction costs that are attributable to the issue of the Financial Liability.

ii) Subsequent Measurement

After initial recognition, Financial Liabilities are subsequently measured at amortized cost using the Effective Interest Method.

For trade and other payables maturing within one year from the date of Statement of Financial Position, the carrying amounts approximate Fair value due to short maturity of these instruments.

iii) De-Recognition

A Financial Liability is de-recognized when the obligation under the liability is discharged or cancelled or expires. When an existing Financial Liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the Statement of Profit or Loss.

(i) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Statement of Financial Position where there is legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

(j) Investments in Subsidiaries, Associates and Joint Ventures

The Group has option to account for investments in subsidiaries, associates and joint ventures either:

i) at cost

ii) at fair value

iii) using the equity method

The Company has opted to account for its investment in subsidiaries,

associates and joint ventures at cost.

(k) Current Tax assets / Liabilities

Current Tax assets and liabilities consists of amounts expected to be recovered from or paid to the Inland Revenue Department in respect of the current year, using the tax rates and tax laws enacted or substantively enacted on the reporting date and any adjustment to tax payable in respect of prior years.

TDS deducted on such interest income and rental income has been shown as current tax assets against the tax payable on such incomes.

Current tax assets and current tax liabilities are offset when the entity has a legally enforceable right to offset and intends either to settle on net basis, or to realize the asset and settle the liability simultaneously.

(l) Deferred Tax

Deferred Tax is recognized on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognized for the future tax consequences to the extent it is probable that future taxable profits will be available against which the deductible temporary differences can be utilized.

Deferred tax assets and liabilities are offset when there is legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances related to the same taxation authority.

The company is in tax holiday period due to which no temporary differences arise on carrying amount and tax base of PPE, ROU Assets and Liabilities and hence no deferred tax assets/ liabilities have been recognized. The Deferred Tax Asset/ Liabilities will be recognized from the date when the projects are taxable.

However, the company has recognized Deferred Tax Asset/ Liabilities on the temporary differences arising on the carrying amount and tax base of the other taxable elements.

(m) Trade receivables

Trade receivables includes the receivables of revenue for the month of Jestha 2082 and Ashadh 2082 for the electricity billed from various power plants operated by the company.

(n) Cash and cash equivalent

Cash & Cash Equivalents includes Cash In Hand, Cheques in Hand, Bank Balances and short term deposits with a maturity of three months or less.

(o) Equity

Financial Instruments issued by the Group are classified as Equity only to the extent that they do not meet the definition of a Financial Liability or Financial Asset.

(p) Other Equity

Other Equity includes:

i) Retained Earning:

This is the free reserves after all the appropriations and available for distribution to the shareholders.

ii) Share Premium:

If the Group issues share capital at premium it receives extra amount other than share capital such amount is transferred to share premium. The amount in share premium is allowed for distribution subject to provisions

of company act & regulatory requirement.

iii) Fair Value Reserve:

This reserve includes the unrealized gain or losses arising from measurement of assets to Fair Value.

(q) Revenue Recognition

Revenue is recognised to the extent that the economic benefits associated with a transaction will flow to the company and the revenue can be reliably measured in line with NFRS 15 - Revenue.

i) Sale of Electricity

The sale of electricity is the regular course of business of the company, therefore revenue is recognized at the rate(s) given in the Power Purchase Agreement (PPA) based on the approved meter reading from Nepal Electricity Authority(NEA).

ii) Dividend, Interest and Rental Income

Dividend income from the investment in shares is recognized when the right to receive the payment has established.

Interest income from a financial asset is recognized when it is probable that economic benefits will flow to the entity and the amount can be measured reliably.

All other income are measured on accrual basis.

(q) Royalty

Capacity royalty at NPR 100 per Kilowatt of generation capacity and generation royalty at 2 per cent of revenue receipt is charged for the hydropower projects operated by the company.

(s) 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.

(s) Employee Benefit Expenses

i) Short Term Obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the Statement of Financial Position.

The liabilities for earned leaves are also settled wholly within 12 months after the end of the period in which the employees render the related service and are accordingly treated as short term obligation.

ii) Post - Employment Benefits

- Defined Contribution Plan The Group pays Provident Fund contributions to publicly administered Provident Funds as per local regulations. The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contribution are recognized

as Employee Benefit Expense when they are due.

