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ANNUAL REPORT
७ औ वार्षिक साधारण सभा
आ.व. २०८१/०८२

ग्रीन भेन्चर्स लिमिटेड

(लिखु-४ जलविद्युत आयोजना ५२.४ मे.वा.)

GREEN VENTURES LIMITED

(Likhu-IV Hydroelectric Project 52.4 MW)



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संचालक समिति



अमूल अग्रवाल

संचालक, अध्यक्ष
(त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि)



श्रुजना अधिकारी

संचालक
(संस्थापक शेयरधनी तर्फ)
(त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि)



आशिष कुमार अग्रवाल

संचालक
(संस्थापक शेयरधनी तर्फ)



कमलेश कुमार अग्रवाल

स्वतन्त्र संचालक



भुपेन महर्जन

संचालक
(सर्वसाधारण शेयरधनी तर्फ)
(सेल्ट्रोन् नेपाल प्रा.लि.को तर्फबाट प्रतिनिधि)



ग्रीन भेन्चर्स लिमिटेड

प्रोक्सी फारम (प्रतिनिधि पत्र)

श्री संचालक समिति

ग्रीन भेन्चर्स लिमिटेड

त्रिवेणी कम्प्लेक्स, पुतलीसडक, काठमाडौं ।

विषय: प्रतिनिधि नियुक्त गरेको बारे ।

..... जिल्ला म.न.पा./उ.म.न.पा./न.पा./गा.पा. वडा नं. बस्ने म/हामी
..... ले त्यस कम्पनीको शेयरधनीको हैसियतले वि.सं. २०...../...../..... गते
..... का दिन हुने कम्पनीको ... औं वार्षिक साधारण सभामा म/हामी स्वयं उपस्थित भई छलफल एवं निर्णयमा
सहभागी हुन तथा मतदान गर्न नसक्ने भएकाले उक्त सभामा मेरो/हाम्रो तर्फबाट छलफल एवं निर्णयमा सहभागी हुन
तथा मतदान गर्नका लागि जिल्ला म.न.पा./उ.म.न.पा./न.पा./गा.पा.
वडा नं. बस्ने श्री लाई मेरो/हाम्रो प्रतिनिधि नियुक्त गरि पठाएको छु/पठाएका
छौं ।

प्रतिनिधि नियुक्त भएको व्यक्तिको

हस्ताक्षरको नमूना :

शेयरप्रमाणपत्र नं. :

शेयरधनी/हितग्राही परिचय नं. :

शेयर संख्या :

मिति :

निवेदकको

दस्तखत :

नाम :

ठेगाना :

शेयर प्रमाणपत्र नं. :

शेयरधनी/हितग्राही परिचय नं. :

शेयर संख्या :

ग्रीन भेन्वर्स लिमिटेड
लिखु-४ जलविद्युत आयोजना (५२.४ मे.वा.)
पुतलीसडक, काठमाडौं, फोन नं. ०१-५३४२३१७

सातौं वार्षिक साधारण सभा सम्बन्धी सूचना

श्री आदरणीय शेयरधनी महानुभावहरु,

यस ग्रीन भेन्वर्स लिमिटेडको मिति २०८२।०९।०७ मा बसेको संचालक समितिको ३१औं बैठकको निर्णयानुसार यस कम्पनीको **सातौं वार्षिक साधारण सभा** निम्न विषयहरु उपर छलफल तथा निर्णय गर्न देहाय बमोजिमको मिति, समय र स्थानमा बस्ने भएको हुँदा सम्पूर्ण शेयरधनी महानुभावहरुको जानकारीको लागि यो सूचना प्रथम पटक प्रकाशित गरिएको छ ।

वार्षिक साधारण सभा हुने मिति, समय र स्थान:

मिति: २०८२ साल पुस ३० गते बुधवार (तदनुसार १४ जनवरी, २०२६) ।

समय: बिहान ११:०० बजे ।

स्थान: रानी महल व्याडक्वेट, ज्ञानेश्वर, काठमाडौं ।

वार्षिक साधारण सभाको छलफल तथा निर्णयको लागि निर्धारित विषय सूची :

क. सामान्य प्रस्तावहरु :

- (१) आ.व. २०८१।०८२ को संचालक समितिको वार्षिक प्रतिवेदन उपर छलफल गरि पारित गर्ने ।
- (२) आ.व. २०८१।०८२ को लेखापरीक्षण प्रतिवेदन सहितको वासलात, नाफा तथा नोक्सान विवरण, नगद प्रवाह विवरण सहितको वार्षिक आर्थिक विवरण पारित गर्ने ।
- (३) आ.व. २०८२।०८३ को लागि लेखापरीक्षकको नियुक्ती तथा पारिश्रमीक निर्धारण गर्ने ।
- (४) कालिगण्डकी गर्ज हाइड्रोपावर प्रा.लि. (१८० मे.वा. जलविद्युत आयोजना) ले प्राप्त गर्ने ऋण सुविधाको लागि कर्पोरेट ग्यारेन्टी (Corporate Guarantee) दिने तथा उक्त कम्पनीमा लगानी गरी यस कम्पनीको नाममा आउने संस्थापक शेयर सुरक्षण (Share Pledge) मा राख्ने सम्बन्धी संचालक समितिको बैठकबाट भएको निर्णय अनुमोदन गर्ने ।
- (५) संचालकहरुको नियुक्ती सम्बन्धी संचालक समितिको बैठकबाट भएको निर्णय अनुमोदन गर्ने ।

ख. विशेष प्रस्तावहरु :

- (१) कालिगण्डकी गर्ज हाइड्रोपावर प्रा. लि. मा लगानी गर्नको लागि संचालक समितिले प्रस्ताव गरे अनुसार शेयरधनीहरुलाई कम्पनीको तत्काल कायम रहेको चुक्ता पूँजी रु. ३,४३,७५,००,००० (तीन अर्ब त्रिचालिस करोड पचहत्तर लाख) को १:१ को अनुपातमा रु. ३,४३,७५,००,००० (तीन अर्ब त्रिचालिस करोड पचहत्तर लाख) बराबरको ३,४३,७५,००० (तीन करोड त्रिचालिस लाख पचहत्तर हजार) किता हकप्रद शेयर जारी गर्ने ।
- (२) संचालक समितिले प्रस्ताव गरे अनुसार कम्पनीका शेयरधनीहरुलाई हकप्रद शेयर जारी गर्नका लागि कम्पनीको अधिकृत तथा जारी पूँजीमा वृद्धि गर्ने र सोही बमोजिम प्रबन्धपत्र तथा नियमावलीको सम्बन्धित दफामा संशोधन गर्ने ।
- (३) हकप्रद शेयर जारी गर्ने क्रममा सम्बन्धित नियामक निकाय/कार्यालयले कुनै फेरबदल/संशोधन/परिमार्जन गर्न कुनै सुझाव वा निर्देशन दिएमा सोही अनुरूप आवश्यक फेरबदल/संशोधन/परिमार्जन गर्न तथा कम्पनीको प्रबन्धपत्र तथा नियमावलीमा आवश्यक संशोधन गर्न कम्पनीको संचालक समितिलाई अख्तियारी प्रदान गर्ने ।

ग. विविध:

वार्षिक साधारण सभा सम्बन्धी अन्य जानकारी:

- १) साधारण सभामा भाग लिने प्रयोजनको लागि मिति २०८२।०९।१६ गते १ दिनको लागि कम्पनीको शेयरधनी दर्ता किताब बन्द (Book Close) रहनेछ। नेपाल स्टक एक्सचेन्ज लि. मा मिति २०८२।०९।१५ गते सम्म कारोबार भई शेयर खरिद गरि आफ्नो नाममा शेयर नामसारी भई आएका शेयरधनीहरूको यस कम्पनीको शेयर रजिष्ट्रार लक्ष्मी सन्राइज क्यापिटल लिमिटेडमा प्राप्त शेयर नामसारीको लिखतको आधारमा शेयरधनी दर्ता किताबमा कायम शेयरधनीहरूले मात्र सो सभामा भाग लिन सक्नेछन।
- २) कम्पनी ऐन, २०६३ को दफा ८४ को प्रयोजनार्थ संक्षिप्त आर्थिक विवरण शेयरधनीको जानकारीको लागि यसै सूचना साथ प्रकाशित गरिएको छ। साथै कम्पनी ऐन, २०६३ को दफा ७९ बमोजिमको वार्षिक आर्थिक विवरण, संचालक समितिको प्रतिवेदन, लेखापरीक्षकको प्रतिवेदन, दफा ७८ बमोजिम तयार पारिएको प्रतिवेदन र सभामा पेश हुने प्रस्तावहरू यस कम्पनीको रजिष्टर्ड कार्यालय त्रिवेणी कम्प्लेक्स, दोश्रो तल्ला, पुतलीसडक, काठमाडौंमा वा शेयर रजिष्ट्रार लक्ष्मी सन्राइज क्यापिटल लिमिटेड, नयाँ बानेश्वर, काठमाडौंबाट प्राप्त गर्न सक्नुहुनेछ वा कम्पनीको वेबसाईट www.greenventuresnepal.com मा हेर्न र डाउनलोड गर्न सकिनेछ।
- ३) साधारण सभामा भाग लिन वा मतदान गर्नको लागि प्रतिनिधि (प्रोक्सी) नियुक्त गर्न चाहने शेयरधनीहरूले प्रोक्सी फारम भरी सभा सुरु हुन तोकिएको समय भन्दा कम्तिमा ४८ घण्टा अगावै कार्यालय समय भित्र कम्पनीको रजिष्टर्ड कार्यालय त्रिवेणी कम्प्लेक्स, दोश्रो तल्ला, पुतलीसडक, काठमाडौंमा दर्ता गरिसक्नु पर्नेछ। त्यसरी प्रतिनिधि नियुक्त गरिसकेपछि उक्त प्रतिनिधि बदर गरी अर्का प्रतिनिधि मुकुरर गरी सभा सुरु हुने भनि तोकिएको समय भन्दा कम्तिमा ४८ घण्टा अगावै कम्पनीको कार्यालय समय भित्र दर्ता गरेमा वा आफु स्वयं साधारण सभामा उपस्थित हुन आएमा त्यस्तो शेयरधनीले गरिदिएको अधिल्लो प्रतिनिधि (प्रोक्सी) स्वतः बदर हुनेछ। कुनै शेयरधनीले एक भन्दा बढी व्यक्तिलाई प्रतिनिधि नियुक्त गरेको भएमा निज स्वयंले अन्य बदर गरी एउटा कायम गरेको अवस्थामा बाहेक त्यस्ता सबै प्रतिनिधि (प्रोक्सी) हरू स्वतः बदर हुनेछन। प्रतिनिधि (प्रोक्सी) मुकुरर गर्दा आफ्नो सम्पूर्ण शेयरको प्रतिनिधि एउटै व्यक्तिलाई नियुक्त गर्नुपर्दछ। कुनै किसिमबाट प्रोक्सी छुट्याई दिएमा छुट्याएको सबै प्रोक्सी बदर गरिनेछ।
- ४) शेयरधनी महानुभावहरूको सभामा उपस्थितिको लागि हाजिरी पुस्तिका सभा स्थलमा साधारण सभा हुने दिन बिहान १०:०० बजे देखि बिहान ११:३० बजे सम्म खुल्ला रहनेछ। साधारण सभामा भाग लिने प्रत्येक शेयरधनी महानुभावहरू वा प्रोक्सीले सभा हुने स्थानमा उपस्थित भई उक्त स्थानमा रहेको हाजिरी पुस्तिकामा दस्तखत गर्नुपर्नेछ। शेयरधनीको उपस्थितिबाट कम्पनी ऐनको व्यवस्था बमोजिम साधारण सभाका लागि आवश्यक गणपूरक संख्या पुरा भए पश्चात सभाको काम कारवाही अगाडी बढाइनेछ।
- ५) साधारण सभामा उपस्थित हुने सम्पूर्ण शेयरधनी वा प्रोक्सीले शेयर प्रमाणपत्र वा डिभ्याट खाताको विवरण र आफ्नो परिचय खुल्ने सक्कल प्रमाणपत्र (जस्तै नागरिकता प्रमाणपत्र वा अन्य कुनै सरकारी निकायबाट जारी भएको परिचयपत्र) अनिवार्य रूपमा साथमा लिई आउनुपर्नेछ, अन्यथा सभाकक्ष भित्र प्रवेश गर्न पाइनेछैन।
- ६) साभा रूपमा शेयर ग्रहण गर्ने शेयरधनीहरूको हकमा साभेदारद्वारा नियुक्त साभेदारले वा निजले नियुक्त गरेको प्रतिनिधि (प्रोक्सी) ले र सो बमोजिम नियुक्त हुन नसकेकोमा शेयरधनीहरूको दर्ता किताबमा क्रमानुसार नाम अधि लेखिएको साभेदारले मात्र सभामा भाग लिन, छलफल गर्न र मतदान गर्न पाउनेछ।
- ७) नाबालक तथा अशक्त शेयरधनीको तर्फबाट संरक्षकको रूपमा शेयरधनी दर्ता किताबमा नाम दर्ता भएको व्यक्तिले सभामा भाग लिन वा प्रोक्सी नियुक्त गर्न सक्नेछ।
- ८) यस कम्पनीको शेयर खरिद गरेको संगठित संस्था वा कम्पनीले सभामा भाग लिनको लागि प्रतिनिधि मुकुरर गर्न सक्नेछ। प्रतिनिधि मुकुरर गर्ने संगठित संस्था वा कम्पनी भएमा त्यस्तो संस्था वा कम्पनीको निर्णय तथा छाप सहित अधिकार प्राप्त व्यक्तिको दस्तखत गरेको पत्र सहित उपस्थित हुनु पर्नेछ।
- ९) शेयरधनी महानुभावहरूले व्यक्त गरेको मन्तव्य वा प्रश्नहरूको सम्बन्धमा संचालक समितिको तर्फबाट सामूहिकरूपले वा संचालक समितिका अध्यक्षले वा अध्यक्षले तोकेको व्यक्तिले जवाफ दिन सक्नुहुनेछ।
- १०) साधारण सभाको काम कारवाहीहरू कम्पनी ऐन, २०६३ तथा कम्पनीको प्रवन्धपत्र, नियमावली बमोजिम हुनेछ।
- ११) साधारण सभा सम्बन्धी थप जानकारीको लागि यस कम्पनीको रजिष्टर्ड कार्यालय त्रिवेणी कम्प्लेक्स, दोश्रो तल्ला, पुतलीसडक, काठमाडौं (फोन नं. ०१-५३४२३१७) वा यस कम्पनीको शेयर रजिष्ट्रार लक्ष्मी सन्राइज क्यापिटल लिमिटेड, नयाँ बानेश्वर, काठमाडौंमा (फोन नं. ०१-५९७००६४) सम्पर्क गर्न सकिनेछ।

संचालक समितिको आज्ञाले
कम्पनी सचिव

ग्रीन भेन्वर्स लिमिटेडको
सातौं वार्षिक साधारण सभामा संचालक समितिको तर्फबाट
अध्यक्ष श्री अमूल अग्रवालद्वारा प्रस्तुत मन्तव्य

आदरणीय शेयरधनी महानुभावहरु,

यस ग्रीन भेन्वर्स लिमिटेडको सातौं वार्षिक साधारण सभा (आ.व. २०८१/०८२) मा उपस्थित सम्पूर्ण महानुभावहरुलाई संचालक समितिको तर्फबाट हार्दिक स्वागत गर्दछु।

