ICAN Regd. No: 678 Pan No: 104829253

COP Number: 775

### **Independent Auditor's Report**

To the Shareholders

**Dolti Power Company Ltd.** 

Baneshwor-10, Kathmandu, Nepal

### Report on the Audit of the Financial Statements

We have audited the financial statements of M/s Dolti Power Company Ltd., which comprises the Statement of Financial Position as on 32<sup>nd</sup> Ashadh, 2079 (16<sup>th</sup> July, 2022), Statement of Profit or Loss, Other Comprehensive Income, Statement of Cash Flows and Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the matter described in the basis for opinion section of our report, the aforesaid financial statements give a true and fair view in conformity with Nepal Financial Reporting Standards (NFRS).

To the best of our knowledge & belief and accordingly to the explanations given and based on our audit, we are of view that the activities carried out are found to be within the objectives of company. These statements are the responsibility of management of company. Our responsibility is to express an opinion on the accompanying statement based on our audit.

### **Basis for Opinion**

With reference to the Note-25 of the summary of significant accounting policies and notes to the accounts, financial statements, the company has not provided post-employment benefits in accordance with The Labor Act, 2074 and liabilities relating to the employee benefits in accordance with The Social Security Act, 2074 & their regulations.

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 ethical requirements that are relevant to our audit of the financial statements in Nepal, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide basis for our opinion.

### **Emphasis of Matter**

We draw attention to other income recognized by the company amounting Rs. 5,22,39,933 which includes written back of loan liabilities of the director & Forced Outage income. As per consent received from the respective person to waive off the receivables from the company, the board on its meeting has decided to writeback the liability and recognize as other income.

Forced Outage income which was initially accepted by NEA as per NEA Rules, has now been challenged by NEA and is under dispute with the company and the amount is yet to be realized as on the reporting date and same has not been disclosed as Contingent Liability on the basis of management decision.

These incomes are solely based on the agreements, Minutes of the meeting of the board of directors and management representations letter made available to us. Our opinion on the financial statements does not cover information and we do not express any form of assurance to conclusion thereof

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### Other information

Management is responsible for the other information. The other information comprises all information in the annual report other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we found that there is a material misstatement of information; we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management and those Charged with Governance for the Financial Statements

Management 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 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 judgment and maintain professional skepticism throughout the planning and performance of the audit. We also;

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

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

### **Report on Other Legal and Regulatory Requirements**

We further report that we have obtained information and explanations asked for, which, to the best of our knowledge and belief, were necessary for the purpose of our audit. In our opinion, the statements of financial position, the statements of profit & loss and the statement of cash flows have been prepared in accordance with the requirements of the Companies Act 2063 except stated below and are in agreement with the books of account of the Company; and proper books of account as required by law have been kept by the Company.

To the best of our information and according to explanations given to us and from our examination of the books of account of the Company necessary for the purpose of our audit, we have not come across cases where Board of Directors or any employees of the Company have acted contrary to the provisions of law relating to the accounts, or committed any misappropriation or caused loss or damage to the Company relating to the accounts in the Company.

- With reference to the Note-25 of the summary of significant accounting policies and notes to the accounts, financial statements, the company has not provided post-employment benefits in accordance with The Labor Act, 2074 and liabilities relating to the employee benefits in accordance with The Social Security Act, 2074 & their regulations.
- > In case of a public company consisting of women shareholder, there shall be at least one-woman director in the board of directors as per Section 86(2) of Companies Act, 2063 but the company does not has any women director in the board.
- In forming the board of director of the public company, there shall be at least one independent director in the company as per Company Act, 2063 but the company does not have any independent director.

CA Narayan Kandel

Probrietor

Kandel & Associates Chartered Accountants

COP No: 775

UDIN: 221222CA01065hWkkj

Date: 7th Poush, 2079 (22nd December, 2022)

Places: Kathmandu

Dolti Power Company Limited Notes forming part of financial statements for the year ended 16th July 2022 (32.03.2079) General Information & Summary of significant accounting policies

### 1. Corporate Overview

M/s Doltl Power Company Pvt. Ltd. (The "Company") is a company incorporated and registered as Private limited under Companies Act 2063 having registered office at Kathmandu, Nepal. The company was converted into the Public Limited under the Company Act 2063 on 31st Ashadh, 2078. Company was registered with the Income Tax Office on 26th Chaitra, 2069 with PAN 601115594 and was registered with the Office of Company Registrar on 25th Chaitra, 2069. The hydroelectricity project undertaken by the company is "Padam Khola Small Hydropower Project" in Dailekh District with the capacity of 4.8 MW. Company has got the generation license from Nepal Electricity Authority (NEA) which is valid till 28th Ashwain, 2109. The company entered into the Power Purchase Agreement (PPA) with NEA on 1st Mangshir, 2074.

This company was established with an objective of developing hydropower in Nepal. The company's main line of business involves development of hydropower projects including detailed feasibility, construction and operation and transmission and distribution of hydro energy. Similarly, accompanying with the similar project and institution, related to Nepal Electricity Authority for the mutual uplifting of the development and centralizing the transmission line and generating revenue from the generation and selling of electricity.

### 2. Basis of Preparation and Measurement

### 2.1 Statement of Compliance:

The financial statements are prepared in accordance with Nepal Financial Reporting Standards (NFRS) as issued by Accounting Standards Board, Nepal which are generally in compliance with the International Financial Reporting Standards as issued and applicable, except mentioned hereinafter. NFRS also includes interpretations (IFRIC and SIC) as issued by the International Accounting Standards Board. The financial Statements includes Statement of Financial Position, Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows and Notes to Accounts.

The Financial Statements have also been prepared in accordance with the Companies Act, 2063 (revised 2074) of Nepal.

### 2.2 Basis of Preparation:

The financial statements have been prepared on an accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements.

### 2.3 Responsibility of Financial Statements:

The Board of Directors of the Company is responsible for preparation and presentation of the Company's financial statements and for the estimates and judgments used in them.

### 2.4 Presentation:

### **Presentation Currency**

The financial statements are prepared in Nepalese Rupees (NRs.) which is the functional currency. All financial information presented in Nepalese Rupees has been rounded to the nearest rupee except otherwise indicated.

### Rearrangement / Reclassification and Remeasurement

The figures for previous year are rearranged, reclassified, and/or restated wherever necessary for the purpose of facilitating comparison. Appropriate disclosures are made wherever necessary.

### **Statement of Financial Position**

The elements of Statement of Financial Position (SoFP) other than equity (Assets and Liabilities, where applicable) are bifurcated in Current and Non-Current based on their respective maturity as well as the company's normal operating cycle.

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### 2.5 Financial Period:

The company prepares financial statements in accordance with Nepalese Financial year. The financial year starts from 1st Shrawan and ends on Ashad end of next calendar year. The corresponding dates for the English calendar are as follows:

Relevant Financial Statements	Nepalese Calender/Period	Gregorian Calendar Date / Period	
Reporting Date	32 <sup>nd</sup> Ashad, 2079	16 <sup>th</sup> July, 2022	
Comparative Reporting Date	31st Ashad, 2078	15th July, 2021	
Reporting Period	1st Shrawan, 2078 -32 <sup>nd</sup> Ashad, 2079	16 <sup>th</sup> July, 2021-16 <sup>th</sup> July, 2022	
Comparative Reporting Period	1st Shrawan, 2077 -31st Ashad, 2078	16 <sup>th</sup> July, 2020-15 <sup>th</sup> July, 2021	
Date of Transition to NFRS	1 <sup>st</sup> Shrawan, 2077	16 <sup>th</sup> July, 2020	

### 2.6 Basis of Measurement:

These financial statements are prepared under historical cost convention except for certain material items that have been measured at fair value as required by the relevant NFRS and explained in the ensuing policies below.