- Defined Benefit Plan
"For Defined Benefit Plan , the cost of providing benefits is determined using the Projected Unit Credit Method, with Actuarial Valuations being carried out at each Statement of Financial Position. Actuarial Gains & Losses are recognized in the Other Comprehensive Income in the period in which they occur. Past service cost is recognized immediately to the extent that the benefits are already vested and otherwise is amortized on a Straight Line Basis over the average period until the benefits become vested. The retirement benefit obligation recognized in the Statement of Financial Position represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost, as reduced by the Fair Value of plan Assets (If Any). Any Asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the plan."

(t) Provision for Staff Bonus

A 2% of profit before tax and bonus in line with the provisions of the Electricity Act 2049 has been provided as staff bonus in the year the company earns a profit.

(u) 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.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

(v) 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 Group.

(w) Leases

At inception of a contract, the company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the group assesses whether:

– The contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the assets is not identified;

– The Group has the right to obtain substantially all of the economic benefits from the use of the asset throughout the period of use; and

– the Group has the right to direct the use of the asset. The Group has this right when it has the decision-making rights that are most relevant to changing how

and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the group has the right to direct the use of the asset if either: the company has the right to operate the asset; or the company designated the asset in a way that predetermines how and for what purpose it will be used.

As a Lessee

'The lease liability has been accounted for under NFRS 16 "Leases". For all the significant lease , the Right-of-Use assets has been recognized at its initial recognition under cash model. The Lease liability has been recognized at the present value of the lease payments that are not paid at that date. The lease payment has been discounted at the incremental borrowing rate in lease which is 9%.

Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of the right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

(x) Income Taxes

Income Tax Expense represents the sum of the tax currently payable & Deferred Tax.

i) Current Tax

Current Tax Expenses are accounted in the same period to which the revenue and expenses relate. Provision for Current Income Tax is made for the Tax Liability payable on Taxable Income after considering tax allowances, deductions and exemptions determined in accordance with the applicable tax rates and the prevailing tax laws.

ii) Deferred Tax

Deferred Tax is recognized on temporary differences between the carrying amounts of Assets & Liabilities in the Statement of Financial Position and their Tax Base. Deferred tax Assets & Liabilities are recognized for deductible and taxable temporary differences arising between the tax base of Assets & Liabilities and their carrying amount in Financial Statements.`

(y) Provisions, Contingent Liabilities & Contingent Assets

i) Provisions

Provisions are recognized when the group has a present legal or constructive obligation as a result of past events, for which

it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount can be made.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate to determine the present value is a Pre-Tax Rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

Provisions for Contingent Liability are recognized in the books as a matter of abundant precaution and conservative approach based on management's best estimate. However, Management believes that chances of these matters going against the company are remote and there will not be any probable cash outflow.

ii) Contingent Assets

Contingent assets where it is probable that future economic benefits will flow to the Group are not recognized but disclosed in the Financial Statements.

(z) Functional Currency & Foreign Currency Transactions

The Financial Statements of the Group are presented in Nepalese Rupees, which is the Group's Functional Currency. In preparing the Financial Statements of the group, transactions in currencies other than the Group's Functional Currency i.e. Foreign Currencies are recognized at the rates of exchange prevailing at the dates of the transactions.

1(aa) Earnings Per Share

Basic Earning per share is calculated by dividing the profit attributable to owners of the company by the Weighted Average Number of equity shares outstanding during the Financial Year.

For diluted earning per share, the weighted average number of ordinary shares in issue is adjusted to assume conversion of all dilutive potential ordinary shares.

Number of Shares	Days	Weighted Average
7,988,282	337	7,375,482
160,000	28	12,274
Total	365	7,387,756