यस अवसरमा कम्पनीको आ.व. २०८१/०८२ को वित्तिय विवरण लगायत अन्य गतिविधिहरु र कृयाकलापहरुको विवरण संक्षिप्त रूपमा यस सभामा प्रस्तुत गर्न गरिँदैछु।

कम्पनीको यस वार्षिक साधारण सभामा हाम्रो निमन्त्रणा स्वीकार गरी उपस्थित हुनु भएका सम्पूर्ण शेयरधनी तथा उपस्थित महानुभावहरुलाई कम्पनीको संचालक समितिको तर्फबाट हार्दिक स्वागत गर्न पाउँदा मलाई हर्षको अनुभूति भईरहेको छ। यस अवसरमा कम्पनीको आ.व. २०८१/०८२ को वासलात, नाफा नोक्सान हिसाब र नगद प्रवाह विवरण लगायतका वित्तिय विवरणहरु सभाको स्वीकृतिका लागी प्रस्तुत गर्ने अनुमति चाहन्छु। प्रस्तुत वित्तिय विवरण तथा प्रतिवेदनको अध्ययन पश्चात यहाँहरुबाट कम्पनीले पाउने रचनात्मक सुझाव, प्रत्यक्ष तथा अप्रत्यक्ष सहयोग र सदभावले कम्पनीको भावी कार्ययोजना निर्माण तथा लक्ष्य प्राप्तीमा थप मद्दत पुग्नेछ भन्ने विश्वास लिएको छु।

कम्पनीको परिचय

यो कम्पनी कम्पनी रजिष्ट्रारको कार्यालयमा मिति २०६१ मंसिर २२ मा दर्ता भई मिति २०७५ फाल्गुण १३ गते पब्लिक कम्पनीको रूपमा परिणत भएको थियो। कम्पनीको रजिष्टर्ड कार्यालय काठमाडौं महानगरपालिका वडा नं २८ पुतलीसडकमा छ।

यस कम्पनीले ओखलढुंगा तथा रामेछाप जिल्लामा लिखु -४ जलविद्युत आयोजना (५२.४ मे.वा) को निर्माण सम्पन्न गरी व्यापारिक उत्पादन र बिक्रि मिति २०७८/०७/२१ तदनुसार ०७ नोभेम्बर, २०२१ बाट सुरु गरि राष्ट्रिय प्रसारण लाइनमा आपूर्ति गरि सफलतापूर्वक संचालन गरिरहेको छ।

वित्तीय अवस्था

आज यहाँहरु समक्ष आ.व. २०८१/०८२ को लेखापरीक्षकद्वारा प्रमाणित वासलात, नाफा तथा नोक्सान विवरण, नगद प्रवाह विवरण लगायतका वित्तिय विवरणहरु तथा लेखापरीक्षकको प्रतिवेदन, कम्पनी ऐन, २०६३ को दफा १०९ को उपदफा ४ बमोजिमको संचालक समितिको प्रतिवेदन र अन्य विवरण उपलब्ध गराइसकिएको छ। उपरोक्त वित्तिय विवरणको सारांश छोटकरीमा देहाय बमोजिम प्रस्तुत गरेको छु।

- आ.व. २०८१/०८२ मा विद्युत बिक्रीबाट आम्दानी जम्मा रु. १,६०२,०६२,०९९ (एक अर्ब साठ करोड वीस लाख बैसठठी हजार उनान्सय रुपैया) भएको थियो।
- सोही अवधिमा जम्मा रु. २८२,१२५,४९८ (अठ्ठाइस करोड एक्काइस लाख पचिस हजार चार सय अठ्ठानब्बे) युनिट विजुली बिक्री गरिएको थियो। जुन कन्ट्र्याक्ट इनर्जीको ९५.१६ प्रतिशत हुन गएको छ।
- उक्त अवधिमा खुद नाफा रु. ३६८,७१७,५७१ (छत्तिस करोड सतासी लाख सत्र हजार पाँच सय एकहत्तर) भएको छ।
- आ.व. २०८१/०८२ असार मसान्तमा बैक कर्जा रु. ७,१३०,१०६,३६४ (सात अर्ब तेह्र करोड एक लाख छ हजार तीन सय चौसठठी) रहेको छ। नियमित रूपमा तोकिए बमोजिमको भुक्तानी तालिका अनुसार बैकको साँवा तथा ब्याज समेत भुक्तानी गर्दै आएको छ।
- कम्पनीको चुक्ता पूँजी रु. ३,४३,७५,००,००० (तीन अर्ब त्रिचालिस करोड पचहत्तर लाख) रहेको छ।

बीमा सम्बन्धी व्यवस्था

आयोजनाका सम्पूर्ण सम्पत्तिहरुको जोखिम ब्यहोर्न रु. १०,२२०,०००,०००/०० (दश अर्ब बाईस करोड) को सम्पत्ति बीमा तथा रु. १,४९०,०००,०००/०० (एक अर्ब उनन्चास करोड) को मेसिनरी ब्रेकडाउन बीमा गरिएको छ। विद्युत उत्पादन कार्य ३० दिन भन्दा बढी बन्द भएमा सो बाट पर्ने व्यवसायीक क्षतिको दावी भुक्तानी पाउने गरी रु. १,६७९,०००,०००/०० (एक अर्ब सतसठ्ठी करोड नब्बे लाख) को Loss of Profit बीमा गरिएको छ। यस कम्पनीले तेस्रो पक्षको बीमा, सम्पूर्ण कर्मचारीहरुको दुर्घटना तथा विरामी बीमा र सवारी साधनहरुको समेत बीमा गरिएको छ।

चालु आ.व. २०८२/२०८३ को तीन महिनाको अपरिष्कृत आर्थिक विवरण

चालु आ.व. २०८२/२०८३ को तीन महिनाको अवधिमा यस कम्पनीले प्रकाशित गरिएको अपरिष्कृत आर्थिक विवरण अनुसार विक्रीबाट आम्दानी रु. ५७६,०९२,८७७.०० (सन्ताउन्न करोड साठी लाख ब्यान्बे हजार आठ सय सतहत्तर) तथा खुद नाफा रु. ३०२,८८७,१५९.१०० (अक्षरेपी तीस करोड अठ्ठाइस लाख सतासी हजार एक सय उनसाठी) भएको थियो । साथै २०८२ श्रावण देखि मंसिर मसान्तसम्मको विक्रीबाट आम्दानी रु. ८६०,७२४,१९६.१०० (छयासी करोड सात लाख चौबीस हजार एक सय छयान्बे रुपैयाँ) प्राप्त भएको थियो ।

भावि लक्ष्य

ग्रीन भेन्चर्स लि. ले आफ्नो व्यापार विस्तारको लागि भविष्यमा अन्य कम्पनीको स्वामित्वमा रहेका जलविद्युत आयोजनामा लगानी गर्ने, त्यस्ता कम्पनीको शेयर खरिद गर्ने वा त्यस्ता कम्पनीलाई सहायक कम्पनी बनाउने वा त्यस्ता कम्पनीलाई यस कम्पनीले प्राप्ति गर्ने वा यस कम्पनीलाई अन्य कम्पनीमा गाभ्ने लक्ष्य लिएको छ । सोही अनुरूप म्याग्दी र मुस्ताङ्ग जिल्ला स्थित कालीगण्डकी नदीमा १८० मेगावाट क्षमताको अर्धजलाशययुक्त (Peaking Run of River-PROR) कालीगण्डकी गर्ज हाइड्रोपावर प्रोजेक्टको विकास तथा निर्माण गरिरहेको कालीगण्डकी गर्ज हाइड्रोपावर प्रा.लि. को ५१% संस्थापक शेयर खरिद गर्नका लागि मिति २०८२।०५।१० मा शेयर खरिद सम्झौता (Share Subscription Agreement) सम्पन्न भइसकेको छ । उक्त सम्झौता बमोजिम यस कम्पनीले उक्त कम्पनीमा लगानी गर्नेछ ।

मानव संसाधन व्यवस्था :

यस कम्पनीको आयोजनामा चौबिसै घण्टा निरन्तर विद्युत उत्पादन भईरहने हुनाले आयोजना स्थलमा आवश्यक अनुभवी कर्मचारीहरूको व्यवस्था गरिएको छ । त्यसैगरी प्रशासनिक तथा लेखा सम्बन्धि कार्यमा अनुभवी र दक्ष जनशक्तिको व्यवस्था गरिएको छ ।

शेयरधनी महानुभावहरू,

यस कम्पनीको उद्देश्य प्राप्तिको लागि प्रत्यक्ष तथा अप्रत्यक्ष रूपले सहयोग पुर्याउनु हुने शेयरधनी महानुभावहरू, नेपाल सरकारका सम्बन्धित निकायहरू, कम्पनीका लेखापरीक्षक, कम्पनीका आयोजना प्रमुख, कर्मचारी, परामर्शदाताहरू, स्थानीय वासिन्दा तथा अन्य सम्बद्ध संघ संस्था एव सरोकारवालाहरू प्रति हार्दिक कृतज्ञता सहित धन्यवाद व्यक्त गर्दछु ।

शेयरधनी महानुभावहरूको रचनात्मक सल्लाह, सुझाव र सहयोगलाई सदैव मार्गनिर्देशनका रूपमा लिइने छ भन्ने प्रतिबद्धता व्यक्त गर्दै हार्दिक कृतज्ञता तथा आभार व्यक्त गर्दछु ।

अन्त्यमा, उपस्थित सम्पूर्ण शेयरधनी महानुभावहरूलाई कम्पनी र कम्पनीको संचालक समिति प्रति देखाउनु भएको सहयोग, सद्भाव र अपार विश्वासलाई भविष्यमा पनि कायम राख्ने आशासहित धन्यवाद ज्ञापन गर्दै संचालक समितिको तर्फबाट प्रस्ताव गरिएको सम्पूर्ण छलफलका विषय (एजेण्डा) पारित गरिदिनु हुन अनुरोध गर्दछु ।

धन्यवाद,

अमूल अग्रवाल

संचालक, अध्यक्ष

**ग्रीन भेन्चर्स लिमिटेडको
सातौं वार्षिक साधारण सभामा संचालक समितिको
वार्षिक प्रतिवेदन**

कम्पनी ऐन, २०६३ को दफा १०९ को उपदफा (४) बमोजिम संचालक समितिको प्रतिवेदन आर्थिक वर्ष २०८१/०८२

क) विगत वर्षहरुको कारोबारको सिंहावलोकन :

यस कम्पनी अन्तर्गतको लिखु-४ जलविद्युत आयोजनाको निर्माण सम्पन्न भै व्यापारिक उत्पादन र बिक्रि २०७८/०७२१ तदनुसार ०७ नोभेम्बर २०२१ बाट शुरु गरि राष्ट्रिय प्रसारण लाइनमा आपूर्ति गरि सफलतापूर्वक संचालन भईरहेको छ ।

आ.व. २०८१/२०८२ मा आयोजनाको विद्युत उत्पादन र बिक्रि विवरण निम्न बमोजिम छ ।

महिना	कन्ट्र्याक्ट उर्जा (kWh)	कन्ट्र्याक्ट उर्जा बापतको रकम (रु.)	बिक्रि गरिएको उर्जा (kWh)	उर्जा बिक्रिबाट आम्दानी (रु.)
श्रावण २०८१	३६,५३५,१८८	१८५,९६४,१०६।९२	४०,३१६,०७०	१९५,५६७,५४६।२१
भाद्र २०८१	३५,३९३,४६३	१८०,१५२,७२६।६७	३८,८०२,३४०	१८८,८११,२७४।२५
आश्विन २०८१	३४,२५१,७३८	१७४,३४१,३४६।४२	३७,८३५,४९०	१८३,४४४,०७६।५०
कार्तिक २०८१	३०,३८९,३४५	१५४,६८१,७६६।०५	३४,९१५,२००	१६६,१७७,४३७।७५
मंसिर २०८१	२३,७८३,६९८	१२४,३८८,७४०।५४	२२,०३७,९३०	११५,२५८,३७३।९०
पौष २०८१	१६,४७४,७७९	१५०,९०८,९७५।६४	१५,८०८,६१०	१४४,८०६,८६७।६०
माघ २०८१	१२,९९४,४८४	११९,०२९,४७३।४४	१२,५०२,४५०	११५,५२२,४४२।००
फाल्गुन २०८१	११,२१४,७७९	१०२,७२७,३७५।६४	९,९०१,१२०	९०,६९४,२५९।२०
चैत्र २०८१	११,५९७,१९९	१०६,२३०,३४२।८४	९,३२४,९२०	८५,४९६,८६७।२०
वैशाख २०८२	१५,६६४,३९९	८१,९२४,८०६।७७	६,९९२,६७०	३६,५७१,६६४।१०
जेष्ठ २०८२	३१,६४३,२५४	१६५,४९४,२१८।४२	१७,१५३,५१०	८९,७१२,८५७।३०
आषाढ २०८२	३६,५३५,१८८	१९१,०७९,०३३।२४	३६,५३५,१८८	१९१,०७९,०३३।२४
जम्मा	२९६,४७७,५१४	१,७३६,९२२,९१२।५९	२८२,१२५,४९८	१,६०२,०६२,०९९।२५

आ.व. २०८१/८२ तथा २०८०/८१ को तुलनात्मक वित्तिय स्थिति तल उल्लेख गरे बमोजिम रहेको छ ।

वासलात

विवरण	२०८१ / ८२ (रु.)	२०८० / ८१ (रु.)
सम्पत्ति		
गैर चालू सम्पत्ति		
सम्पत्ति, मेशिन तथा यन्त्र उपकरण	४०,१७४,४३५	४१,५१९,०१२
अदृश्य सम्पत्ति	९,९२०,४८०,८६४	१०,३२०,५७८,०११
आयोजना कार्य प्रगति	-	२६,०८३,१२४
लगानी	१,७५०,४२२	१,७३९,३८८
स्थगन कर सम्पत्ति	-	-
जम्मा गैर चालू सम्पत्ति	९,९६२,४०५,७२१	१०,३९६,९१९,५३५

चालू सम्पत्ति		
जिन्सी मौज्दात	९४,७१५,४९७	९६,३६२,८८६
व्यापारिक तथा अन्य आसामी लिनुपर्ने	३७३,५५५,५९८	३६७,६७७,३३१
आयकर सम्पत्ति	१९,०४९,२४८	१५,८५५,८९८
अल्पकालीन लगानी	२२५,०००,०००	२८२,५००,०००
पूर्व भुक्तानी	३३,९५५,४७२	२२,४७३,५५६
नगद तथा नगद सरह	२९६,३९९,४४५	४८,५६१,४१८
जम्मा चालू सम्पत्ति	१,०४२,६७५,२६०	८३३,४३१,०८८
जम्मा सम्पत्ति	११,००५,०८०,९८२	११,२२७,३५०,६२४
पूँजी तथा दायित्व		
पूँजी		
शेयर पूँजी	३,४३७,५००,०००	३,१२५,०००,०००
संचित नाफा	३९१,५४८,१६०	३५१,७६६,४३०
जम्मा पूँजी	३,८२९,०४८,१६०	३,४७६,७६६,४३०
दायित्व		
गैर चालू दायित्व		
वित्तीय दायित्व	६,६४४,९४९,५२४	७,२०४,५९९,१२४
कर्मचारी सुविधा	-	-
स्थगन कर दायित्व	-	-
जम्मा गैर चालू दायित्व	६,६४४,९४९,५२४	७,२०४,५९९,१२४
चालू दायित्व		
वित्तीय दायित्व	४८५,१५६,८४०	४९९,०५३,८८०
व्यापारिक तथा अन्य दायित्व	४५,९२६,४५७	४६,९३१,१९०
आयकर दायित्व	-	-
कर्मचारी सुविधा	-	-
जम्मा चालू दायित्व	५३१,०८३,२९७	५४५,९८५,०७०
जम्मा दायित्व	७,१७६,०३२,८२२	७,७५०,५८४,१९४
जम्मा पूँजी तथा दायित्व	११,००५,०८०,९८२	११,२२७,३५०,६२४