### 3. Use of Estimates, Assumptions or Judgments:

The preparation of the financial statements in conformity with Nepal Financial Reporting Standards requires the use of certain critical accounting estimates and judgments. It also requires management to exercise judgment in the process of applying the Company's accounting policies. The Company makes certain estimates and assumptions regarding the future events. Estimates and judgments are continuously evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Future results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future periods, except otherwise stated. Specific accounting estimates have been included in the relevant section of the note, wherever have been applied along with the nature and effect of the changes of accounting estimates, if any. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year primarily includes: -

### 3.1. Useful life and residual value of Property, Plant and Equipment:

Management reviews the useful life of property, plant and equipment at least once a year. Such life is dependent upon an assessment of both the technical life of the assets and also their likely economic life, based on various internal and external factors including relative efficiency and operating costs. Accordingly, depreciable lives are reviewed annually using the best information available to the Management.

### 3.2. Impairment of Property, Plant and Equipment:

At the end of each reporting period, the Company reviews the carrying amounts of its property, plant and equipment to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Recoverable amount is the higher of fair value less costs to sell and value in use. Value in use is usually determined on the basis of discounted estimated future cash flows. This involves management estimates on anticipated commodity prices, market demand and supply, economic and regulatory environment, discount rates and other factors. Any subsequent changes to cash flow due to changes in the above-mentioned factors could impact the carrying value of assets.

Since, the hydropower plant is still in the process of construction and all the expenditures which are directly attributable to acquisition, construction or production of the assets are shown <u>as Intangible Assets under Construction under Intangible Assets</u> hence test of impairment of asset is not done for those assets.

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Notes forming part of financial statements for the year ended 16th July 2022 (32.03.2079) General Information & Summary of significant accounting policies

### 3.3. Contingencies:

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallizing or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognized.

### 3.4. Fair Value Measurements:

The management determines the appropriate valuation techniques and inputs for fair value measurements. In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party qualified valuators to perform the valuation. The management works closely with the qualified external valuators to establish the appropriate valuation techniques and inputs to the model.

### 3.5. Recognition of Deferred Tax Assets/Liabilities:

Deferred Tax is the tax expected to be payable or recoverable in future arising from:

- temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in computation of taxable profit,
- unused tax losses and/or
- unused tax credits

Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company.

### 4. Significant Accounting Policies:

The Significant accounting policies of the company are explained below:

### 4.1. Property, Plant & Equipment:

### **Recognition & Measurement**

Property, Plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. Cost comprises purchase price including nonrefundable duties and taxes; and any directly attributable cost incurred in bringing the asset to their present location and condition necessary for it to be capable of operating in the manner intended by the management but excluding trade discounts and rebates. Subsequent expenditure is capitalized only when it is probable that future economic benefits associated with the expenditure will flow in to the Company. Ongoing repair and maintenance are expensed in the Statement of Profit or Loss as incurred.

If significant part of an item of property or equipment has different useful lives, then they are accounted for as separate items (major components) of property and equipment.

Any gain or loss on disposal of an item of property and equipment (calculated as the difference between the net proceeds from disposal and carrying amount of the items) is recognized within other income in Statement of Profit or Loss.

### **Depreciation and Amortization**

Property, Plant & Equipment and Intangible assets other than Service Concession Agreement are depreciated using straight line method over its estimated useful life from the date they are available for use. Service concession agreement is amortized over the life of agreement on Straight Line basis. The estimated useful lives of the significant items of Property & Equipment and Intangibles are as follows

Office Equipment
Furniture & Fixtures
Vehicles
Intangibles Software
Intangibles- Service Concession Agreement

4 years
4 years
5 years
5 years
6 years
7 years
7 years
8 years
9 years

25% 25% 20% 20% 20% Dolti Power Company Limited

Notes forming part of financial statements for the year ended 16th July 2022 (32.03.2079)

General Information & Summary of significant accounting policies

Other Assets 6.67 years 15%

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

Only those items having value more than 50,000 per items are capitalized.

### **Restriction on PPE**

The company has to transfer the entire generation unit to Government of Nepal under BOOT arrangement after expiry of period of generation license i.e. 28<sup>th</sup> Ashwain, 2109 or 35 years from Commercial Operation Date (COD) whichever is earlier. Thus, the useful life of PPE has been modified accordingly.

### 4.2 Service Concession Arrangements

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

- (a) 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
- (b) 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
- (c) Is the infrastructure constructed or acquired by the operator from a third party for the purpose of the service arrangement or is the infrastructure existing infrastructure of the grantor to which the operator is given access for the purpose of the service arrangement? Infrastructure used in a public-to-private service concession arrangement for its entire useful life (whole life of assets) is within the scope of this IFRIC, if the conditions in (a) above are met. These arrangements are accounted for on the basis of below mentioned models depending on the nature of consideration and relevant contract law.

### 4.3 Other Intangible Assets:

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Intangible assets with indefinite useful lives are carried at cost less accumulated impairment losses.

Certain computer software costs are capitalized and recognized as intangible assets based on materiality, accounting prudence and significant benefits expected to flow there from for a period longer than one year. Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

### 4.4 Impairment of Tangible and Intangible Assets:

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and impairment loss is recognized whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

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Notes forming part of financial statements for the year ended 16th July 2022 (32.03.2079) General Information & Summary of significant accounting policies

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than it's carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the Statement of Profit and Loss.

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

### 4.5 Borrowing Cost:

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

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset until such time as the assets are substantially ready for the intended use or sale. All other borrowing costs are expensed in the period in which they occur. Any investment income on the temporary investment of borrowed funds has been deducted from borrowing costs.

### 4.6 Cash and Cash Equivalents:

Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and demand deposits with an original maturity of three months or less and highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

### 4.7 Inventories:

Cost of inventories includes cost of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. The company has no inventory as on the balance sheet date.

### 4.8 Other Current Assets:

Other current assets include current assets other than inventories and cash and cash equivalents, which are unsecured and considered good, unless otherwise stated.

### 4.9 Revenue Recognition

### 4.9.1 Sale of Electricity:

Revenue is recognized to the extent that it is probable that economic benefit will flow to the Company and that the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated rebates, charges and other similar allowances. Revenue is recognized when substantial risks and rewards of ownership are transferred to the buyer under the terms of contract.

### 4.9.2 Finance Income:

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

### 4.9.3 Construction Revenue and Expenses as per IFRIC 12:

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

(a) 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

(b) 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

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Notes forming part of financial statements for the year ended 16th July 2022 (32.03.2079)

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(c) Is the infrastructure constructed or acquired by the operator from a third party for the purpose of the service arrangement or is the infrastructure existing infrastructure of the grantor to which the operator is given access for the purpose of the service arrangement? Infrastructure used in a public-to-private service concession arrangement for its entire useful life (whole life of assets) is within the scope of this IFRIC, if the conditions in (a) above are met. These arrangements are accounted on the basis of below mentioned models depending on the nature of consideration and relevant contract law.

### **Financial Asset Model**

The Financial asset model is used when the Company, 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.