Notes to the Financial Statements

4 Property, plant and equipment

Fig. in NPR

Particulars	Hydropower							
	Freehold Land	Building	Furniture & Fixtures	Office Equipment	Plant & Equipment	Vehicles	Capital work-in-progress	Total
Gross carrying amount	-	-	-		-	-	-	
As on Shrawan 1, 2081	-	-	-	-	-	-	-	
Additions during the year	-	-	-		-	-	-	
Acquisition	-	-	-	-	-	-	-	
Capitalization	-	-	-	-	-	-	-	
Disposals during the year	-	-	-	-	-	-	-	
Balance as on Ashadh 32, 2082	-	-	-	-	-	-	-	
Additions during the year	-	-	-		-	-	-	
Acquisition	-	-	1,861,670	2,378,170	-	465,000	-	
Capitalization	-	-	-		-	-	-	
Disposals during the year	-	-	-		-	-	-	
Balance as on Ashadh 32, 2083	-	-	1,861,670	2,378,170	-	465,000	-	
Accumulated depreciation	-	-	-		-	-	-	
As on Shrawan 1, 2081	-	-	-	-	-	-	-	
Addition during the year	-	-	-	-	-	-	-	
Disposals during the year	-	-	-		-	-	-	
Balance as on Ashadh 32, 2082	-	-	-	-	-	-	-	
Addition during the year	-	-	111,534	163,230	-	79,751	-	
Disposals during the year	-	-	-		-	-	-	
Balance as on Ashadh 32, 2083	-	-	111,534	163,230	-	79,751	-	
Net Carrying Amount								
As on Shrawan 1, 2081	-	-						
As on Ashadh 31, 2082	-	-						
As on Ashar 32, 2083	-	-	**1,750,136**	**2,214,940**	-	**385,249**	-	**4,350,325**

Notes to the Financial Statements

4 Property, plant and equipment

Fig. in NPR

Particulars	Group							
	Freehold Land	Building	Furniture & Fixtures	Office Equipment	Plant & Equipment	Vehicles	Capital work-in-progress	Total
Gross carrying amount	-	-	-	-	-	-	-	-
As on Shrawan 1, 2081	-	-	-	-	-	-	-	-
Additions during the year	-	-	-	-	-	-	-	-
Acquisition	-	-	-	-	-	-	-	-
Capitalization	-	-	-	-	-	-	-	-
Disposals during the year	-	-	-	-	-	-	-	-
Balance as on Ashadh 32, 2082	-	-	-	-	-	-	-	-
Additions during the year	-	-	-	-	-	-	-	-
Acquisition	108,861,416	-	1,861,670	2,378,170	-	465,000	-	113,566,256
Capitalization	-	-	-	-	-	-	-	-
Disposals during the year	-	-	-	-	-	-	-	-
Balance as on Ashadh 32, 2083	108,861,416	-	1,861,670	2,378,170	-	465,000	-	113,566,256
		-	-	-	-	-	-	-
Accumulated depreciation	-	-	-	-	-	-	-	-
As on Shrawan 1, 2081	-	-	-	-	-	-	-	-
Addition during the year	-	-	-	-	-	-	-	-
Disposals during the year	-	-	-	-	-	-	-	-
Balance as on Ashadh 32, 2082	-	-	-	-	-	-	-	-
Addition during the year	-	-	111,534	163,230	-	79,751	-	354,515
Disposals during the year	-	-	-	-	-	-	-	-
Balance as on Ashadh 32, 2083	-	-	111,534	163,230	-	79,751	-	354,515
		-	-	-	-	-	-	-
Net Carrying Amount		-	-	-	-	-	-	-
As on Shrawan 1, 2081	-	-	-	-	-	-	-	-
As on Ashadh 31, 2082	-	-	-	-	-	-	-	-
As on Ashar 32, 2083	**108,861,416**	-	1,750,136	2,214,940	-	385,249	-	**113,211,741**

Notes to the Financial Statements

5 Intangible assets

Fig. in NPR

Particulars	Group		
	Software	Others	Total
Gross carrying amount			
As on Shrawan 1, 2081	-		-
Additions during the year			
Acquisition	-	-	-
Internal Development			
Disposals during the year			
Balance as on Ashadh 32, 2082	-	-	-
Additions during the year			-
Acquisition	-	-	-
Internal Development	-	-	-
Disposals during the year			-
Balance as on Ashadh 32, 2083	-	-	-
Accumulated amortization and impairment			
As on Shrawan 1, 2081	-	-	
Additions during the year	-	-	-
Disposals during the year			
Impairment during the year			
Balance as on Ashadh 32, 2082	-	-	-
Additions during the year	-	-	-
Disposals during the year	-	-	-
Impairment during the year	-		
Balance as on Ashadh 32, 2083	-	-	-
Net Carrying Amount			
As on Shrawan 1, 2080	-	-	-
As on Ashadh 31, 2082	-	-	-
As on Ashar 32, 2083	-	-	-

Notes to the Financial Statement

Fig. in NPR

6 Project work-in-progress

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025) (Restated)	As at 1 Shrawan 2081 (Restated)
CWIP-Marsyangdi Besi 50 MW Project	516,238,109	92,339,811	516,238,109	92,339,811	93,670,257
Total	**516,238,109**	**92,339,811**	**516,238,109**	**92,339,811**	**93,670,257**