नाफा तथा नोक्सान विवरण

विवरण	२०८१/८२ (रु.)	२०८०/८१ (रु.)
विक्रिवाट आमदानी	१,६०२,०६२,०९९	१,४३३,०४०,६४९
उत्पादन खर्च	(६२७,५२१,०२७)	(६९०,७१५,१६०)
कूल नाफा	९७४,५४१,०७२	७४२,३२५,४८९
अन्य आमदानी	५,२४०,५०६	३९,०९४,१५४
प्रशासनिक खर्च	(५९,५४१,७३९)	(२४,०४९,०३४)
अन्य संचालन खर्च	-	-
संचालनबाट नाफा	९२०,२३९,८३९	७५७,३७०,६१०
खुद वित्तिय खर्च	(५३८,९७५,३३३)	(६२०,३२२,५२१)
कर्मचारी बोनस र आयकर अधिको नाफा	३८१,२६४,५०६	१३७,०४८,०८९
कर्मचारी बोनस	(७,५२०,४८०)	(१,९५९,०७९)
आयकर अधिको नाफा/(नोक्सान)	३७३,७४४,०२६	१३५,०८९,०१०
आयकर खर्च		
चालू वर्षको आयकर	(१,३०२,०३६)	-
स्थगन कर आमदानी/(खर्च)	-	-
जारी गतिविधिबाट नाफा/(नोक्सान)	३७२,४४१,९९१	१३५,०८९,०१०
बन्द गतिविधिबाट नाफा/(नोक्सान) - आयकर सहित	-	-
कर्पोरेट सामाजिक दायित्व (CSR) अधिको नाफा/(नोक्सान)	३७२,४४१,९९१	१३५,०८९,०१०
कर्पोरेट सामाजिक दायित्व	(३,७२४,४२०)	(१,३५०,८९०)
यस वर्षको नाफा/(नोक्सान)	३६८,७१७,५७१	१३३,७३८,१२०
प्रति शेयर आमदानी (प्रति शेयर मूल्य रु. १००)		
प्रति शेयर आमदानी - आधारभूत (Basic)	१०१७३	३१८९
प्रति शेयर आमदानी - परिवर्तित (Diluted)	१०१७३	३१८९

नाफा/(नोक्सान) बाँडफाँड हिसाब

विवरण	२०८१/८२ (रु.)	२०८०/८१ (रु.)
गत वर्षको मौज्जात	३५१,७६६,४३०	२१८,०३०,१९७
यस आर्थिक वर्षको नाफा/(नोक्सान)	३६८,७१७,५७१	१३३,७३८,१२०
शेयर लगानीमा ह्रास कट्टी	११,०३४	(१,८८७)
बोनस शेयर वितरण	(३१२,५००,०००)	-
नगद लाभांश वितरण	(१६,४४६,८७५)	-
जम्मा	३९१,५४८,१६०	३५१,७६६,४३०

ख) राष्ट्रिय तथा अन्तराष्ट्रिय परिस्थितिबाट कम्पनीको कारोबारलाई कुनै असर परेको भए सो असर :
कुनै नकारात्मक असर परेको छैन ।

ग) प्रतिवेदन तयार भएको मितिसम्म चालु वर्षको उपलब्धि र भविष्यमा गर्नुपर्ने कुराको सम्बन्धमा संचालक समितिको धारणा :
चालु आ.व. २०८२/२०८३ को तीन महिनाको अवधिमा यस कम्पनीले प्रकाशित गरिएको अपरिष्कृत आर्थिक विवरण अनुसार विक्रीबाट आम्दानी रु. ५७६,०९२,८७७.०० (अक्षरेपी सन्ताउन्न करोड साठी लाख ब्यान्ब्वे हजार आठ सय सतहत्तर) तथा खुद नाफा रु. ३०२,८८७,९५९.०० (अक्षरेपी तीस करोड अष्टाइस लाख सतासी हजार एक सय उनसाठी) भएको थियो । साथै २०८२ श्रावण देखि मंसिर मसान्तसम्मको विक्रीबाट आम्दानी रु. ८६०,७२४,९९६.०० (अक्षरेपी छयासी करोड सात लाख चौबीस हजार एक सय छयान्ब्वे रुपैयाँ) प्राप्त भएको थियो ।

यस कम्पनीले कालीगण्डकी गर्ज हाइड्रोपावर प्रा.लि. संग सो कम्पनीको ५१% संस्थापक शेयर खरिद गर्ने सम्बन्धमा मिति २०८२.०५.१० मा शेयर खरिद सम्झौता (Share Subscription Agreement) सम्पन्न गरिएको थियो । सो कालीगण्डकी गर्ज हाइड्रोपावर प्रा.लि.ले म्याग्दी र मुस्ताङ जिल्ला स्थित कालीगण्डकी नदीमा १८० मेगावाट क्षमताको अर्धजलाशययुक्त (Peaking Run of River-PROR) कालीगण्डकी गर्ज हाइड्रोपावर प्रोजेक्टको विकास तथा निर्माण गरिरहेको छ ।

घ) कम्पनीको औद्योगिक वा व्यावसायीक सम्बन्ध :

कम्पनीले आफ्नो उद्देश्य अनुसार कारोबार संचालन गर्न सम्बन्धित सबै निकाय तथा विभागहरूसंग सुमधुर सम्बन्ध कायम गरिरहन सफल भएको छ ।

ङ) संचालक समितिमा भएको हेरफेर र सोको कारण :

प्रस्तुत आर्थिक वर्षमा कम्पनीको संचालक समितिमा भएको हेरफेर र सोको कारणहरू निम्न बमोजिम रहेको छ ।

१. संस्थापक शेयरधनी तर्फको संचालक श्री हर्ष वर्धन संघई (त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि) ले मिति २०८१.१२.०५ मा संचालक पदबाट व्यक्तिगत कारणले राजीनामा दिनु भई, निजको राजीनामा मिति २०८१.१२.१४ मा बसेको १९औं संचालक समितिको बैठकले स्वीकृत गरी, उक्त रिक्त पदमा श्री अमल अग्रवाल (त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि) लाई संस्थापक शेयरधनी तर्फको संचालक पदमा नियुक्त गरिएको थियो ।

२. संस्थापक शेयरधनी तर्फको संचालक, अध्यक्ष श्री विरेन्द्र कुमार संघईले मिति २०८२.०१.०४ मा संचालक तथा अध्यक्ष पदबाट व्यक्तिगत कारणले राजीनामा दिनु भई, निजको राजीनामा मिति २०८२.०१.१७ मा बसेको २१औं संचालक समितिको बैठकले स्वीकृत गरी, उक्त रिक्त पदमा मिति २०८२.०२.०४ मा बसेको २३औं संचालक समितिको बैठकले श्रीमती श्रृजना अधिकारी (त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि) लाई संस्थापक शेयरधनी तर्फको संचालक पदमा नियुक्त गरिएको थियो ।

३. मिति २०८२.०२.०४ मा सम्पन्न भएको २३औं संचालक समितिको बैठकले श्री अमल अग्रवाल (त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि) लाई अध्यक्ष पदमा नियुक्त गरिएको थियो ।

उल्लेखित बमोजिम हाल कायम रहेको संचालक समितिको विवरण देहाय बमोजिम रहेको छ ।

क्र.सं.	संचालकको नाम,थर र ठेगाना	पद
१	श्री अमल अग्रवाल, वडा नं.१८, काठमाडौं (त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि)	संचालक (संस्थापक शेयरधनी तर्फ)
२	श्रीमती श्रृजना अधिकारी, वडा नं.०१, रत्ननगर, चितवन (त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि)	संचालक (संस्थापक शेयरधनी तर्फ)
३	श्री आशिष कुमार अग्रवाल, वडा नं.२८, काठमाडौं	संचालक (संस्थापक शेयरधनी तर्फ)
४	श्री कमलेश कुमार अग्रवाल, धरान.न.पा.-८, सुनसरी	स्वतन्त्र संचालक
५	श्री भुपेन महर्जन, का.म.न.पा.-२९ (सेल्टोन नेपाल प्रा.लि.को तर्फबाट प्रतिनिधि)	संचालक (सर्वसाधारण शेयरधनी तर्फ)

च) कारोबारलाई असर पार्ने मुख्य कुराहरु :

छैन ।

छ) लेखापरिक्षण प्रतिवेदनमा कुनै कैफियत उल्लेख भएको भए सो उपर संचालक समितिको प्रतिक्रिया :

कुनै कैफियत नभएको ।

ज) लाभांश बाँडफाँड गर्न सिफारिस गरिएको रकम :

लाभांश सिफारिस नभएको ।

भ) शेयर जफत भएको भए जफत भएको शेयर संख्या, त्यस्तो शेयरको अंकित मूल्य, त्यस्तो शेयर जफत हुनुभन्दा अगावै सो शेयर बापत कम्पनीले प्राप्त गरेको जम्मा रकम र त्यस्तो शेयर जफत भए पछि सो शेयर बिक्रि गरी कम्पनीले प्राप्त गरेको रकम तथा जफत भएको शेयर बापत रकम फिर्ता गरेको भए सोको विवरण :
शेयर जफत भएको छैन ।

ब) विगत आर्थिक वर्षमा कम्पनी र यसको सहायक कम्पनीको कारोबारको प्रगती र सो आर्थिक वर्षको अन्तमा रहेको स्थितिको पुनरावलोकन :
कम्पनीको कारोबारको प्रगती सम्बन्धी विवरण वित्तीय विवरणमा उल्लेख छ । साथै सहायक कम्पनीहरूको विवरण कम्पनीको कन्सोलीडेटेड वित्तीय विवरणमा उल्लेख छ ।

ट) कम्पनी तथा त्यसको सहायक कम्पनीले आर्थिक वर्षमा सम्पन्न गरेको प्रमुख कारोबारहरू र सो अवधिमा कम्पनीको कारोबार मा आएको कुनै महत्वपूर्ण परिवर्तन :
कम्पनीको प्रमुख कारोबार विद्युत उत्पादन तथा बिक्री गर्ने रहेको र सहायक कम्पनीमा कुनै पनि कारोबार नभएको । साथै कम्पनीको कारोबारमा कुनै महत्वपूर्ण परिवर्तन नभएको ।

ठ) विगत आर्थिक वर्षमा कम्पनीको आधारभूत शेयरधनीहरूले कम्पनीलाई उपलब्ध गराएको जानकारी :
कुनै जानकारी प्राप्त नभएको ।

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

नाम, थर	पद	शेयर संख्या
श्री अमूल अग्रवाल (त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि)	संचालक, अध्यक्ष	१,७६२,२००
श्रीमती श्रृजना अधिकारी (त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि)	संचालक (संस्थापक शेयरधनी तर्फ)	
श्री आशिष कुमार अग्रवाल	संचालक (संस्थापक शेयरधनी तर्फ)	३३,०००
श्री कमलेश कुमार अग्रवाल	स्वतन्त्र संचालक	-
श्री भुपेन महर्जन (सेल्ट्रोन् नेपाल प्रा.लि.को तर्फबाट प्रतिनिधि)	संचालक (सर्वसाधारण शेयरधनी तर्फ)	५,५००
श्री श्रीधर खनाल	प्रमुख कार्यकारी अधिकृत	-
श्री विष्णु प्रसाद न्यौपाने	कम्पनी सचिव	१,२६५

कम्पनीको शेयर कारोबारमा निजहरू संलग्न नभएको ।

ढ) विगत आर्थिक वर्षमा कम्पनी संग सम्बन्धित सम्झौताहरूमा कुनै संचालक तथा निजको नजिकको नातेदारको व्यक्तिगत स्वार्थको बारेमा उपलब्ध गराइएको जानकारीको व्यहोरा :

कम्पनी ऐन, २०६३ को दफा ९२ बमोजिम संचालकहरू वाट प्राप्त भएको जानकारी अनुसार सो व्यक्तिगत स्वार्थ नभएको ।

ण) कम्पनीले आफ्नो शेयर आफैले खरिद गरेको भए त्यसरी आफ्नो शेयर खरिद गर्नुको कारण, त्यस्तो शेयरको संख्या र अंकित मूल्य तथा त्यसरी शेयर खरिद गरे बापत कम्पनीले भुक्तानी गरेको रकम :
हाल सम्म कम्पनीले आफ्नो शेयर आफैले खरिद गरेको छैन ।

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

कम्पनीको आन्तरिक नियन्त्रण प्रणालीलाई प्रभावकारी बनाउनको लागि कम्पनीले तयार पारेको आर्थिक तथा प्रशासन विनियमावली स्वीकृत हुने प्रक्रियामा रहेको छ ।

थ) विगत आर्थिक वर्षको कुल व्यवस्थापन खर्चको विवरण :

विवरण	२०८१/८२ (रु.)	२०८०/८१ (रु.)
कर्मचारी खर्च	५८,३३७,९५५	५२,९९२,४६६
व्यवस्थापन तथा अन्य अप्रत्यक्ष खर्च	१४६,५८९,२६५	१६९,०१३,८०१
जम्मा	२०४,९२७,२२०	२२२,००६,२६७

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

१. प्रस्तुत आर्थिक वर्षमा लेखापरीक्षण समितिका सदस्यहरूलाई निम्न बमोजिम बैठक भत्ताहरू भुक्तानी गरिएको छ ।

नाम थर	पद	पारिश्रमिक	बैठक भत्ता	अन्य सुविधा	जम्मा	कैफियत
श्री कमलेश कुमार अग्रवाल, संचालक	अध्यक्ष	-	७०,०००	-	७०,०००	-
श्री आशिष कुमार अग्रवाल, संचालक	सदस्य	-	७०,०००	-	७०,०००	-
श्री भूपेन महर्जन, संचालक (सेल्टोन नेपाल प्रा.लि. को तर्फबाट प्रतिनिधि)	सदस्य	-	७०,०००	-	७०,०००	-
जम्मा		-	२१०,०००	-	२१०,०००	-

२. प्रस्तुत आर्थिक वर्षमा सात वटा लेखापरीक्षण समितिको बैठकहरू बसेको थियो र सो समितिबाट कुनै सुझाव प्राप्त भएको थिएन ।

ध) संचालक, प्रबन्ध संचालक, कार्यकारी प्रमुख, कम्पनीका आधारभूत शेयरधनी वा निजका नजिकका नातेदार वा निज संलग्न रहेको फर्म, कम्पनी वा संगठित संस्थाले कम्पनीलाई कुनै रकम बुझाउन बाँकी भए सो कुरा :

