

१८^औ वार्षिक प्रतिवेदन

आ. व. २०८०/०८१



सिनर्जी पावर डेमोलपमेन्ट लिमिटेड



सिनर्जी पावर डेभलपमेन्ट लिमिटेड
Synergy Power Development Limited

सञ्चालक समिति



श्री इन्द्र बहादुर थापा
अध्यक्ष



सुरेन्द्र बहादुर खड्का
प्रबन्ध सञ्चालक



अरुण सिंह बस्नेत
सञ्चालक



प्रकाश कुमार अधिकारी
सञ्चालक



गोपाल प्रसाद आचार्य
सञ्चालक



निरु के.सी. कार्की
सञ्चालक



धुवराज शर्मा
कम्पनी सचिव

सिनर्जी पावर डेभलपमेन्ट लिमिटेड

का.म.न.पा.-४, बालुवाटार, काठमाण्डौ

१८औं वार्षिक साधारण सभा सम्बन्धी सूचना

(प्रथम पटक प्रकाशित मिति २०८१।०९।०८ गते)

आदरणीय शेयरधनी महानुभावहरु,

यस कम्पनीको मिति २०८१/०९/०७ गते आइतबार दिउँसो १५:३० बजे बसेको सञ्चालक समितिको १५६औं बैठकको निर्णय बमोजिम आ.व.२०८०/०८१ को १८औं वार्षिक साधारण सभा निम्न मिति, समय र स्थानमा निम्न लिखित प्रस्तावहरु उपर छलफल गरी निर्णय गर्नुपर्ने भएको हुँदा शेयरधनी स्वयं उपस्थित हुन वा रीत पूर्वक प्रतिनिधि मुकरर गरी पठाईदिनुहुन सम्पूर्ण शेयरधनी महानुभावहरुको जानकारीका लागि कम्पनी ऐन, २०६३ को दफा ६७ को (२) बमोजिम यो सूचना प्रकाशित गरिएको छ ।

सभा हुने मिति, समय र स्थान:

मिति : २०८१ साल पौष २९ गते सोमबार (तदअनुसार १३ जनवरी, २०२५)
समय : बिहान १०:०० बजे ।
स्थान : ताज रिसेप्सन, बालुवाटार, काठमाडौं ।

साधारण सभाको विषयसूची

१. सञ्चालक समितिको तर्फबाट अध्यक्षज्यूले पेश गर्नु हुने आ.व. २०८०/०८१ को वार्षिक आर्थिक विवरण सहितको वार्षिक प्रतिवेदन पारित गर्ने सम्बन्धमा ।
२. आ.व.२०८०/०८१ को लेखापरीक्षकको प्रतिवेदन र सोही आ.व.को वार्षिक वित्तीय विवरण अन्तर्गत वासलात, नाफा नोक्सान हिसाब, नगद प्रवाह विवरण, इक्वीटीमा भएको परिवर्तन र सोसँग सम्बन्धित सम्पूर्ण अनुसूचिहरु स्वीकृति गर्ने सम्बन्धमा ।
३. आ.व.२०८१/०८२ को लागि लेखापरीक्षक नियुक्त गर्ने र निजको पारीश्रमिक तोक्ने सम्बन्धमा । (वर्तमान लेखापरीक्षक पिवाईसि एण्ड एसोसियट्सका साभेदार यज्ञराज भट्ट, चाटर्ड एकाउन्टेन्स पुनः नियुक्तीका लागि योग्य हुनुहुन्छ ।)
४. विविध ।

साधारण सभा सम्बन्धी अन्य जानकारी

- १) सभामा उपस्थित हुने शेयरधनी महानुभावहरूले आ-आफ्नो D-MAT खाताको विवरण वा शेयरधनी प्रमाण पत्रको प्रतिलिपिको साथमा स्पष्ट परिचय खुल्ने परिचयपत्र अनिवार्य रूपमा लिई आउनुहुन अनुरोध गरिन्छ ।
- २) कम्पनीको शेयर दाखेल खारेज गर्ने कार्य (Book Close) मिति २०८१/०९/१७ गते एक दिन बन्द रहने छ ।
नेपाल स्टक एक्सचेन्ज लिमिटेडमा २०८१/०९/१६ गतेसम्म कारोबार भई प्रचलित कानून बमोजिम यस कम्पनीको शेयर रजिष्ट्रार श्री ग्लोबल आइएमई क्यापिटल लि. नक्साल, काठमाडौंबाट प्राप्त शेयर दाखिल खारेजको आधारमा शेयरधनी दर्ता कितावमा कायम रहेका शेयरधनीहरूले मात्र यस सभामा भाग लिन, छलफल गर्न र मतदान गर्न सक्नेछन् ।
- ३) सभामा भाग लिन प्रतिनिधि (प्रोक्सि) नियुक्त गर्न चाहने शेयरधनी महानुभावहरूले सभा शुरु हुने समय भन्दा ४८ घण्टा अगाडी कम्पनीको रजिष्टर्ड कार्यालयमा प्रतिनिधी पत्र दर्ता गराउनु पर्नेछ । प्रतिनिधी भएको व्यक्ति शेयरधनी हुनु पर्नेछ । तर सभामा प्रतिनिधि दिने व्यक्ति स्वयं आफू उपस्थित भएको खण्डमा प्रतिनिधि पत्र स्वतः बदर हुनेछ । एकै शेयरधनीको एकभन्दा बढी प्रतिनिधि पत्रलाई मान्यता दिइने छैन, सबै बदर गरिनेछन् । प्रतिनिधि नियुक्त गर्ने फराम कम्पनीको रजिष्टर्ड कार्यालय वा वेबसाइट www.synergyhydro.com बाट प्राप्त गर्न सकिनेछ ।
- ४) संरक्षकको रूपमा नाम दर्ता भएको व्यक्तिले सभामा भाग लिन वा प्रतिनिधि तोक्न सकिनेछ । संयुक्त रूपमा शेयर लिएको शेयरधनीको हकमा सर्वसम्मत एक व्यक्ति मात्र सभामा भाग लिन पाउनेछ ।
- ५) साधारणसभामा भाग लिन आउनुहुने शेयरधनीहरूको हस्ताक्षरको लागि उपस्थिति पुस्तिका बिहान ९:०० बजेबाट खुल्ला गरिनेछ ।
- ६) विविध शीर्षकमा छलफल गर्न इच्छुक शेयरधनीले सभा हुनुभन्दा ७ (सात) दिन अगाडि छलफलको विषय सहितको निवेदन कम्पनीको रजिष्टर्ड कार्यालयमा दर्ता गराएको हुनुपर्नेछ । उक्त प्रस्ताव उपर सभामा छलफल गर्ने वा नगर्ने अधिकार सञ्चालक समितिमा निहित रहने छ ।
- ७) कम्पनीको वार्षिक साधारण सभाको सूचना, वार्षिक प्रतिवेदन, वित्तीय विवरण आदि शेयरधनी महानुभावहरूलाई यथा समयमा उपलब्ध गराइनेछ । सो हुन नसकेको खण्डमा कम्पनीको वेबसाइट www.synergyhydro.com वा रजिष्टर्ड कार्यालयको फोन नं. ०१-४५१३२१२ मा सम्पर्क गरी प्राप्त गर्न सकिनेछ ।

सञ्चालक समितिको आज्ञाले,
कम्पनी सचिव

सिनर्जी पावर डेभलपमेन्ट लिमिटेड
का.म.न.पा. -४, बालुवाटार, काठमाण्डौ

वार्षिक साधारणसभामा आफ्नो प्रतिनिधि नियुक्त गर्ने निवेदन (प्रोक्सी) फाराम
(कम्पनी ऐन २०६३ को दफा ७१ को उपदफा (३) सँग सम्बन्धित)

श्री सञ्चालक समिति,
सिनर्जी पावर डेभलपमेन्ट लि.
बालुवाटार, काठमाण्डौ

विषय: प्रतिनिधि नियुक्त गरेको बारे ।

महाशय,

..... जिल्ला न.पा./गा.पा. वडा नं. बस्ने
म/हामी.....ले सिनर्जी पावर डेभलपमेन्ट लिमिटेडको शेयरवालाको हैसियतले
मिति २०८१/०९/२९ मा हुने त्यस कम्पनीको १८औं वार्षिक साधारण सभामा स्वयं उपस्थित भई छलफल तथा निर्णयमा
सहभागी हुन नसक्ने भएकोले उक्त सभामा भाग लिन तथा मतदान गर्नका लागि..... जिल्ला
..... न. पा./गा.पा. वडा नं.....बस्ने त्यस कम्पनीका शेयरधनी श्रीशेयरधनी
नं./BOID No. लाई मेरो/हाम्रो प्रतिनिधि मनोनित गरी पठाएको छु/छौ ।

नियुक्त प्रतिनिधिको नाम :

हस्ताक्षर नमूना

नाम :

ठेगाना :

शेयरधनी नं /

BOID No.

मिति:.....

प्रतिनिधि नियुक्त गर्ने शेयरधनीको नाम :

दस्तखत

नाम :

ठेगाना :

शेयरधनी नं/

BOID No.

शेयर संख्या :

द्रष्टव्य: यो निवेदन साधारण सभा हुनुभन्दा कम्तीमा ४८ घण्टा अगावै कम्पनीको रजिष्टर्ड कार्यालयमा पेश गरिसक्नु पर्नेछ ।

विषय सूचि

विवरण	पृष्ठ
सञ्चालक समितिको तर्फबाट प्रस्तुत वार्षिक प्रतिवेदन:.....	१
संस्थागत सुशासन सम्बन्धी अनुपालना प्रतिवेदन:.....	८
धितोपत्र दर्ता तथा निष्काशन नियमावली बमोजिमको वार्षिक प्रतिवेदन:.....	१५
आर्थिक वर्ष २०८०/०८१ को वित्तीय विवरणहरू.....	१८

सिनर्जी पावर डेभलपमेन्ट लिमिटेड

का.म.न.पा.-४, बालुवाटार, काठमाण्डौ

१८औं वार्षिक साधारण सभामा

सञ्चालक समितिको तर्फबाट प्रस्तुत

वार्षिक प्रतिवेदन

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

आर्थिक वर्ष २०८०/०८१

कम्पनीको संक्षिप्त परिचय:

कम्पनी ऐन, २०६३ बमोजिम संस्थापना भएको यस सिनर्जी पावर डेभलपमेन्ट लिमिटेडले विद्युत ऐन, २०४९ बमोजिम विद्युत उत्पादनको अनुमति पत्र प्राप्त गरी दोलखा जिल्लाको गौरीशंकर गाउँपालिका वडा नं ८ र ९ भएर बग्ने सिप्रिड खोलामा १० मे.वा.जडित क्षमताको सिप्रिड खोला जलविद्युत आयोजनाको निर्माण गरी सञ्चालन गरिरहेको छ। यस आयोजनाले मिति २०६९/१०/०३ देखि व्यवसायिक रूपमा विद्युत उत्पादन गरी नेपाल विद्युत प्राधिकरणलाई बिक्री गरिरहेको छ। यस कम्पनीको सम्पूर्ण शेयर धितोपत्र कारोबारको लागि नेपाल स्टक एक्सचेन्ज लिमिटेडमा सूचिकृत भएको छ। यस कम्पनीमा २०८१ मंसिर मसान्तमा ७०,७०० जना शेयरधनीको शेयर स्वामित्व रहेको छ।

समिक्षा अवधी र गत आ.व.को यथास्थितिको बारेमा सम्पूर्ण शेयरधनी महानुभावहरूको जानकारीको लागि कम्पनी ऐन, २०६३ ले निर्दिष्ट गरे अनुरूपका देहाय बमोजिम विवरण पेश गरिएको छ।

(क) विगत वर्षको कारोबारको सिंहावलोकन:

यस सिनर्जी पावर डेभलपमेन्ट लिमिटेडबाट प्रवर्द्धन गरिएको दोलखा जिल्ला गौरीशंकर गाउँपालिका वडा नं ९ मा सञ्चालित यस सिप्रिड खोला जलविद्युत आयोजना (१० मे.वा.) ले विगतका वर्षहरूमा जस्तै नियमित विद्युत उर्जा उत्पादन गरी नेपाल विद्युत प्राधिकरणलाई बिक्री गरिरहेको छ। समिक्षा अवधिमा आयोजना पूर्ण क्षमतामा सञ्चालन गर्न नसकिएको कारण विद्युत बिक्री आम्दानी घट्न गएको छ। आयोजना सञ्चालनमा आउदा सिंगटी सब-स्टेशनको निर्माण सम्पन्न नभएको कारण बैकल्पिक व्यवस्था गरि विद्युत बिक्री भईरहेकोमा यस वर्षदेखि उक्त बैकल्पिक व्यवस्थाको अन्त्य गरी Take or Pay को प्रावधान लागू हुने निर्णय भईसकेको हुँदा आगामी वर्ष देखि क्षतमा बमोजिमका विद्युत उत्पादन तथा बिक्री भई विद्युत बिक्री आम्दानीमा सुधार हुने अपेक्षा गरिएको छ।

आर्थिक वर्ष २०७९/०८० र २०८०/०८१ को प्रमुख आर्थिक तथा वित्तीय सूचाङ्कहरू निम्नानुसार रहेका छन्।

आम्दानी र खर्चको विवरण

विवरण	आ.व. २०८०/०८१	आ.व. २०७९/०८०
बिक्री आम्दानी	१६,०१,८८,८४४.४८	१९,८७,८५,८८६.४०
अन्य आम्दानी	४,९५,४७२.५७	३२,०३७.३५
कुल आम्दानी	१६,०६,८४,३१७.०५	१९,८८,१७,९२३.७५
आयोजना सञ्चालन खर्च	६२,०७,४३६.९३	१,५०,४४,८५५.७८
प्रशासनिक खर्च	१,१७,४९,७३०.४२	९२,२०,७१८.९२
कर्मचारी खर्च	२,१४,७३,१५७.३०	२,२१,५२,१०२.११
अन्य खर्च	८०,०४,७१२.१०	९१,३५,१२१.०२
स्थायी सम्पत्तिको ह्रास खर्च	२०,४७,७२८.२३	८,३७,३१८.८६
अमूर्त सम्पत्तिको परिशोधन	३,७७,०७,५९७.१५	३,८८,९१,९९७.५८
वित्तीय खर्च	४,६९,९४,१९२.१३	७,६५,३४,७१६.७३
जम्मा खर्च	१३,४१,८४,५५४.२६	१७,१८,१६,०३१.००
कुल नाफा	२,६४,९९,७६२.७९	२,७०,०१,८९२.७५
आय कर व्यवस्था	४७,६६,९४३.२६	४५,९४,९०८.७८
कर स्थगन आम्दानी (खर्च)	१,८९,८७५.३२	२२,७०,६३९.४६
खुद नाफा	२,१५,४२,६९४.८५	२,४६,७७,६२३.४३

(ख) राष्ट्रिय तथा अन्तराष्ट्रिय परिस्थितिबाट कम्पनीको कारोबारलाई परेको असर:

राष्ट्रिय तथा अन्तराष्ट्रिय आर्थिक तथा वित्तीय क्षेत्रमा देखापर्ने विभिन्न प्रतिकूलताहरू जस्तै मुद्रास्फीति, विदेशी मुद्रामा हुने वृद्धि र अन्तराष्ट्रिय मूल्य वृद्धि आदिका कारण आयोजना सञ्चालन तथा मर्मत सम्भारको लागि आवश्यक पर्ने विभिन्न यन्त्र उपकरण लगायत निर्माण सामग्रीहरूको मूल्य बढ्न गएकाले निर्माण/मर्मत संभार कार्यको खर्च बढ्न गएको छ। पर्यावरण सन्तुलन बिग्रिदा खोलामा पानीको परिमाण घटेकाले कारोबारलाई मुलभूत रुपमा नकरात्मक असर पर्ने देखिन्छ।

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

(अ) यस कम्पनीद्वारा प्रबर्द्धित सिप्रिड खोला जलबिद्युत आयोजना (१० मे.वा) ले सन्तोषजनक रुपमा विद्युत उत्पादन गरिरहेको छ। यस आर्थिक वर्षबाट सिंगटी लामोसाँघु १३२ के.भी. प्रशारण लाइन र सिंगटी सब-स्टेशनको निर्माण कार्य सम्पन्न भई सञ्चालनमा आएको छ। सिंगटी सब स्टेशन सञ्चालनमा आएतापनि नेपाल बिद्युत प्राधिकरण, भार प्रक्षेपण केन्द्रको निर्देशन बमोजिम आयोजना सञ्चालन गर्न पर्ने बाध्यात्मक व्यवस्थाका कारण कम्पनीको आमदानी तथा मुनाफामा संकुचन आएको छ।