Details of Project work-in-progress

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
A. Pre-Operating Expenses	99,998,620	87,879,323	99,998,620	87,879,323	89,209,769
B.Civil Construction	56,485,325	-	56,485,325	-	-
C.Metal Works	466,628	-	466,628	-	-
D.Electro-mechanical Equipments	13,534,448	-	13,534,448	-	-
E.Transmission Line	-	-	-	-	-
F.Infrastructure	22,226,709	-	22,226,709	-	-
G.Camp Facilities	28,964,040	-	28,964,040	-	-
H.Vehicles	11,587,226	-	11,587,226	-	-
I.Land Acquisition and Lease	139,062,789	-	139,062,789	-	-
J.Social and Environment Cost	1,197,000	-	1,197,000	-	-
K.Engineering and Management	82,924,640	-	82,924,640	-	-
L.Project Insurance During Construction	-	-	-	-	-
M.Overall Contingency and Miscellaneous	-	-	-	-	-
N.Interest During Construction and Bank Charges	35,570,778	-	35,570,778	-	-
Adjustment	- 357,479	-	- 357,479	-	-
Intangible assets Under Development	24,577,386	4,460,488	24,577,386	4,460,488	4,460,488
Total	**516,238,109**	**92,339,811**	**516,238,109**	**92,339,811**	**93,670,257**

7 Investment in Subsidiaries and Associates

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Advance for Share to Divya Jyoti venture	-	-	7,000,000	-	-
Total	**-**	**-**	**7,000,000**	**-**	**-**

8 Other Investment

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
FD-Sanima Bank	-	30,000,000	-	30,000,000	30,000,000
Total	**-**	**30,000,000**	**-**	**30,000,000**	**30,000,000**

9 Other non-current assets

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Rental Security Deposit	-	20,000	-	20,000	20,000
Other Deposit	-	597,460	-	597,460	597,460
Other Advance	-	6,117,096	-	6,117,096	6,117,096
Total	**-**	**6,734,556**	**-**	**6,734,556**	**6,734,556**

Notes to the Financial Statement

Fig. in NPR

10 Trade Receivables

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Total	-	-	-	-	-

11 Cash and cash equivalents

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Cash in Hand	2,019	4,448	2,019	4,448	25,318
Bank Balances					
Citizen Bank Limited	491,508,380	-	451,526,985	-	
Himalayan Bank Limited	7,429	-	7,429	-	
NMB Bank Limited	10,460	-	10,460	-	
Sanima Bank Limited	2,834,625	497,062	2,834,625	497,062	640,074
Total	**494,362,913**	**501,510**	**454,381,518**	**501,510**	**665,392**

12 Other financial assets

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Loan to Related Parties	252,612,820	-	252,612,820	-	-
Bank Margin	90,938,000	360,000	90,938,000	360,000	-
Total	**343,550,820**	**360,000**	**343,550,820**	**360,000**	**-**

13 Other current assets

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Advance to Contractors	700,240,957	-	700,240,957	-	-
Advance to Suppliers	1,349,644	-	1,349,644	-	-
Land Purchase Advance	68,605,297	-	214,641,245		
Land Lease Advance	14,566,909	-	14,566,909		
Advance Sand/ Aggregate	2,998,750	-	2,998,750		
Advance to Consultants	-	-	-	-	-
Other Advances	35,033,922	-	30,316,110	-	-
Staff Advances	3,293,315	-	3,293,315	-	-
Prepaid Expenses	41,965	-	41,965		
Other receivables	500,000	-	500,000	-	-
Total	**826,630,759**	**-**	**967,948,895**	**-**	**-**

Notes to the Financial Statement

Fig. in NPR

14 Current tax assets (net)

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Advance Tax	2,511,287	2,069,487	2,511,287	2,069,487	2,309,576
Income Tax Liabilities	-	-	-	-	-
Total	**2,511,287**	**2,069,487**	**2,511,287**	**2,069,487**	**2,309,576**