### Intangible Asset Model

The intangible asset model is used to the extent that the Group, being an operator, receives a right (a license) to charge users of the public service. A right to charge users of public services is not an unconditional right to receive cash because the amounts are contingent on the extent that the public uses the services. Both type 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. The Company manages concession arrangements which include power supply from its two hydro power plants. The Company maintains and services the infrastructure during the concession period. These concession arrangements set out rights and obligations related to the infrastructure and the services to be provided. The right to consideration gives rise to an intangible asset and accordingly, the intangible asset model is applied. Income from the concession arrangements earned under the intangible asset model consists of the

- (i) Fair Value of the contract revenue, which is deemed to be fair value of consideration transferred to acquire the asset; and
- (ii) Payments actually received from the users.

The intangible asset is amortized over its expected useful life in a way that reflects the pattern in which the asset's economic benefits are consumed by the Company, starting from the date when the right to operate starts to be used. Based on these principles, the intangible asset is amortized in line with the actual usage of the specific public facility, with a maximum of the duration of the concession. Any asset carried under concession arrangements is de-recognized on disposal or when no future economic benefits are expected from its future use or disposal or when the contractual rights to the financial asset expire.

Revenue and cost related to the construction are accounted in accordance with IFRIC 12. The cost of each activity related to acquisition, construction and production of assets are recognized as construction expenses by reference to the stage of completion of that activity. Construction revenue, as the fair value of amount due from the guarantor for the activity undertaken is recognized at the same time. The fair value is calculated based on an IRR of 13.20%.

An amount to the extent of Net Construction Revenue in accordance with IFRIC 12 is recognized as addition to Intangible Assets under Construction.

### 4.10 Foreign Currency Transactions:

The functional currency of the Company is determined on the basis of the primary economic environment in which it operates. The functional currency of the Company is Nepalese Rupee (NPR).

In preparing the financial statements of the Company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions.

The effect from fluctuation of exchange rate raised while initially recognizing the transaction as per contract on the base rate mentioned in the contract and settling the transactions at the settlement date has been recognized in Intangible Assets under construction for Main Civil Construction works. Foreign exchange gain/loss occurring from other activity has been charged to Statement of Profit or Loss.

At the end of each reporting period, monetary items denominated in foreign currencies are repostated at the rates prevailing at that date. Non-monetary items carried at that value that are denominated in foreign currencies

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Notes forming part of financial statements for the year ended 16th July 2022 (32.03.2079)

General Information & Summary of significant accounting policies

are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency shall be translated using the exchange rate at the date of the transaction.

### 4.11 Employment Benefits:

The company has few permanent staff as on reporting date and hence, does not have any schemes of Post-employment/Long term benefit plans for its employees. The company has not provided for Provident Fund, Gratuity and SSF as per Labor Act, 2074 and has not been registered with Social Security Fund as per Social Security Act, 2074.

### **Short Term Employee Benefits**

- A liability is recognized for benefits accruing to employees in respect of wages and salaries, in the period
  the related service is rendered at the undiscounted amount of the benefits expected to be paid in
  exchange for that service.
- Liabilities recognized in respect of short-term employee and contractual employees; benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

### **Staff Bonus**

Provision for Employee bonus is provided as per the provisions of the Electricity Act and Rules 2049 (at the rate of 2% of the amount of Net profit). Provision is created as per annual profit and paid in the subsequent period as per the provisions of Bonus Act 2030. Unspent amounts are transferred to Welfare Funds as per the provisions of Bonus Act 2030.

### 4.12 Income tax

Income tax on the profit or loss for the year comprises current taxes and deferred taxes. Income tax is recognized in the statement of financial performance except to the extent that it relates to items recognized directly to equity.

### **Current Tax**

Current tax is the expected tax payable on the taxable income for the year using tax rates at the balance sheet date and any adjustment to tax payable in respect of previous years.

The commercial operation of the company has not been started hence no tax liability has arisen to the company. Further, the company is entitled to Tax holiday of 10 years from commencement of commercial operation and 50% for latter 5 years.

### **Deferred Tax**

The company is in the construction phase and after completion it will get a tax holiday for 10 years and 50% for latter 5 years. Therefore, the accounting of deferred tax assets or liabilities has not been started yet.

### 4.13 Earnings per share

- Basic earnings per share is computed by dividing the profit/ (loss) for the year by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).
- II. Diluted earnings per share is computed by dividing the profit/ (loss) for the year as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been visible at a later date. Diluted EPS has not been

calculated as no potential equity exists on the reporting per

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Notes forming part of financial statements for the year ended 16th July 2022 (32.03.2079) General Information & Summary of significant accounting policies

### 4.14 Provisions, Contingencies and Commitments:

A provision is recognized as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at the pre-tax rate that reflects current market assessment of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as a finance cost.

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallizing or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognized.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets. Provisions, contingent liabilities, contingent assets and commitments are reviewed at each reporting period.

### 4.16 Financial Instruments:

### **Recognition and Measurement**

Financial assets and financial liabilities are recognized when the Company becomes a party to the contract embodying the related financial instruments. All financial assets, financial liabilities and financial guarantee contracts are initially measured at *transaction cost* and where such values are different from the fair value, at fair value.

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

### **Effective Interest Rate Method**

The effective interest method is a method of calculating the amortized cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period. Income/ expense arising on financial instruments after applying an effective interest rate is recognized in the Statement of Profit and Loss and is included in the "Other finance income" or "Other finance cost" line item. Where interest component is present in the financial instruments, the implicit interest rate approximates the effective interest rate.

### 4.17 Financial Assets:

### Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business model whose objective is to hold these assets 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.

### Financial assets measured at fair value

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these 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.

The Company in respect of equity investments (other than in subsidiaries, associates and joint ventures) which are not held for trading has made an irrevocable election to present in other comprehensive income subsequent changes in the fair value of such equity instruments. Such an election is made by the Company on an instrument-by-instrument basis at the time of initial recognition of such equity investments.

Financial assets not measured at amortized cost or at fair value through other comprehensive income are carried at fair value through the statement of profit or loss. For the statement within one year from the

Notes forming part of financial statements for the year ended 16th July 2022 (32.03.2079)

General Information & Summary of significant accounting policies

balance sheet date, the carrying amounts approximate fair value due to the shorter maturity of these instruments.

### **Impairment of Financial Assets**

Loss allowance for expected credit losses is recognized for financial assets measured at amortized cost and fair value through the statement of profit of loss.

The company recognizes impairment loss on trade receivables using expected credit loss model. For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve

months expected credit losses is recognized. Loss allowance equal to the lifetime expected credit losses is recognized if the credit risk on the financial instruments has significantly increased since initial recognition.

### De-recognition of financial assets

The Company de-recognizes a financial asset only when the contractual rights to the cash flows from the financial asset expire, or it transfers the financial asset and the transfer qualifies or de-recognition under NFRS 9. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received. On de-recognition of a financial asset in its entirety, the differences between the carrying amounts measured at the date of de-recognition and the consideration received is recognized in the statement of profit or loss.

### 4.18 Financial Liabilities & Equity:

### Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

### **Equity Instruments**

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

### **Financial Liabilities**

Financial liabilities are initially measured at *fair value*, net of transaction costs, and are subsequently measured at amortized cost, using the effective interest rate method where the time value of money is significant. Interest bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortized cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognized over the term of the borrowings in the statement of profit and loss. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

### **Financial guarantee contracts**

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee.