यस सम्बन्धी विवरण वित्तिय विवरणमा उल्लेख छ ।

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

नाम, थर	पद	पारिश्रमिक	बैठक भत्ता	अन्य सुविधा	जम्मा	कैफियत
श्री विरेन्द्र कुमार संघई	तत्कालीन संचालक, अध्यक्ष	-	११०,०००	४७,५८१	१५७,५८१	मिति २०८२।०१।१७ मा राजीनामा स्वीकृत भएको ।
श्री अमूल अग्रवाल (त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि)	संचालक, अध्यक्ष	-	८०,०००	१७,९००	९७,९००	मिति २०८१।१२।१४ मा संचालक पदमा नियुक्त भई मिति २०८२।०२।०४ मा अध्यक्ष पदमा नियुक्ति भएको ।
श्री हर्ष वर्धन संघई (त्रिवेणी इनर्जी प्रा.लि. को तर्फबाट प्रतिनिधि)	तत्कालीन संचालक (संस्थापक शेयरधनी तर्फ)	-	९०,०००	४२,१००	१३२,१००	मिति २०८१।१२।१४ मा राजीनामा स्वीकृत भएको ।
श्रीमती श्रृजना अधिकारी (त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि)	संचालक (संस्थापक शेयरधनी तर्फ)	-	४०,०००	९,५१६	४९,५१६	मिति २०८२।०२।०४ मा संचालक पदमा नियुक्ति भएको ।
श्री आशिष कुमार अग्रवाल	संचालक (संस्थापक शेयरधनी तर्फ)	-	१६०,०००	६०,०००	२२०,०००	-
श्री कमलेश कुमार अग्रवाल	स्वतन्त्र संचालक	-	१६०,०००	६०,०००	२२०,०००	-

श्री भुपेन महर्जन (सेल्ट्रोन नेपाल प्रा.लि.को तर्फबाट प्रतिनिधि)	संचालक (सर्वसाधारण शेयर धनी तर्फ)	-	१७०,०००	६०,०००	२३०,०००	-
श्री श्रीधर खनाल	प्रमुख कार्यकारी अधिकृत	६,५१४,५२८	-	-	६,५१४,५२८	-
श्री विष्णु प्रसाद न्यौपाने	कम्पनी सचिव	४६४,७५०	-	-	४६४,७५०	-
जम्मा		६,९७९,२७८	८१०,०००	२९७,०९७	८,०८६,३७५	

प) शेयरधनीहरूले बुझिलिन बाँकी रहेको लाभांशको रकम :

सो नभएको ।

फ) दफा १४१ बमोजिम सम्पत्ति खरिद वा बिक्री गरेको कुराको विवरण :

सो नभएको ।

ब) दफा १७५ बमोजिम सम्बद्ध कम्पनी बीच भएको कारोबारको विवरण :

यस सम्बन्धी विवरण वित्तीय विवरणमा उल्लेख छ ।

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

सो नभएको ।

म) अन्य आवश्यक कुराहरू :

१. मानव संसाधन व्यवस्था :

यस कम्पनीको आयोजनामा चौबिसै घण्टा निरन्तर विद्युत उत्पादन भईरहने हुनाले आयोजना स्थलमा आवश्यक अनुभवी कर्मचारीहरूको व्यवस्था गरिएको छ । त्यसैगरी प्रशासनिक तथा लेखा सम्बन्धि कार्यमा अनुभवी र दक्ष जनशक्तिको व्यवस्था गरिएको छ ।

२. वित्तीय व्यवस्था तथा कर्जा भुक्तानी व्यवस्था :

यस कम्पनीले लिखु-४ जलविद्युत आयोजना निर्माणको लागि लक्ष्मी सनराइज बैंक लि.को अगुवाईमा गठन भएको सहवित्तियकरण मार्फत परियोजना कर्जा लिई निर्माण सम्पन्न गरेको र विद्युत उत्पादन पश्चात नियमित रूपमा तोकिए बमोजिमको भुक्तानी तालिका अनुसार बैंकहरूको साँवा तथा व्याज समेत भुक्तानी गर्दै आएको छ ।

३. बीमा व्यवस्था :

यस कम्पनीले आयोजनाका सम्पूर्ण सम्पत्तिहरूको जोखिम व्यहोर्ने रु. १०,२२०,०००,०००।०० को सम्पत्ति बीमा तथा रु. १,४९०,०००,०००।०० को मेसिनरी ब्रेकडाउन बीमा गरिएको छ । विद्युत उत्पादन कार्य ३० दिन भन्दा बढी बन्द भएमा सो बाट पर्ने व्यवसायीक क्षतिको दावी भुक्तानी पाउने गरी रु. १,६७९,०००,०००।०० को Loss of Profit बीमा गरिएको छ । यस कम्पनीले तेस्रो पक्षको बीमा, सम्पूर्ण कर्मचारीहरूको दुर्घटना तथा विरामी बीमा र सवारी साधनहरूको समेत बीमा गरिएको छ ।

४. शेयर कारोबार :

आ.व. २०८१।०८२ मा कम्पनीको शेयर कारोबार निम्नलिखित छ ।

अधिकतम मूल्य	न्यूनतम मूल्य	अन्तिम कारोबार मूल्य	कारोबार दिन	कुल कारोबार (न.)	कुल शेयर कारोबार संख्या	कुल शेयर कारोबार रकम
६९९।९०	४२४।००	४८२।३०	२३१	६९,०६३	७,७८०,२२०	४,१८३,२९९,८२१।८०

संचालक समितिको तर्फबाट ।

श्री अमल अग्रवाल

संचालक, अध्यक्ष

(त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि)

श्रीमती श्रृजना अधिकारी

संचालक (संस्थापक समूहतर्फ)

(त्रिवेणी इनर्जी प्रा.लि.को तर्फबाट प्रतिनिधि)

लिखु-४ जलविद्युत आयोजना

आयोजनाको पृष्ठभूमि

लिखु-४ जलविद्युत आयोजना पूर्वी नेपाल स्थित लिखु नदीमा रहेकोछ। जसको बाँया तर्फ ओखलढुंगा जिल्ला र दायाँ तर्फ रामेछाप जिल्ला रहेका छन्। सडक मार्ग हुँदै, काठमाडौँबाट सहजै आयोजना स्थल पुग्न सकिन्छ। यस क्रममा धुलिखेल-सिन्धुली राजमार्ग हुँदै खुर्कोट र त्यहाँ बाट खुर्कोट-मन्थली सडक हुँदै मन्थली पुगिन्छ। मन्थलीबाट लामोसाँघु-रामेछाप राजमार्ग सुरु हुन्छ जस अन्तर्गत आयोजना स्थल पुग्न हल्देबेसीबाट धोबी तर्फ लाग्नुपर्छ।

यो आयोजना सन् १९८५ (वि.सं. २०४२) मै आशाजनक जलविद्युत परियोजनाको रूपमा सूचिकृत भैसकेको थियो। नेपाल सरकारले जापानी अनुदान सहयोगमा कोशी नदी बेसिनको जलस्रोत विकासको लागि गरेको अध्ययनले सो निष्कर्ष निकालेको थियो। नेपाल विद्युत प्राधिकरणले सन् १९९६-१९९७ मा मझौला जलविद्युत अध्ययन परियोजना अन्तर्गत गरेको सम्भावित मध्यम स्तरको जलविद्युत परियोजनाको छनौट र स्तरीकरणमा लिखु-४ जलविद्युत आयोजना पनि परेको थियो। साथै यस अध्ययनले सन् १९८५ को अध्ययनबाट बनेको गुरुयोजनालाई पनि समाविष्ट गरेको थियो। फलस्वरूप, लिखु-४ जलविद्युत आयोजना सम्भाव्यता अध्ययनको लागि सूचिकृत भयो। सन् १९९८ (वि.सं. २०५५) मा उक्त सम्भाव्यता अध्ययनले पूर्णता पायो। नेपाल विद्युत प्राधिकरणले गरेको एक छुट्टै अध्ययनले यस सम्भाव्यता अध्ययनको पुरकको काम गर्यो। प्राधिकरणको उक्त अध्ययनको निष्कर्ष परियोजना सूत्रीकरण प्रतिवेदन (१९९९) (Project Formulation Report, 1999) मा प्रस्तुत गरिएको छ।

उक्त सम्भाव्यता अध्ययनले लिखु-४ जलविद्युत आयोजनालाई ५१ मेगावाट जडित क्षमताको आकर्षक सम्भाव्यताको रूपमा प्रस्ताव गर्यो। यस्तो सम्भाव्यताले ग्रीन भेन्चर्स लिमिटेड (GVL) लाई आकर्षित गर्यो। अन्ततः लिखु-४ जलविद्युत आयोजनाबाट उत्पादन हुने विद्युत भारतीय उर्जा बजारमा बिक्रि गर्ने उद्देश्य बमोजिम २००८-२००९ मा (GVL) ले १२० मेगावाट क्षमताको विस्तृत आयोजना प्रतिवेदन तयार गर्न थप अध्ययनको लागि ITECO-CEMAT-ICGS JV लाई परामर्शदाताको जिम्मेवारी सुम्पीयो। परामर्शदाताको अध्ययनका आधारमा १२० मेगावाटको योजना Q25 प्रतिशतको अतिरिक्त प्रवाहमा (flow exceedance) ६० क्युमेकको बहावको अनुरूप सम्पादन गर्ने तयारी थियो। २०६७ माघ १९ गते (Feb 2, 2011) मा (GVL) ले नेपाल विद्युत प्राधिकरणसँग विद्युत खरिद बिक्रि सम्झौता (Power Purchase Agreement) गरेको थियो।

लिखु-४ जलविद्युत आयोजनाबाट उत्पादन हुने विद्युत भारतीय उर्जा बजारमा बिक्रि गर्ने उद्देश्य बमोजिम योजनाको क्षमता बृद्धि गर्ने निधो भएको थियो। नेपालको ढल्केवर र भारतको मुजफ्फरपुरलाई जोड्ने अन्तरदेशीय प्रसारण संजाल मार्फत विद्युत निकासी गर्ने योजना थियो। उक्त अन्तरदेशीय प्रसारण लाईनको निर्माण कार्य सन् २०१२ सम्म सकिसक्नुपर्ने प्रारम्भिक तालिका थियो। भारतमा विद्युत शुल्कमा देखिएको उल्लेखनीय गिरावट र अन्तरदेशीय प्रसारण लाईनको प्रयोग बापतको ह्वीलिड र प्रसारण शुल्क बारेको अनिश्चितताको कारण (GVL) ले यस आयोजनालाई ५२.४ मेगावाटमा सीमित गरी परिमार्जित लिखु-४ जलविद्युत आयोजना ५२.४ मेगावाटको क्षमताको लागि २६.७ क्युमेकको नदीको बहाव प्रयोग गर्ने योजना तय गर्यो। यो आयोजना २१६.५० मिटरको रेटेड हेड अनुरूपको Q40 प्रतिशत अतिरिक्त प्रवाह (flow exceedance) को आधारमा डिजाईन तथा निर्माण गरिएको छ।

लिखु-४ जलविद्युत आयोजनाको डेलिभरी विन्दु रामेछापको किर्नेटार स्थित नेपाल विद्युत प्राधिकरणको नयाँ खिम्ती सबस्टेसनमा छ। यहाँ १९.२० किमि लामो २२० केभी प्रसारण लाईनबाट विद्युत उर्जालाई प्रसारित गरिएको छ।

अन्ततः २०७८ असोज (अक्टोबर २०२१) मा आयोजना सफलतापूर्वक सम्पन्न गरि मिति २०७८ कार्तिक २१ गते तदनुसार ०७ नोभेम्बर, २०२१ बाट व्यापारीक उत्पादन पश्चात नियमित विद्युत उत्पादन तथा बिक्री भईरहेको छ।

मुख्य विशेषताहरू

आयोजनाको मुख्य विशेषताहरूलाई तलको टेबलमा प्रस्तुत गरिएको छ।

१	आयोजना स्थल	
	प्रदेश	कोशी प्रदेश र बागमती प्रदेश
	अञ्चल	सगरमाथा र जनकपुर
	जिल्ला	ओखलढुंगा र रामेछाप
	हेडवर्क्स साईट	खिजीदेम्बा गाउँपालिका-३
	पावर हाउस साईट	खिजीदेम्बा गाउँपालिका-१
	भौगोलिक समन्वय	
	अक्षांश	२७° २५' ५०" उत्तर देखि २७° २९' ०९" उत्तर
	देशान्तर	८६° १५' ००" पूर्व देखि ८६° २०' ००" पूर्व
२	मुख्य विवरण	
	नदीको नाम	लिखु
	नजिकको शहर	मन्थली
	योजना प्रकार	नदीको जलप्रवाह (रन-अफ-रिभर)
	क्षमता	५२.४० मेगावाट
	ग्रस हेड	२२१.२७ मि.
	वार्षिक विक्रियोग्य विद्युत उर्जा	२९५.८३२ GWh
३	जलविज्ञान (हाइड्रोलोजी)	
	संकलन क्षेत्र	६५५ वर्ग किमि
	हेडवर्क्स साईटमा औसत वार्षिक प्रवाह	४३.०९ घन मि./से
	डिजाइन डिस्चार्ज (Q40)	२६.७० घन मि./से
	रिपेरियन रिलीज	०.८४६ घन मि./से
	हेडवर्क्स साईटमा डिजाइन बाढी (१००० वर्ष मा १ पटक)	२१०० घन मि./से
४	वेयर	
	प्रकार	कंक्रीट वेयर
	माथिल्लो उचाइ	१०३३.५० a.m.s.l.
	क्रेस्ट उचाइ	१०२३ a.m.s.l.
	लम्बाइ	३२ मि
	अन्डर स्लुइसवे	
	संख्या	२
	आकार (चौडाई × उचाइ)	४.० मि × ३.५० मि
	क्रेस्ट उचाइ	१०१२.४७१ a.m.s.l.
५	हेड रेगुलेटर	
	स्थान	बायाँ किनार
	इन्भर्ट लेभल	१०१८ a.m.s.l.
	ओपनिङ्ग (सं × चौ. × ल.)	२ नं. - ४.५० मि × ६.५० मि

	गेट	
	स्टप लग गेट (नं. × चौ. × उ.)	१ नं. - २.५० मि × ५ मि
	सर्भिस गेट आकार (नं. × चौ. × उ.)	२ नं. - २.५० मि × ५ मि
	ट्रयास च्याक (नं. × चौ. × उ.)	२ नं. - ४.५० मि × ६.५० मि
६	फिडर च्यानल (कट एण्ड कभर)	
	च्यानल संख्या	२
	आकार (चौडाई × उचाइ)	२.५० मि × ३.५० मि
	लम्बाइ	८८.८८५ मि (च्यानल # १) ९३.१६१ मि (च्यानल # २)
७	डिसिलिटिड बेसिन र कलेक्सन पुल	
	प्रकार	सतही
	आकार (सं × चौ. × ल.)	२ नं. - १०० मि × १० मि
	हटाउनुपर्ने कणको आकार	०.२० मिलि मिटर संझ ९०% ट्रयापिङ्ग
	फ्लसिङ्ग एरेन्जमेन्ट	
	फ्लसिङ्ग सञ्चालन तरिका	इन्टरमिटेन्ट
	फ्लसिङ्ग पाईप (प्रकार, व्यास)	स्टिल पाईप, १.५० मि
	पाईपको लम्बाइ	४२ मि
	कलेक्सन पुल	
	आकार (ल. × चौ. × उ.)	२५ मि × २०.९० मि × १३.० मि
८	पावर इन्टेक र पावर डक्ट	
	डिजाइन डिस्चार्ज	२६.७० घन मि./से
	इन्भर्ट लेभल	१००९.५० a.m.s.l.
	ओपनिङ्ग (सं × चौ. × ल.)	१ नं. - ३.८० मि × ३.८० मि
	पावर डक्ट	
	प्रकार	कक्रिटमा इम्बेड गरिएको स्टिल पाईप
	पाईपको व्यास	३.८० मि Ø
	पाईपको लम्बाइ	१२१.३०० मि
९	हेडरेस टनेल (एच.आर.टि)	
	कूल लम्बाइ (कक्रिट लाइनिङको पूर्ण लम्बाई)	४०६६.६६ मि
	प्रकार र सम्पन्न आकार	D-आकार, ३.८ मि × ३.८ मि र हर्स सु ३.८ मि × ३.८ मि
	डिजाइन डिस्चार्ज	२६.७ घन मि./से
	अडिट निर्माण	
	संख्या	३
	लम्बाइ	अडिट १ - २४७.८० मि अडिट २ - २३९ मि अडिट ३ - १९४ मि