समिक्षा अवधीको बिद्युत उत्पादन विवरण यस प्रकार रहेको छ:

महिना	कन्ट्र्याक्ट इनर्जि	आ.व २०८०/८१ को बिक्री युनिट	बिद्युत बिक्री रकम (रु.)	आ.व २०७९/०८० को बिक्री युनिट	बिद्युत बिक्री रकम (रु.)
श्रावण	६८,९८,०९५	५०,१८,०४०	२,३१,२०,८८७.१६	६८,९८,०९५	३,५०,४२,३२२.६०
भाद्र	६८,९८,०९५	३५,९७,२५०	१,८०,४५,७१३.१४	६३,४५,५४०	३,२२,३५,३४३.२०
आश्विन	६८,९८,०९५	५७,३५,३५०	२,६३,०६,८६७.७३	५०,७९,९१०	२,५८,०५,९४२.८०
कार्तिक	५८,५३,९२७	४०,६२,७७०	१,८६,३०,७८०.३५	२७,०८,१२०	१,३७,५७,२४९.६०
मंसिर	३२,७८,८३६	२३,२०,३५०	१,१७,८७,३७८.००	१९,०९,९३०	९७,०२,४४४.४०
पौष	२५,११,५६६	१३,५२,०४०	१,२०,१९,६३५.६०	१४,२९,२१०	१,२७,०५,६७६.९०
माघ	१९,९९,७५३	९,३५,४५०	८३,१६,१५०.५०	८,९५,०००	७९,५६,५५०.००
फाल्गुण	१९,३२,००५	७,०८,२५०	६२,९६,३४२.५०	७,१४,६८०	६३,५३,५०५.२०
चैत्र	१८,२५,४२२	६,४३,१२०	५७,०५,०२४.१५	११,५४,९३०	१,०२,६७,३२७.७०
बैशाख	२५,८४,६८६	७,३२,८२०	३७,२२,७२५.६०	१३,०९,९८०	६६,५४,६९८.४०
जेष्ठ	४६,४६,८३७	१९,२१,१४०	९७,५९,३९१.२०	३२,९३,०९०	१,६७,२८,८९७.२०
आषाढ	७१,२०,६१४	३२,४३,६९१	१,६४,७७,९४८.५५	४२,४७,२३०	२,१५,७५,९२८.४०
कुल	५,२४,४७,९३१	३,०२,७०,२७१	१६,०१,८८,८४४.४८	३,५९,८५,७१५	१९,८७,८५,८८६.४०

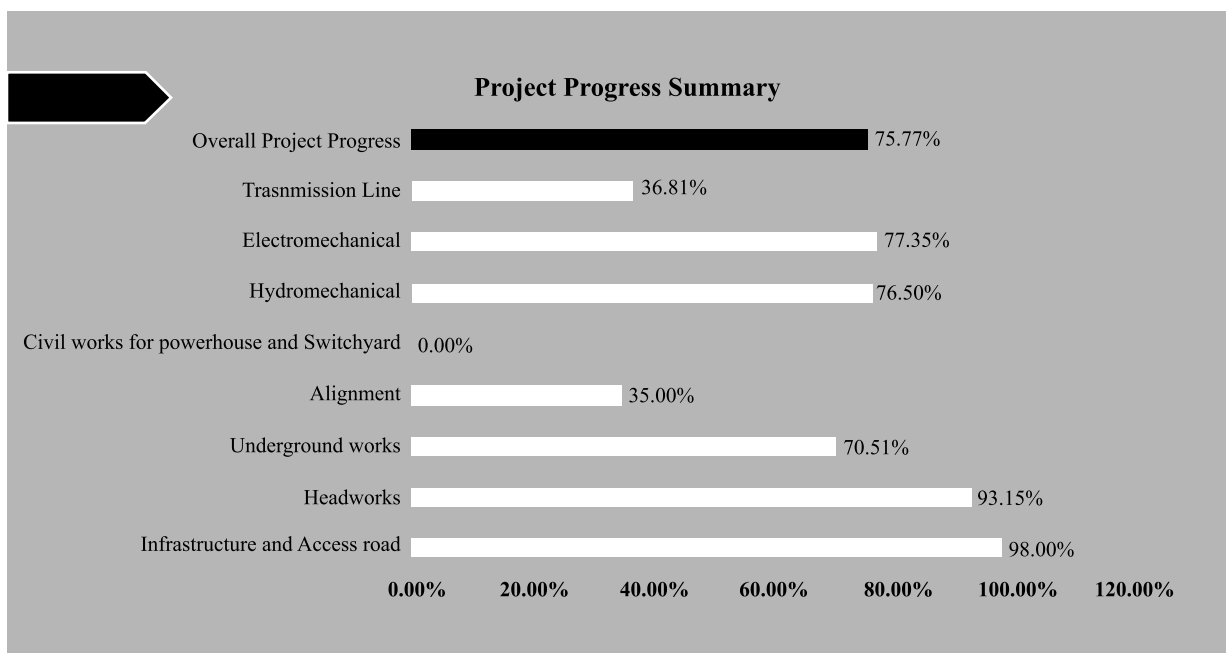
(आ) कम्पनीले चालु आर्थिक वर्षको मंसिर मसान्तसम्म सिप्रिड खोला जलबिद्युत आयोजनाबाट २,०२,६७,१६० युनिट बिद्युत नेपाल बिद्युत प्राधिकरणलाई बिक्री गरी कुल रु १०,२९,५७,१७२ आमदानी गर्न सफल भएको छ।

(इ) कम्पनीले एपेक्स मकालु हाइड्रोपावर लिमिटेडमा रु. ४४,२७,४४,०००/- बराबरको शेयर लगानी गरेको छ। उक्त कम्पनीले सोलुखुम्बु जिल्लामा २२ मे.वा. को मध्य होंगु खोला “ए” जलबिद्युत आयोजना निर्माण गरिरहेको छ। हालसम्म आयोजनाको वित्तीय तथा भौतिक प्रगति ७६ प्रतिशत भइसकेको हुँदा आगामी वर्षमा आयोजना सञ्चालनमा आउने लक्ष्य राखिएको छ।

होङ्ग खोला “ए” जलविद्युत आयोजना (२२ मे.वा.)को संक्षिप्त विवरण निम्नानुसार रहेको छ ।

प्रबर्द्धक	एपेक्स मकालु हाइड्रोपावर लिमिटेड
परियोजना स्थल	महाकुलुङ्ग र सोताङ गाउपालिका, सोलुखुम्बु
जडित क्षमता	२२ मे.वा.
परियोजना लागत	रु ५ अर्ब ५० करोड
डिजाइन डिस्चार्ज	१३.५ m ³ /s
सुख्खायाममा उत्पादन हुने उर्जा	४४.३ GWh
बर्षायाममा उत्पादन हुने उर्जा	८९.८९ GWh
औषत बार्षिक उर्जा उत्पादन	१३४.२० GWh
विद्युत उत्पादन अनुमती पत्र बहाल रहने मिति	वि.सं. २११४ असार ८
हाल सम्मको भौतिक प्रगति	७६ प्रतिशत
परियोजनाको प्रक्षेपित बार्षिक आम्दानी	८० करोड

समग्रमा परियोजनाको कार्य प्रगति विवरण निम्नानुसार रहेको छ ।



(ई) यस कम्पनीले आफ्नो उद्देश्य बमोजिम जलविद्युत आयोजना निर्माण तथा सञ्चालनका लागि आर्थिक तथा प्राविधिक रुपमा सक्षम नयाँ जलविद्युत आयोजनाहरुको सम्भाव्यता अध्ययन गरी विकास गर्ने र देशको उर्जा क्षेत्रमा महत्वपूर्ण योगदान पुऱ्याउने भावि लक्ष्य लिएको छ ।

(घ) कम्पनीको औद्योगिक वा व्यवसायिक सम्बन्ध :

यस कम्पनीले आफ्नो व्यवसायिक उद्देश्य प्राप्तीका लागि नेपाल सरकार, उर्जा, जलस्रोत तथा सिंचाई मन्त्रालय, वन तथा वातावरण मन्त्रालय, विद्युत नियमन आयोग, विद्युत विकास विभाग, उद्योग विभाग, आन्तरिक राजश्व विभाग, कम्पनी रजिष्ट्रारको कार्यालय, नेपाल धितोपत्र बोर्ड, नेपाल स्टक एक्सचेन्ज लि., सिडिएस एण्ड क्लियरिङ लिमिटेड, सानिमा बैंक लिमिटेड, श्री ग्लोबल आइएमई क्यापिटल लिमिटेडका साथै आयोजना प्रभावित क्षेत्रका स्थानीय निकायहरु गौरीशंकर गाउँपालिका, विगु गाउँपालिकासँगको समन्वय तथा साथ सहयोगमा आयोजना सञ्चालन गरिरहेको छ ।

(ड) सञ्चालक समितिमा भएको हेरफेर र सोको विवरण:

समिक्षा अवधिमा संस्थाको सञ्चालक समितिमा कुनै हेरफेर नरहेको र हाल कायम रहेको सञ्चालक समितिको संचरना निम्नानुसार रहेको छ ।

कं.सं.	सञ्चालकको नाम, थर	पद
१.	श्री इन्द्र बहादुर थापा	अध्यक्ष
२.	श्री सुरेन्द्र बहादुर खड्का	प्रबन्ध सञ्चालक
३.	श्री अरूण सिंह बस्नेत	सञ्चालक
४.	श्री प्रकाश कुमार अधिकारी	सञ्चालक
५.	श्री गोपाल प्रसाद आचार्य	सञ्चालक
६.	श्री निरु के.सी. कार्की	सञ्चालक

(च) कारोबारलाई असर गर्ने मुख्य कुराहरू :

- (अ) Run of River मा आधारित यस आयोजना विश्व वातावरणमा आएको परिवर्तनका कारण हिउँदमा खोलामा पानीको बहाव घट्ने भएकोले आम्दानीमा संकुचन आउन सक्ने देखिन्छ ।
- (आ) बैकहरूमा देखिएको तरलताको कारण व्याजदरमा भएको वृद्धिबाट कम्पनीको वित्तीय खर्च बढ्न गई नाफामा संकुचन आएको छ । त्यसै गरी भूकम्प, बाढी पहिरो जस्ता प्राकृतिक तथा दैवी प्रकोपहरू, विदेशी मुद्राको मूल्य वृद्धि आदि जस्ता कारणहरूबाट जलविद्युत आयोजनाको आर्थिक कारोबारलाई प्रत्यक्ष वा अप्रत्यक्ष रूपले असर पुऱ्याई रहेको हुन्छ ।
- (इ) कम्पनीले जलविद्युत आयोजनाको हकमा प्रदान गरिदै आएको १० वर्षे कर छुटको अवधि पूरा गरेको छ । यस कम्पनीको सिप्रिड खोला जलविद्युत आयोजनाको व्यापारिक उत्पादन शुरु भएको मिति २०६९ माघ ३ गते कायम भए बमोजिम २०७९ माघ २ गते देखि कर छुटको अवधि समाप्त भएका छ । उक्त मिति पछि कम्पनीले जलविद्युत आयोजना सञ्चालन गरी हुने मुनाफामा २० प्रतिशत व्यवसायिक आयकर भुक्तानी गर्नुपर्नेछ ।

(छ) लेखापरीक्षण प्रतिवेदनमा कुनै कैफियत उल्लेख भएको भए सो उपर सञ्चालक समितिको प्रतिक्रिया:

- (अ) यस कम्पनीले NFRS (Nepal Financial Reporting Standard) मापदण्ड अनुसार कम्पनीको वित्तीय विवरण तयार गरिएको छ ।
- (आ) कम्पनीको लेखापरीक्षण प्रतिवेदनमा कुनै गम्भिर प्रकारको कैफियत नदेखिएको र सामान्य कैफियत एवं प्रतिक्रियाहरूलाई सुधार गर्दै लगिएको छ ।

(ज) लाभांश बाँडफाँड गर्न सिफारिस भएको रकम:

यस कम्पनीको सञ्चालक समितिको मिति २०८१/०९/०७ गते बसेको १५६औं बैठकको निर्णय अनुसार आर्थिक वर्ष २०८०/०८१ को लागि लाभांश प्रस्ताव नगरिएको ।

(झ) शेयर जफत भएको भए जफत भएको शेयर संख्या, त्यस्तो शेयरको अंकित मूल्य, त्यस्तो जफत हुनभन्दा अगावै सो वापत कम्पनीले प्राप्त गरेको जम्मा रकम र त्यस्तो शेयर जफत भएपछि सो शेयर बिक्री गरी कम्पनीले प्राप्त गरेको रकम तथा जफत भएको शेयर वापत रकम फिर्ता गरेको भए सोको विवरण:

गत आ.व.मा शेयर जफत नभएको ।

(ञ) विगत आर्थिक वर्षमा कम्पनी र यसको सहायक कम्पनीको कारोबारको प्रगति र सो आर्थिक वर्षको अन्तमा रहेको स्थितिको पुनरावलोकन:

यस कम्पनीले गएका आर्थिक वर्षमा भए गरेका प्रमुख कारोबारहरू कम्पनीको वासलात, नाफा/नोक्सान हिसाव खाता, कम्पनीका अन्य वित्तीय विवरणहरू यस प्रतिवेदनको साथमा संलग्न गरिएको छ । यस कम्पनीको सहायक कम्पनी छैन ।

(ट) कम्पनी तथा त्यसको सहायक कम्पनीले आर्थिक वर्षमा सम्पन्न गरेका प्रमुख कारोबारहरू र सो अवधिमा कम्पनीको कारोबारमा आएको कुनै महत्वपूर्ण परिवर्तन:

नभएको ।

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

विगत आर्थिक वर्षमा कम्पनीको आधारभूत शेयरधनीहरूबाट कुनै जानकारीहरू उपलब्ध नभएको ।

(ड) विगत आर्थिक वर्षमा कम्पनीको सञ्चालक तथा पदाधिकारीहरूले लिएको शेयरको स्वामित्वको विवरण र कम्पनीको शेयर कारोबारमा निजहरू संलग्न रहेको भए सो सम्बन्धमा निजहरूबाट कम्पनीले प्राप्त गरेको जानकारी:

आ.व. २०८०/०८१ को अन्तसम्म यस कम्पनीका सञ्चालक तथा पदाधिकारीहरूको शेयर स्वामित्व निम्न बमोजिम रहेको छ, र निजहरूबाट कम्पनीको शेयर कारोबारमा संलग्नता रहेको जानकारी प्राप्त नभएको ।

कं.सं.	सञ्चालकको नाम, थर	पद	शेयर संख्या
१.	श्री इन्द्र बहादुर थापा	सञ्चालक	२५,९२५
२.	श्री सुरेन्द्र बहादुर खड्का	प्रबन्ध सञ्चालक	३,४०,९२२
३.	श्री अरूण सिंह बस्नेत	सञ्चालक	२५,९२५
४.	श्री प्रकाश कुमार अधिकारी	सञ्चालक	१७३
५.	श्री गोपाल प्रसाद आचार्य	सञ्चालक	३,३२०
६.	श्री निरु के.सी. कार्की	सञ्चालक	४००

(ढ) विगत आर्थिक वर्षमा कम्पनीसँग सम्बन्धित सम्भौताहरूमा कुनै सञ्चालक तथा निजको नजिकको नातेदारहरूको व्यक्तिगत स्वार्थ बारेमा उपलब्ध गराइएको जानकारीको व्यहोरा:

त्यस प्रकारको जानकारी उपलब्ध नभएको ।

(ण) कम्पनीले आफ्नो शेयर आफैले खरीद गरेको भए त्यसरी आफ्नो शेयर खरीद गर्नु पर्नाको कारण, त्यस्तो शेयर संख्या र अंकित मूल्य तथा त्यसरी शेयर खरीद गरेवापत कम्पनीले भुक्तानी गरेको रकम:

कम्पनीले आफ्नो शेयर आफैले खरीद नगरेको ।

(त) आन्तरिक नियन्त्रण प्रणाली भए वा नभएको वा भएको भए सोको विस्तृत विवरण:

(अ) कम्पनीको आन्तरिक नियन्त्रण प्रणाली सवल र प्रभावकारी बनाउनका लागि सञ्चालक समितिकोले आवश्यक नीति तथा नियमहरू तर्जुमा गरी लागु गराउन अग्रसर रहेको छ । कम्पनीको मानव स्रोत परिचालन, आर्थिक प्रशासन एवं कम्पनीले लेखा प्रणालीलाई व्यवस्थित पार्नको लागि **कर्मचारी प्रशासन विनियमावली, २०७९ र आर्थिक प्रशासन सम्बन्धी विनियमावली, २०८०** निर्माण गरी लागू गरिएको छ । त्यसै गरी सञ्चालक समितिले आवश्यक निर्देशन दिई सोको कार्यान्वयन गर्ने गरिएको छ ।