De-recognition of financial liability

A financial liability is derecognized 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 the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

Offsetting of Financial Instruments

Kathmandu

Notes forming part of financial statements for the year ended 16th July 2022 (32.03.2079) General Information & Summary of significant accounting policies

Financial assets and financial liabilities are offset and the net amount is reported in the standalone balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

### 4.19 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. A lease is classified at the inception date as a finance lease or an operating lease.

### The Company as a Lessee

A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Finance leases are capitalized at the commencement of the lease at the inception date fair value of the leased asset or, at the present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized in finance costs in the statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs.

Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term unless either:

- Another systematic basis is more representative of the time pattern of the user's benefit even if the payments to the lessors are not on that basis; or
- b. The payments to the lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. If payments to the lessor vary because of factors other than general inflation, then this condition is not met.
- The company enters the rent agreement for the Offices premises at Kathmandu till Ashad end each year.

### The Company as a Lessor

Rental income from operating leases is generally recognized on a straight-line basis over the term of the relevant lease except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized on a straight-line basis over the lease term.

Payments made under operating leases are recognized in the Statement of Profit or Loss as "Office rent expense". The lease rental is recognized as per the expense incurred by the Company in the financial year. The lease expense is not recognized on a straight line method considering the inflation in future.

### 4.20 Segment Reporting:

The company is engaged in only one business activity of "Generation and Sale of Electricity". Thus, separate segment information is not provided as per NFRS 8 "Operating Segments".

Dolti Power Company Limited Notes forming part of financial statements for the year ended 16th July 2022 (32.03.2079) General Information & Summary of significant accounting policies

### 5. Controlling Body

There are a total 62 promoter shareholders in the Company as on 32<sup>nd</sup> Ashadh, 2079. The details of Shareholders holding more than 1% of share capital and percentage of holding is given below:

S. No.	Name of Shareholder	No of Shares held as on 32nd Ashadh, 2079	% of Share holding
1	Saurav Arjyal	5,38,957	14.35%
2	Rajendra Prashad Gautam	4,76,333	12.68%
3	Mira Gautam	4,39,694	11.71%
4	Kedarnath Paudel	3,80,537	10.13%
5	Mina Kumari Agrawal	2,80,800	7.48%
6	Sakuntala Bogati	1,50,000	3.99%
7	Gita Pokhrel	99,000	2.64%
8	Kumar Karki	98,476	2.62%
9	Mahesh Raj Gautam	98,000	2.61%
10	Bimal Pd Koirala	89,338	2.38%
11	Achyut Gautam	87,210	2.32%
12	Sita Karki	74,000	1.97%
13	Ranjan Kumar Sharma	61,664	1.64%
14	Ranjan Subedi	61,664	1.64%
15	Subarna Kharel	61,664	1.64%
16	Sunil Gurung	61,664	1.64%
17	Ram Chandra Timilsina	60,000	1.60%
18	Asmita Karki	50,000	1.33%
19	Samrat Investment	40,000	1.07%

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### Dolti Power Company Ltd. Baneshwor-10, Kathmandu Statement of Financial Position

As on Ashadh 32, 2079 (July 16, 2022)

			Figures in NRs
Particulars	Notes	As on 32nd Ashadh, 2079	As on 31st Ashadh, 2078
Equity & Liabilities			
Equity			
Equity Share Capital	3	375,540,200	375,540,200
Reserve & Surplus	4	(47,752,659)	(54,543,346)
Total Equity		327,787,541	320,996,854
Non-Current Liabilities			
Long Term Loan	5	550,123,183	721,680,000
Total Non-Current Liabilities		550,123,183	721,680,000
Current Liabilities			
Short Term Loans & Borrowings	6	190,777,707	23,536,657
Trade & Other Payable	7	18,843,658	43,970,801
Duties & Taxes	8	1,478,471	3,346,503
Other Current Liabilities	9	207,164	-
Total Current Liabilities		211,307,000	70,853,961
Total Equity & Liabilities		1,089,217,724	1,113,530,815
Assets			
Non Current Assets			
Property, Plant and Equipment	10	2,060,403	2,544,759
Intangible Assets	11	1,045,455,039	1,040,689,124
Total Non Current Assets		1,047,515,442	1,043,233,883
Current Assets			
Trade & Other Receivable	12	39,508,903	68,751,719
Cash & Cash Equivalents	13	21,090	133,522
Other Current Assests	14	2,172,289	1,411,691
Total Current Assets		41,702,282	70,296,932
Total Assets		1,089,217,724	1,113,530,815

General Information & Summary of significant accounting policies are given in 1 & 2

The accompanying notes numbered 1 to 34 are integral part of the Financial Statements.

As per our report of even date attached

Rajendra Prasad Gautam

Chairperson

2069 XXX T. T. D. XXX T. D. X

Saurav Arjyal Director CA Narayan Kandel
Proprietor

Kandel & Associates
Chartered Accountants

Date:14th Kartik, 2079 Place: Kathmandu, Nepal

Baneshwor-10, Kathmandu

### Statement of Cash Flows

For the Year Ended 32nd Ashadh, 2079 (July 16, 2022)

		Figures in NRs
Particulars	For the Year Ended	
raj ticulai s	32nd Ashadh, 2079	31nd Ashadh, 2078
Cash Flow From Operating Activities:		
Profit/(Loss) for the year	6,790,687	(42,289,199)
Adjustment for:		
Depreciation & Amortization Expenses	35,044,853	34,678,051
Finance Cost	95,175,385	66,060,120
Cash Flow from Operating activities before changes in W/C	137,010,925	58,448,972
Cash Flow From Operating Activities:		
Change in Current Assets	28,482,218	102,741,406
Change in Current Liabilities	140,453,039	28,204,810
Cash Flow From Operating Activities	305,946,183	189,395,188
Income Tax Paid		
Net Cash Flow From Operating Activities (A)	305,946,183	189,395,188
Cash Flow from Investing Activities		
Acquisition of Property, Plant & Equipment	-	•
Addition to Intangibles	(39,326,411)	(141,378,742)
Net Cash Flow From Investing Activities (B)	(39,326,411)	(141,378,742)
Cash Flow from Financing Activities		
Change in Share Calls in Advance		(349,541,300)
Changes in Share Capital		370,540,200
Changes in Bank Loan	(171,556,817)	(2,874,123)
Finance Cost	(95,175,385)	(66,060,120)
Net Cash Flow From Financing Activities (C)	(266,732,203)	(47,935,343)
Total Cash Flow From All Activities (A+B+C)	(112,431)	81,103
Cash & Cash Equivalent at the beginning of the year	133,521	52,418
Cubii & Cubii 2-13.12.11.11.11.11.11.11.11.11.11.11.11.11.		133,521

General Information & Summary of significant accounting policies are given in 1 & 2

The accompanying notes numbered 1 to 34 are integral part of the Financial Statements.