१०	सर्जशाफ्ट	
	प्रकार	खुल्ला
	व्यास	८.० मि
	उचाइ	५५.० मि
	लाइनिङको प्रकार	कंक्रीटले ब्याकफिल गरिएको स्टिल लाइनयुक्त
	कनेक्टीङ साफ्ट	
	प्रकार	स्टिल लाइनयुक्त
	व्यास	३.४० मि
	उचाइ	७१.५० मि
	माथिको प्वालको व्यास	२.० मि
	लाइनिङ	कंक्रीटले ब्याकफिल गरिएको स्टिल लाइनयुक्त
११	प्रेसर साफ्ट	
	प्रकार	स्टिल लाइनयुक्त
	व्यास	३.४० मि
	लम्बाइ	५६६.६० मि (सर्ज शाफ्टबाट भल्भ सम्म)
	लाइनिङ	स्टिल लाइनिङ
	डिजाइन डिस्चार्जमा बहाव	३.४२ मि/से
१२	पेनस्टक	
	प्रकार	कट एण्ड कभर
	कुल लम्बाइ	१९५ मि
	लाइनिङ	कंक्रीटमा इम्बेड गरिएको स्टिल लाइनर
	व्यास	२.८५ मि
१३	पावरहाउस	
	प्रकार	सतही
	लम्बाइ × चौडाई × उचाइ	४८.७० मि × १७.९० मि × ३०.८० मि
	टर्बाइन एक्सिस लेभल	७९९.२० a.m.s.l.
१४	टेलरेस संरचना	
	प्रकार	आर सि सि च्यानल
	लम्बाइ	७० मि
	आकार (चौडाई × उचाइ)	११.५० मि × ९.३० मि
१५	टर्बाइन	
	प्रकार	फ्रान्सिस भर्टिकल साफ्ट
	संख्या	२
	मूल्याङ्कन गरिएको आउटपुट क्षमता/इकाई	२६.२ मेगावाट
	मूल्याङ्कन गरिएको नेट हेड	२१६.५ मि
	मूल्याङ्कन गरिएको बहाव	१३.३५ घन मि./से
	गति	५०० आर पि एम

१६	गभर्नर	
	संख्या	२ (रेडनड्यान्ट डिजिटल गभर्नर)
	प्रकार	डिजिटल गभर्नर
	गति समायोजन	०-१०% समायोजन स्तर
१७	जेनेरेटर	
	संख्या	२
	मूल्याङ्कन गरिएको आउटपुट क्षमता/इकाई	३०.८२३ एम.भी.ए.
	पावर फेक्टर	०.८५
	भोल्टेज	११ केभी
	फिक्वान्सी	५० हर्ज
१८	ट्रान्सफर्मर	
	प्रकार	३ फेज
	संख्या	२
	मूल्याङ्कन गरिएको क्षमता	३२.५० एम.भी.ए.
	भोल्टेज अनुपात	२२०/११ केभी
१९	स्विचयार्ड	
	आकार	८० मि × ४७ मि
	उचाइ	८२४.०० a.m.s.l.
	'बे' को संख्या	३
२०	प्रसारण लाइन	
	भोल्टेज	२२० केभी
	कन्डक्टर	बिसोन कन्डक्टर
	सर्किट संख्या	एकल सर्किट
	टावर प्रकार	ल्याटीस टावर
	लम्बाइ	१९.२ किमि

आयोजनाका प्रमुख संरचनाका तस्बिरहरु



Head Regulator – Intake



Headworks Control Room



Power House With Tailrace



Power House Control Room



Generator



220 KV Switchyard



Transmission Line



GIS Equipment at New Khimti Substation

आ.व. २०८१/८२ मा आयोजनाले सम्पन्न गरेका मर्मत तथा सम्भार कार्यका तस्वीरहरु



Runner Dismantling



Runner Dismantle



Runner Installation



Labyrinth Installation



Balancing Pipe Installation



Under Sluice Bulk Head Gate Maintenance



Switchyard Maintenance



Road Maintenance

आ.व. २०८१/८२ मा आयोजनाले निर्माण तथा सम्पन्न गरेका संरचनाका तस्वीरहरु



Main Store Extension



Reinforcement Work for Weir Crest Height Increase

आ.व. २०८१/८२ मा आयोजनाले वातावरण प्रभाव न्युनिकरण तथा कर्पोरेट सामाजिक दायित्व कार्यक्रम अन्तर्गत गरिएका कार्यहरुको तस्बिरहरु



Health Post Rack, Likhu-9, Pokali



Health Post Training Center Hall, Likhu-9, Pokali



Welcome Gate, Khijidemba-1, Limti



Mahadev Mandir, Likhu-4, Leti



Football Playground, Khijidemba-3, Chandeshwori

Narayan Bajaj & associates

Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To The Shareholders of
Green Ventures Ltd,
Putalisadak, Kathmandu

Report on Consolidated Financial Statements

We have audited the accompanying Financial Statements of Green Ventures Ltd (hereinafter referred as "the company"), and its subsidiaries (collectively referred to as "Group") which comprise consolidated statement of financial position as at 32nd Ashad 2082 (corresponding July 16, 2025), and consolidated statement of Profit & Loss, consolidated statement of Change in Equity, consolidated statement of Comprehensive Income and consolidated statement of cash flow for the year then ended and notes to financial statement, including a summary of Significant Accounting Policies and other Explanatory Notes for the year then ended 32nd Ashad 2082 (July 16 2025).

In our opinion and to the best of our information and according to explanation provided to us and based on the consideration of reports of other auditors on separate financial statements and on the other information of the subsidiary, the accompanied consolidated financial statements read together with Significant Accounting Policies and other Explanatory notes present fairly, in all material respects the consolidated financial position of the group as at 32nd Ashad 2082 (corresponding July 16, 2025), and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Nepal Financial Reporting Standards (NFRS).

Basis for opinion

We conducted our audit in accordance with Nepal Standard of Auditing (NSA). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the 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 in Nepal, and we have fulfilled our ethical responsibilities in accordance with these requirements for Professional Accountants. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the financial statements and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified, including those which had greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of engagement team. These matters were addressed in the context of our audit of the NFRS based financial statements as a whole and forming our opinion thereon and we do not provide a separate opinion on these matters.

Narayan Bajaj



Punya Mansion, Next to Batule Ghar, Dillibazar, Kathmandu, Nepal
Phone: 977-1-4544081/71/72
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Narayan Bajaj & Associates

Chartered Accountants

We have determined the matter described below to be key audit matter to communicate in our report related to Green Ventures Ltd

Key Audit Matter	How the matter was addressed in the audit
<p>1 Revenue Recognition The company generated revenues of NPR 160.20 crore for the year ended Ashad 32, 2082. Revenue is a key indicator for measuring performance and this implies the presence of inherent risks by overstatement of revenue recognition to increase profitability. Therefore, revenue recognition was considered a key audit matter.</p>	<p>Our audit procedure in this are included, among other based on our judgment, the following.</p> <ul style="list-style-type: none"> - An examination of the revenue recognition process, taking into account the requirements of the relevant accounting standards and an assessment of the appropriateness of the accounting policies used. - Test the design and implementation of internal control procedures related to revenue recognition and their operational effectiveness. - On sample basis, test revenue transactions with the supporting documents to verify that the revenues are recorded in their correct periods

Other Matters

We did not audit the financial statements and other financial information of subsidiaries whose financial statements reflect total assets of Rs 7.39 crores as at Ashad 32, 2082 (31st July 2025), Net Loss of Rs 3.44 Lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements and other information of subsidiaries have been audited by other auditors whose report has been furnished to us by the management and our opinion on the financial statements in so far as it relates to the accounts and disclosures included in respect of these subsidiaries are based solely on the report of other auditors.

Responsibility of Management and those charged with Governance for the financial statements

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

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

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



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Chartered Accountants

Auditor's Responsibility

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

As a part of an audit in accordance with Nepal Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also

- Identify and assess the risk of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omission, misrepresentation, or the override of internal control
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion of the effectiveness of the group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of the accounting estimates and related disclosure made by the management.
- Conclude on the appropriateness of the management's use of the going concern basis of the accounting and, based on audit evidence obtained, whether a material uncertainty exists related to events or condition that may cause significant doubt on the group's ability to continue as going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosure in the financial statements or if such disclosure are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or condition may cause the group to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statement, including the disclosures, and whether the financial statements represent the underlying transaction and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our audit's report unless law or regulations 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.

Narayan Bajaj

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Narayan Bajaj & associates

Chartered Accountants

Report on requirement of Companies Act, 2063 and other regulatory matters

As per Companies Act 2063, based on our audit carried out on sampling basis, we report that :

1. We have obtained information and explanation, which to the best of our knowledge and belief were necessary for the purpose of our audit,
2. In our opinion, proper books of accounts as required by law have been kept by the company so far as it appears from our examination of such books,
3. In our opinion, the Statement of Financial Position, Statement of Profit or Loss, Statement of Cash Flow and Statement of Changes in Equity, Statement of Comprehensive Income with Explanatory Notes are in accordance with the provision of the Company Act 2063 and are in agreement with the books of accounts maintained by the company,
4. In our opinion & to the best of our information & according to explanation given to us & from our examination of the books of accounts of the company, we have not come across the cases where the board or any member thereof or any employee thereof or any employee of the company has acted contrary to the provision of the law or caused loss or damage to the company or misappropriated the funds of the company.

Date: 15.12.2025
Place: Kathmandu, Nepal
UDIN-251215CA00026QhXG


CA. Narayan Bajaj
For and on behalf
Narayan Bajaj & Associates
Chartered Accountants

Punya Mansion, Next to Batule Ghar, Dillibazar, Kathmandu, Nepal
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Green Ventures Limited
Kathmandu, Nepal

Consolidated Statement of Financial Position as on 32nd Ashad 2082 (16th July, 2025)
for the period from 1st Sharwan 2081 to 32nd Ashad 2082
(16th July, 2024 to 16th July, 2025)

Figures in NPR

Particulars	Note	Group		GVL	
		As at 32nd Ashad 2082	As at 31st Ashad 2081	As at 32nd Ashad 2082	As at 31st Ashad 2081
ASSETS					
Non-Current Assets					
Goodwill	15B	3,516,838	3,516,838	-	-
Property, plant and equipment	3	40,174,435	41,519,012	40,174,435	41,519,012
Intangible assets	4	9,920,480,864	10,324,578,011	9,920,480,864	10,324,578,011
Capital work in progress	5	73,486,236	81,862,133	-	26,083,124
Investment	6	36,702	32,668	1,750,422	1,739,388
Deferred tax assets	7	132,756	18,357	-	-
Total Non-Current Assets		10,037,827,832	10,451,527,019	9,962,405,721	10,393,919,535
Current Assets					
Inventories	8	94,715,497	96,362,886	94,715,497	96,362,886
Trade and other receivables	9	302,894,928	314,723,886	373,555,598	367,677,331
Income tax receivables	10	19,050,572	15,873,517	19,049,248	15,855,898
Short Term Investment	11	225,000,000	282,500,000	225,000,000	282,500,000
Prepayments	12	33,955,472	22,473,556	33,955,472	22,473,556
Cash and cash equivalents	13	296,753,448	48,914,577	296,399,445	48,561,418
Total Current Assets		972,369,917	780,848,422	1,042,675,260	833,431,089
Total Assets		11,010,197,749	11,232,375,442	11,005,080,982	11,227,350,624
EQUITY AND LIABILITIES					
Equity					
Share capital	14	3,437,500,000	3,125,000,000	3,437,500,000	3,125,000,000
Retained earnings	15	391,067,398	351,631,560	391,548,160	351,766,430
Non-Controlling Interest	15A	(5,682)	(6,973)	-	-
Total Equity		3,828,561,716	3,476,624,587	3,829,048,160	3,476,766,430
Liabilities					
Non-Current Liabilities					
Loans and borrowings	16	6,644,949,524	7,204,599,124	6,644,949,524	7,204,599,124
Employee Benefits	17	-	-	-	-
Deferred Tax Liabilities	7	-	-	-	-
Total Non-Current Liabilities		6,644,949,524	7,204,599,124	6,644,949,524	7,204,599,124
Current Liabilities					
Loans and borrowings	16	485,156,840	499,053,880	485,156,840	499,053,880
Trade and other payables	18	51,529,667	52,097,850	45,926,457	46,931,189
Income Tax Liability	10	-	-	-	-
Employee Benefits	17	-	-	-	-
Total Current Liabilities		536,686,507	551,151,730	531,083,297	545,985,069
Total Liabilities		7,181,636,032	7,755,750,854	7,176,032,822	7,750,584,194
Total Equity and Liabilities		11,010,197,749	11,232,375,442	11,005,080,982	11,227,350,624

The accompanying notes form an integral part of these financial statements.

Green Ventures Limited
Kathmandu, Nepal

Consolidated Statement of Profit or Loss for the year ended 32nd Ashad 2082
for the period from 1st Shrawan 2081 to 32nd Ashad 2082
(16th July, 2024 to 16th July, 2025)

Figures in NPR

Particulars	Note	Group		GVL	
		Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Revenue from Operations	19	1,602,062,099	1,433,040,649	1,602,062,099	1,433,040,649
Generation Expenses	20	(627,521,027)	(690,715,160)	(627,521,027)	(690,715,160)
Gross Profit		974,541,072	742,325,489	974,541,072	742,325,489
Other Income	21	5,257,553	39,094,154	5,240,506	39,094,154
Administrative Expenses	22	(60,017,863)	(24,122,484)	(59,541,739)	(24,049,034)
Other Operating Expenses		-	-	-	-
Profit from Operations		919,780,762	757,297,160	920,239,839	757,370,610
Net Finance Costs	24	(538,975,257)	(620,322,495)	(538,975,333)	(620,322,521)
Profit before Staff Bonus and Tax Expense		380,805,506	136,974,665	381,264,506	137,048,089
Staff Bonus		(7,520,480)	(1,959,079)	(7,520,480)	(1,959,079)
Profit/(Loss) Before Tax		373,285,026	135,015,586	373,744,026	135,089,010
Income Tax Expense					
Current Tax	10	(1,302,036)	-	(1,302,036)	-
Deferred Tax Income/(Expense)		114,400	(61,953)	-	-
Profit/(Loss) from Continuing Operations		372,097,390	134,953,633	372,441,991	135,089,010
Profit/(Loss) on Discontinued Operations (Net of tax)		-	-	-	-
Net Profit/(Loss) for the year before CSR		372,097,390	134,953,633	372,441,991	135,089,010
Corporate Social Responsibility (CSR)		(3,724,420)	(1,350,890)	(3,724,420)	(1,350,890)
Net Profit/(Loss) for the year before Minority Interest		368,372,970	133,602,743	368,717,571	133,738,120
Less: Allocation to Minority Interest		(1,291)	507	-	-
Net Profit/(Loss) available for Common Shareholders transferred to retained earnings		368,371,679	133,603,250	368,717,571	133,738,120
Earnings per equity share of Rs.100 each					
Basic Earnings per share		10.72	3.89	10.73	3.89
Diluted Earnings per share		10.72	3.89	10.73	3.89

The accompanying notes form an integral part of these financial statements.