15 Equity Share Capital

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Authorised Capital:					
(4,00,00,000 Shares @ Nrs. 100 Each)	4,000,000,000	6,000,000	4,000,000,000	6,000,000	6,000,000
Issued Capital:					
(4,00,00,000 Shares @ Nrs. 100 Each)	4,000,000,000	1,500,000,000	4,000,000,000	1,500,000,000	1,500,000,000
Subscribed and Paid Up Capital:					
(79,88,282 Shares @ Nrs. 100 Each)	798,828,200	16,000,000	798,828,200	16,000,000	16,000,000
Total	**798,828,200**	**16,000,000**	**798,828,200**	**16,000,000**	**16,000,000**

16 Share Application Money

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Share Application Money	960,876,093	37,285,000	960,876,093	37,285,000	37,285,000
Total	**960,876,093**	**37,285,000**	**960,876,093**	**37,285,000**	**37,285,000**

17 Retained Earning

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Opening Balances	4,460,488	4,460,488	4,460,488	4,460,488	4,460,488
Profit/(Loss) For the Year	22,217,049	-	22,325,899	-	-
Share Issuance Costs	-	-	-	-	-
Cash Dividend	-	-	-	-	-
Dividend Distribution Tax	-	-	-	-	-
Clsoing Balance	**26,677,537**	**4,460,488**	**26,786,387**	**4,460,488**	**4,460,488**

Notes to the Financial Statement

Fig. in NPR

18 Non-Current Borrowings

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025) (Restated)	As at 1 Shrawan 2081 (Restated)
Measured at amortized cost					
Secured					
From Banks					
Bridge Gap Loan-Citizen Bank	500,000,000	-	500,000,000	-	-
Total	**500,000,000**	**-**	**500,000,000**	**-**	**-**

19 Deferred tax liabilities (net)

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Items of timing differences					
Property, Plant & Equipment	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**

20 Other non-current liabilities

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**

21 Current Borrowings

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Unsecured					
Total	**-**	**-**	**-**	**-**	**-**

22 Other financial liabilities

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Sundry Creditors	3,510,240	-	3,510,240		
Advance from Directors	319,123	69,180,831	319,123	69,180,831	70,513,331
Total	**3,829,363**	**69,180,831**	**3,829,363**	**69,180,831**	**70,513,331**

Notes to the Financial Statement

Fig. in NPR

23 Other current liabilities

Particulars	Group		Hydropower		
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	As at 32 Ashadh, 2083 (16th July, 2026)	As at 32 Ashadh, 2082 (16th July, 2025)	As at 32 Ashadh, 2082 (16th July, 2026)
Audit Fee Payable	156,100	16,725	111,500	16,725	16,725
TDS Payable	-	-	-		
TDS on Audit Fee	3,300	225	2,700	225	225
TDS on Rent	21,087	-	21,087	-	20,000
TDS on Salary	-	-	-	-	21,917
SST Payable	6,060	-	6,060	-	-
TDS on Consultants	-	-	-	-	-
TDS Others	828,816	-	827,991	-	-
Salary Payable	2,750,581	-	2,750,581	-	-
CIT Payable	608,755	-	608,755	-	-
SSF Payable	199,454	-	199,454	-	-
Rent Payable	-	-	-	-	-
Legal Fee Payable	-	-	-	-	-
Meeting Fees & Allowance Payable	267,750	-	267,750	-	-
Staff Allowance Payable	-	-	-	-	-
Wages Payable	-	-	-	-	-
Other Payable	716,200	5,062,096	128,700	5,062,096	5,062,096
Income Tax Payable	736,334	-	736,334		
Total	**6,294,437**	**5,079,046**	**5,660,912**	**5,079,046**	**5,120,963**

Fig. in NPR

24 Revenue from operations

Particulars	Group		Hydropower	
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
	-	-	-	-
Total	**-**	**-**	**-**	**-**

25 Cost of sales

Particulars	Group		Hydropower	
	As At Ashadh 32, 2083 (16th July, 2026)	As At Ashadh 32, 2085 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
	-	-	-	-
Total			**-**	**-**

25 Construction Revenue as per IFRIC 12

Particulars	Group		Hydropower	
	As At Ashadh 32, 2083 (16th July, 2026)	As At Ashadh 32, 2085 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
Construction Revenue as per IFRIC 12	422,454,851	-	422,454,851	-
Total	**422,454,851**	**-**	**422,454,851**	**-**

Notes to the Financial Statement

Fig. in NPR

26 Construction Cost as per IFRIC 12

Particulars	Group		Hydropower	
	As At Ashadh 32, 2083 (16th July, 2026)	As At Ashadh 32, 2085 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
Construction Cost as per IFRIC 12	402,337,953	-	402,337,953	-
Total	**402,337,953**	**-**	**402,337,953**	**-**