As per our report of even date attached

Rajendra Prasad Gautam

Chairperson

Director

rayan Kandel Proprietor Kandel & Associates

Chartered Accountants

Date: 14th Kartik, 2079 Place: Kathmandu, Nepal

Baneshwor-10, Kathmandu

### Statement of Profit or Loss

For the Year Ended 32nd Ashadh, 2079 (July 16, 2022)

			Figures in NRs
Particulars	Notes	For the Year Ended 32nd Ashadh, 2079	For the Year Ended 31nd Ashadh, 2078
Revenue	15	97,752,832	67,778,492
Cost of Sales	16	7,308,685	5,574,199
Gross Profit/(Loss)	10	90,444,147	62,204,293
Other Income	17	52,239,933	2,010,000
Employee Benefit Expenses	18	3,781,505	4,700,000
Administrative Expenses	19	1,684,485	1,065,321
Corporate Social Responsibility Cost	9	68,579	
Depreciation & Amortization Expenses	10 & 11	35,044,853	34,678,051
Net Profit from Operation		102,104,657	23,770,921
Finance Cost	20	95,175,385	66,060,120
Net Profit Before Staff bonus		6,929,272	(42,289,199)
Provision for Staff Bonus	9	138,585	
Net Profit Before Tax (NPBT)		6,790,687	(42,289,199)
Income Tax Expenses		•	
Net Profit after Tax (NPAT)		6,790,687	(42,289,199)

General Information & Summary of significant accounting policies are given in 1 & 2

The accompanying notes numbered 1 to 34 are integral part of the Financial Statements.

As per our report of even date attached

Rajendra Prasad Gautam

Date:14th Kartik, 2079 Place: Kathmandu, Nepal

Chairperson

2069 LA T

Saurav Arjyal

Director

CA Narayan Kandel

V Proprietor

Kandel & Associates

**Chartered Accountants** 

Baneshwor-10, Kathmandu

### Statement of Other Comprehensive Income

For the Year Ended 32nd Ashadh, 2079 (July 16, 2022)

		Figures in NRs
Particulars	For the Year Ended	For the Year Ended
	32nd Ashadh, 2079	31nd Ashadh, 2078
Net profit/(Loss) for the year	6,790,687	(42,289,199)
Other Comprehensive Income not to be classified to Profit or		
Loss in Subsequent periods	-	
Revaluation Gain/(Loss) on PPE		:•
Income Tax relating to above	-	-
Other Comprehensive Income not to be classified to Profit or		
Loss in Subsequent periods	-	
Other Comprehensive Income for the year	-	
Total Comprehensive Income for the year	6,790,687	(42,289,199)

General Information & Summary of significant accounting policies are given in 1 & 2

The accompanying notes numbered 1 to 34 are integral part of the Financial Statements.

As per our report of even date attached

Rajendra Prasad Gautam

Chairperson

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Sauray Arival

Director

CA Narayan Kandel

Proprietor

Kandel & Associates

Chartered Accountants

Date :14th Kartik, 2079 Place : Kathmandu Nepal Dolti Power Company Ltd.
Baneshwor-10, Kathmandu
Statement of Changes in Equity
For the Year Ended 32nd Ashadh, 2079 (July 16, 2022)

			Figures in NRs
Particulars	Share Capital	Retained Earnings	Total
For FY 2078-79 Balance as on 1st Shrawan, 2078	375,540,200	(54,543,346)	320,996,854
Addition during the period	: e		
Net Profit for the period		6,790,687	6,790,687
Balance as on 32nd Ashadh, 2079	375,540,200	(47,752,659)	327,787,541

General Information & Summary of significant accounting policies are given in 1 & 2

The accompanying notes numbered 1 to 34 are integral part of the Financial Statements.

As per our report of even date attached

\* Tagagaun, Kalhmana

Rajendra Prasad Gautam

Chairperson

Saurav Arjyal

Director

CA Narman Kandel

Proprietor Kandel & Associates

Chartered Accountants

Date:14th Kartik, 2079 Place: Kathmandu, Nepal

Baneshwor-10, Kathmandu

### Notes Forming Part of Statement of Financial Position

As on Ashadh 32, 2079 (July 16, 2022)

### **Equity Share Capital**

Notes 3

		Hotes
Particulars	As on 32nd Ashadh, 2079	As on 31st Ashadh, 2078
Authorized Share Capital	1	
C.Y-60,00,000 & P.Y-47,00,000 Shares @ 100/- each	600,000,000	470,000,000
Issued Share Capital		
C.Y-53,64,860 & P.Y-47,00,000 Shares @ 100/- each Paid Up Capital	536,486,000	470,600,000
3,755,402 Shares @100/- each (Annexure-02)	375,540,200	375,540,200
Total	375,540,200	375,540,200

Company has changed the Authorized & Issued share capital and same has been authorized by the office of the Company Registrar on 06th of Jestha, 2079

Reserve	&	Sur	plus
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Notes 4

A STATE OF THE STA	and the same of th		
Particulars	As on 32nd Ashadh, 2079	As on 31st Ashadh, 2078	
Retained Earning	(54,543,346)	(12,254,147)	
Profit for The Year	6,790,687	(42,289,199)	
Balance transferred to statement of Financial Position	(47,752,659)	(54,543,346)	

Loans Term Loan		Notes 5
Particulars	As on 32nd Ashadh, 2079	As on 31st Ashadh, 2078
Citizen Bank Term Loan( Secured Loan)-Non Current Portion*		
Term Loan I	416,694,000	706,750,000
Term Loan II	118,650,000	
Tenn Loan III	14,779,183	14,930,000
Total	550,123,183	721,680,000

\*Company has entered loan facility with Citizen Bank Ltd. for the development of Padam Khola Hydropower Project (4.5 MW). Loan has been secured against registered mortgage of the entire project (present & to be created in future) including the land, building, plant & machinery, movable and immovable assets on land owned (including leasehold land) by the company.

Loan which was payable or matured within 1 year i.e. Ashadh end 2080 has been classified as Current portion and other as Non-Current portion of Term loan.

As per the Objective of the Initial Public Offer (IPO), the proceed of the money will be utilized towards the repayment of the Term Loan. Company has received the approval on 10th Bhadra, 2079 from the Electricity Regulatory Commission of Nepal to Issue the IPO and same is in process for approval with the Securities Board of

Nenal (SFRON)

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Baneshwor-10, Kathmandu

Notes Forming Part of Statement of Financial Position

Short Term Loans & Borrowings

Notes 6

Short		Hotes
Particulars	As on 32nd Ashadh, 2079	As on 31st Ashadh, 2078
Citizen Bank Term Loan( Secured Loan)-Current Portion*	17,08,06,000	58,00,000
Citizen Bank Overdraft Loan	1,99,71,707	1,77,36,657
Total	19,07,77,707	2,35,36,657

<sup>\*</sup>Loan which was payable or matured within I year i.e. Ashadh end 2080 has been classified as Current portion and other as Non-Current portion of Term loan. For Details refer Notes 5.

Trade & Other Payable

Notes 7

Trade & Other		Holes /
Particulars	As on 32nd Ashadh, 2079	As on 31st Ashadh, 2078
Trade Payable:		
Three Phase Construction Private Limited	92,85,662	
Gorkha Ganga Jamuna Payable	53,797	53,797
Ashmita Nirman Sewa		6,95,000
Mecamidi Payable	29,80,692	29,80,692
Sanima Hydro and Engineers	3,03,542	3,03,542
Units Engineering Payable	17,42,015	17,42,014
Other Payables		
Audit Fee Payable	1,11,500	47,250
NEA Royalty Payable	3,61,402	20,28,080
Rajendra Prasad Gautam-Other Loan	27,68,658	3,00,00,000
Retention Payable*	12,36,390	61,20,426
Total	1,88,43,658	4,39,70,801

<sup>\*5%</sup> retention has been kept by the company for HM Work and Civil work as per contract which is payable after completion of the project or submission of final bill to the company.