As per our report of even date

.....
Srijana Adhikari
Director

.....
Amul Agrawal
Chairman

.....
CA Narayan Bajaj
Narayan Bajaj & Associates
Chartered Accountants

.....
Ashish Agrawal
Senior Accountant

Date : 2082-Mangsir-29
Place: Kathmandu

Green Ventures Limited
Kathmandu, Nepal

Consolidated Statement of Cash Flow
for the period from 1st Shrawan 2081 to 32nd Ashad 2082
(16th July, 2024 to 16th July, 2025)

Figures in NPR

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Cash Flows from Operating Activities				
Net Profit for the year	368,371,679	133,603,250	368,717,571	133,738,120
Adjustments for:				
Deferred Tax Expense	(114,400)	61,953	-	-
Depreciation on Property, Plant and Equipment	7,969,860	9,527,120	7,969,860	9,527,120
Impairment of Property, Plant and Equipment	-	-	-	-
Amortization of Intangible Assets	436,579,131	435,532,947	436,579,131	435,532,947
(Gain)/Loss on Sale of Long Term Investment	(16,946)	-	-	-
Dividend Income	(101)	-	-	-
Net Finance Cost	538,975,257	620,322,495	538,975,333	620,322,521
Working Capital adjustments:				
(Increase)/decrease in Inventories	1,647,388	(76,742,200)	1,647,388	(76,742,200)
(Increase)/decrease in Trade & other Receivables	11,828,958	64,474,422	(5,878,267)	11,520,976
(Increase)/decrease in other Current Assets	(14,658,972)	(4,697,275)	(14,675,266)	(4,679,656)
(Increase)/decrease in other Short Term Investment	57,500,000	(161,050,000)	57,500,000	(161,050,000)
Increase/(decrease) in Trade and other Payables	(568,182)	(17,948,109)	(1,004,732)	(23,114,769)
Cash generated from operations	1,407,513,673	1,003,084,602	1,389,831,018	945,055,059
Income Tax Paid	-	-	-	-
Net Cash Flows from Operating Activities [A]	1,407,513,673	1,003,084,602	1,389,831,018	945,055,059
Cash Flows from Investing Activities				
Acquisition of subsidiary, Net of cash acquired	-	(3,597,148)	-	-
Purchase of Property, Plant and Equipment	(6,625,283)	(120,635)	(6,625,283)	(120,635)
(Increase)/decrease in Capital WIP	8,375,897	(57,234,279)	26,083,124	(1,455,270)
Conversion of Capital WIP into Intangible Asset	-	-	-	-
Conversion of Capital WIP into Property, Plant and Equipment	-	-	-	-
(Increase)/decrease in Intangible Assets	(32,481,984)	(40,708,121)	(32,481,984)	(40,708,121)
(Increase)/decrease in Long Term Investment	7,000	38,543,000	-	36,836,280
Gain/(Loss) on Sale of Long Term Investment	16,946	-	-	-
Proceeds from disposal of Property, Plant and Equipment	-	-	-	-
Dividend Income	101	-	-	-
Net Cash Flows from Investing Activities [B]	(30,707,323)	(63,117,183)	(13,024,144)	(5,447,746)
Cash Flows from Financing Activities				
Proceeds from issue of ordinary shares	-	-	-	-
Share Application Money	-	-	-	-
Net (repayment of)/ increase in Long Term Borrowings	(559,649,600)	(476,299,200)	(559,649,600)	(476,299,200)
Net (repayment of)/ increase in Short Term Borrowings	(13,897,040)	98,953,880	(13,897,040)	98,953,880
Increase/(Decrease) in Non-Controlling Interest	1,291	(6,973)	-	-
Dividends paid	(16,446,875)	-	(16,446,875)	-
Net Finance Cost	(538,975,257)	(620,322,495)	(538,975,333)	(620,322,521)
Net Cash Flows from Financing Activities [C]	(1,128,967,481)	(997,674,788)	(1,128,968,848)	(997,667,841)
Increase/(Decrease) in Cash and Cash Equivalents [A+B+C]	247,838,869	(57,707,367)	247,838,026	(58,060,528)
Cash and Cash Equivalents at the beginning of the year	48,914,577	106,621,944	48,561,418	106,621,944
Cash and Cash Equivalents at the end of the year	296,753,448	48,914,577	296,399,445	48,561,418

**Green Ventures Limited
 Kathmandu, Nepal**

**Consolidated Statement of Comprehensive Income for the year ended 32nd Ashad 2082
 for the period from 1st Shrawan 2081 to 32nd Ashad 2082
 (16th July, 2024 to 16th July, 2025)**

Figures in NPR

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Net Profit/(Loss) for the year as per Profit and Loss Statement	368,371,679	133,603,250	368,717,571	133,738,120
Other Comprehensive Income				
Gain/Loss on Revaluation of Shares	11,034	(1,887)	11,034	(1,887)
Total Comprehensive gain/(loss) for the year, net of tax	368,382,713	133,601,363	368,728,605	133,736,233
Distributable Profit	368,382,713	133,601,363	368,728,605	133,736,233
Non Distributable Profit	-	-	-	-

The accompanying notes form an integral part of these financial statements.

As per our report of even date

.....
 Srijana Adhikari
 Director

.....
 Amul Agrawal
 Chairman

.....
 CA Narayan Bajaj
 Narayan Bajaj & Associates
 Chartered Accountants

.....
 Ashish Agrawal
 Senior Accountant

Date : 2082-Mangsir-29
 Place: Kathmandu

**Green Ventures Limited
Kathmandu, Nepal**

**Consolidated Statement of Changes in Equity
for the period from 1st Shrawan 2081 to 32nd Ashad 2082
(16th July, 2024 to 16th July, 2025)**

Figures in NPR

Particulars	Share Capital	Share Application	Share Premium	Retained Earnings	Non Controlling Interest (NCI)	Total
Balance at 1st Shrawan 2081	3,125,000,000	-	-	351,631,560	(6,973)	3,476,624,587
Share Capital	312,500,000	-	-	-	-	312,500,000
Share Application Money	-	-	-	-	-	-
Profit for the year				368,371,679		368,371,679
Other Comprehensive Income (Loss):						-
Gain/Loss on Revaluation of Shares	-	-	-	11,034	-	11,034
Total Comprehensive Income	-	-	-	368,382,713	-	368,382,713
NCI					-	-
Profit/(Loss) during period					1,291	1,291
Transactions with Equity Holders:						-
Bonus Shares Issued and Dividend paid Final for 2080-2081	-	-	-	(328,946,875)	-	(328,946,875)
Balance at 32nd Ashad 2082	3,437,500,000	-	-	391,067,398	(5,682)	3,828,561,716

The accompanying notes form an integral part of these financial statements.

As per our report of even date

.....
Srijana Adhikari
Director

.....
Amul Agrawal
Chairman

.....
CA Narayan Bajaj
Narayan Bajaj & Associates
Chartered Accountants

.....
Ashish Agrawal
Senior Accountant

Date : 2082-Mangsir-29
Place: Kathmandu

Green Ventures Limited

Financial Year 2081-82

Notes to the Consolidated Financial Statements

1. General Information

Green Ventures Limited (“the Company”) is a limited liability company domiciled in Nepal. It was incorporated as a private limited company under the Companies Act, 2063 on Mangsir 22, 2061. It had been converted into public limited company on Falgun 13, 2075. The address of its registered office is Kathmandu-28 (Previous 31), Nepal. The principal objective of the company is to produce hydroelectricity in Nepal. The company has started commercial operation of Likhu IV hydroelectric project of installed capacity of 52.4 MW from 2078-07-21. The generated electricity is sold to NEA as per the rates provided in Power Purchase Agreement (PPA) entered into between NEA and the company.

These financial statements are consolidated financial statements of the company.

These financial statements were approved for issue by the Board of Directors on dated 2082-08-29.

2. Significant Accounting Policies

2.1 Basis of Preparation and measurement

I Statement of Compliance

The financial statements have been prepared in accordance with applicable Nepal Financial Reporting Standards (NFRS) as issued by the Institute of Chartered Accountants of Nepal (ICAN). The financial statements have also been prepared in accordance with the relevant presentational requirements of the Companies Act, 2063 of Nepal.

II Basis of Preparation

The financial statements have been prepared on 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 group’s normal operating cycle.

III Consolidation of Financial Statements

Financial Statements of the Parent Company, Green Ventures Ltd., and its subsidiaries Green Heritage Hydropower Company Pvt. Ltd., Green Himalayan Hydropower Company Pvt. Ltd., Hi-tech Hydropower Company Pvt. Ltd., Life Style Hydropower Company Limited, Popular Green Hydropower Company Pvt. Ltd. and Green Goodwill Hydropower Company Pvt. Ltd. have been consolidated in accordance with NFRS 3 and NFRS 10. NFRS 10 states that an investor, regardless of the nature of its involvement with an entity (the investee), shall determine whether it is a parent by assessing whether it controls the investee. An investor controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Thus, an investor controls an investee if and only if the investor has all the following:

- i. power over the investee;
- ii. exposure, or rights, to variable returns from its involvement with the investee; and
- iii. the ability to use its power over the investee to affect the amount of the investor’s returns

The consolidated Financial Statements have been prepared on the following basis:

- a. Green Ventures Ltd. holds 99.67% of the shares of Green Heritage Hydropower Company Pvt. Ltd., 99.60% shares of Green Himalayan Hydropower Company Pvt. Ltd., 99.67% shares of Hi-tech Hydropower Company Pvt. Ltd., 99.60% shares of Life Style Hydropower Company Limited, 99.67% shares of Popular Green Hydropower Company Pvt. Ltd. and 99.60% shares of Green Goodwill Hydropower Company Pvt. Ltd. during the financial reporting period.

- b. The Financial Statements of the parent and its associates/subsidiaries have been combined on a line-by-line basis by adding together the carrying values of like items of assets, liabilities, revenues and expenses after eliminating material intra-group balances / transactions and resulting profits in full. Unrealized profits/ losses resulting from intra-group transactions have also been eliminated except to the extent that recoverable value of related assets is lower than their cost to the Group.
- c. The consolidated Financial Statements have been prepared using uniform accounting policies. Differences in accounting policies, if any, have been disclosed separately
- d. Non-Controlling Interest's share in net assets of 'the Group' is identified and presented in the consolidated statement of Financial Position separate from liabilities and the equity of the Company's shareholders as Non-Controlling Interest (NCI).
- e. The extent of the group control on the subsidiaries is reflected by the shareholding in the subsidiaries.
- f. The Financial Statements of the subsidiaries used for consolidation are drawn for the same reporting period as that of the Parent Company i.e. year ended 32nd Asadh 2082 (16 July, 2025).
- g. The parent has acquired the shares in the subsidiaries in the form of promoter shares at par value.

IV Functional and Reporting Currency

The financial statements are prepared in Nepalese Rupees (NPR) which is also the functional currency. All financial information presented in Nepalese Rupees has been rounded to the nearest Rupees and hence there may not add up and may have rounding difference.

V Financial Period

The group prepares financial statement in accordance with Nepalese Financial Year. The Financial year starts from 1 Shrawan and ends on Ashad end of next calander year. The group has prepared these financial statements for the period Shrawan 2081 to Ashadh 2082 End.

VI Basis of Measurement

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

2.2 Critical accounting estimates and judgements

The preparation of the financial statements in conformity with NFRS requires the use of certain critical accounting estimates and judgements. It also requires management to exercise judgement in the process of applying the group's accounting policies. The group makes certain estimates and assumptions regarding the future events. Estimates and judgments are continuously evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Future results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future periods. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year primarily includes: -

I Useful Life and Residual Value of Property, Plant and Equipment

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

II Impairment of Property, Plant and Equipment

At the end of each reporting period, the group reviews the carrying amounts of its property, plant and equipment to determine whether there is any indication that those assets have suffered an

impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Recoverable amount is the higher of fair value less costs to sell and value in use. Value in use is usually determined on the basis of discounted estimated future cash flows. This involves management estimates on anticipated commodity prices, market demand and supply, economic and regulatory environment, discount rates and other factors. Any subsequent changes to cash flow due to changes in the above mentioned factors could impact the carrying value of assets.

III Contingencies

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

IV Fair Value Measurements

Some of the group's assets and liabilities are measured at fair value for financial reporting purposes. The management determines the appropriate valuation techniques and inputs for fair value measurements. In estimating the fair value of an asset or a liability, the group uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the group engages third party qualified valuers to perform the valuation. The management works closely with the qualified external valuers to establish the appropriate valuation techniques and inputs to the model.

2.3 Property, Plant and Equipment

- a. All 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.
- b. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit and loss during the reporting period in which they incurred.
- c. The group identifies and determines cost of each component/part of the asset separately, if the component /part has a cost which 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.
- d. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted, if appropriate.
- e. An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and carrying amount of the asset) is included in the statement of the profit and loss when the asset is derecognized.

2.4 Capital Work in Progress

Assets in the course of construction are shown as assets under capital work in progress account. Where an obligation 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 estimated cost of dismantling, removing or restoring the site is capitalized along with the cost of acquisition or construction and a corresponding liability is also recognized.

2.5 Intangible Assets

- 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.
- Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net proceeds and the carrying amount of the asset and are recognised in the profit and loss statement.
- Green Ventures Limited has recognised an intangible asset with respect to the creation of Likhu IV project assets that gives right to the company to generate electricity and sell it to NEA as per the terms of PPA and Generation License.
- The company has to transfer the entire generation unit to Government of Nepal under BOOT arrangement after expiry of generation license. The present validity of the generation license is until Falgun 27, 2104

2.6 Depreciation and Amortization

- Depreciation is recognised on Property, Plant and Equipment on written down value method at the following rates :

S.No.	Head	Rate (%)	Period (Years)
1	Building	5	-
2	Computers	25	-
3	Furniture & Fixtures	25	-
4	Office Equipments	25	-
5	Machinery	15	-
6	Other Assets	15	-
7	Vehicles	20	-
8	Leasehold Assets	-	10

- Intangible asset created with respect to Likhu IV project assets have been amortised over the useful life of project. The useful life is calculated from commercial operation date (COD) to expiry of generation license or PPA period of 30 years whichever is earlier. The present validity of the generation license is until Falgun 27, 2104. The useful life of the project from COD is 26.345 years and the Intangible assets will be amortised over the useful life of 26.345 years.
- Only those assets having value of more than NPR 5,000 are capitalised.

2.7 Impairment of tangible and intangible assets

- At the end of each reporting period, the group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest company of cash-generating units for which a reasonable and consistent allocation basis can be identified.
- Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and impairment loss is recognised whenever there is an indication that the asset may be impaired.

- c. Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.
- d. If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in the profit and loss statement.
- e. When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the profit and loss statement.

2.8 Borrowing Cost

Borrowing costs consist of interest and other costs that group 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 expensed in the period in which they occur.

2.9 Cash and Cash Equivalents

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.

2.10 Inventories

Cost of inventories includes cost of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

2.11 Revenue Recognition

2.11.1. Sale of Electricity:

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

2.11.2. Interest Income:

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the group 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 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.

2.12 Foreign Currency Transactions

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

- b. In preparing the financial statements of the group, transactions in currencies other than the group's functional currency (foreign currencies) are recognized at rates of exchange prevailing at the dates of the transactions.
- c. The effect from fluctuation of exchange rate raised while initially recognizing the transaction as per contract on the base rate mentioned in the contract and settling the transactions at the settlement date has been recognized in Capital Work in progress. Foreign exchange gain/loss occurring from other activity has been charged to profit and loss statement
- d. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency shall be translated using the exchange rate at the date of the transaction.