(आ) आन्तरीक लेखा प्रणाली सवल तथा प्रभावकारी बनाई राख्न कम्पनी ऐन, २०६३ को दफा १६४ बमोजिम सञ्चालक समितिका सदस्यको संयोजकत्वमा लेखापरीक्षण समिति गठन गरी सोही समितिको निर्देशन तथा अनुगमनमा कम्पनीको लेखा प्रणाली सञ्चालन हुँदै आएको छ ।

(इ) कम्पनीको १७औं वार्षिक साधारण सभाको निर्णय अनुसार आ.व. २०८०/०८१ को लेखापरीक्षण गर्न नियुक्त लेखापरीक्षक फर्म पिवाईसी एण्ड एसोसियटका साभेदार लेखापरीक्षक श्री यज्ञराज भट्ट नियुक्त भई निजले कम्पनीको वार्षिक लेखापरीक्षण सम्पन्न गरी प्रतिवेदन सञ्चालक समिति समक्ष पेश गरिएको छ ।

(थ) विगत आर्थिक वर्षको कुल व्यवस्थापन खर्चको विवरण :

विगत आर्थिक वर्षको कुल व्यवस्थापन खर्च निम्न अनुसार रहेको छ ।

खर्च शिर्षक	आ.व. २०८०/०८१	आ.व. २०७९/०८०
कर्मचारी खर्च	२,१४,७३,१५७.३०	२,२१,५२,१०२.११
कार्यालय व्यवस्थापन तथा प्रशासनिक खर्च	१,१७,४९,७३०.४२	९२,२०,७१८.९२

(द) लेखापरीक्षण समितिका सदस्यहरूको नामावली, निजहरूले प्राप्त गरेको पारिश्रमिक, भत्ता तथा सुविधा, सो समितिले गरेका काम कारवाहीको विवरण र सो समितिले कुनै सुझाव दिएको भए सोको विवरण :

१) लेखापरीक्षण समितिका सदस्यहरूको नामावली:

प्रकाश कुमार अधिकारी	सञ्चालक	संयोजक
निरु के.सी. कार्की	सञ्चालक	सदस्य
तारानाथ भट्टराई	अधिकृत	सदस्य

२. लेखापरीक्षण समितिले दिएका सिफारिस तथा सुझावहरू :

(अ) आ.व. २०८०/०८१ को लेखापरीक्षण PYC & Associates, Chartered Accounts बाट सम्पन्न गरी कम्पनीको वार्षिक आर्थिक विवरणलाई स्वीकृत गरी अनुमोदनको लागि प्रस्तुत वार्षिक साधारणसभामा पेश गरिएको छ ।

(आ) आ.व. २०८१/०८२ का लागि लेखापरीक्षक PYC & Associates, Chartered Accounts का एफसिए यज्ञ राज भट्टराई लेखापरीक्षक नियुक्तीको लागि सिफारिस गरिएको र निजलाई लेखापरीक्षण वापत रु २ लाख ८२ हजार ५ सय पारिश्रमिक दिने प्रस्ताव प्रस्तुत साधारण सभामा पेश गरिएको छ ।

(ध) सञ्चालक, प्रबन्ध सञ्चालक, कार्यकारी प्रमुख, कम्पनीका आधारभूत शेयरधनी वा निजको नजिकको नातेदार वा निज संलग्न रहेको फर्म, कम्पनी वा संगठित संस्थाले कम्पनीलाई कुनै रकम बुझाउन बाँकी भए सो कुरा:

यस कम्पनीका आधारभूत शेयरधनीहरूले आ(आफ्नो नाममा कायम रहेको शेयर वापतको सम्पूर्ण रकम चुक्ता गरिसकेको र अन्य कुनै पनि पदाधिकारी, शेयरधनी वा निजको नजिकको नातेदार वा निज संलग्न रहेको फर्म, कम्पनी वा संगठित संस्थाले कम्पनीलाई कुनै पनि रकम बुझाउन बाँकी रहेको छैन ।

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

सञ्चालक समितिको बैठक भत्ता वापत उपस्थित अध्यक्षलाई रु १० हजार र सञ्चालकलाई रु ८ हजार प्रति बैठक उपलब्ध गराइएको छ । सञ्चालक र प्रबन्ध सञ्चालकलाई तलब भत्ता एवं चाडपर्व खर्चको भुक्तानी भएको रकमको कर सहितको विवरण यस प्रकार रहेको छ ।

आ.व.	सञ्चालकहरूलाई बैठक भत्ता रु.	प्रबन्ध सञ्चालकको पारिश्रमिक रु.	कम्पनी सचिवको पारिश्रमिक रु.
२०८०/०८१	९,८४,०००/-	२६,००,०००/-	३,२५,०००/-

(प) शेयरधनीले बुझिलिन बाँकी रहेको लाभांशको रकम:

शेयरधनीले लाभांश रकम बुझिलिन बाँकी रहेको छैन ।

(फ) दफा १४१ बमोजिम सम्पत्ति खरिद गरेको कुरा:

कम्पनीले खरिद गरेका खर्च भएर नजाने पूँजीगत सामानहरूको विवरण वार्षिक आर्थिक विवरणमा उल्लेख गरिएको छ ।

(ब) दफा १७५ बमोजिम सम्बद्ध कम्पनीबीच भएको कारोबारको विवरण :

नभएको ।

(भ) ऐन तथा प्रचलित कानून बमोजिम सञ्चालक समितिको प्रतिवेदनमा खुलाउनु पर्ने कुरा:

सञ्चालक समितिले आफ्नो वार्षिक प्रतिवेदनमा पारदर्शी भई खुलाउनु पर्ने विषयका सम्बन्धमा सदैव सचेत रहेको छ र आवश्यकता अनुसार विवरणहरूलाई सकेसम्म स्पष्ट पार्दै लगिनेछ ।

(म) अन्य

१. यस कम्पनीले शुरुमा सिप्रिड खोला जलविद्युत आयोजना (१० मे.वा.) निर्माणको लागि सानिमा बैंक लिमिटेडसँग ऋण सम्झौता गरी रु १ अर्ब १२ करोड ५० लाख ऋण उपभोग गरेकोमा उक्त ऋण मिति २०८१ साल मंसिर मसान्तमा रु २३,७८,२५,०२९.१२ भुक्तानी गर्न बाँकी रहेको छ ।

२. यस कम्पनीको लगानी रहेको एपेक्स मकालु हाइड्रोपावर लिमिटेडले श्री सानिमा बैंक मार्फत वित्तीय व्यवस्थापनका लागि यस कम्पनीले संस्थागत जमानी दिएको छ । एपेक्स मकालु हाइड्रोपावर लि.ले सोलुखुम्बु जिल्लामा मध्य होङ्गु खोला "ए" २२ मेगावाटको जलविद्युत आयोजना निर्माण गरिरहेको छ ।

३. यस कम्पनीको सिप्रिड खोला जलविद्युत आयोजना (१० मे.वा.) को सम्पूर्ण सम्पत्तिको कुल वीमांक रु १,०९,३२,२९,८३०/६८ का लागि श्री सानिमा जिआईसी इन्सोरेन्स लिमिटेडबाट सम्पत्ति बीमा गरिएको छ। त्यस्तै Loss of Profit का लागि पनि सानिमा जिआईसी इन्सोरेन्स लिमिटेडबाट नै बीमा गरिएको छ।
४. यस कम्पनीको मुख्य कार्यालयमा ७ जना र आयोजना स्थलमा २९ जना गरी जम्मा ३६ जना कर्मचारीहरु कार्यरत रहेका छन्। ती मध्ये ३२ जना स्थायी र ४ जना अस्थायी रहेका छन्। कम्पनीमा कार्यरत मध्ये २६ जना प्राविधिक र १० जना अप्राविधिक कर्मचारीहरु रहेका छन्। आयोजना निर्माणको समयमा दुर्घटनामा परि घाइते भएका दुई जना स्थानीय व्यक्तिहरुलाई मासिक ६,३३५ का दरले आर्थिक सहयोग दिने व्यवस्था मिलाइएको छ।
५. कम्पनीले आफ्ना कर्मचारीहरुको क्षमता अभिवृद्धि एवं उनीहरुको दक्षता एवं लगनशीलतालाई ध्यानमा राखी प्रत्येक २/३ वर्षमा पारिश्रमिक पुनरावलोकन गर्ने गरेको छ।
६. कम्पनीले सम्बद्ध नियामक निकायहरु विद्युत नियमन आयोग, विद्युत विकास विभाग, कम्पनी रजिष्ट्रारको कार्यालय, आन्तरिक राजश्व कार्यालय, नेपाल धितोपत्र बोर्ड, नेपाल स्टक एक्सचेन्ज लि., सिडिएस एण्ड क्लियरिङ लि., ग्लोबल आइएमई क्यापिटल लि. लगायतका निकायहरुलाई दिनु पर्ने जानकारी, सूचना तथा विवरणहरु यथा समयमै उपलब्ध गराउने गरिएको छ।

कृतज्ञता ज्ञापन तथा हार्दिक आभार:

यस कम्पनी प्रति देखाउनु भएको अटुट विश्वास तथा कम्पनीको निरन्तर उन्नती एवं प्रगतिमा साथ दिनुहुने सम्पूर्ण शेयरधनी महानुभावहरु, नियमनकारी निकायहरुबाट प्राप्त सहयोग तथा मार्ग दर्शनको लागि हार्दिक कृतज्ञता ज्ञापन गर्दै भविष्यमा पनि निरन्तर सहयोग पाइरहने विश्वास लिएको छु। कम्पनीको हितका लागि कृयाशील भई उच्च मनोबलकासाथ सेवामा संलग्न सम्पूर्ण कर्मचारीहरुलाई हार्दिक धन्यवाद ज्ञापन गर्दछु। अन्त्यमा सञ्चालक समितिका तर्फबाट प्रस्तुत यो प्रतिवेदन माथी छलफल गरी अनुमोदनका लागि हार्दिक अनुरोध गर्दछु।

धन्यवाद।

इन्द्र बहादुर थापा
अध्यक्ष, सञ्चालक समिति
सिनर्जी पावर डेभलपमेन्ट लिमिटेड
मिति २०८१/०९/२९

सिनर्जी पावर डेभलपमेन्ट लिमिटेड

का.म.न.पा.-४, बालुवाटार, काठमाडौं

संस्थागत सुशासन सम्बन्धी वार्षिक अनुपालना प्रतिवेदन
(सूचीकृत संगठित संस्थाहरुको संस्थागत सुशासन सम्बन्धी निर्देशिका, २०७४ बमोजिम)

सूचीकृत संगठित संस्थाको नाम	सिनर्जी पावर डेभलपमेन्ट लिमिटेड
ठेगाना, इमेल र वेबसाइट	का.म.पा. वडा नं. ४, बालुवाटार, काठमाडौं । Email : info@synergyhydro.com Website : www.synergyhydro.com
फोन नं.	०१-४५१३२१२
प्रतिवेदन पेश गरिएको आ.व.	२०८०/०८१

१. सञ्चालक समिति सम्बन्धी विवरण

(क) सञ्चालक समितिको अध्यक्षको नाम तथा नियुक्ति मिति:- इन्द्र बहादुर थापा (मिति २०७८/०५/१८)

(ख) संस्थाको शेयर संरचना सम्बन्धी विवरण

कुल शेयरधनी संख्या ७०,७०० जना

(ग) सञ्चालक समिति सम्बन्धी विवरण :

क्र.स.	सञ्चालकहरुको नाम र ठेगाना	प्रतिनिधित्व भएको समूह	शेयर संख्या	नियुक्त भएको मिति	पद तथा गोपनियताको शपथ लिएको मिति	सञ्चालक नियुक्तिका तरिका (विधि)
१.	इन्द्र बहादुर थापा	समूह नभएको	२५,९२५	२०७८/०५/१८	२०७८/०५/१८	निर्वाचन
२.	सुरेन्द्र बहादुर खड्का	समूह नभएको	३४०,९२२	२०७८/०५/१८	२०७८/०५/१८	निर्वाचन
३.	अरुण सिंह बस्नेत	समूह नभएको	२५,९२५	२०७८/०५/१८	२०७८/०५/१८	निर्वाचन
४.	प्रकाश कुमार अधिकारी	समूह नभएको	१७३	२०७८/०५/१८	२०७८/०५/१८	निर्वाचन
५.	गोपाल प्रसाद आचार्य	समूह नभएको	३,३२०	२०७८/०५/१८	२०७८/०५/१८	निर्वाचन
६.	निरु के.सी. कार्की	समूह नभएको	४००	२०७८/०५/१८	२०७८/०५/२२	सञ्चालक समितिको निर्णय

(घ) सञ्चालक समितिको बैठक:

सञ्चालक समितिको बैठक सञ्चालन सम्बन्धी विवरण

क्र.स.	आ.व. २०८०/०८१ मा सञ्चालक समितिको बैठकको मिति	उपस्थित सञ्चालकको संख्या	बैठकको निर्णयमा भिन्न मत राखी हस्ताक्षर गर्ने सञ्चालकको संख्या	गत आव २०७९/०८० मा बसेको सञ्चालक समितिको बैठक मिति
१.	२०८०/०४/१५	६	०	२०७९/०४/०५
२.	२०८०/०४/१९	६	०	२०७९/०४/३०
३.	२०८०/०५/१८	६	०	२०७९/०६/१२
४.	२०८०/०६/०७	६	०	२०७९/०८/०१
५.	२०८०/०६/१६	६	०	२०७९/०९/०८
६.	२०८०/०६/२४	६	०	२०७९/१०/१७
७.	२०८०/०८/०६	६	०	२०७९/१०/२६
८.	२०८०/०८/११	६	०	२०७९/१०/२७
९.	२०८०/०८/२६	६	०	२०७९/१२/२१
१०.	२०८०/०९/०२	६	०	२०८०/०१/२९
११.	२०८०/०९/०६	६	०	२०८०/०२/१५
१२.	२०८०/०९/०८	६	०	२०८०/०२/२८
१३.	२०८०/०९/२५	६	०	
१४.	२०८०/१०/१२	६	०	
१५.	२०८०/११/११	६	०	
१६.	२०८०/१२/१३	६	०	
१७.	२०८१/०१/२८	६	०	
१८.	२०८१/०२/२२	६	०	
१९.	२०८१/०२/२९	६	०	
२०.	२०८१/०३/३०	६	०	

कुनै सञ्चालक समितिको बैठक आवश्यक गणपूरक संख्या नपुगी स्थगित भएको भए सोको विवरण: छैन ।

सञ्चालक समितिको बैठक सम्बन्धी अन्य विवरण:

सञ्चालक समितिको बैठकमा सञ्चालक वा वैकल्पिक सञ्चालक उपस्थित भए-नभएको (नभएको अवस्थामा बैठकको मिति सहित कारण खुलाउने):	सञ्चालक समितिको प्रत्येक बैठकमा बहुमत संख्या पुगेको
सञ्चालक समितिको बैठकमा उपस्थित सञ्चालकहरु, छलफल भएको विषय र तत्सम्बन्धमा भएको निर्णयको विवरण (माइन्ट) को छुट्टै अभिलेख राखे नराखेको:	सञ्चालक समितिको प्रत्येक बैठकको लिखित अभिलेख राखी उपस्थित सञ्चालकहरुको हस्ताक्षरबाट प्रमाणित गरिएको छ ।
सञ्चालक समितिको दुई लगातार बसेको बैठकको अधिकतम अन्तर (दिनमा):	४५ दिन
सञ्चालक समितिको बैठक भत्ता निर्धारण सम्बन्धमा बसेको वार्षिक साधारण सभाको मिति :	१५औं वार्षिक साधारणसभा (मिति २०७८/०५/१८)
सञ्चालक समितिको प्रति बैठक भत्ता:	रु १०,००० अध्यक्ष र रु ८,०००/- सञ्चालक
आ.व. २०८०/०८१ को सञ्चालक समितिको कुल बैठक खर्च रु.	रु ९,८४,०००/-

२. सञ्चालकको आचरण सम्बन्धी तथा अन्य विवरण:

- सञ्चालकहरुको आचरण सम्बन्धमा सम्बन्धित संस्थाको आचार संहिता भए/नभएको: प्रचलित कानून बमोजिम हुने ।
- एकाघर परिवारको एक भन्दा बढी सञ्चालक भए सोको सम्बन्धी विवरण: नभएको ।
- सञ्चालकहरुको वार्षिक रुपमा सिकाई तथा पुर्नताजकी कार्यक्रम सम्बन्धी विवरण:

क्र.सं.	विषय	मिति	सहभागी सञ्चालकहरुको संख्या	तालिम सञ्चालन भएको स्थान
०	०	०	०	०

- प्रत्येक सञ्चालकले आफु सञ्चालक पदमा नियुक्त वा मनोनयन भएको पन्ध्र दिन भित्र देहायका कुराको जानकारी लिखित जानकारी गराएको/नगराएको र नगराएको भए सोको विवरण:
कम्पनी ऐन २०६३ को दफा ९२ बमोजिमको विवरण बाहेक अन्य कुनै लिखित जानकारी प्राप्त नभएको ।
- संस्थासँग निजको वा निजको एकाघर परिवारको कुनै सदस्यले कुनै किसिमको करार गरेको वा गर्न लागेको भए सो को विवरण : छैन ।
- निज वा निजको एकाघरको परिवारको कुनै सदस्यले संस्था वा सो संस्थाको मुख्य वा सहायक कम्पनीमा लिएको शेयर वा डिभेन्चरको विवरण: छैन ।
- निज कुनै अन्य संगठित संस्थाको आधारभूत शेयरधनी वा सञ्चालक रहेको भए त्यसको विवरण:

सञ्चालकको नाम	सञ्चालक रहेको संस्था	आधारभूत शेयरधनी रहेको संस्था
इन्द्र बहादुर थापा	एपेक्स मकालु हाइड्रोपावर लि. (संस्थागत प्रतिनिधित्व सिनर्जी पावर डेभलपमेन्ट लिमिटेडका तर्फबाट) आई.वि.इनर्जी प्रा.लि.	एपेक्स मकालु हाइड्रोपावर लि. गौरीशंकर पावर डेभलपमेन्ट लि. आई.वि.इनर्जी प्रा.लि.
सुरेन्द्र बहादुर खड्का	एपेक्स मकालु हाइड्रोपावर लि. (संस्थागत प्रतिनिधित्व सिनर्जी पावर डेभलपमेन्ट लिमिटेडका तर्फबाट)	

- निजको एकाघर परिवारको कुनै एक सदस्यले संस्थामा पदाधिकारी वा कर्मचारीको हैसियतमा काम गरिरहेको भए सोको विवरण: नभएको ।
- सञ्चालक उस्तै प्रकृतिको उद्देश्य भएको सूचीकृत संस्थाको सञ्चालक, तलबी पदाधिकारी, कार्यकारी प्रमुख वा कर्मचारी भई कार्य गरेको भए सोको विवरण: नभएको ।
- सञ्चालकहरुलाई नियमन निकाय वा अन्य निकायहरुबाट कुनै कारवाही गरिएको भए सोको विवरण: नभएको ।

३. संस्थाको जोखिम व्यवस्थापन तथा नियन्त्रण प्रणाली सम्बन्धी विवरण:

- (क) जोखिम व्यवस्थापनको लागि कुनै समिति गठन भए/नभएको, नभएको भए सो को कारण:
(ख) जोखिम व्यवस्थापन समिति सम्बन्धी जानकारी: गठन नभएको ।
(ग) आन्तरिक नियन्त्रण कार्यविधि भए/नभएको: भएको ।
(घ) अन्तरिक नियन्त्रण प्रणालीको लागि कुनै समिति गठन गरेको भए/नभएको, नभएको भए सो को कारण:
भएको ।
(ङ) आन्तरिक नियन्त्रण प्रणाली समिति सम्बन्धी विवरण:

लेखापरीक्षण समिति

सञ्चालक	प्रकाश कुमार अधिकारी	संयोजक
सञ्चालक	निरु के.सी. कार्की	सदस्य
अधिकृत	तारानाथ भट्टराई	सदस्य

मानव संसाधन समिति

सञ्चालक	गोपाल प्रसाद आचार्य	संयोजक
सञ्चालक	प्रकाश कुमार अधिकारी	सदस्य
अधिकृत	निर्मल सिलवाल	सदस्य

सम्पत्ती तथा दायित्व समिति

सञ्चालक	अरुण सिंह बस्नेत	संयोजक
शेयरधनी	सरोज दाहाल	सदस्य
अधिकृत	सुजन चन्द्र पौडेल	सदस्य

(च) आर्थिक प्रशासन विनियमावली भए/नभएको:

(भएको । आर्थिक प्रशासन सम्बन्धी विनियमावली, २०८० बनाई लागू गरिएको छ ।

४. सूचना तथा जानकारी प्रवाह सम्बन्धी विवरण:

(क) संस्थाले सार्वजनिक गरेको सूचना तथा जानकारी प्रवाहको विवरण: (आ.व. २०७९/०८० मा)

विषय	माध्यम	सार्वजनिक गरेको मिति
वार्षिक साधारण सभाको सूचना	राष्ट्रिय दैनिक पत्रिका	२०८१/०९/०८ र २०८१/०९/१२
विशेष साधारण सभाको सूचना	नभएको	
वार्षिक प्रतिवेदन	पुस्तकका रूपमा	२०८१/०९/१६
त्रैमासिक प्रतिवेदन	नयाँ पत्रिका राष्ट्रिय दैनिक	२०८०/०७/२४
	नयाँ पत्रिका राष्ट्रिय दैनिक	२०८०/१०/२९
	नयाँ पत्रिका राष्ट्रिय दैनिक	२०८१/०१/३१
	नयाँ पत्रिका राष्ट्रिय दैनिक	२०८१/०४/३१
धितोपत्र मुल्यामा प्रभाव पार्ने संवेदनशिल सूचना	नभएको	-
अन्य		

(ख) सूचना सार्वजनिक नगरेको वा अन्य कारणले धितोपत्र बोर्ड वा अन्य निकायबाट कारवाहीमा परेको भए सो सम्बन्धी जानकारी : नभएको ।

(ग) पछिल्लो वार्षिक तथा विशेष साधारण सभा सम्पन्न भएको मिति :

- १७औं वार्षिक साधारण सभा २०८०/०९/२९

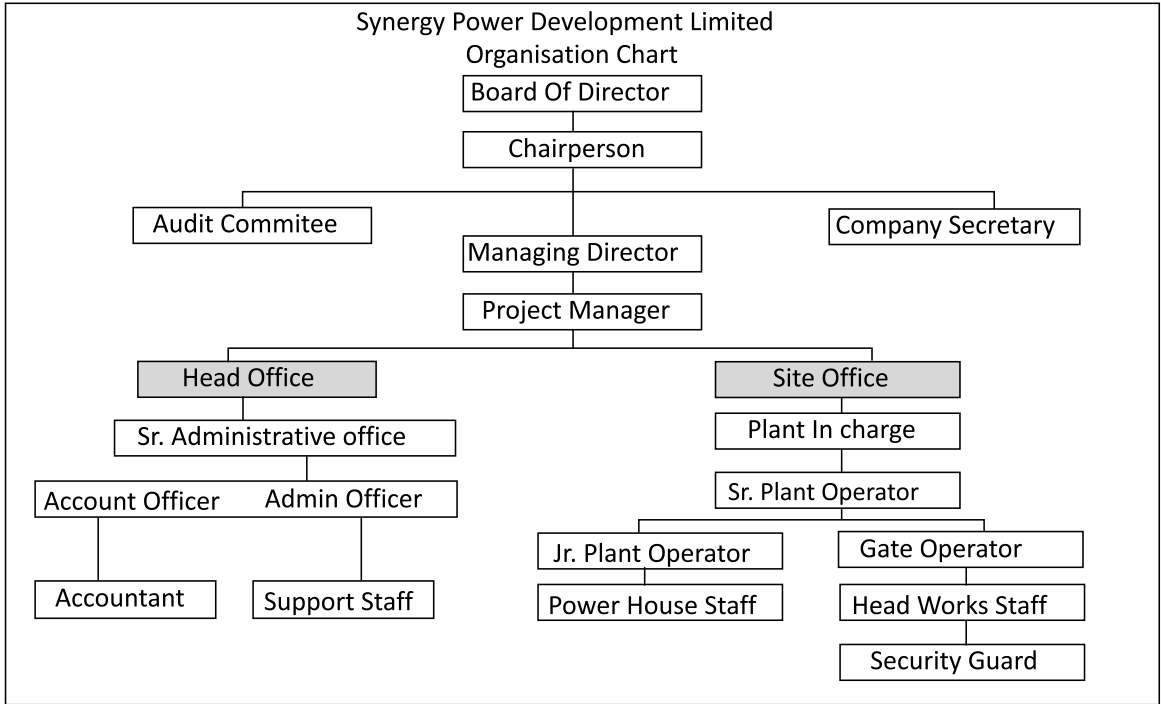
- विशेष साधारण सभा भएको छैन ।

५. संस्थागत संरचना र कर्मचारी सम्बन्धी विवरण:

(क) कर्मचारीको संरचना, पदपूर्ति, वृत्ति विकास, तालिम, तलब, भत्ता अन्य सुविधा, हाजिर र बिदा, आचार संहिता लगायतका कुराहरु समेटिएको कर्मचारी सेवा शर्त विनियमावली/व्यवस्था भए नभएको ।

(कर्मचारी प्रशासन नियमावली, २०७९ लागू गरिएको ।

(ख) सांगठानिक संरचना संलग्न गर्ने:



(ग) उच्च व्यवस्थापन तहका कर्मचारीहरूको नाम, शैक्षिक योग्यता तथा अनुभव सम्बन्धी विवरण:

नाम	पद	शैक्षिक योग्यता	अनुभव
सुरेन्द्र बहादुर खड्का	प्रबन्ध सञ्चालक	अर्थशास्त्रमा स्नाकोत्तर	जलविद्युत आयोजना निर्माण तथा संचालनमा १७ वर्ष
निर्मल सिलवाल	प्लाण्ट म्यानेजर	मेकानिकल इन्जिनियरिङमा स्नातकोत्तर	जलविद्युत संचालनमा ११ वर्ष
सुजन चन्द्र पौडेल	प्रमुख लेखा तथा प्रशासन	व्यवस्थापनमा स्नातक	जलविद्युत आयोजनाको लेखा तथा वित्त व्यवस्थापनमा १२ वर्ष

(घ) कर्मचारी सम्बन्धी अन्य विवरण:

संरचना अनुसार कर्मचारी पदपूर्ति गर्ने गरे/नगरेको:	गरेको
नयाँ कर्मचारीहरूको पदपूर्ति गर्दा अपनाएको प्रक्रिया:	आन्तरिक बढुवा तथा खुला पदपूर्ति
व्यवस्थापन स्तरका कर्मचारीको संख्या	४ जना
कुल कर्मचारीको संख्या	३६ जना ।
कर्मचारीहरूको सक्सेसन प्लान भए/नभएको	नभएको ।
आ.व. २०८०/०८१ मा कर्मचारीहरूलाई दिइएको तालिम संख्या तथा कर्मचारीका संख्या	नभएको ।
आ.व. २०८०/०८१ मा कर्मचारी खर्चको प्रतिशत	१६ प्रतिशत
कुल खर्चमा कर्मचारी खर्च प्रतिशत	१६ प्रतिशत
कुल कर्मचारी खर्चमा कर्मचारी तालिम खर्चको प्रतिशत	नभएको ।

६. संस्थाको लेखा तथा लेखापरीक्षण सम्बन्धी विवरण:

(क) लेखापरीक्षण सम्बन्धी विवरण:

संस्थाको पछिल्लो आ.व. को वित्तीय विवरण NFRS अनुसार तयार गरे/नगरेको, नगरेको भए सोको कारण	गरेको
सञ्चालक समितिबाट पछिल्लो वित्तीय विवरण स्वीकृत भएको मिति	२०८१/०८/२८
त्रैमासिक वित्तीय विवरण प्रकाशन गरेको मिति	२०८०/०७/२४ २०८०/१०/२९ २०८१/०१/३१ २०८१/०४/३१
अन्तिम लेखापरीक्षण सम्पन्न भएको मिति	२०८१/०८/२८
साधारण सभाबाट वित्तीय विवरण स्वीकृत भएको मिति (गत बर्षको)	२०८०/०९/२९
संस्थाको आन्तरिक लेखापरीक्षण सम्बन्धी विवरण: (अ) आन्तरिक रुपमा लेखापरीक्षण गर्ने गरिएको वा बाह्य विज्ञ नियुक्त गर्ने गरिएको (आ) बाह्य विज्ञ नियुक्त गरिएको भए सोको विवरण (इ) आन्तरिक लेखापरीक्षण कति अवधिको गर्ने गरिएको (त्रैमासिक, चौमासिक वा अर्धवार्षिक)	आन्तरिक लेखापरीक्षणका लागि श्री एस उप्रेती एण्ड एसोसियट, चाटर्ड एकाउन्टेन्सका लेखापरीक्षक श्री शैलेन्द्र उप्रेतीलाई नियुक्त गरि वार्षिक रुपमा आन्तरिक लेखापरीक्षण गर्ने गरिएको ।

(ख) लेखापरीक्षण समिति सम्बन्धी विवरण

नाम	पद	योग्यता
प्रकाश कुमार अधिकारी	संयोजक	स्नातकोत्तर
निरु के.सी. कार्की	सदस्य	स्नातकोत्तर
तारानाथ भट्टराई	सदस्य	प्रविणता प्रमाणपत्र तह

७. अन्य विवरण

संस्थाले सञ्चालक तथा निजको एकाघरका परिवारको वित्तीय स्वार्थ भएको व्यक्ति, बैक तथा वित्तीय संस्थाबाट ऋण वा सापटी वा अन्य कुनै रूपमा रकम लिए/नलिएको	नलिएको
प्रचलित कानून बमोजिम कम्पनीको सञ्चालक, शेयरधनी, कर्मचारी, सल्लाहकार, परामर्शदाताका हैसियतमा पाउने सुविधा वा लाभ बाहेक सूचीकृत सङ्गठित संस्थाको वित्तीय स्वार्थ भएको कुनै व्यक्ति, फर्म, कम्पनी, कर्मचारी, सल्लाहकार वा परामर्शदाताले संस्थाको कुनै सम्पती कुनै किसिमले भोगचलन गरे/नगरेको ।	नगरेको
नियमनकारी निकायले इजाजत पत्र जारी गर्दा तोकेको शर्तहरूको पालना भए/नभएको	भएको
नियमनकारी निकायले संस्थाको नियमन निरीक्षण वा सुपरिवेक्षण गर्दा संस्थालाई दिइएको निर्देशन पालना भए/नभएको	हालसम्म त्यस्तो निर्देशन प्राप्त नभएको
संस्था वा सञ्चालक विरुद्ध अदालतमा कुनै मुद्दा चलिरहेको भए सोको विवरण	नभएको ।

हस्ताक्षर :

परिपालना अधिकृतको नाम : सुजन चन्द्र पौडेल

पद : परिपालना अधिकृत

संस्थाको छाप :

सोही मितिको संलग्न प्रतिवेदन अनुसार

.....