Duties & Taxes		Notes 8
Particulars	As on 32nd Ashadh, 2079	As on 31st Ashadh, 2078
TDS on Contractor -Civil	6,57,737	12,84,952
TDS on Contractor -HM	5,13,474	3,17,123
	6,778	6,778
TDS on Contractor -Grouting TDS on Salary	28,624	3,40,673
TDS on Wages	1,98,005	4,90,170
TDS on Consultance Co.	7,031	1,40,748
TDS on Consultancy Service TDS on Audit Fee	7,031 2,250 56,222 8,350	2,250
TDS on Rent	56,222	56,222
The e	を表しま 8,350	100
TDS-Service Charge	4/5/	6,83,300
TDS-Service Charge TDS on Fare TDS on Transportation	*/	24,128
TDS on Transportation Total	14,78,471	33,46,503

The Company has deducted TDS as per Income Tax Act 2058. The interest on the outstanding amount of TD

not been shown in the books of account.

Baneshwor-10, Kathmandu

### Notes Forming Part of Statement of Financial Position

Other Current Liabilities		Notes 9
Particulars	As on 32nd Ashadh, 2079	As on 31st Ashadh, 2078
Provision for Staff Bonus*	138,585	-
Provisions for CSR*	68,579	
Total	207,164	

<sup>\*</sup>Provisions for staff bonus has been made on the basis of 2% of Net profit for the year as per NEA Act & Rules 2049.

#As per Section 54 of the Industrial Enterprises Act, 2076 Medium, large industries, or cottage and small industries with annual turnover of more than 15 crores shall allocate at least 1% of the annual net profit of each fiscal year to be utilized towards corporate social responsibility.

Trade & Other Receivable		Notes 12
Particulars	As on 32nd Ashadh, 2079	As on 31st Ashadh, 2078
Trade Receivables		
NEA Receivables	33,155,548	20,052,333
Other Receivables		
Advance to Others (Annexure-01)	6,353,355	48,699,386
Receivables from Related Parties		
Total	39,508,903	68,751,719
Cash and Cash Equivalent		Notes 13
Particulars	As on 32nd Ashadh, 2079	As on 31st Ashadh, 2078
Cash in Hand		
Balance with Bank		
Citizens Bank International Ltd.	5,431	100,001
Machhapuchre Bank Ltd.	10,039	7,901
NMB Bank LtdSite	5,620	25,620
Total	21,090	133,522

Other Current Assests		Notes 14
Particulars	As on 32nd Ashadh, 2079	As on 31st Ashadh, 2078
Prepaid Expenses	1,542,005	1,068,467
Margin & Deposit*	630,284	343,224
Total	2,172,289	1,411,691

Margin & Deposit includes amount held by Citizen International Bank Ltd against LC of Hydromechanical Work, Electromechanical Work, EXIM code & Power Purchase Agreement (PPA).

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Dolti Power Company Ltd. Baneshwor-10, Kathmandu As on Ashadh 32, 2079 (July 16, 2022)

Property, Plant and Equipment

Notes 10 Figures in NPR

2000										Cleaner Dolone
1		Opening Balance	Additio	Addition During the year	year			Dotte of Don	Description Denreciation	As on 32nd
S.N.	V. Particulars	As on 1st Shrawan	Up To Poush	Paush To Chaitra	Baisakh to Asadh	Disposal	I otai	kate or Dep		Ashad 2079
-	1 Pool A: Land & Buildings							%0	٠	٠
	Land			,	•		•	%5	•	•
	Building	•	•	1	•	•		0/0		
,	Pool B : Furniture, Fixtures									
7	& Office Equipment						01707.	7030	40.160	120 480
	Furniture & Fixtures	160,640		•	•		160,640	25%	40,100	001.00
	Office Equipment		i	•	•	٠	•	72%	•	
	Computer & Peripheral	•	•	•	•	٠	č	25%	•	
	3 Pool C : Motor & Vehicles							1000	216 217	1 205 253
	Vehicle	1,731,566		•	1	•	1,731,566	%07	340,313	502,000,1
cost-\$1	3 Pool D: Other Assets							,05	200 00	063 630
	Other assets	652,553	3	•	•		652,533	15%	600,16	070,400
1	Total	2,544,759	- 6	•			2,544,759		484,356	2,060,403
١										



Dolti Power Company Ltd. Baneshwor-10, Kathmandu Intangible Assets on Ashadh 32 2079 As on Ashadh 32, 2079 (July 16, 2022)

					The second second					
			Gross Block			Amortization	zation		TO NOT	Net Block
Particulars	Rate of Depn Opening WDV	pening WDV	Additions during the Year	Total	Opening Amortization	Amortization for the year on opening Balance	Amortization for the year CY Additions	Total	As on 32nd Ashadh, 2079	As on 31st Ashadb, 2078
Power Plant Structures Electromechanical Works - FA	3.20%	194,432,318		194,432,318	7,531,625	5,980,822		13,512,447	180,919,871	186,900,693
Hydromechanical Works - FA	3.20%	254,438,778	38,681,746	293,120,524	9,782,852	7,828,990	1,237,816	18,849,658	274,270,867	244,655,926
Infrastructure - FA	3.20%	42,465,037	•	42,465,037	1,644,947	1,306,243	•	2,951,190	39,513,847	40,820,090
Land - FA	3.20%	69,225,835	•	69,225,835	2,681,566	2,129,417	•	4,810,982	64,414,852	66,544,269
Site Office Building - FA	3.20%	10,398,352		10,398,352	402,795	319,858	•	722,653	9,675,699	9,995,557
Transmission Line - FA	3.20%	82,930,010	644,665	83,574,675	3,202,189	2,551,290	20,629	5,774,109	77,800,566	79,727,821
Civil Structure - FA	3.20%	428,037,153	•	428,037,153	15,992,384	13,185,433	•	29,177,817	398,859,336	412,044,769
Total Gross Assets		1,081,927,483	39,326,411	1,121,253,894	41,238,358	33,302,052	1,258,445	1,258,445 75,798,855	1,045,455,039	1,040,689,124

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### Note forming Part of Statement of Profit or Loss

For the Year Ended 32nd Ashadh, 2079 (July 16, 2022)

Revenue		Notes 15
Particulars	For the Year Ended	For the Year Ended
And the transfer of the second	32nd Ashadh, 2079	31nd Ashadh, 2078
Revenue from Sale of Energy to NEA	97,752,832	67,778,492
Total	97,752,832	67,778,492

Revenue has been booked on the basis of Debit Memo raised by the NEA on monthly basis.

Cost of Sales		Notes 16
Particulars	For the Year Ended 32nd Ashadh, 2079	For the Year Ended 31nd Ashadh, 2078
Energy Supplied to Project by NEA	8,122	13,342
Rebate Expenses	1,495,323	670,492
Insurance Expenses - Project	3,180,346	2,502,281
Repair & Maintenance	190,000	580,544
Royalty Expenses	2,434,894	1,807,540
Total	7,308,685	5,574,199

Other Income		Notes 17
Particulars		For the Year Ended 31nd Ashadh, 2078
Other Income	52nd Ashaun, 2079	2,010,000
Liability Written Back	38,275,894	-
Income-Forced Outage*	13,964,039	
Total	52,239,933	2,010,000

<sup>\*</sup>Forced Outage which was initially accepted by NEA as per NEA Rules has now been challenged by NEA and is under dispute with the company and the amount is yet to be realized as on the reporting date. And Same has not been disclosed as Contingent Liability on the basis of management decision.