2.13 Employment Benefits

2.13.1. Employee Benefits:

- a. Green Ventures Limited has adopted policy of employee benefits towards provident fund & Gratuity as "Defined contribution Plan"
- b. Under defined contribution plan, the applicable provident fund & Gratuity amount is deposited every month to a designated fund account maintained with Citizen Investment Trust (CIT) for those employees who have subscribed to this defined contribution plan.
- c. Contribution as per the defined contribution plan (Provident Fund & Gratuity) are charged to the profit or loss statement in the year to which they relate, thus the company has no further defined obligation beyond monthly contributions towards employees participating in the scheme.

2.13.2. Bonus Payable

Staff Bonus provision is made every year in Green Ventures Limited as per the applicable Act.

2.14 Provisions, contingencies and commitments

- a. Provisions are recognized when the group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.
- b. When the group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain.
- c. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.
- d. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.
- e. A provision for onerous contracts is required when the expected benefits to be derived by the group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the group recognizes any impairment loss on the assets associated with that contract.
- f. Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the group or a present obligation that is not recognized because it is not probable

that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The group does not recognize a contingent liability but discloses its existence in the financial statements.

- g. A contingent asset is a possible asset that rises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.
- h. Commitments include the amount of purchase order (net of advance) issued to parties for completion of assets.
- i. Provisions, Contingent liabilities, Contingent assets and commitments are reviewed at each reporting period.

2.15 Income Tax

As per section 11(3Gha) (ka) of Income Tax Act, 2058 Green Ventures Limited is under tax holiday on electricity income for 10 years from Commercial Operation Date (COD) of the project and thus no tax has been calculated on electricity income. The company has considered other income in computation of tax liability.

2.16 Earnings per Share (EPS)

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

2.17 Financial Instrument

Financial assets and liabilities are recognised when the group becomes a party to the contract embodying the related financial instruments. All financial assets, financial liabilities and financial guarantee contracts are initially measured at transaction cost and where such value are different from the fair value, at fair value. Transaction cost that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial assets and financial liability. Transaction cost directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognised in the statement of profit and loss.

1. **Financial Assets**

a. **Financial Assets at Amortised Cost**

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and contractual terms of financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b. Financial assets measured at fair value

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial asset not measured at amortized cost or at fair value through other comprehensive income is carried at fair value through the statement of profit and loss.

For financial assets maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the shorter maturity of these instruments.

c. Impairment of financial assets

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

The group recognizes impairment loss on trade receivable using expected credit loss model. For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognized. Loss allowance equal to the lifetime expected credit losses is recognized if the credit risk on the financial instruments has significantly increased since initial recognition.

d. De-recognition of financial assets

The group de-recognizes a financial asset only when the contractual rights to the cash flows from the financial asset expire, or it transfers the financial asset and the transfer qualifies for de-recognition under NFRS Section 11. If the company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the group recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

If the group retains substantially all the risks and rewards of ownership of a transferred financial asset, the group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the carrying amounts measured at the date of de-recognition and the consideration received is recognized in statement of profit or loss.

Financial Liabilities and Equity Instruments

Classification as Debt or Equity

Financial Liabilities and equity instruments issued by the group as classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities.

2. Financial Liabilities

Financial Liabilities are initially measured at fair value, net of transaction costs and are subsequently measured at amortised cost, using effective interest rate method where the time value of money is significant.

For trade and other payable maturing within one year from the balance sheet date, the carrying amount approximate fair value due to the short maturity of these instruments.

Liabilities (including related to employees) which are accrued but unpaid as at the year end is planned to paid in the fiscal year 2082-83. The delay was procedural and does not involve any concern from the creditors.

3. Financial Guarantee Contracts

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

De-recognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of the new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Off- setting of Financial Instruments

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

2.18 **Segment Reporting**

Green Ventures Limited is engaged in only one business activity of “Generation and Sale of Electricity” Thus separate segment report is not provided as per NFRS 8” Operating Segment”.

Green Ventures Limited
Kathmandu, Nepal

Notes to the Consolidated Financial Statements

3. Property, Plant and Equipment

Figures in NPR

Particulars	Buildings	Office Equipment and Furnitures	Machinery and other assets	Vehicles	Leasehold Asset	Total
Cost						
Balance as at 1st Shrawan 2081	-	14,355,271	6,236,845	41,398,329	14,496,528	76,486,973
Additions	-	529,167	5,409,351	686,765	-	6,625,283
Disposal	-	-	-	-	-	-
Balance as at 32nd Ashad 2082	-	14,884,438	11,646,196	42,085,094	14,496,528	83,112,256
Depreciation and Impairment losses						
Balance as at 1st Shrawan 2081	-	7,991,147	2,386,874	20,240,981	4,348,959	34,967,961
Charge for the year	-	1,647,937	640,519	4,231,751	1,449,653	7,969,860
Impairment Losses	-	-	-	-	-	-
Balance as at 32nd Ashad 2082	-	9,639,084	3,027,393	24,472,732	5,798,612	42,937,821
Net book value						
As at 32nd Ashad 2082	-	5,245,355	8,618,803	17,612,362	8,697,916	40,174,435

There are no Property, Plant and Equipment in subsidiaries.

Security (If any)

Loan Facilities is secured by first legal charge by way of registered mortgage/pledge/hypothecation over the entire assets owned by Green Ventures Limited on pari passu basis in favour of participating banks.

Impairment of Property, Plant and Equipment

No items of Property, Plant and Equipment have been impaired.

Green Ventures Limited
Kathmandu, Nepal

Notes to the Consolidated Financial Statements

3A. Property, Plant and Equipment related to Head Office

Figures in NPR

Particulars	Buildings	Office Equip- ment and Furnitures	Machinery and other assets	Vehicles	Leasehold Asset	Total
Cost						
Balance as at 1st Shrawan 2081	-	1,104,753	-	7,864,949	14,496,528	23,466,230
Additions	-	-	-	-	-	-
Disposal	-	-	-	-	-	-
Balance as at 32nd Ashad 2082	-	1,104,753	-	7,864,949	14,496,528	23,466,230
Depreciation and Impairment losses						
Balance as at 1st Shrawan 2081	-	681,752	-	3,876,692	4,348,959	8,907,402
Charge for the year	-	105,750	-	797,651	1,449,653	2,353,055
Impairment Losses	-	-	-	-	-	-
Balance as at 32nd Ashad 2082	-	787,502	-	4,674,343	5,798,612	11,260,457
Net book value						
As at 32nd Ashad 2082	-	317,251	-	3,190,606	8,697,916	12,205,773

Security (If any)

Loan Facilities is secured by first legal charge by way of registered mortgage/pledge/hypothecation over the entire assets owned by Green Ventures Limited on pari passu basis in favour of participating banks.

Impairment of Property, Plant and Equipment

No items of Property, Plant and Equipment have been impaired.

Green Ventures Limited
Kathmandu, Nepal

Notes to the Consolidated Financial Statements

3B. Property, Plant and Equipment related to Site Office

Figures in NPR

Particulars	Buildings	Office Equipment and Furnitures	Machinery and other assets	Vehicles	Leasehold Asset	Total
Cost						
Balance as at 1st Shrawan 2081	-	13,250,518	6,236,845	33,533,380	-	53,020,743
Additions	-	529,167	5,409,351	686,765	-	6,625,283
Disposal	-	-	-	-	-	-
Balance as at 32nd Ashad 2082	-	13,779,685	11,646,196	34,220,145	-	59,646,026
Depreciation and Impairment losses						
Balance as at 1st Shrawan 2081	-	7,309,395	2,386,874	16,364,289	-	26,060,559
Charge for the year	-	1,542,187	640,519	3,434,100	-	5,616,805
Impairment Losses	-	-	-	-	-	-
Balance as at 32nd Ashad 2082	-	8,851,582	3,027,393	19,798,389	-	31,677,364
Net book value						
As at 32nd Ashad 2082	-	4,928,104	8,618,803	14,421,756	-	27,968,662

Security (If any)

Loan Facilities is secured by first legal charge by way of registered mortgage/pledge/hypothecation over the entire assets owned by Green Ventures Limited on pari passu basis in favour of participating banks.

Impairment of Property, Plant and Equipment

No items of Property, Plant and Equipment have been impaired.

Green Ventures Limited
Kathmandu, Nepal

Notes to the Consolidated Financial Statements

4. Intangible Assets

Figures in NPR

Particulars	Land and Land Development	Road Works	Civil & Hydromechanical Works	Electromechanical Works	Transmission Line	Total
Cost						
Balance as at 1st Shrawan 2081	76,206,911	749,620,515	8,392,801,301	1,501,275,534	754,558,198	11,474,462,459
Addition	1,373,333	657,557	29,364,114	722,926	364,054	32,481,984
Disposal	-	-	-	-	-	-
Balance as at 32nd Ashad 2082	77,580,244	750,278,072	8,422,165,415	1,501,998,461	754,922,252	11,506,944,443
Amortisation						
Balance as at 1st Shrawan 2081	7,753,044	71,016,454	843,439,569	152,392,839	75,282,541	1,149,884,448
Charge for the year	2,923,214	28,695,949	319,220,000	57,023,732	28,716,236	436,579,131
Impairment Losses	-	-	-	-	-	-
Balance as at 32nd Ashad 2082	10,676,259	99,712,403	1,162,659,569	209,416,572	103,998,776	1,586,463,579
Net book value						
As at 32nd Ashad 2082	66,903,985	650,565,668	7,259,505,846	1,292,581,889	650,923,476	9,920,480,864

There are no intangible assets in subsidiaries.

Security (If any)

Loan Facilities is secured by first legal charge by way of registered mortgage/pledge/hypothecation over the entire assets owned by Green Ventures Limited on pari passu basis in favour of participating banks.

Impairment of Property, Plant and Equipment

No items of Intangible Assets have been impaired.

Green Ventures Limited
Kathmandu, Nepal

Notes to the Consolidated Financial Statements

Figures in NPR

5. Capital Work in Progress

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Consultancy & Legal Fee	-	7,314,204	-	7,314,204
EIA Expenses	-	1,615,620	-	1,615,620
Licence & Registration Expenses	-	17,153,300	-	17,153,300
Land (Subsidiaries)	73,486,236	55,779,009	-	-
Total	73,486,236	81,862,133	-	26,083,124

Expenses of Rs.26,083,124 under capital work in progress is related to Likhu IV A Cascade HEP (12.5 MW) of Green Ventures Limited and the same has been written off due to cancellation of Survey License.

6. Investment

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Listed Shares				
Kumari Bank Ltd.	36,702	25,668	36,702	25,668
Surya Life Insurance Co. Ltd.	-	200	-	-
Nepal Investment Mega Bank Ltd.	-	6,800	-	-
Unlisted Shares				
Green Heritage Hydropower Company Pvt. Ltd. (Rs.100 Face Value, Rs.10 Paid Up)	-	-	299,000	299,000
Green Himalayan Hydropower Company Pvt. Ltd. (Rs.100 Face Value, Rs.12.80 Paid Up)	-	-	318,720	318,720
Hi-tech Hydropower Company Pvt. Ltd. (Rs.100 Face Value, Rs.10 Paid Up)	-	-	299,000	299,000
Life Style Hydropower Company Pvt. Ltd. (Rs.100 Face Value, Rs.10 Paid Up)	-	-	249,000	249,000
Popular Green Hydropower Company Pvt. Ltd. (Rs.100 Face Value, Rs.10 Paid Up)	-	-	299,000	299,000
Green Goodwill Hydropower Company Pvt. Ltd. (Rs.100 Face Value, Rs.10 Paid Up)	-	-	249,000	249,000
Fixed deposit with maturity period of more than 12 months				
Laxmi Sunrise Bank Ltd.	-	-	-	-
Total	36,702	32,668	1,750,422	1,739,388

7. Deferred tax assets and liabilities:

Figures in NPR

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Deferred Tax Assets	132,756	18,357	-	-
Total	132,756	18,357	-	-

As per section 11(3Gha) (ka) of Income Tax Act, 2058 Green Ventures Limited is under tax holiday on electricity income for 10 years from Commercial Operation Date (COD) of the project. Therefore the accounting of deferred tax assets or liabilities is not applicable. Above deferred tax assets is related to subsidiaries.

8. Inventories

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Consumable Goods and Spare Parts	94,160,551	95,686,203	94,160,551	95,686,203
HSD	554,946	676,683	554,946	676,683
Total	94,715,497	96,362,886	94,715,497	96,362,886

9. Trade and other receivables

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Advance for Land	1,835,667	19,360,480	72,496,337	72,313,925
Advance for Office Purpose	-	182,254	-	182,254
Advance to Suppliers	8,610,142	27,713,283	8,610,142	27,713,283
Insurance Claim Receivable	-	34,000,300	-	34,000,300
Letter of Credit	14,685,761	-	14,685,761	-
Margin Money	123,000	149,500	123,000	149,500
Salary Advance	416,800	742,214	416,800	742,214
Security Deposit	200,000	200,000	200,000	200,000
Sundry Debtors	277,023,558	232,375,856	277,023,558	232,375,856
Total	302,894,928	314,723,886	373,555,598	367,677,331

1. The fair values of all the above assets are equal to their carrying amounts.
2. Advance for land is advance provided for purchase of land for project.
3. Advance for office purpose is general administrative advance under regular course of business.
4. Advance to suppliers is advance provided to supplier of goods and services in the regular course of business.
5. Letter of Credit is advance provided to parties under letter of credit for purchase of goods.
6. Margin money is the amount of money hold by the bank against advance payment to parties outside Nepal.
7. Security Deposit is the deposit kept with the petrol pump for purchasing fuel.
8. Sundry Debtors includes the amount receivable for sale electricity from NEA.

10. Income Tax (Receivable)/Payable

Figures in NPR

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Provision for Income Tax Payable	1,302,036	-	1,302,036	
Less: Advance Income Tax	20,352,608	15,873,517	20,351,283	15,855,898
Total	(19,050,572)	(15,873,517)	(19,049,248)	(15,855,898)

As per section 11(3Gha) (ka) of Income Tax Act, 2058 Green Ventures Limited is under tax holiday on electricity income for 10 years from Commercial Operation Date (COD) of the project and thus no tax has been calculated on electricity income. Green Ventures Limited has considered other income (excluding insurance claim) in computation of tax liability. The above provision for income tax payable is related to other income. The subsidiaries have no tax liabilities.

11. Short Term Investment

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Fixed deposit with maturity period between 3 months to 12 months				
Laxmi Sunrise Bank Ltd.	225,000,000	282,500,000	225,000,000	282,500,000
Total	225,000,000	282,500,000	225,000,000	282,500,000

12. Prepayment

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Prepaid Capacity Royalty	1,636,603	1,636,603	1,636,603	1,636,603
Prepaid Insurance Expenses	31,872,211	20,199,008	31,872,211	20,199,008
Prepaid Rating Fees	396,158	587,445	396,158	587,445
Prepaid Walkie Talkie Rent	50,500	50,500	50,500	50,500
Total	33,955,472	22,473,556	33,955,472	22,473,556

13. Cash and Cash Equivalents

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Cash in hand	449,169	591,590	287,688	294,402
Cash at Bank	18,804,278	48,322,988	18,611,757	48,267,016
Fixed deposit with maturity period of 3 months or less	277,500,000	-	277,500,000	-
Total	296,753,448	48,914,577	296,399,445	48,561,418

14. Share Capital

Figures in NPR

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
a. Authorised Shares 50,000,000 ordinary shares of Rs. 100 each	5,000,000,000	5,000,000,000	5,000,000,000	5,000,000,000
b. Ordinary shares issued	3,437,500,000	3,125,000,000	3,437,500,000	3,125,000,000
c. Ordinary shares subscribed and fully paid				
Opening Balance	3,125,000,000	3,125,000,000	3,125,000,000	3,125,000,000
Bonus Share Issued	312,500,000	-	312,500,000	-
Closing Balance	3,437,500,000	3,125,000,000	3,437,500,000	3,125,000,000

The board of directors of Green Ventures Ltd. had proposed 10% bonus shares and 0.5263% cash dividend (for the purpose of tax on bonus shares) from the retained earnings of upto financial year 80-81. Annual General meeting passed the said agenda unanimously on 2081-09-28. The bonus shares were listed at Nepse on 2082-01-15.