Yagya Raj Bhatta, FCA

Partner,

PYC & Associates, Chartered Accountants

Date: 2081/09/16

प्रतिवेदन सञ्चालक समितिबाट स्वीकृत भएको मिति २०८१ साल पौष १६ गते ।

धितोपत्र दर्ता तथा निष्काशन नियमावली, २०७३ को उपनियम (२) सँग सम्बन्धित अनुसूची १५ बमोजिमको वार्षिक विवरण (आ.व. २०८०/०८१)

१. सञ्चालक समितिको प्रतिवेदन: सम्बन्धित शीर्षक अन्तर्गत राखिएको ।
२. लेखापरीक्षण प्रतिवेदन: सम्बन्धित शीर्षक अन्तर्गत राखिएको ।
३. लेखापरीक्षण भएको वित्तीय विवरण: सम्बन्धित शीर्षक अन्तर्गत राखिएको ।
४. कानूनी कारवाही सम्बन्धी विवरण:

- (क) त्रैमासिक अवधिमा संगठित संस्थाले वा संस्थाका विरुद्ध कुनै मुद्दा दायर भएको भए,
-त्रैमासिक अवधिमा संगठित संस्थाले वा संस्थाका विरुद्ध कुनै मुद्दा दायर भएको छैन ।
- (ख) संगठित संस्थाका संस्थापक वा सञ्चालकले वा संस्थापक वा सञ्चालकको विरुद्धमा प्रचलित नियमको अवज्ञा वा फौजदारी अपराध गरेको सम्बन्धमा कुनै मुद्दा दायर गरेको वा भएको भए ।
- यस कम्पनीको जानकारीमा नभएको ।
- (ग) कुनै संस्थापक वा सञ्चालक विरुद्ध आर्थिक अपराध गरेको सम्बन्धमा कुनै मुद्दा दायर भएको भए
-यस कम्पनीको जानकारीमा नभएको ।

५. संगठित संस्थाको शेयर कारोबार तथा प्रगतिको विश्लेषण:

- (क) धितोपत्र बजारमा भएको संगठित संस्थाको शेयरको कारोबार सम्बन्धमा व्यवस्थापनको धारणा:
-नेपाल धितोपत्र बोर्ड तथा नेपाल स्टक एक्सचेन्जको सुपरिवेक्षण व्यवस्थाको अधिनमा रही कारोबार गरेको ।
- (ख) आ.व. २०७९/०८० मा संगठित संस्थाको शेयर कारोबारको विवरण:

आ.व.	त्रैमास	शेयरको अधिकतम मूल्य (रु)	शेयरको न्यूनतम मूल्य (रु)	अन्तिम मूल्य (रु)	कारोबार भएको दिन	कारोबार संख्या	कुल कारोबार रकम (रु)
२०८०/०८१	प्रथम त्रैमास	२७०	१६०.१	१६२	६१	६,३१९	२२२,८८८,२८२.२०
	दोस्रो त्रैमास	२६४.१०	१६०	२५८	४९	१३,३०९	८३२,५७९,१०५.७०
	तेस्रो त्रैमास	२९९.८०	२२९.१०	२३५	५८	१६,२५९	१,२५,३४,३३,६३७/-
	चौथो त्रैमास	२६९	२२०.२०	२५४.९०	६१	८,६१७	५७८,१९८,७१९.६०

६) समस्या र चुनौती:

कम्पनीमा आई पर्ने अन्य समस्या तथा चुनौती समाधानका उपायहरूका बारेमा सञ्चालक समितिले समय समयमा समिक्षा गरि आवश्यक रणनीति अवलम्बन गर्ने गरेको छ ।

७) संस्थागत सुशासन:

नियमनकारी निकायहरूबाट जारी गरिएका सुशासन सम्बन्धी व्यवस्थाहरू पूर्ण रूपमा पालना गरिएको छ । संस्थाको दिगो विकासका लागि संस्थागत सुशासन कायम राख्न व्यवस्थापन तथा संचालक समिति प्रतिबद्ध रहेको छ ।

८) सत्य, तथ्य र पूर्णता सम्बन्धमा प्रबन्ध निर्देशकको उद्घोषण:

यस प्रतिवेदनमा उल्लेखित जानकारी तथा विवरणहरूको शुद्धता सम्बन्धमा म व्यक्तिगत रूपमा उत्तरदायी छु । साथै म यो उद्घोषण गर्दछु कि मैले जाने बुझेसम्म यस प्रतिवेदनमा उल्लेखित विवरणहरू सत्य, तथ्य र पूर्णतामा आधारित छन् भनी विश्वास लिएको छु । लगानीकर्ताहरूलाई समुचित निर्णय लिन आवश्यक कुनै विवरण सूचना तथा जानकारीहरू लुकाईएको छैन भन्ने कुरामा म विश्वस्त छु ।

**Independent Auditor's Report
To the Shareholders of
Synergy Power Development Limited**

Report on the Audit of Financial Statements:

Opinion

We have audited the accompanying standalone financial statements of **M/s Synergy Power Development Limited (referred as "Company")** which comprise the Statement of Financial Position as on Ashadh 31st, 2081 (15th July, 2024), Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and Notes to the Financial Statements, including Significant Accounting Policies.

In our opinion and to the best of our information and according to the explanation given to us, the aforesaid financial statements present fairly, in all material respects, the financial position of the company as on Ashadh 31st, 2081 (15th July, 2024), and its financial performance, and its cash flows for the year then ended in accordance with Nepal Financial Reporting Standards (NFRSs).

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 on the Financial Statements section of our report. We are independent of the group 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 the ICAN's handbook of The Code of Ethics for Professional Accountants. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for opinion on the standalone financial statement.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matter to be communicated in our Report.

Key Audit Matters	How our audit addressed Key Audit Matter
<p>Property, Plant & Equipment Property, Plant and equipment is evaluated for recoverability based on expected future cash flows if there are indicators of potential impairment. Auditing management's assessment of potential impairment of property, plant and equipment was of highly judgmental due to the significant estimation required in determining the</p>	<ul style="list-style-type: none"> We obtained an understanding, evaluated the design and tested the operating effectiveness of controls over the Company's review process over impairment testing of property and equipment, including controls over management's review of the significant assumptions described above.

<p>estimated hold period expected future cash flows, discount rate and/or capitalization rates for the properties subject to a recoverability test and/or a fair value measurement. In particular, the expected future cash flows are based on assumptions, including the projections of revenues and expenses based on estimated growth rates that are forward looking, could be affected by future economic and market conditions, and sensitive to discount rate and/or capitalization rate changes.</p>	<ul style="list-style-type: none"> • Our testing of the Company's impairment assessment included, among other procedures, evaluating the significant assumptions and testing the completeness and accuracy of the underlying data used by Company to develop the expected future cash flows, if applicable, for their properties. • We compared the significant assumptions used by management to current industry and economic trends, changes to the company's strategy and other relevant factors. • We assessed the historical accuracy of management's estimates and performed sensitivity analyses of significant assumptions to evaluate changes in the expected undiscounted future cash flows and fair value of the properties that would result from changes in the assumptions. • We held discussions with management about the current status of potential transactions and about management's judgments to understand the probability of future events that could affect the hold period and other cash flow assumptions for the properties.
<p>Information Technology General Control</p> <p>IT controls with respect to recording of transactions, generating various reports in compliance with relevant Act/ laws/and guidelines is an important part of the process Such reporting is highly dependent on the effective working of the information systems used.</p> <p>We have considered this a key audit matter as any control lapses, validation failures, incorrect input data, and wrong extraction of Reviewing the reports generated by the data may result in wrong reporting of data to the management, shareholders, and regulators</p>	<ul style="list-style-type: none"> ➤ Understanding the feeding of the data in the system and going through the extraction of the financial information and statements from the IT system existing in the company; ➤ Reviewing the Report Generated by the system on a sample basis. We also verified the income booking under revenue streams on test basis with the system; ➤ we extended our testing to identify whether there had been unauthorized or inappropriate access or changes made to critical IT systems and related data; ➤ where required, we performed a greater level of testing to validate the integrity and reliability of associated data and reporting.

Emphasis of Matters

As stated in significant accounting policies and notes to the account (Note 4.14), actuarial valuation of employee-related liabilities including gratuity has not been carried out. Our opinion is not modified with respect to this matter.

Other Information

The *Company* management and directors are responsible for the preparation of the other information. The other information comprises the information included in the Management report and other progress reports but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other 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

The management and board of directors are responsible for the preparation and fair presentation of the financial statements in accordance with Nepal Financial Reporting Standards. This responsibility also includes maintenance of adequate accounting records for safeguarding of the assets of the entity and for preventing and detecting fraud and other irregularities; selection and application of appropriate accounting policies ; making judgment and estimate that are reasonable and prudent; and the design; implementation and maintenance of adequate internal financial control, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of financial statement that give a true and fair view and are free from material misstatement , whether due to fraud or error.

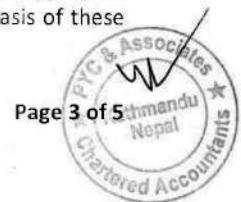
In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or 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 NSA's will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably expect 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:

- Identified and assessed the risk of material misstatement of the financial statement whether due to fraud or error, design and perform audit procedure responsive to those risks, and obtained audit evidence that is sufficient and appropriate to provide an opinion. The risk of not detecting a material misstatement resulting from fraud is higher than one resulting from error, as fraud may involve collusion, forgery, intentional omission, misrepresentation, or the override of internal control.
- Obtained 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 internal control.
- Concluded an appropriateness of management use of going concern basis of accounting and, based in audit evidence obtained, whether a material uncertainty exists related to events or condition that may cast significant doubt on the company's ability to continue as going concern. If we concluded that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosure is inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as going concern.
- Evaluated the appropriateness of accounting policies used as the reasonableness of accounting estimates and related disclosures made by management.
- Evaluated the overall presentation, structure, and content of financial statement including the disclosures, and whether the financial statement represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtained sufficient appropriate audit evidence regarding the financial information of the entities or business activities to express an opinion on the financial statements. We remain solely responsible for our audit opinion.
- We communicated with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- We also provided 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 matter that may reasonably be thought to bear on our independence, and where applicable, related standards.
- From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



Page 4 of 5

Report on Other Legal and Regulatory Requirement

- We have obtained information and explanations asked for, which, to the best knowledge and belief, were necessary for the purpose of our audit.
- In our opinion, the Statement of Financial Position as on 31st Ashadh , 2081, and Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and Notes to the Financial Statements, including Significant Accounting Policies applied by the Company have been prepared in accordance with the requirements of the Companies Act, 2063 and are in agreement with the book of accounts maintained by the Company including relevant records relating to preparation of the aforesaid financial statements have been kept so far as it appears from our examination of those books and record of the Company.
- To the best of our information and according to explanation given to us and so far appeared from our examination of the books of account of the Company, 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 or acted in a manner to jeopardize the interest and security of the company.
- The operation of Company is within its jurisdiction.




Yagya Raj Bhatta, FCA
Partner
PYC & Associates
Chartered Accountants
Date: 2081/08/28
UDIN No: 241217CA00146nYYtb

Synergy Power Development Limited
Baluwatar, Kathmandu
Statement of Financial Position
As on 31st Ashadh, 2081

(Amount In NPR)


Particulars	Note	As on 31st Ashadh, 2081	As on 31st Ashadh, 2080
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	4.1	39,982,525.72	31,740,038.05
Intangible Assets	4.2	1,101,347,959.35	1,129,012,633.77
Investment	4.3	442,744,000.00	310,000,000.00
Non Current Assets	4.4	7,095,080.37	7,095,080.37
Total Non-Current Assets		1,591,169,565.44	1,477,847,752.19
Current Assets			
Trade Receivables	4.5	68,123,979.41	89,944,916.47
Cash and Cash Equivalent	4.6	1,875,013.29	2,985,321.25
Other Current Assets	4.7	10,794,270.95	7,800,336.88
Current Tax Assets	4.8	-	-
Total Current Assets		80,793,263.65	100,730,574.60
Non-Current Assets Held for Sale			
Total Assets		1,671,962,829.10	1,578,578,326.79
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	4.9	1,209,862,500.00	806,575,000.00
Share Premium	4.9A	26,565,902.94	
Other Equity	4.10	462,205.68	246,776.23
Reserve and Surplus	4.10	98,704,539.14	77,377,024.37
Total Equity		1,335,595,147.75	884,198,800.60
Liabilities			
Non-Current Liabilities			
Borrowings	4.11	280,810,872.73	547,233,689.75
Deferred Tax	4.12	3,671,031.36	3,481,156.05
Other Non-current Liabilities			
Total Non- Current Liabilities		284,481,904.09	550,714,845.80
Current Liabilities			
Borrowings	4.13	30,000,000.00	115,008,821.00
Trade and Other Payables	4.14	21,885,777.25	28,655,859.39
Total Current Liabilities		51,885,777.25	143,664,680.39
Total Liabilities		336,367,681.35	694,379,526.19
Total Equity and Liabilities		1,671,962,829.10	1,578,578,326.79


Net Asset Value (NAV)


110.39


109.62

As per our report on even date



Sujan Chandra Poudel
Head- Accounts & Finance



Indra Bahadur Thapa
Chairperson



Surendra Bahadur Khadka
Director


Yagya Raj Bhatta, FCA
Partner
PYC and Associates
Chartered Accountants


Arun Singh Basnet
Director


Prakash Kumar Adhikari
Director



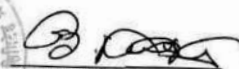

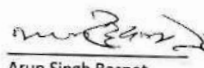

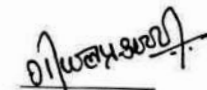
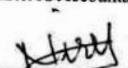

Gopal Pd. Acharya
Director


Nira K C Karkee
Director

Synergy Power Development Limited
Baluwatar, Kathmandu
Statement of Profit & Loss and Other Comprehensive Income
For the period 1st Shrawan 2080 - 31st Ashadh, 2081

Particular	Notes	(Amount In NPR)	
		Current Year	Previous Year
Revenue	4.15	160,188,844.48	198,785,886.40
Finance Income	4.16	495,472.57	32,037.35
Total Income		160,684,317.05	198,817,923.75
Project Expenses	4.17	6,207,436.93	15,044,855.78
Administrative and General Expenditure	4.18	11,749,730.42	9,220,718.92
Personnel Expense	4.19	21,473,157.30	22,152,102.11
Other Expenses	4.20	8,004,712.10	9,135,121.02
Depreciation Charges	4.1	2,047,728.23	837,318.86
Amortization of Intangible Assets	4.2	37,707,597.15	38,891,197.58
Profit from Operation		73,493,954.92	103,536,609.48
Finance Expenses	4.21	46,994,192.13	76,534,716.73
Profit Before Tax		26,499,762.79	27,001,892.75
Income Taxes			
Current Taxes	4.8	(4,700,115.05)	(4,594,908.78)
Previous Year Tax Expense		(66,828.22)	
Deferred Tax Income/(Expenses)		(189,875.32)	2,270,639.46
Profit for the Year		21,542,944.21	24,677,623.43
Other Comprehensive Income:			
Deferred Tax Implication of actuarial gain/ (losses)			-
Available-for-sale-investments:			-
Fair Value Gain on revaluation of investment			-
Adjustment in Revaluation Reserve			-
Revaluation gain on land			-
Reclassified to income statement			-
Other Comprehensive income for the year net of taxation			-
Total Comprehensive income for the year net of taxation		21,542,944.21	24,677,623.43
Total Comprehensive Income attributable to :			
Owners of Company		21,542,944.21	24,677,623.43
Non-Controlling Interest			-
Earnings Per Share (Rs. Per Share)			
Basic		1.78	3.06
Diluted		1.78	3.06

As per our report on even date

 Sujan Chandra Poudel Head- Accounts & Finance	 Indra Bahadur Thapa Chairperson	 Surendra Bahadur Khadka Director	 Ygya Raj Bhatta, FCA Partner PYC and Associates Chartered Accountants
 Arun Singh Basnet Director	 Prakash Kumar Adhikari Director	 Gopal Pd. Acharya Director	 Niru K C Karkee Director


Date: 2081/08/28
Place: Kathmandu

Synergy Power Development Limited
Baluwatar, Kathmandu
Statement of Changes in Equity
As on 31st Ashadh, 2081

Particulars	Share Capital	Share Premium	Retained earning	CSR	Total Equity
Balance as on Sharawan 1, 2080	806,575,000		77,377,024	246,776	884,198,801
Net Profit for the Year			21,542,944		21,542,944
Transfer to Other Reserve					-
Other Reserves			-		-
CSR			(215,429)	215,429	-
Other Adjustments					-
Share Issue (Right Share)	403,287,500				403,287,500
Share Premium		26,565,903			26,565,903
Balance at Asar end 2081	1,209,862,500	26,565,903	98,704,539	462,206	1,335,595,148

As per our report on even date



Sujan Chandra Poudel
Head- Accounts & Finance


Indra Bahadur Thapa
Chairperson


Surendra Bahadur Khadka
Director


Ygya Raj Bhatta, FCA
Partner
PYC and Associates
Chartered Accountants


Arun Singh Basnet
Director


Prakash Kumar Adhikari
Director


Gopal P. Acharya
Director


Niru K C Karkee
Director


Date: 2081/08/28
Place: Kathmandu

Synergy Power Development Limited
Baluwatar, Kathmandu
Cash flow Statement
For the year ended 31st Ashadh, 2081

(Amount In NPR)

Particulars	As on 31st Ashad, 2081	As on 31st Ashad, 2080
Cash Flows from Operating Activities		
Profit/Loss before Tax and Extra-Ordinary income/expenses	21,542,944.21	24,677,623.43
Adjustments for:		
1) Depreciation	2,047,728.23	837,318.86
2) Amortized Expenses	37,707,597.15	38,891,197.58
3) Finance Expenses		76,534,716.73
4) Deferred Tax Expense	189,875.32	(2,270,639.46)
Working Capital Adjustments		
1) (Increase)/Decrease in Current Assets	18,827,002.99	10,859,502.14
2) Increase/(Decrease) in Current Liabilities	(91,778,903.14)	10,020,073.91
Cash generated from Operations	(11,463,755.25)	159,549,793.19
CSR Paid	-	(1,475,961.23)
Net Cash Flows from Operating Activities (A)	(11,463,755.25)	158,073,831.96
Cash Flow from Investing Activities		
1) Dividend/Interest Received		-
2) Sale/(Purchase) of Fixed Assets	(20,333,138.63)	(8,511,910.41)
3) (Increase)/Decrease in Investment	(132,744,000.00)	
Net Cash Flows from Investing Activities (B)	(153,077,138.63)	(8,511,910.41)
Cash Flow from Financing Activities		
1) Distribution of Dividend (Cash)		-
2) Increase/(Decrease) in Secured Loan	(266,422,817.02)	(70,234,643.00)
3) Bank Interest		(76,534,716.74)
4) Issue of Right Shares	403,287,500.00	-
5) Share Premium	26,565,902.94	
Net Cash Flows from Financing Activities (C)	163,430,585.92	(146,769,359.74)
Net changes in Cashflow for the Year (A+B+C)	(1,110,307.96)	2,792,561.81
Net Foreign exchange difference on cash and cash equivalent		-
Cash and Cash Equivalent, Beginning of Year	2,985,321.25	192,759.44
Cash and Cash Equivalent, End of Period	1,875,013.29	2,985,321.25

As per our report on even date

 Sujan Chandra Poudel Head- Accounts & Finance	 Indra Bahadur Thapa Chairperson	 Surendra Bahadur Khadka Director	 Ygya Raj Bhatta, FCA Partner PYC and Associates Chartered Accountants
 Arun Singh Basnet Director	 Prakash Kumar Adhikari Director	 Gopal Pd. Acharya Director	 Nru KC Karkee Director

Date: 2081/08/28
Place: Kathmandu

Significant Accounting Policies and Notes to the Accounts

1. General Information of Reporting Entity

Synergy Development Limited, established as a Private Limited Company on 12th January 2007 (2063/09/28) with Company Registration No. 43534/063/064, and initially focused on the development and operation of renewable energy projects. The company was later converted into a Public Limited Company on 27th December 2013 (2070/09/12), marking a significant milestone in its growth. Synergy's operations are also supported by its IRD Registration dated 28th January 2007 (2063/10/14), with PAN No. 302483354.