27 Other Income

Particulars	Group		Hydropower	
	As At Ashadh 32, 2083 (16th July, 2026)	As At Ashadh 32, 2085 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
Income-Bids/Tender	140,000	-	140,000	-
Income From STL	2,945,335	-	2,945,335	-
Total	**3,085,335**	**-**	**3,085,335**	**-**

28 Administrative Expenses

Particulars	Group		Hydropower	
	As At Ashadh 32, 2083 (16th July, 2026)	As At Ashadh 32, 2085 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
Audit fee	45,200	16,950	-	16,950
Depreciation	-	16,325	-	16,325
Rent	-	200,000	-	200,000
Fine & Penalty	-	2,003	-	2,003
Bank charge	1,500			
Transportation expenses	62,150			
Total	**108,850**	**235,278**	**-**	**235,278**

29 Depreciation and Amortisation Expense

Particulars	Group		Hydropower	
	As At Ashadh 32, 2083 (16th July, 2026)	As At Ashadh 32, 2085 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
Depreciation on Property, Plant and Equipment			354,515	-
Amortization of Intangible Assets			-	-
Less: Capitalized to Project Work in Progress			(354,515)	-
Total			**-**	**-**

30 Finance Income

Particulars	Group		Hydropower	
	As At Ashadh 32, 2083 (16th July, 2026)	As At Ashadh 32, 2085 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
Interest income on call deposit			217,479	1,549,397
Total			**217,479**	**1,549,397**

31 Finance Costs

Particulars	Group		Hydropower	
	As At Ashadh 32, 2083 (16th July, 2026)	As At Ashadh 32, 2085 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
Interest Expense on Short Term Loan	-	-	-	-
Total			**-**	**-**

32 Income Tax

Particulars	Group		Hydropower	
	As At Ashadh 32, 2083 (16th July, 2026)	As At Ashadh 32, 2085 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
Current Tax			-	-
Total			**-**	**-**

Notes to the Financial Statement

Fig. in NPR

33 Earnings Per Share

Particulars	Group		Hydropower	
	As At Ashadh 32, 2083 (16th July, 2026)	As at 32 Ashadh , 2082 (16th July, 2025)	For the year ended Ashadh 32, 2083 (16th July, 2026)	For the year ended Ashadh 32, 2082 (16th July, 2025) (Restated)
Profit attributable to equity shareholders	22,217,049	-	22,325,899	-
Weighted Average Number of Equity Shares Outstanding During the Year For Basic Earning per Share	7,387,756	160,000	7,387,756	160,000
Basic Earnings Per Share	**3.01**	**-**	**3.02**	**-**
Diluted Earnings Per Share	**3.01**	**-**	**3.02**	**-**

The EPS arises from IFRIC 12 is not distributable in nature .

34 Related Party Disclosure

(a) Relationship

Relationship	Related Parties
Holding Company	Api Power Company Limited
Fellow Subsidiaries	Divya Jyoti Venture Limited
Fellow Subsidiaries	Api Spring Pvt. Ltd.
	Api Chameliya Power Ltd.
	Api Infra Limited
	Api Hydromechanical Limited
	Api Holdings Company Limited
	Dharcula Hydropower Limited
Associates of Holding Company	Ingwa Hydropower Ltd.
	Tallo Ingwa Hydropower Ltd.
	Latinath Agro Company Ltd.
	Suryakunda Hydroelectric Limited
Company with common directors	Makalu Developers Limited
	Shaurya Krishi Company Limited
	Nirvik Tours and Travel Pvt Ltd.
	Rato Gurans Resort and Training Center Pvt. Ltd.

Those Charged with Governance (Key Management Personnel)	Name	Designation
	Mr. Satish Neupane	Chairman
	Mrs. Shreejana Khadka	Director
	Mr. Madhusudhan Koirala	Director
	Mr. Indra Mani Trital	Managing Director
	Mr Snajeev Neupane	Director
	Mr. Milan Khadka	Director
	Mr. Dwarika Neupane	Director
	Mr. Shashwat Chalisey	Director

(b) Key Management Personnel Compensation to Managing Director:

Particulars	Current Year	Previous Year
Short-term employee benefits	1,377,413	-
Total	**1,377,413**	**-**

(c) Transactions with those charged with governance:

Particulars	Current Year	Previous Year
Meeting Fees	532,147	-
Director Allowance	-	-
Total	**532,147**	**-**

Notes to the Financial Statement

(d) Other Related Party Transactions:

Name of the related party	Nature of Transaction	Transaction		Outstanding Balance	
		Current Year	Previous Year	Current Year	Previous Year
Api Holdings Company Limited	Short Term Advance Provided	7,810,193	-	607,777	-
	Interest Income	9,511	-	9,511	-
Api Power Company Ltd.	Short Term Advance Provided	909,700,000	-	207,109,285	-
	Interest Income	2,068,697		2,068,697	-
Latinath Construction Company Pvt. Ltd.	Short Term Advance Provided	15,000,000	-	10,000,000	-
	Interest Income	275,260		275,260	-
Api Hydro Mechanical Limited	Advance for HM Works	124,656,148	-	97,810,029	-
Nirvik Tours and Travel Pvt Ltd.	Purchase of Services	-	-	100,000	-
Pathibhara Trading Private Limited	Short Term Advance Provided	2,000,000	-	-	-
Saurya Krishi Company Limited	Short Term Advance Provided	28,108,288	-	25,108,288	-
	Interest Income	108,288	-	108,288	
Sky Nepal Pvt.Ltd	Short Term Advance Provided	2,000,000	-	2,002,515	
	Interest Income	2,515	-	2,515	
Suryakunda Hydro Electric Limited	Short Term Advance Provided	4,500,000	-	4,039,264	
	Interest Income	39,264	-	39,264	
Nepal Terai Krishi Company Private Limited	Short Term Advance Provided	10,000,000	-	-	
Makalu Developers Limited	Contarctor	6,338,000	-	1,338,000	
Divya Jyoti Venture limited	Advance for Land	177,001,000	-	177,001,000	

35 Contingent Liabilities

(a) There are no any disputes or litigations filed by the company or against the Group that can have any financial impact as on the reporting date.

36 Events occuring after Balance Sheet

There are no events occuring after balance sheet date that can have any financial impact as on the reporting date.

37 Assets Pledged as Security

The Group has pledged its movable and immovable assets in entirety to various lending banks for the consortium loan to develop its power project.

Statement of Financial Position

Notes to Financial Statements

Fig. in NPR

First time adoption of NFRS
Reconciliation of SOFP as at 31st Ashadh 2082

	Reference	*NAS for ME*	*Adjustments*	*NFRS balance*
Assets				
Non-Current Assets				
Property, plant and equipment	**a**	32,650	(32,650)	-
Intangible assets		-	-	-
Invetsment in FD		30,000,000	-	30,000,000
Project work-in-progress	**b**	87,846,674	4,493,137	92,339,811
Other non-current assets	**c**	7,094,556	(360,000)	6,734,556
Total Non-Current Assets		**124,973,880**	**4,100,488**	**129,074,368**
Current Assets				
Cash and cash equivalents		501,510	0	501,510
Other financial assets	**d**	-	360,000	360,000
Other current assets		2,069,487	(2,069,487)	-
Current tax assets (net)		-	2,069,487	2,069,487
Total Current Assets		**2,570,997**	**360,000**	**2,930,997**
Total Assets		**127,544,877**	**4,460,488**	**132,005,365**
Equity & Liabilities				
Equity				
Equity Share Capital	**e**	53,285,000	(37,285,000)	16,000,000
Retained Earnings		-	37,285,000	37,285,000
Total Equity		**53,285,000**	**-**	**53,285,000**
Share Application Money Pending Allotment.				
Share Application Money	**f**	-	4,460,488.47	**4,460,488**
Total Share Application Money Pending Allotment		**-**	**4,460,488**	**4,460,488**
Total Equity and Share application money		**53,285,000**	**4,460,488**	**57,745,488**
Liabilities				
Non-Current Liabilities				
Non-Current Borrowings		-	-	-
Deferred tax liabilities (net)		-	-	-
Other non-current liabilities		-	-	-
Total Non-Current Liabilities		**-**	**-**	**-**
Current Liabilities				
Current Borrowings	**g**	-	-	-
Trade and Other Payables	**h**	74,259,877	(74,259,877)	-
Other financial liabilities		-	69,180,831	69,180,831
Other current liabilities	**i**	-	5,079,046	5,079,046
Total Current Liabilities		**74,259,877**	**-**	**74,259,877**
Total Liabilities		**74,259,877**	**-**	**74,259,877**
Total Equity And Liabilities		**127,544,877**	**4,460,488**	**132,005,365**