Liability Written Back*		Notes 17.1
Particulars	3,180,346.22	2,502,281.00
Rajendra Prasad Gautam	35,920,094	•
Saurav Aryal	2,355,800	
Total	38,275,894	

As per consent received from the respective person to waive off the receivables from the company, the board on its meeting has decided to writeback the liability and recognize as other income.

Employee Benefit Expenses		Notes 18
Particulars		For the Year Ended 31nd Ashadh, 2078
Salary and Other Employee Costs*	3,781,505	4,700,000
Total	3,781,505	4,700,000

<sup>\*</sup>The company does not have any scheme of Long term employee benefit or termination benefits.

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### Note forming Part of Statement of Profit or Loss

For the Year Ended 32nd Ashadh, 2079 (July 16, 2022)

Administrative Expenses		Note 19
Particulars		For the Year Ended 31nd Ashadh, 2078
Audit Fee	113,000	56,500
AGM Expenses	11,300	-
Courier Charge	186	-
Financial Consultancy Expenses	56,500	-
Fuel Expenses HO	115,281	-
IPO Documentation Expenses & Rating Fees	971,500	-
Office Rent Expenses	264,000	264,000
Registration & Renewal	57,600	630,000
Repair and Maintenance-HO	9,805	108,821
Site Visit Expenses	40,450	
Site Office Expenses	30,000	
Utilities Expenses	14,864	6,000
Total	1,684,485	1,065,321

Finance Cost		Note 20
Particulars		For the Year Ended 31nd Ashadh, 2078
Interest on Term Loans*	89,927,954	64,163,492
Agency Fees	3,726,083	1,873,350
Interest on OD	1,500,848	-
Bank Commission & Charges	20,500	23,278
Total	95,175,385	66,060,120

<sup>\*</sup>Interest on term loan has been paid at the rate of base rate as prescribed by the Bank Plus 2% Premium on that rate & same has been booked on cash basis in confirmation with balance certificate received from the bank

Reconciliation of no, of Shares Outstanding		Note 21
Particulars	As on 32nd Ashadh, 2079	As on 31st Ashadh, 2078
Balance at the beginning of the year	3,755,402	50,000
Add: Issue of Paid-up Shares	-	3,705,402
Add: Bonus Shares	<u> </u>	
Total	3,755,402	3,755,402
Earning Per Share(EPS)		Note 22
	As on 32nd Ashadh,	As on 31st Ashadh,
Particulars	2079	2078
Basic Earning Per Share	6,790,687	(42,289,199)
Net profit No of Equity Shares	3,755,402	3,755,402
Basic Earning Per Share Rs.	1.81	(11.26)
Diluted Earning Per Share		
Net profit	6,790,686.55	(42,289,199.00)
No of Equity Shares	3,755,402	3,755,402
Diluted Earning Per Share Rs.	1.81	(11.26)

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# Note: 23 - Finacials Instrument Classfication and Fair value measurment

This note gives an overview of the significance of financial instruments for the Company and provides additional information on the balance sheet items that contain financial instruments. The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial assets, financial liabilities and equity instrument are disclosed in Note 2 to the financial statements.

### Financial instruments by category

rmancial monuments by category	As on 3	As on 32nd Ashadh, 2079	h, 2079	As or	As on 31st Ashadh, 2078	h, 2078
Particulars	FVTPL	FVOCI	FVOCI Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets						
Trade & Other Receivable	٠	•	39,508,903	•		68,751,719
Cash & Cash Equivalents	•	•	21,090	,		133,522
Other Current Assests	•		2,172,289	-		1,411,691
Total financial assets			41,702,282	•		70,296,932
Financial liabilities						
Loans & Borrowings	•	•	740,900,890	٠	•	745.216.657
Trade & Other Payable	٠	٠	18,843,658	•	•	43,970,801
Duties & Taxes	•	•	1,478,471	•	,	3,346,503
Other Current Liabilities	•	,	207,164		•	
Total financial liabilities	-		761,430,183			792,533.96
	100					8

# Note: 23 - Finacials Instrument Classfication and Fair value measurment

### Fair value hierarchy

The table below provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

## Ouoted prices in an active market (Level 1):

This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares & Mutual fund.

## Valuation techniques with observable inputs (Level 2):

This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). This category consists of derivatives taken by the Company like forward contracts.

## Valuation techniques with significant unobservable inputs (Level 3):

(unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data This level of hierarchy includes Company's investment in equity shares which are unquoted or for which quoted prices are not available at the reporting dates.

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Notes forming part of financial statements for the year ended 16th July 2022 (32.03.2079) General Information & Summary of significant accounting policies

### **Explanatory Notes Forming part of Financial Statements**

### Note 24: Income Tax.

**Current Tax** 

The Company has involved in the commercial generation, distribution, and transmission of electricity in the fiscal year 76/77. Company get the tax exemption as per the provisions of section 11 (3 Gha) of Income Tax Act, 2058. (i.e. the company is assessed at 0% tax rates for first 10 years of operation and 50% tax rate for later 5 years). Accordingly, tax rate applicable to the company for the year is 0%.

**Deferred Tax** 

Provision for deferred tax has not been made since the company is assessed at 0% tax rates for first 10 years of operation and 50% tax rate for later 5 years.

Depreciation charged on Land

Depreciation charged on Land: As per Income Tax Directive example 18.6.21, if any project is developed under BOOT method and later is transferrable to Nepal Government, land has to be classified under Group "E" and the value of land has to be written off over the license period.

Note 25: Post- Employment Benefits

The Company does not have any schemes of Post-employment/Long term benefit plans for its employees. The company has not provided for Gratuity as per the Labor Act, 2074 and has not been registered with Social Security Fund as per Social Security Act 2074. The company has not made provision for post-employment benefits in accordance with the Labour Act, 2074 and any liabilities relating to the employee benefits in accordance with The Social Security Act, 2075.

Note 26: CSR expenses as per Industrial Enterprises Act 2076

As per Section 54 of the Industry Enterprises Act 2076, provides that medium, large industries, or cottage and small industries with annual turnover of more than 15 crores shall allocate at least 1% of the annual net profit of each fiscal year to be utilized towards corporate social responsibility. The fund created for CSR is to be utilized on the basis of annual plans and programs.

Note 27: Related Party Transactions

Related Party Transactions are identified by the management. The related Party balance Outstanding as on 32<sup>nd</sup> Ashadh, 2079 are as follows:

Relation		Outstanding us on seas	Nature of Transaction
			Loan from Director
	1000	Relation 32nd Ashadh,2079	Relation 32nd Ashadh,2079 Ashadh, 2078

The company has paid royalty to Government of Nepal as per provision of Electricity Act and Regulation.

Note-29: Public Issue-Initial Public offer (IPO)

The Company has signed an agreement with NIC Asia Capital Ltd herein referred as Underwriting Firm for issuing Public Shares of Rs. 16,09,45,800 (16,09,458 Shares having face value of Rs. 100/- each). Company has received the approval on 10th Bhadra, 2079 from the Electricity Regulatory Commission of Nepal to Issue the IPO and same is in process for approval with the Securities Board of Nepal (SEBON).

The Objective of the Initial Public Offer (IPO) that the proceed of the money will be utilized towards the repayment of the Term Loan.

Note 30: Details of Key Management Personnel:

Director and chairman are the key management personnel of the company. Details are tabulated below.