The company construct and operate 10 MW Sipurin Khola Hydropower Project in Gaurishankar Rural Municipality, Dolakha District, Nepal. Company secured a Power Purchase Agreement with the Nepal Electricity Authority (NEA) on 4th February 2009 (2065/10/20), with the generation license granted on 13th April 2009 (2066/01/30) and expiring on 11th April 2044 (2101/01/29). The Commercial Operation Date was successfully achieved on 17th January 2013 (2069/10/03). In September 2016 (2073). Company issued Initial Public Offering (IPO) from 9th to 13th September and listed on the Nepal Stock Exchange (NEPSE) on 15th May 2017 (2074/02/02).

The core business of company. Includes:

- Generation of Hydroelectricity and
- Distribution of Hydroelectricity

The paid-up capital of the company as on reporting date is NPR 1,209,862,500.

2. Significant Accounting Policies

Basis of Preparation and Measurement

2.1 Statement of Compliance

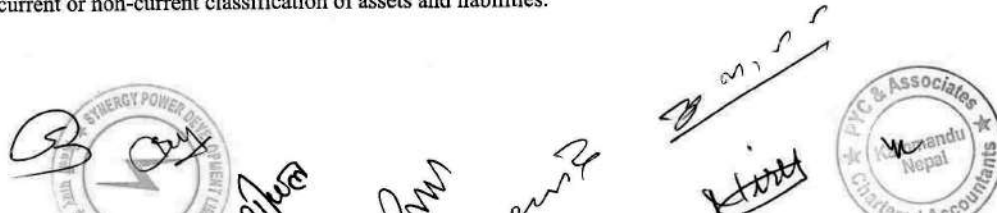
Financial Statement of the Company has been prepared in accordance with Nepal Financial Reporting Standards (NFRS) recommended by the Accounting Standards Board of Nepal, and pronounced by the Institute of Chartered Accountants of Nepal which confirm, in material respect, to International Financial Reporting Standards (IFRS) as issued by the International Accounting Standard Board (IASB).

As per Guidelines of The Institute of Chartered Accountants of Nepal (ICAN), when International Accounting Standards Board revises, amends or withdraws International Accounting Standards, IFRSs, IFRIC, such revisions, amendments and withdrawals shall accordingly be treated as effected with immediate revision, amendment and withdrawal in NFRS by ASB as well, to the extent not in conflict with existing National laws. The Standards that are issued, but not yet effective, up to the date of issuance of the Company's Financial Statements will be adopted once they become effective.

2.2 Accounting Conventions

The Financial Statements have been prepared on the historical cost convention.

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. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle. Based on the nature of products and realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.



Synergy Power Development Limited, Kathmandu, Nepal
Significant Accounting Policies and Notes to the Accounts for the Year ended 31st Ashadh, 2081

2.3 Reporting Period and approval of Financial Statements

The Company prepares its financial statements in accordance with the Nepalese financial year using Nepalese calendar.

The corresponding dates for Gregorian calendar are as follows:

Particulars	Nepalese Calendar Date / Period	Gregorian Calendar Date / Period
Comparative SFP* Date	31 st Ashad 2080	16 th July 2023
Comparative reporting period	1 st Shrawan 2079 – 31 st Ashad 2080	17 th July 2022 – 16 th July 2023
NFRS SFP* Date	31 st Ashad 2081	15 th July 2024
NFRS reporting period	1 st Shrawan 2080 – 31 st Ashad 2081	17 th July 2023 – 15 th July 2024

* SFP = Statement of financial position.

The Board of Directors acknowledges the responsibility for the preparation of financial statements. The accompanied Financial Statements have been adopted by the Board of Directors on its board meeting held on 13 December 2024 and have been recommended for approval by shareholders in the upcoming 18th Annual General Meeting.

2.4 Functional and Presentation Currency

Functional currency is the currency of primary economic environment in which the company operates. The financial statements are denominated in Nepalese rupees (NPR), which is the functional and presentation currency of the company.

2.5 Presentations

The Financial Statements of the company have been prepared on accrual basis of accounting. The cash flows from operation within the statement of cash flows have been derived using the indirect method.

The Financial Statements of the company comprise of the Statement of Financial Position, Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows and Significant Accounting Policies and Notes to the Accounts. For the presentation of Statement of Financial Position, assets and liabilities are classified into current and non-current and the Statement of Profit or Loss has been prepared using classification 'by nature' method.

The figures for previous years are rearranged and reclassified wherever necessary for the purpose of facilitating comparison. Appropriate disclosures are made wherever necessary.

2.6 Use of Estimates, Assumptions and Judgements

The management while complying with reporting standards, makes critical accounting judgement in respect of items where the choice of specific policy, accounting estimates or assumptions to be followed could materially affect the company's reported financial position, results or cash flows. Actual results may differ from these estimates. Where accounting policy is generally applicable to the specific item, the policy is described with that relevant note. The Company, as per the requirements of NFRS, exercises judgement in making accounting estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognized prospectively.



[Handwritten signature]



Synergy Power Development Limited, Kathmandu, Nepal
Significant Accounting Policies and Notes to the Accounts for the Year ended 31st Ashadh, 2081

Some of the major areas where various assumptions and estimates are significant to the Company's financial statements or where judgment was exercised in application of accounting policies are as follows:

1. Estimate of useful life of property, plant and equipment – note 4.1
2. Estimate of useful life of intangible assets - note 4.2
3. Provision for taxation - note 4.8

2.7 Changes in Accounting Policies

The company applies its accounting policies consistently from year to year except where deviations have been explicitly mentioned.

2.8 Discounting

Discounting has been applied where assets and liabilities are non-current and the impact of the discounting is material. Since the impact of discounting in our financial statements is immaterial, we haven't applied discounting and these have been disclosed wherever necessary.

2.9 Materiality and Aggregation

The Company has presented each material class of similar items separately in the Financial Statements. Items of dissimilar nature or functions are presented separately unless they are immaterial.

2.10 Offsetting

The company offsets Financial Assets and Liabilities and presents the net amount in the Statement of Financial Position when and only when, it has a legal right to set off the amounts and it intends either to settle them on a net basis or to realize the assets and settle the liability simultaneously. Income and expenses are presented on net basis only when permitted under NFRS, or for gains and losses arising from a group of similar transaction such as in the company's business activity.

2.11 Limitation of NFRS implementation

If the information is not available and the cost to develop would exceed the benefit derived, such exception to NFRS implementation has been noted and disclosed in respective section.

3. Significant Accounting Policies

3.1 Going Concern

The management have made an assessment of the Company's ability to continue as a going concern and satisfied that it has the resources to continue its business for the foreseeable future. Furthermore, management is not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern and they do not intend either to liquidate or to cease operations of it.

3.2 Effect of changes in foreign exchange rates

The company has a policy of converting the foreign currency transactions into functional currency using the exchange rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currency are converted into the reporting currency of the company using the rates prevailing on the reporting date. The resulting gain or loss due to such conversion is recognized in the statement of profit or loss.

 The bottom of the page features several handwritten signatures and stamps. On the left, there is a circular stamp for 'SYNERGY POWER DEVELOPMENT LIMITED' with a signature over it. In the center, there are several more signatures. On the right, there is a circular stamp for 'PVC & Associates Kathmandu Nepal Chartered Accountants' with a signature over it.

3.3 Property and Equipment

- i. Freehold land is carried at historical cost and is not depreciated. All other items of property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.
- ii. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset are derecognised when replaced. All other repairs and maintenance are charged to profit and loss during the reporting period in which they are incurred.
- iii. The Company identifies and determines the cost of each component/ part of the asset separately if the component/ part has a cost that is significant to the total cost of the asset having useful life that is materially different from that of the remaining asset. These components are depreciated over their useful lives; the remaining asset is depreciated over the life of the principal asset.
- iv. The residual value, useful lives, and methods of depreciation of property, plant equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.
- v. An item of property, plant, and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.
- vi. Assets in the course of construction are capitalized in the assets under capital work in progress account (CWIP). At the point when an asset is operating at management's intended use, the cost of construction is transferred to the appropriate category of property, plant and equipment and depreciation commences. Where an obligation (legal or constructive) exists to dismantle or remove an asset or restore a site to its former condition at the end of its useful life, the present value of the estimate cost of dismantling, removing or restoring the site is capitalized along with the cost of acquisition or construction upon completion and a corresponding liability is recognized. Revenue generated from production during the trial period is capitalized.

Other Intangible Assets

- i. Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Intangible assets with indefinite useful lives are carried at cost less accumulated impairment losses.
- ii. Certain computer software costs are capitalized and recognised as intangible assets based on materiality, accounting prudence, and significant benefits expected to flow therefrom for a period longer than one year.
- iii. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

The bottom section of the page contains several handwritten signatures and stamps. On the left, there is a circular stamp of Synergy Power Development Limited with a signature over it. In the center, there are several handwritten signatures, including one that appears to be 'RMM'. On the right, there is a circular stamp for 'PWC & Associates Chartered Accountants Kathmandu Nepal' with a signature over it.

Depreciation

Depreciation and Amortization

- Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the written-down method.
- Amortisation is recognised on a straight line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.
- Depreciation is provided on the written down method based on the estimated useful lives of the assets determined by the management. Depreciation on additions to fixed assets is charged on a pro-rata basis in the year when it is available for use. The useful life of the assets and the corresponding rates at which the assets are depreciated are as follows: -

S.N.	Description	Estimated useful Life in years	Depreciation Rate
1	Land	-	-
2	Office tools	6	5%
3	Furniture & Fixture, Office Equipment	4	25%
4	Vehicles	5	20%

- Useful life is either the period of time during which the asset is expected to be used or the number of production or similar units expected to be obtained from the use of asset. The estimated useful life, residual values, and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.
- Office furniture and equipment costing less than NPR 5,000 per unit and plant equipment costing less than NPR 10,000 per unit are charged to the profit and loss account in the year of purchase.
- Leasehold improvements are depreciated over the period of lease or estimated useful life, whichever is lower, on straight line basis.

Derecognition of Property and Equipment

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of such asset. Any gain or loss arising on the derecognition of an item of property 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.

3.4 Intangible Assets

Intangible assets are initially recognized at cost. Subsequently intangible assets are carried at cost less accumulated amortization and accumulated impairment losses (if any). An intangible asset is recognized if it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company and its cost can be measured reliably. Internally generated intangible asset, excluding capitalized development costs are not capitalized and the related expenditure is reflected in Statement of Profit or Loss in the year in which the expenditure is incurred.

 The text contains several handwritten signatures and stamps. On the left, there is a circular stamp with the text 'POWER DEVELOPMENT LIMITED' and a signature. In the center, there are several handwritten signatures. On the right, there is a circular stamp with the text 'P.T.C. & Associates', 'Kathmandu, Nepal', and 'Chartered Accountants'.

Amortization of Intangible Assets:

Amortization is recognized in Statement of Profit or Loss on Straight Line Method (SLM) over the estimated useful life of the intangible assets from the date it is available for use. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each financial year end.

3.5 Non-Financial Assets & Impairment

The Non- financial assets are measured at a fair value measurement which takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The non-financial assets of the organization are subject to impairment assessment if there is any indication that the carrying amount may exceed the recoverable value of the assets.

Such impairment assessment of assets is done on the basis of cash generating unit or if not possible on individual assets.

An impairment loss is recognized in the Statement of Profit & Loss to the extent, asset's carrying amount exceeds its recoverable amount.

Since there is no such indication during end of the financial year that the carrying amount of the non-financial assets is more than its recoverable amount, impairment has not been charged.

3.6 Financial Instruments

3.6.1 Financial Assets and Financial Liabilities

Financial asset is any asset that is a) cash, b) an equity instrument of another entity; c) a contractual right to receive cash or another financial asset from another entity; or to exchange financial assets or financial liabilities with another entity under conditions that are potentially favorable to the entity; or d) a contract that will or may be settled in the entity's own equity instruments.

The company's principal financial assets comprise of assets held at fair value through Other Comprehensive Income (investments held to maturity), investments held for trading and assets measured at amortized cost (trade and other receivables as well as advances).

A financial liability is any liability that is: a) contractual obligation to deliver cash or another financial asset to another entity; or to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the entity; b) a contract that will or may be settled in the entity's own equity instruments.

The company's financial liabilities consist of borrowings from bank, trade payables, other deposits, accrued expenses and other payables.

3.6.2 Recognition and Measurement

The Company recognizes financial assets and financial liabilities initially at its fair value plus transaction costs that are attributable to the acquisition or issue in the case of Financial Assets and financial liabilities other than those carried "at Fair value through Profit or Loss". The transaction costs of Financial Assets carried "at Fair Value through Profit or Loss" are expensed in the Statement of Profit or Loss.

 The bottom of the page contains several handwritten signatures and stamps. On the left, there is a signature that appears to be 'Raj'. In the center, there is a signature that appears to be 'Rajendra'. On the right, there is a signature that appears to be 'Rajendra' and a circular stamp from 'PIC & Associates Kathmandu' with a date '21/7' written above it.

3.7 De-recognition

The Company de-recognizes financial assets when the right to receive cash flows from the assets have expired or when it has transferred substantially all risks and rewards of ownership. If substantially all the risks and rewards have been neither retained nor transferred and the Company has retained control, the assets continue to be recognized to the extent of the Company's continuing involvement. Financial liabilities are derecognized when the obligation under the liability is discharged, cancelled or expired.

3.8 Impairment of financial assets

At each reporting date the Company assesses whether there is any objective indication that an asset or a group of financial assets may have been impaired. If such indication exists, the recoverable amount is determined. The Company impairs a financial asset or a group of financial assets and incurs impairment losses wherever there is objective evidence of impairment as a result of one or more events occurring after the initial recognition of the asset (a loss event), and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

The Company considers the following factors in assessing objective evidence of impairment:

- Whether the counterparty is in default of payments.
- When a counterparty files for bankruptcy and this would avoid or delay discharge of its obligation.
- Where the Company initiates legal recourse of recovery in respect of a credit obligation of the counterpart.
- Where the Company consents to a restructuring of the obligation, resulting in a diminished financial obligation, demonstrated by a material forgiveness of debt or postponement of scheduled payments.

Where there is observable data indicating that there is a measurable decrease in the estimated future cash flows of a group of financial assets, although the decrease cannot yet be identified with specific individual financial assets. Since there is an indication during the end of the financial year that the carrying amount of the financial assets is more than its recoverable amount, impairment has been charged.

3.9 Investments

Investment in Associates



The company has recognized its investment as Investment in Associates wherever 20% or more of the voting power is hold on an investee presuming that the company has influence unless it can be clearly demonstrated that this is not the case.

Investments is classified as current assets and stated at cost price

3.10 Trade and Other Receivables

Trade receivables comprises of amounts owed to the company. Trade receivables do not carry any interest and are measured at the carrying amount at which the item is initially recognized

Buy
of/turn
PM
20/11/20

3.11 Cash and Cash Equivalent

Cash and cash equivalents in the balance sheet comprise cash at banks and on 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 net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management. These assets are highly liquid and do not present any indication requiring impairment

3.12 Equity Share Capital

Paid up ordinary shares are classified as equity when company has unconditional right to avoid delivery of cash or other financial assets.