Reconciliation of SOPL for the year FY 81-82 (date of transition to NFRS)

	Reference	*NAS for ME*	*Adjustments*	*NFRS balance*
Revenue from operations		-	-	-
Cost of sales		-	-	-
Gross Profit		**-**	**-**	**-**
Revenue under Construction as per IFRIC 12		-	-	-
Cost Under Construction as per IFRIC 12		-	-	-
Net income		**-**	**-**	**-**
Other Income		-	-	-
Administrative Expenses		-	-	-
Depreciation and Amortisation Expense		-	-	-
Profit from Operation		**-**	**-**	**-**
Finance Income		-	-	-
Finance Costs		-	-	-
Profit before tax		**-**	**-**	**-**
Current Tax		-	-	-
Deferred Tax		-	-	-
Profit for the year		**-**	**-**	**-**
Other Comprehensive Income				
Items that will not be reclassified to profit or loss				
(a) Remeasurement of defined benefit plans		-	-	-
(b) Equity instruments classified at FVTOCI		-	-	-
Income Tax Relating to Above Items		-	-	-
Other Comprehensive Income (net of tax)		**-**	**-**	**-**
Total Comprehensive Income for the year		**-**	**-**	**-**

References

a & b - PPE and Project WIP

PPE transferred to CWIP as part of pre-operating costs on the under-construction project.

c & d - Other Financial Assets & Other Current Assets

In the NAS for ME, all the advances have been shown under the other Current assets heading, whereas as per NFRS, the bank gurantee has been reclassified as other financial assest.

e & f- Equity Share and Share Application Money

Share Capital bifurcated into Equity Share Capital and Share Application Money

g,h & i - Trade and Other Payables ,other Borrowings and Other Current Liabilities

The trade paybles was bifuracted into current borrowing and other current liabilities

टिपोट

दिव्यज्योति हाइड्रोपावर लिमिटेड

प्रधान कार्यालय



ईन्द्र मणि त्रिताल
कार्यकारी सञ्चालक



सिता प्रसाद पोखरेल
कानूनी सल्लाहकार



विदिषा अधिकारी
सहायक प्रबन्धक



सुशान्त तिमिल्सिना
लेखा अधिकृत



राजन श्रेष्ठ
लेखा तथा प्रशासन अधिकृत



सृजा श्रेष्ठ
सिभिल इन्जिनियर



सृजना न्यौपाने
सहायक एकाउन्टेन्ट



कोपिला माझि
रिसेप्सनिस्ट



विक्रम तामाङ
कार्यालय सहायक



देवन श्रेष्ठ
कार्यालय सहायक



जीवन कुमार कार्की
सुरक्षा गार्ड

दिव्यज्योति हाइड्रोपावर लिमिटेड साईट कार्यालय



उमेश नेपाल
परियोजना प्रबन्धक



रमेश मण्डल
कन्स्ट्रक्सन इन्जिनियर



रामु पोखरेल
कन्स्ट्रक्सन इन्जिनियर



दुधप्रसाद घले
परियोजना समन्वयकर्ता



विष्ण बहादुर बस्नेत
सिनियर ओभरसियर



राजेन्द्र प्रसाद शर्मा
सिनियर ओभरसियर



केशव राज कुइकेल
निर्माण व्यवस्थापक



रामचन्द्र गुरुङ
जनसम्पर्क अधिकृत



खड्गबहादुर निरौला
सुरक्षा परियोजना संयोजक



सुरज परियार
सिभिल इन्जिनियर


नविन राज कुइकुल
प्रशासन अधिकृत


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प्रबन्धक


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परियोजना सहायक


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सुपरभाईजर


योगेश्वर घिमिरे
सुपरभाईजर


होमरास तामाङ
प्रबन्धक


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सिभिल इन्जिनियर


सागर थापा
सिभिल इन्जिनियर


विनोद गुरुङ
सुपरभाईजर


खुमरास गुरुङ
सुपरभाईजर


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चालक


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सुपरभाईजर


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सुपरभाईजर


भेषबहादुर तामाङ
सुपरभाईजर


महेश घिमिरे
सुपरभाईजर


महेन्द्र श्रेष्ठ
सर्वेक्षण सहायक


सुजित रेग्मी
चालक


तुलबहादुर तामाङ
चालक


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