S. No	Name of Key Management Personnel	Designation
1	Mr. Rajendra Prasad Gautam	Chairman
2	Mr. Saurav Arjyal	Director
3	Mr. Ram Chandra Karki	Director
-	Mr. Kam Chandra Karki	//





Dolti Power Company Limited Notes forming part of financial statements for the year ended 16th July 2022 (32.03.2079) General Information & Summary of significant accounting policies

### Note 31: Contingencies

There is no any contingent liability on the reporting date

### Note 32: Event after reporting period

There have no events after the reporting period requiring adjustment in the financials statement

### Note 33: Risk Management:

The company's business activities expose to a variety of risks, namely primarily to liquidity risk and fluctuations in interest rates, which may adversely impact the operation of company. The company's Board and management have overall responsibility for the establishment and oversight of the company's risk management. The company's risk management policies are established to identify and analyses the risks faced by the company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the company's activities.

### Note 33.1: Liquidity Risk:

Liquidity risk is the risk that the company will face in meeting its obligations associated with financial liabilities. The company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. A material and sustained shortfall in cash flow could create potential business continuity risk.

Company is fully dependent on Nepal Electricity Authority for its revenue based on the PPA. Any delay in settlement of dues by NEA will make it difficult for company to operate smoothly.

### Note 33.2: Interest Rate Risk:

Interest Rate Risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The company's exposure to the risk of changes in market interest rates. The company's exposure to the risk of changes in market interest rates relates primarily to the company's long-term debt obligations. Since the interest rate is influenced by market forces, the company has little role for minimizing the risk. The company manages the interest rate risks by negotiating with reputed commercial banks.

### Note 33.3: Capital Management:

Capital includes issued capital and all other reserves attributable to the equity holders of the company. The company manages its capital so as to safeguard its ability to continue as a going concern and to optimize returns to the shareholders. The capital structure of the company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets.

### Note 34: Miscellaneous

- All the figures stated on the financial statements are Nepalese Rupees and rounded up to the nearest Rupee.
- · Balance Confirmation from most of the parties have been received and some are yet to be received
- Notes form integral part of financial statements.

Previous figure has been reclassified wherever necessary.

Items	Previous Classification	Current Classification	Amount
Advance to others	Advance, Prepaid & Deposit	Trade & other Receivables	486,99,386
Prepaid Expenses	Advance, Prepaid & Deposit	Other Current Assets	10,68,467
Margin & Deposit	Advance, Prepaid & Deposit	Other Current Assets	3,43,224
Term Loan-III	Loans & Borrowings	Long Term Loan	1,49,30,000
Duties & Taxes	Trade & Other Payables	Duties & taxes	33,46,503
Insurance Expenses – Project	Administrative Expenses	Cost of Sales	25,02,281
Salary and Other Employee Costs	Cost of Sales	Employee Benefit Expenses	7,54,000





### Dolti Power Company Ltd. Baneshwor-10, Kathmandu Details of Advance to Others As on Ashadh 32, 2079 (July 16, 2022)

Advance to Others		Annexure-01
Particulars	As on 32nd Ashadh, 2079	As on 31st Ashadh 2078
Civil Advance	2019	207
Dailekh Oil Traders	789,779	
Lumbini Business Link	500,000	
Dawn Hydromechanical Works	-	36,456,690
Consultant Advance		
Nerine Consultants Pvt.Ltd.	150,000	,
T P Adhikari and Associates Advance	37,210	37,210
Transmission line Contractor Advances		
Hydro Equipment Services Advance	215,000	215,000
Sundarimai Builders	88,000	<del>-</del>
Management Advance		
Advance for Site Expenses	567,000	
Brsd Engineering	187,155	125,000
Other Advance		11 000 000
Bhugol Energy Dev Company		11,000,000
ICRA Nepal Limited	321,500	613,250
Supplier Advance		252.226
Delta Hydro Solutions Private Limited	3,215,911	252,236
Kailai Auto Advance	19,000	
Karnali Enterprises Advances	117,000	
Namaste Naumule Hotel Advance	50,800	
Neupane Order Suppliers	95,000	
Total	6,353,355	48,699,386

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### Dolti Power Company Ltd. Baneshwor-10, Kathmandu Details Of Share Capital As on Ashadh 32, 2070

As on Ashadh 32, 2079 (July 16, 2022)

Details Of Share Capital	As on 32nd As	Annexure-02 s on 31st Ashadh,
Particulars	713 000 000	2078
Achyut Gautam	Ashadh, 2079 8,721,000	8,721,000
Asmita Karki	5,000,000	5,000,000
Badri Prashad Gautam	1,200,000	1,200,000
Balram Bhandari	700,000	700,000
Bal Sundar Katwal	2,000,000	2,000,000
Bhagawati Karki	280,000	280,000
Bhum Kumari Parajuli	500,000	500,000
Bidur Singh Thapa	1,200,000	1,200,000
Binod Kumar Karki	2,300,000	2,300,000
Dhruva Thakuri	1,300,000	1,300,000
	1,200,000	1,200,000
Dipesh Poudel	9,900,000	9,900,000
Gita Pokhrel	1,200,000	1,200,000
Gopal Prashad Niraula	780,000	780,000
Ishan Gautam Khatri	550,000	550,000
shwor Karki	600,000	600,000
Jasmaya Rai	2,500,000	2,500,000
Jayanarayan Poudel	2,500,000	2,500,000
Jayaram Kc	38,053,700	38,053,700
Kedamath Paudel	1,200,000	1,200,000
Kishor Kumar Acharya	1,200,000	1,200,000
Krishna Prashad Neupane	9,847,600	9,847,600
Kumar Karki	600,000	600,000
Madhu Devi Gupta	1,200,000	1,200,000
Mahesh Kumar Basnet	3,083,200	3,083,200
Menit Kc	28,080,000	28,080,000
Mina Kumari Agrawal	43,969,400	43,969,400
Mira Gautam	2,500,000	2,500,000
Munal Basnet	840,000	840,000
Nabin Kumar Dev	3,600,000	3,600,000
Nirdesana Dhakal	1,800,000	1,800,000
Purosottam Paneru	550,000	550,000
Radhika Karki	420,000	420,000
Rajendra Karki	1,200,000	1,200,000
Rakhi Ghimire	6,000,000	6,000,000
Ram Chandra Timilsina	3,600,000	3,600,000
Ramesh Raj Gautam	1,200,000	1,200,000
Ram Prasad Sharma	6,166,400	6,166,400
Ranjan Kumar Sharma	6,166,400	6,166,400
Ranjan Subedi	3,083,200	3,083,200
Ravi Shrestha	1,200,000	1,200,000
Roshi Subedi	15,000,000	15,000,000
Sakuntala Bogati	4,000,000	4,000,000
Samrat Investment	700,000	700,000
Santosh Baral	8,933,800	8,933,800
Bimal Pd Koirala	9,800,000	9,800,000
Mahesh Raj Gautam	47,633,300	47,633,300
Rajendra Prashad Gautam	3,453,700	3,453,700
Ram Chandra Karki		53,895,700
Saurav Arjyal	700,000	700,000
Saurav Arjyal Shrawan Kumar Dahal Siddhartha Singh Sita Karki Subarna Kharel	2,500,000	2,500,000
Siddhartha Singh	7,400,000	7,400,000
Sita Karki	6,166,400	6,166,400
Subarna Kharel	1,200,000	1,200,000
Subarna Kharel Sumitra Kumari Sudaula Sunil Gurung	/ 11	6,166,40€
Sunil Gurung	6,166,400	375,540,200

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