Equity Share Capital represents the par value of equity shares issued by the company. It meets the definition of financial instrument and represents residual interest in the assets of the Company after deducting all its liabilities.

As on date of reporting period, paid up capital amounts to NPR 1,209,862,500 (12,098,625 shares @ NPR 100 per share)

3.13 Reserves

The reserve of the company includes Retained Earnings, and Corporate Social Responsibility Reserve.

Retained Earnings: Retained Earnings includes the accumulated Profit and Loss and amount retained by Company.

Corporate Social Responsibility (CSR) Reserve: The Company has allocated 1% of the annual net profit to be utilized towards Corporate Social Responsibility in compliance of the Industrial Enterprise Act, 2076. The fund created for CSR is utilized on the basis of annual plans and programs but in the sectors that are prescribed under the act.

3.14 Employee Benefits

Short Term Obligation

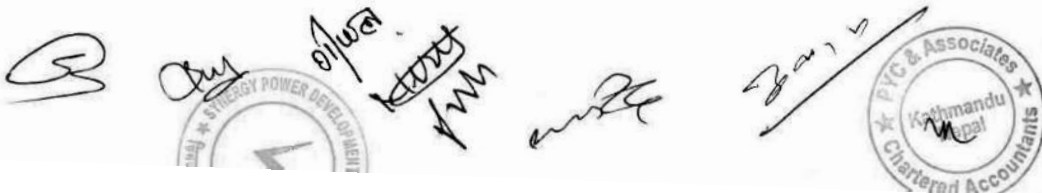
The company's liabilities for wages and salaries and other allowances, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employee's services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

Defined Contribution Plan:

The Company pays provident contributions in the form of Provident Funds as per the regulations. The Company has no further payment obligation once 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:

NAS 19- Employee Benefits, requires defined benefit plan to be calculated using the projected unit credit method with actuarial obligations being carried out at each Statement of Financial Position. However, analyzing the cost involved in actuarial valuation, the Company has not

 The bottom of the page features several handwritten signatures and official stamps. On the left, there is a signature. In the center, there is a circular stamp of Synergy Power Development Limited with a signature over it. To the right, there is another signature and a circular stamp of PTC & Associates, Kathmandu, Nepal, Chartered Accountants.

computed defined benefits obligation by third party actuary. The Company has made provision for the same as per Employee Byelaws pertaining to legal regulation. These benefits are gratuity and leave encashment which are settled at the time of resignation of staff or completion of service period of the employee.

Borrowing Cost

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs. Borrowing costs directly attributable to the acquisition, construction, or production of 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 incurred in the period in which they occur

3.15 Long- term Borrowing:

The Company recognizes borrowing from banks as long term borrowing wherever such borrowings are expected to be settled after 12 months' period. The discounting rate for the purpose of fair value measurement closely approximates the effective interest rate. Hence, fair value of long term borrowing is its carrying amount.

3.16 Short- term Borrowing:

The company recognizes the borrowings that are expected to be settled before 12 months' period from the reporting date as Short-term Borrowing. The estimated fair value of such short-term borrowing approximates its carrying amount. The current portion of long term borrowings is also apportioned in short term borrowings.

3.17 Provisions, Contingent liabilities and Contingent assets

Provisions

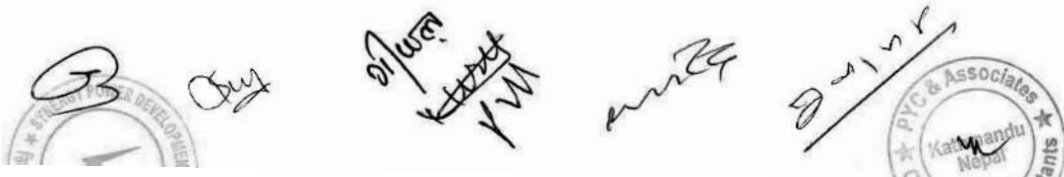
The Company recognizes provisions when there is a binding present obligation. The company records such an obligation, when it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation. The amount recognized as a provision is the present value of the management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period considering the risks and uncertainties surrounding the obligation.

Contingent Liabilities

The Company recognizes contingent liabilities only when there is possible obligation arising from the past events due to occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an on-going basis and only those having a largely probable outflow of resources are provided for.

Contingent Assets

The Company discloses contingent assets where it is possible that future economic benefits will flow to the Company in the financial statements.

 The bottom of the page features several handwritten signatures and official stamps. On the left, there is a circular stamp with the text 'SYNERGY POWER DEVELOPMENT LIMITED' and a signature. In the center, there are several handwritten signatures and initials, including one that appears to be 'Y.M.' and another that looks like 'S.M.'. On the right, there is a circular stamp for 'P.C. & Associates' with 'Kathmandu Nepal' written below it, and another signature over it.

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. The 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 based on 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 Company, 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.

Intangible Assets under Service Concession Arrangement (SCA) The Company manages concession arrangements which include power supply from its hydropower plants. The Company maintains and services the infrastructure during the concession period. Further, the concession arrangement gives company the right to use the hydropower project for generating electricity and earn revenue by selling electricity to NEA. The right to consideration gives rise to an intangible asset and accordingly, the intangible asset model is applied.

Revenue from service concession arrangement under the intangible asset model is recognised in accordance with the terms of the power purchase agreement as and when the power is supplied. 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 derecognised on disposal or when no future economic benefits are expected from its future use or when the contractual rights to the financial asset expire.

3
Buy
शुभ
PMM
2081-08-31
2081



3.18 Revenue Recognition

Revenue is recognized upon transfer of control of promised products or services to the customer at the consideration which the company has received or expected to receive in exchange of those product or services.

Revenue is measured at the fair value of the consideration received or receivable. Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue and associated costs incurred or to be incurred can be reliably measured.

Revenue in Statement of Profit or Loss comprises of income from sale of electricity produced. Sale of Electricity 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 recognised when substantial risks and rewards of ownership are transferred to the buyer under the terms of the contract.

Other income

Other income of the company includes interest income, profit from sale of investment held for trade, and miscellaneous income. Interest income has been booked under prevailing interest rates of bank which is at par with effective interest rate.

) Interest income

Interest income from a financial asset is recognised 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.

3.19 Expenses

The company recognizes expenses when obligations are incurred and when the revenue generated from those expenses are recognized. An expense is the cost of operation that a company incurs to generate revenue. Expenses of the company comprises of project charges, administrative expenses, personnel expenses, finance charges, depreciation and amortization expenses.

3.20 Leases


The company has applied NFRS 16 Leases electing the exception not to recognize right-of-use assets and lease liabilities for short term leases (that have a lease term of 12 months or less) or leases of low value assets. The company recognizes lease payments associated with those leases on systematic basis as per the lease terms. The lease entered by company falls under the category of short-term lease or lease of low value assets accordingly and exemption has been taken.

3.21 Income taxes

Income tax expenses represent the sum of the tax currently payable and deferred tax.

Deferred tax

The company recognizes Deferred tax on temporary differences between the carrying amounts of assets and liabilities.

 The bottom section of the page contains several handwritten signatures and stamps. On the left, there is a circular stamp of Synergy Power Development Limited. In the center, there are several handwritten signatures in black ink. On the right, there is a circular stamp of PTC & Associates, Kathmandu, Nepal.

Synergy Power Development Limited, Kathmandu, Nepal
Significant Accounting Policies and Notes to the Accounts for the Year ended 31st Ashadh, 2081

Deferred income tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred income tax asset to be utilized. The Company has recognized deferred tax asset/liabilities on the items through which such temporary difference has arisen.

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. Current tax assets and liabilities can be set off to the extent enforceable and allowed as per law.

3.22 Earnings Per Share

Basic earnings per share has been computed by dividing the profit or loss attributable to ordinary equity holders of the entity by the weighted average number of ordinary shares outstanding during the financial year.

Additionally, earnings per share has also been computed based on closing number of shares i.e., by dividing the profit or loss attributable to ordinary equity holders of the entity by the number of ordinary shares outstanding during the financial year.

NOTE: Previous year figure is rearranged and reclassified in accordance with NFRS-33 to facilitate comparison, and the EPS has been restated accordingly.

3.23 Segment Reporting

The Company is required to report on its Operating Segments in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM) as defined by NFRS 8, "Operating Segment". The company is engaged in generation of electricity business only. Hence, the company does not have reportable segment as per NFRS 8.





4. Notes to Account of the Financial Statements:
 The detail of different class of assets along with their opening balance, addition during the year, disposal using the year, depreciation and balance as on reporting date is as under:

4.1. Property Plant and Equipment

Figures in NPR

	Land	Project Assets	Office Equipment	Vehicle	Office Tools	Total
Cost						
Balance at 31st Ashadh, 2080	28,377,072.72	1,513,025,161.33	5,313,715.42	18,120,801.76	1,543,512.40	1,566,380,263.63
Additions		10,042,922.73	179,439.90	10,110,776.00		20,333,138.63
Disposals						
Balance as at 31st Ashadh, 2081	28,377,072.72	1,523,068,084.06	5,493,155.32	28,231,577.76	1,543,512.40	1,586,713,402.26
Accumulated depreciation						
Balance at 31st Ashadh, 2080		384,012,527.57	4,656,990.57	16,008,950.64	949,123.04	405,627,591.81
Charge for the year		37,707,597.15	186,537.66	1,770,473.69	90,716.88	39,755,325.38
Disposals						
Balance at 31st Ashadh 2081		421,720,124.71	4,843,528.23	17,779,424.33	1,039,839.92	445,382,917.19
Net book value						
As at 31st Ashadh, 2080	28,377,072.72	1,129,012,633.77	656,724.85	2,111,851.12	594,389.36	1,160,752,671.82
At 31st Ashadh, 2081	28,377,072.72	1,101,347,959.35	649,627.09	10,452,153.43	503,672.48	1,141,330,485.07



[Handwritten signature]

[Handwritten signature]

[Handwritten signature]



[Handwritten signature]

4. Notes to Account of the Financial Statements:
 4.1. Property Plant and Equipment

Figures in NPR

Particulars	Depreciation Block				Net Block on	
	Dep. Rate %	Gross Value	Addition	Disposal	Total	
					Opening	This Year
Land and Land Development						
Total (A)		28,377,072.72			28,377,072.72	28,377,072.72
Plant Assets	3.33%					
Access Road		33,672,138.24			8,431,200.71	24,400,414.31
Building And Camp House		20,997,058.61			5,402,980.73	15,074,795.09
Electro Mechanical Plant		389,228,044.13			110,506,203.17	278,721,840.96
Extra Civil Works		131,870,758.13			37,087,712.88	94,783,045.25
Head Works and Gates		205,835,557.64			52,991,794.00	152,843,763.64
Hydro Mechanical Works		54,857,195.39			14,100,598.75	39,399,401.97
Penstock Pipe		222,651,160.88			57,011,905.76	160,123,467.92
Power House with Tailrace		93,191,227.47			23,234,668.36	67,627,005.69
Switchyard		51,317,343.18	10,042,922.73		1,127,220.27	39,418,500.17
Transmission Line		46,528,222.85			1,145,037.40	33,240,470.24
Tunnel Works and Ferry		264,827,439.14			75,266,908.38	189,560,530.76
Staff Quarter		8,091,938.40			212,011.61	6,154,703.35
Total (B)		1,513,015,161.33	10,042,922.73		1,937,235.05	1,101,347,959.35
Office Equipment	25%					
Camera		42,300.00			40,211.62	2,088.38
CCTV and Camera		322,074.86	75,936.00		225,432.99	91,465.40
Communication Set		412,412.00			5,176.47	20,705.87
Computer & Printer		1,068,831.95			5,948.58	16,645.74
Furniture and Fixture		1,519,372.67	78,003.90		903,956.02	123,656.95
Graves Generator		855,879.15			1,315,730.22	217,255.09
Hard Drive		15,438.29			716,245.06	104,724.57
Television		71,079.00			15,438.29	1,866.01
Office Equipment		725,059.50	25,500.00		63,112.75	5,974.69
Photocopy Machine		108,730.00			675,146.45	49,313.05
UPS Inverter		194,799.00			18,853.26	56,559.79
Water Pump		53,675.00			1,342.02	4,026.06
Total (C)		5,313,715.42	179,439.90		32,917.87	20,757.13
Vehicle	20%					
Hundai IONIC 5		10,110,776.00			1,348,103.47	8,762,672.53
Mahindra Bolero Jsep		2,330,000.00	10,110,776.00		1,873,939.35	456,060.65
Land Rover Jsep		6,811,119.36			1,759,924.18	570,075.82
Mazda Pickup		3,625,000.00			6,151,912.99	27,365.99
Toyota Corolla		4,840,882.40			3,274,158.54	280,673.17
Motor Cycle (Unicom)		323,900.00			70,168.29	350,841.46
Motorcycle (Honda Shine)		189,900.00			4,372,363.15	374,815.40
Total (D)		18,120,891.76	10,110,776.00		298,821.37	31,482.29
Office Tools	15%					
Geological Tools		10,057.00			6,371.99	25,078.63
Survey Equipments		560,005.40			158,040.07	25,487.95
Generator		182,450.00			164,412.05	31,859.93
Transformer Oil Filter		791,000.00			164,412.05	31,859.93
Total (E)		1,643,512.40			1,779,473.69	10,452,153.43
Fixed Assets Except Land Total (F) (B+C+D+E)		1,538,002,190.91	20,333,138.63		445,382,917.19	1,112,953,412.35
Total (A+F)		1,566,386,243.63	20,333,138.63		445,382,917.19	1,141,336,485.07



(Handwritten signatures and initials)



(Handwritten signatures and initials)

Accounting for Property, Plant & Equipment
4.2. Intangible Assets

Figures in NPR

Particulars	Amount
Balance as at Ashadh End, 2080	1,129,012,634
Additions	10,042,922.73
Disposals	-
Adjustments during the year	-
Amortization	(37,707,597.15)
Balance as at Ashadh End, 2081	1,101,347,959

Project assets presented under intangible assets are amortized over the project period.

4.3 Investment

Figures in NPR

Particulars	As at 31 Ashadh, 2081		As at 31 Ashadh, 2080	
	No. of Shares	Amount	No. Of Shares	Amount
Investment				
Apex Makalu Hydropower Limited (Equity Shares of NPR 100 fully paid up)	4,427,440	442,744,000	3,100,000	310,000,000

4.4. Other Non-Current Assets

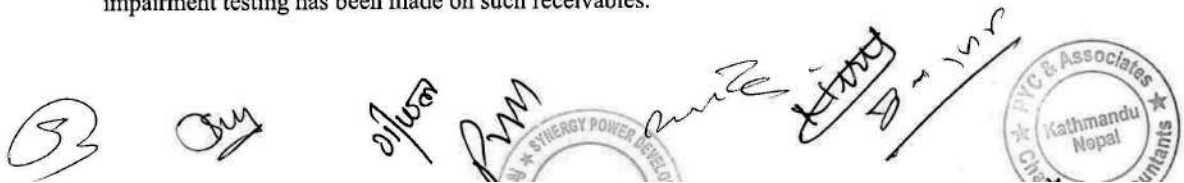
Other Non-current assets include advance payments, landings, deposits and other advances to be realized within more than 12 months.

Figures in NPR

Particulars	As at 31 Ashadh, 2081	As at 31 Ashadh, 2080
Bailee International Pvt. Ltd	582,819.05	582,819.05
Dawa Construction-Advance	379,182.65	379,182.65
Poppu & Sons Services	4,604,001.10	4,604,001.10
Lafa Construction	1,000,000.00	1,000,000.00
Padma Shree Pvt. Ltd.	29,077.57	29,077.57
Surya Prasad Adhikari	500,000.00	500,000.00
Total	7,095,080.37	7,095,080.37

4.5. Trade Receivables

Receivable balance of the Company is from Nepal Electricity Authority, which is owned by Government of Nepal and therefore have been assumed to have zero risk of recovery. So, no impairment testing has been made on such receivables.

 The bottom section of the page contains several handwritten signatures and stamps. On the right, there is a circular stamp for 'PYG & Associates Chartered Accountants' located in Kathmandu, Nepal. In the center, there is a stamp for 'SYNERGY POWER DEVELOPMENT LIMITED'. To the left of this stamp, there are several handwritten signatures in Nepali script.

Figures in NPR

Particulars	As at 31 Ashadh,2081	As at 31 Ashadh,2080
Nepal Electricity Authority	68,123,979.41	89,944,916.47
Total	68,123,979.41	89,944,916.47

This includes the Cash in Hand, Balance in Digital Wallet, Balance with Banks and Financial Institutions which are used by the company for management of its short-term commitment. The fair value of cash is it's carrying amount.

4.6. Cash and Cash Equivalent

Figures in NPR

Particulars	As at 31st Ashadh 2081	As at 31st Ashadh 2080
Balance with Banks		
Sanima Bank Ltd	1,693,939.07	2,804,247.03
Global IME Bank	138,014.99	149,684.99
Nabil Bank Ltd	22,424.23	22,424.23
Bank of Kathmandu	11,670.00	-
Nepal Bank Ltd.	8,965.00	8,965.00
Total	1,875,013.29	2,985,321.25


4.7. Other Current Assets

Other current assets include advance payments, lending, deposits and LC margin.

Figures in NPR

Particulars	As at 31st Ashadh 2081	As at 31st Ashadh 2080
Deposit for Exim Code (at Sanima Bank)	300,000.00	300,000.00
Dawa Sherpa	200,000.00	-
Deposit for LC (at Sanima Bank)	68,000.00	68,000.00
Hatemalo Nirman Sewa	1,372,065.00	-
Prepaid Expenses (Insurance Paid)	1,436,326.57	1,662,187.02
Advance Income Tax	2,131,242.67	3,067,088.58
Moonlight Heavy Equipment Pvt. Ltd.	3,190,000.00	1,840,000.00
Staff Advance	504,091.68	99,800.00
Prahari Kalyan Kosh Deposit	205,305.57	205,305.57
Raj Kumar Bhandari	500,000.00	500,000.00
Yadav Prasad Acharya	39,307.10	-
Sipringeshwori Construction and Suppliers	345,612.13	-
Securities Board of Nepal (SEBON)	478,186.26	-
Sawala Devi Oil Store Pvt. Ltd	24,133.97	57,955.71
Total	10,794,270.95	7,800,336.88

(Handwritten signatures and stamps)

4.8. Current Tax assets/ Liability

The company has policy of booking current tax assets/liability by netting off advance income tax with the provision for taxation made.

Tax holiday has expired, therefore the effective tax rate for the current year is 17% as per section 11 of Income Tax Act, 2058.

4.9. Share Capital

Financial Instruments issued are classified as equity when there is no contractual obligation to transfer cash, other financial assets or issue available number of own equity instruments.

Figures in NPR

Particulars	As at 31st Ashadh, 2081		As at 31st Ashadh, 2080	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares				
(A) Authorized Capital				
Equity Shares of Rs. 100 each with voting rights	12,500,000	1,250,000,000	12,500,000	1,250,000,000
(B) Issued Share Capital				
Equity Shares of Rs. 100 each with voting rights	12,500,000	1,250,000,000	12,500,000	1,250,000,000
(C) Paid-Up Share Capital				
Equity Shares of Rs. 100 each with voting rights	12,098,625	1,209,862,500	8,065,750	806,575,000

Terms/rights attached to equity shares The Company has only one class of equity shares having par value of NPR 100 per share. Every member holding equity shares therein shall have voting rights in proportion to the member's share of the paid up equity share capital. The Company declares and pays dividend in Nepalese rupees.

4.9A. Share Premium

Figures in NPR

Particulars	As at 31st Ashadh, 2081	As at 31st Ashadh, 2080
Opening Balance	-	
During the year	26,565,902.94	
Total	26,565,902.94	-

4.10 .Other Equity

The reserve includes the reserve brought forward, this year profit, revaluation reserve, corporate social responsibility reserve and doubtful debt reserve. The detail of reserve and surplus is:

[Handwritten signatures and stamps]

Figures in NPR

Particulars		As at 31st	As at 31st
		Ashadh, 2081	Ashadh, 2080
General Reserve:		98,704,539.14	77,377,024.37
Opening:	77,377,024.37		
Profit during the year	21,542,944.21		
Transfer to CSR	215,429.44		
CSR	246,776.23	462,205.68	246,776.23
Opening	---		
Expenses during the year			
Add: Provision during the year	215,429.44		
Total		99,166,744.82	77,623,800.60

CSR expenses as per Industrial Enterprises Act 2076 New Industrial Enterprises Act 2076 (the "Act") has been introduced with effect from Mangshir 28, 2076 repealing the Industrial Enterprises Act 2073 (the "Previous Act"). Section 54 of Industrial Enterprises Act 2076 makes it mandatory to allocate 1% of the annual profit to be utilized towards corporate social responsibility (the "CSR Requirement"). The fund created for CSR is to be utilized on the basis of annual plans and programs but in the sectors, that are prescribed under the Act. In current year. CSR expenses has not been incurred from CSR reserve in the current year.

4.11. Borrowing

The fair value of amount due to bank and financial institutions generally approximate their carrying amount. All the amount due to bank and financial institutions reflected in the book of the company are with the tenure more than a year.

Figures in NPR

Particulars	As at 31st Ashadh, 2080	As at 31st Ashadh, 2081
Secured Loan		
- Loan from Bank	280,810,872.73	547,233,689.75
Total	280,810,872.73	547,233,689.75

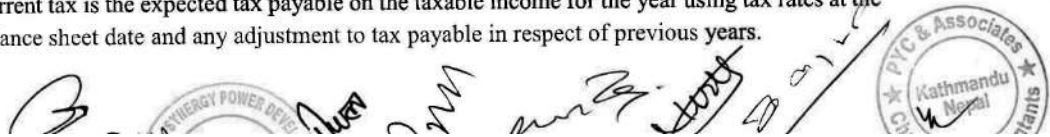
4.12. Income Tax

Income Tax

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

i) 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.



Figures in NPR

Tax expense recognized in the Statement of Profit and Loss	As at 31st Ashadh, 2081	As at 31st Ashadh, 2080
Current tax expenses		
Current tax on profits for the year	4,700,115.05	(4,594,908.78)
Adjustments for under provision in prior periods		
Deferred tax credit/charge		
Origination and reversal of temporary differences		2,270,639.46
Adjustments/(credits) related to previous years - (net)		
Income tax expense reported in Statement of Profit or Loss	4,700,115.05	(2,324,269.32)

Figures in NPR

Calculation Of Deferred Tax

Particulars	Book Value	Tax Base	Difference
Fixed Assets	1,141,330,485	1,114,275,506	27,054,979.02
Gratuity	5,460,676.89		5,460,676.89
Total Temporary Difference			21,594,302.13
DTL for 80-81 @ 17%			3,671,031.362
DTL for 79-80			3,481,156.046
Reversal of DTL/ DT Income			189,875.315

4.13. Borrowings

Short term loans are expected to be settled within 12 months after reporting period.

Therefore, such loans are classified under current liabilities.

Figures in NPR

Particulars	As at 31st Ashadh, 2081	As at 31st Ashadh, 2080
(A) Unsecured Loan		
1. Short Term Loan (OD)	30,000,000	30,000,000
2. Bank Loan (Term)		85,008,821
Total	30,000,000	115,008,821

4.14. Trade and Other Payables

Trade and other payables include sundry creditors, audit fee, TDS payable, salary payable, other expenses payables and similar other liabilities that meet the aforementioned conditions.

Figures in NPR

Particulars	Anx.	As at 31st Ashadh, 2081	As at 31st Ashadh, 2080
a. Sundry Creditors	4.14.A	6,172,715.64	10,610,100.95
b. TDS Payable	4.14.B	1,223,914.78	725,857.83
c. Other Payable	4.14.C	3,200,493.37	6,498,747.60
d. Provision for Income Tax		4,700,115.05	4,594,908.78
d. Provision	4.14.D	6,588,538.41	6,226,244.27
Trade and Other Payables (A)		21,885,777.25	28,655,859.39



Signature

Signature

Signature



4.14 A Detail of sundry creditors

Figures in NPR

Particulars	As at 31st Ashadh, 2081	As at 31st Ashadh, 2080
Aadhidev Impex and Trading house Pvt. Ltd.	53,500.00	838,500.00
Aadhunik Construction & Suppliers -Retention	-	208,144.70
Civil Capital Limited	69,627.00	69,627.00
Durga Engineering & Auto Works Pvt. Ltd	10,202.25	-
Hotel Singati In	72,430.00	-
Himjala Traders Pvt. Ltd.	19,512.50	74,256.32
Kalinchok Hardware and Suppliers	-	75,875.75
Nees Engineers Pvt. Ltd	1,508,575.49	183,530.98
Nepal Hydro & Electric Ltd	-	2,037,032.52
Samalidevi Nirman Sewa - Retention	-	20,931.45
Sothali Construction & Suppliers Pvt. Ltd	1,235,629.89	-
Upalabdh Media Pvt. Ltd.	4,281.60	-
Upper Tamakoshi Hydropower Limited	-	3,324,272.57
Provident Fund Payable	1,027,784.00	1,266,978.00
Citizen Investment Trust	290,000.00	295,000.00
Royalty Payable to Department of Electricity Development	1,429,484.83	1,864,263.54
Other Payable	451,688.12	351,688.12
Total	6,172,715.68	10,610,100.95

4.14.B TDS Payable







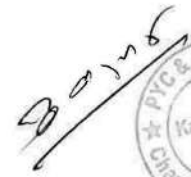

Figures in NPR

Particulars	As at 31st Ashadh,2081	As at 31st Ashadh,2080
TDS Payable	1,069,423.12	584,255.06
House Rent TDS Payable	154,491.66	141,602.77
Total	1,223,914.78	725,857.83

4.14.C Other Payables

Figures in NPR

Particulars	As at 31st Ashadh,2081	As at 31st Ashadh,2080
a. Salary Payable	1,669,893.37	2,968,147.60
b. Director Payable		
Surendra Bahadur Khadka	-	2,000,000.00
Meeting Allowances Payable	30,600.00	30,600.00
C. Apex Equipment Pvt. Ltd (Advance Received)	1,500,000.00	1,500,000.00
Total	3,200,493.37	6,498,747.60

4.14.D Provisions

Figures in NPR

Particulars	As at 31st Ashadh, 2081	As at 31st Ashadh, 2080
a. Audit Fee	446,000.00	446,000.00
b. Employment Welfare Fund	252,860.52	252,860.52
c. Provision for Gratuity	5,460,676.89	4,987,345.89
d. Provision for employee bonus	429,001.00	540,037.86
Total	6,588,538.41	6,226,244.27

Net Defined Benefit Obligation

(a) Defined contribution plan

The Company recognizes contributions to defined contribution plans as an expense in the statement of profit or loss as incurred. It includes following:

Employees' provident fund

The Company contributes 10% of the basic salary along with 10% contribution by the employee themselves to the Employees' Provident Fund managed by Government of Nepal.

Citizens' Investment Trust

The company doesn't contribute to the Citizens' Investment Trust; however, employee may contribute according to their preference.

(b) Defined Benefit Plan

During the year, the Company has made Provision for Gratuity and Leave Encashment for which actuary calculation has not been done and the fund is not deposited in any approved retirement fund till the reporting date.

4.15. Revenue

Figures in NPR

Particulars	As at 31st Ashadh, 2081	As at 31st Ashadh, 2080
Electricity Sales	160,188,844.48	198,785,886.40
Total	160,188,844.48	198,785,886.40

4.16. Finance income

Finance income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Figures in NPR

Particulars	As at 31st Ashadh, 2081	As at 31st Ashadh, 2080
Finance Income	495,472.57	32,037.35
Total	495,472.57	32,037.35



Signature

Signature

Signature



4.17. Project Expenses

Figures in NPR

Particulars	As at 31st	
	Ashadh,2081	Ashadh,2080
Access Road Maintenance	-	78,884.60
Fuel & Lubricant (Site)	400,120.98	307,991.02
Electricity Expenses	83,836.50	98,053.20
Electrical Equipment	228,260.00	1,258,130.41
Festival Expenses	302,883.07	223,090.00
Machinery/Other Equipment	264,052.44	32,443.72
Metering CT/PT	-	677,434.50
NEA Charges	292,710.46	11,998.00
House rent	40,000.00	-
Plantation at Site	-	10,900.00
Repair and Maintenance	445,294.01	7,430,583.51
Stationery and Printing Expenses	-	241,115.00
Plant Expenses	611,534.82	663,483.00
Staff food	216,463.00	245,694.00
Staff Dress & Residence Expenses	22,930.00	65,589.00
Social Welfare Expenses	351,740.00	482,518.95
Transmission line Expenses	1,684,496.65	1,684,496.86
Telephone Expenses	8,915.00	26,450.00
Transformer Oil/Turbine Oil Expenses	1,236,000.00	1,506,000.01
Wages	18,200.00	-
Total	6,207,436.93	15,044,855.78

4.18. Administrative and General Expenses

Figures in NPR

Particulars	As at 31st	
	Ashadh,2081	As at 31st Ashadh,2080
Fuel and Lubricant	518,521.00	760,852.00
AGM Expenses	464,735.00	341,060.25
Audit Fee	452,000.00	452,000.00
Advertisement	238,529.00	108,684.00
Bank Charges	1,391,413.80	13,569.02
Company Registration and Renewal	-	32,000.00
Consultancy Fee	2,138,500.00	741,180.00
Credit Rating Fee	-	359,114.00
Communication Expenses	44,668.00	66,765.86
Electricity & Water Supply	51,186.00	38,070.30
Guest and Hospitality	651,985.20	80,066.70
House Rent (Head office)	1,466,666.65	1,377,777.76








Income Tax and fine	-	98,434.95
Legal Expenses	45,200.00	7,059.00
Malpot Fee	200,600.00	-
Membership and Renewal Expenses	326,500.00	305,000.00
Meeting Allowances	966,117.63	744,676.43
Office Expenses	289,562.00	340,066.75
Printing & Stationery Expenses	36,505.55	39,471.65
Right Share Issue	1,137,056.56	1,653,275.00
Repair and Maintenance- Vehicle	524,734.57	867,433.00
Forest Royalty	159,203.91	144,730.84
Share Registration Expenses	156,048.00	100,200.00
Training Expenses	7,000.00	11,300.00
Transportation Expenses	256,125.55	383,881.41
Vehicle Tax	204,272.00	131,450.00
Webhosting Fee	22,600.00	22,600.00
Total	11,749,730.42	9,220,718.92

4.19. Personnel Expenses

The personnel expenses include salary as well as other staff related expenses. Such expenses has been charged directly through Statement of Profit and Loss Account.

Figures in NPR

Particulars	As at 31st Ashadh,2081	As at 31st Ashadh,2080
Salary	19,107,828.30	19,592,420.25
Employee Provident Fund	1,054,686.00	1,096,894.00
Gratuity	881,642.00	922,750.00
Staff Bonus	429,001.00	540,037.86
Total	21,473,157.30	22,152,102.11

4.20. Other Expenses

Figures in NPR

Particulars	As at 31st Ashadh,2081	As at 31st Ashadh,2080
a. Insurance Expenses-Plant	3,800,887.71	4,159,403.3
b. Royalty - (Department of Electricity Development)	4,203,824.39	4,975,717.72
Total	8,004,712.1	9,135,121.02

Handwritten signatures and stamps:

Handwritten initials: B, Guy, अमृत, Pmm, अमृत, सुरेश, 20/1/20





4.21. Finance Expenses

The finance expenses include bank charges, service charges on loans and interest on bank loan.

Figures in NPR

Particulars	As at 31st Ashadh, 2081	As at 31st Ashadh, 2080
Finance -Expenses	46,994,192.13	76,534,716.73
Total	46,994,192.13	76,534,716.73

4.22. Earning Per Shares

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 treasury shares, bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

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 issued at a later date.

4.23. Related Party Disclosure

a. Company has invested Rs. 44.27 crores as on Ashadh end 2081 in Apex Makalu Hydro Power Limited.

b. Those charged with governance

Those charged with governance includes members of the board of directors namely:

Indra Bahadur Thapa	Chairperson
Surendra Bahadur Khadka	Managing Director
Arun Singh Basnet	Director
Prakash Kumar Adhikari	Director
Gopal Prasad Acharya	Director
Niru K.C.Karki	Director

The following provides expenses incurred for those charged with governance

Figures in NPR

Nature of Expenses	Current Year	Previous Year
Meeting Allowances	984,000.00	600,000.00
Other Expenses	-	-











Transactions with key management personnel

Key Management personnel includes:

Surendra Bahadur Khadka- Managing Director

Figures in NPR

Particulars	Current Year	Previous Year
Employee Benefit	2,687,891.00	2,830,160.00
Other Expenses	-	-

B

Dr


रिजल्ट


Prm

Khadka

surendra

B





१७औं वार्षिक साधारण सभाका मलकहरु





सिनर्जी पावर डेवलपमेन्ट लिमिटेड
Synergy Power Development Limited

Add: Baluwatar Kathmandu, nepal | Contact: (+977) 01-4513212

Email: email.synergy@gmail.com, info@synergyhydro.com

Web: www.synergyhydro.com