15. Retained Earnings

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
As at 1st Shrawan	351,631,560	218,030,197	351,766,430	218,030,197
Profit for the year	368,371,679	133,603,250	368,717,571	133,738,120
Other comprehensive income	11,034	(1,887)	11,034	(1,887)
Bonus Share Issued	(312,500,000)	-	(312,500,000)	-
Cash Dividend Paid	(16,446,875)	-	(16,446,875)	-
Closing Balance	391,067,398	351,631,560	391,548,160	351,766,430

15A. Non-Controlling Interest

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Opening Balance	(6,973)	(6,466)	-	-
Profit/ (loss)	1,291	(507)	-	-
Closing Balance	(5,682)	(6,973)	-	-

15B. Goodwill

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
On Acquisition	3,516,838	3,516,838	-	-
Impairment	-	-	-	-
Closing Balance	3,516,838	3,516,838	-	-

16. Loans and borrowings

Figures in NPR

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Total Loans and Borrowings				
Term Loan	6,644,949,524	7,204,599,124	6,644,949,524	7,204,599,124
Overdraft	-	-	-	-
Term Loan installment falling due within 12 months	485,156,840	499,053,880	485,156,840	499,053,880
Total	7,130,106,364	7,703,653,004	7,130,106,364	7,703,653,004

Non-current loans and borrowings

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Term Loan-Everest Bank Ltd.	727,757,075	774,210,675	727,757,075	774,210,675
Term Loan-Global IME Bank Ltd.	1,016,266,494	1,103,743,694	1,016,266,494	1,103,743,694
Term Loan-Laxmi Sunrise Bank Ltd.	1,787,099,677	1,944,559,357	1,787,099,677	1,944,559,357
Term Loan-Nabil Bank Ltd.	1,441,692,643	1,562,563,883	1,441,692,643	1,562,563,883
Term Loan-Nepal SBI Bank Ltd.	827,300,914	882,286,834	827,300,914	882,286,834
Term Loan-Prabhu Bank Ltd.	650,981,592	710,509,032	650,981,592	710,509,032
Term Loan-Sanima Bank Ltd.	679,007,970	725,779,530	679,007,970	725,779,530
Term Loan installment falling due within 12 months	(485,156,840)	(499,053,880)	(485,156,840)	(499,053,880)
Total	6,644,949,524	7,204,599,124	6,644,949,524	7,204,599,124

Current loans and borrowings

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Overdraft-Laxmi Sunrise Bank Ltd.	-	-	-	-
Term Loan installment falling due within 12 months	485,156,840	499,053,880	485,156,840	499,053,880
Total	485,156,840	499,053,880	485,156,840	499,053,880

Above Bank Loan is of Green Ventures Limited. It is primarily secured by registered mortgage/pledge/hypothecation over the entire assets owned by Green Ventures Ltd on pari-passu basis in favour of participating banks.

17. Provision for Employee Benefits

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Provision for Gratuity	-	-	-	-
Provision for Leave benefits	-	-	-	-
Total	-	-	-	-

Non-current

Figures in NPR

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Provision for employee benefits				
Provision for Gratuity	-	-	-	-
Provision for Leave benefits	-	-	-	-
Total Non-current	-	-	-	-

Current

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Provision for employee benefits				
Provision for Gratuity	-	-	-	-
Provision for Leave benefits	-	-	-	-
Total current	-	-	-	-

18. Trade and other payables

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Audit Fees Payable	1,115,000	427,450	1,115,000	282,500
CSR Payable	3,724,420	1,350,890	3,724,420	1,350,890
Expenses Payable	5,012,248	9,804,558	5,012,248	9,804,558
Letter of Credit	-	1,163,046	-	1,163,046
Retirement Contribution Payable	285,726	240,762	285,726	240,762
Reverse Vat Payable	26,852	59,961	26,852	59,961
Staff Bonus Payable	16,826,262	9,305,782	16,826,262	9,305,782
TDS Payable	844,287	1,434,889	844,287	1,432,939
Trade Payables	18,091,663	23,290,751	18,091,663	23,290,751
Other Payable (Subsidiaries)	5,603,210	5,019,760	-	-
Total	51,529,667	52,097,850	45,926,457	46,931,189

a) Detail of Letter of Credit is as follows

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
005LCNI22030200 (Voith)	-	1,163,046	-	1,163,046
Total	-	1,163,046	-	1,163,046

1. Audit Fees payable is provision made for audit fees for the financial year 2081-82
2. CSR provision is made at the rate of 1% of net profit after tax as per Industrial Enterprise Act 2076.
3. Expenses payable is provision made for various expenses for the financial year 2081-82.
4. Letter of credit is the amount payable to supplier of goods.
5. Retirement contribution payable is the amount to be deposited in the CIT account of employees.
6. Reverse Vat payable is the amount of vat to be deposited in the account of IRD.
7. In Green Ventures Limited Staff Bonus payable is booked at the rate of 2% on electricity income as per Electricity Regulation 2050.
8. TDS payable is tds deducted on salary and services and to be deposited in the account of IRD.
9. Trade payables is amount payable to supplier of goods and services in the regular course of business.

19. Revenue from Operation

Figures in NPR

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Sale of Electricity	1,602,062,099	1,433,040,649	1,602,062,099	1,433,040,649
Total	1,602,062,099	1,433,040,649	1,602,062,099	1,433,040,649

20. Generation Expenses

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Amortisation and Depreciation	442,195,936	442,475,544	442,195,936	442,475,544
Capacity Royalty	5,240,000	5,240,000	5,240,000	5,240,000
DG Fuel	356,142	1,210,902	356,142	1,210,902
Electricity Expenses	288,468	793,368	288,468	793,368
Energy Royalty	32,343,768	28,371,826	32,343,768	28,371,826
Fooding Expenses	4,298,804	4,144,289	4,298,804	4,144,289
Freight Expenses	211,015	789,600	211,015	789,600
Gardening Expenses	61,234	146,668	61,234	146,668
Insurance Expenses	42,007,345	33,399,267	42,007,345	33,399,267
Land Compensation	334,177	570,000	334,177	570,000
NEA Meeting and Site Visit Expenses	99,000	137,270	99,000	137,270
Miscellaneous Expenses	486,456	202,528	486,456	202,528
Printing & Stationary	111,230	71,303	111,230	71,303
Puja Expenses	584,762	542,050	584,762	542,050
Repair & Maintainance-Civil and Hydromechanical	15,275,519	39,669,364	15,275,519	39,669,364
Repair & Maintainance- Electromechanical	19,098,003	60,268,000	19,098,003	60,268,000
Repair & Maintainance-Road	6,591,596	2,522,913	6,591,596	2,522,913
Repair & Maintainance-Transmission Line	2,996,996	3,283,239	2,996,996	3,283,239
Repair & Maintainance-Office Equipment	167,077	317,332	167,077	317,332
Repair & Maintainance-Other Assets	15,444	21,921	15,444	21,921
Salary	44,164,248	40,490,673	44,164,248	40,490,673
Security Expenses	3,842,362	3,602,214	3,842,362	3,602,214
Short Supply Penalty	-	8,864,190	-	8,864,190
Social Expenses	271,158	228,245	271,158	228,245
Technical Consultancy Fees	-	5,215,488	-	5,215,488
Telephone & Internet	540,952	2,791,993	540,952	2,791,993
Staff Travelling Expenses	745,273	1,355,454	745,273	1,355,454
Site Vehicle Running Expenses	5,101,872	3,930,097	5,101,872	3,930,097
Wages Expenses	41,689	6,819	41,689	6,819
Walkie Talkie Rent and Renewal Expenses	50,500	52,600	50,500	52,600
Total	627,521,027	690,715,160	627,521,027	690,715,160

21. Other Income

Figures in NPR

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Directors application Fees	-	5,000	-	5,000
Dividend Income	101	-	-	-
Insurance Claim Income	-	34,000,300	-	34,000,300
Other Income	16,946	-	-	-
Vehicle Rent Income	5,240,506	5,088,854	5,240,506	5,088,854
Total	5,257,553	39,094,154	5,240,506	39,094,154

22. Administrative Expenses

Figures in NPR

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
AGM Expenses	664,245	960,621	664,245	960,621
Audit Fees	1,203,450	355,950	1,130,000	282,500
Bonus Share Issue Expenses	1,660,314	-	1,660,314	-
Capital WIP Written Off	26,083,124	-	26,083,124	-
Consolidation Fees	169,500	150,000	169,500	150,000
Cultural and Festival Expenses	1,865,359	1,468,897	1,865,359	1,468,897
Computer Expenses	60,738	58,195	60,738	58,195
Certification and Rating Fees	873,798	260,055	704,298	260,055
Depreciation	2,353,055	2,584,523	2,353,055	2,584,523
Due Dilligence Expenses	2,286,240	-	2,286,240	-
Fine and Penalty	4,187	6,355	2,787	6,355
Insurance Expenses	514,036	445,147	514,036	445,147
Listing Compliances Expenses	961,915	587,339	961,915	587,339
Meeting Allowances-Audit Committee	210,000	60,000	210,000	60,000
Meeting Allowances and Expenses-Directors	1,107,097	333,966	1,107,097	333,966
Miscellaneous Expenses	225,103	232,090	207,484	232,090
Office Pantry Expenses	76,067	104,840	76,067	104,840
Office Staff Salary	14,173,707	12,501,793	14,173,707	12,501,793
Office Vehicle Running Expenses	3,742,971	2,353,714	3,742,971	2,353,714
Printing & Stationary	37,047	49,311	34,412	49,311
Project Site Travelling Expenses	155,084	270,065	152,364	270,065
Puja Expenses	20,350	8,610	20,350	8,610
Rent Expenses	1,282,992	1,003,044	1,074,192	1,003,044
Repair and Maintainance	48,744	97,474	48,744	97,474
Telephone and Internet	180,333	173,014	180,333	173,014
Water & Electricity Expenses	58,409	57,480	58,409	57,480
Total	60,017,863	24,122,484	59,541,739	24,049,034

23. Depreciation, amortisation, foreign exchange differences included in the statement of profit or loss:

Figures in NPR

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Included in cost of Generation Expenses				
Depreciation on property, plant and equipment	5,616,805	6,942,597	5,616,805	6,942,597
Amortisation and impairment of intangible assets	436,579,131	435,532,947	436,579,131	435,532,947
Impairment of property, plant and equipment	-	-	-	-
Net foreign exchange differences	-	-	-	-
Included in cost of administrative expenses				
Depreciation on property, plant and equipment	2,353,055	2,584,523	2,353,055	2,584,523
Amortisation and impairment of intangible assets	-	-	-	-
Impairment of property, plant and equipment	-	-	-	-
Net foreign exchange differences	-	-	-	-
Total	444,548,991	445,060,067	444,548,991	445,060,067

24. Net Finance Cost

Particulars	Group		GVL	
	Upto 32nd Ashad 2082	Upto 31st Ashad 2081	Upto 32nd Ashad 2082	Upto 31st Ashad 2081
Finance Cost				
Interest on debts and borrowings	564,820,480	663,574,918	564,820,480	663,574,918
Bank Charges/ Commission	130,434	144,370	130,417	144,370
Loan Agency Charges	500,000	500,000	500,000	500,000
Finance Income				
Interest income on deposits with banks	(26,475,657)	(43,896,793)	(26,475,564)	(43,896,767)
Total	538,975,257	620,322,495	538,975,333	620,322,521

Green Ventures Limited has invested in short term and mid term bank deposits from the earning of electricity income because of the following reasons A) as per agreement with banks under Facility Agreement, it has to set aside funds for operation, maintainance and capital reserve etc B) as per term - loan repayment schedule, there is surplus of disposable funds in the initial years of operation.

The Group has charged Bank Interest in the Profit & Loss account on net basis ie interest paid and interest earned is combined.

25. Related Party Disclosures

1.) Business transactions were conducted with related parties at arm's length in line with section 93 (3.c) of the Company Act. Following transactions were carried out with related parties :

Name	Relation	Nature of Transaction	Opening Balance	Opening Balance Status	Transaction during the year	Closing Balance	Closing Balance Status
Balephi Jalbidhyut Company Ltd.	Common Shareholder	Miscellaneous Advance	4,700,000	Receivable	-	4,700,000	Receivable
Nava Jyoti Gases Pvt. Ltd.	Common Shareholder and Director	Gas Refilling	11,526	Payable	58,760	-	-
Reliance Developers Pvt.Ltd.	Common Shareholder	Advance for purchase of Land	17,191,480	Receivable	(17,191,480)	-	-
Solu Hydropower Ltd.	Common Shareholder	Vehicle on Hire	401,137	Receivable	5,240,506	1,861,545	Receivable
South Asian Infrastructure Pvt. Ltd.	Common Shareholder	Civil Contractor	8,873,139	Payable	-	3,373,139	Payable
Techno Farm Pvt. Ltd.	Common Shareholder and Director	Purchase of Tractor spare parts	-	-	18,535	-	-

Triveni Byapar Co. Pvt. Ltd.	Common Shareholder	Purchase of Office Equipments	3,794	Payable	136,048	76,999	Payable
Triveni Properties Pvt. Ltd.	Common Shareholder and Director	Rent and electricity	6,988	Payable	1,119,280	3,833	Payable

2.) Substantial Shareholders

Substantial Shareholders of Green Ventures Limited consists of following shareholders:

Name	2081-82 % of Holding	2080-81 % of Holding
Govind Lal Sanghai	8.98	8.98
Birendra Kumar Sanghai	8.15	8.15
Nitesh Agrawal	7.59	7.59
Subhash Chandra Sanghai	5.96	5.96
Ram Chandra Sanghai	5.94	5.94
Aditya Sanghai	5.89	5.89
Triveni Energy Pvt.Ltd.	5.13	5.13
Vishal Agrawal	3.99	3.99
Anuj Agrawal	3.54	3.54
Purushottam Lal Sanghai	3.09	3.09
Sailesh Sanghai	3.05	3.05
Ashok Kumar Agrawal	3.02	3.02
Harsh Wardhan Sanghai	2.92	2.92
Tulsi Ram Agrawal	2.50	2.50
Arpit Agrawal	2.44	2.44
Nikunj Agrawal	2.22	2.22
Sumeeta Agrawal	1.17	1.17
Trilok Chand Agrawal	1.02	1.02

3.) Board of Directors

Board of Directors of Green Ventures Ltd. consists of following directors:

Name	Designation
Amul Agrawal (representative of Triveni Energy Pvt. Ltd.)	Chairman
Srijana Adhikari (representative of Triveni Energy Pvt. Ltd.)	Director (Promoter Group)
Ashish Kumar Agrawal	Director (Promoter Group)
Kamlesh Kumar Agrawal	Independent Director
Bhupen Maharjan (representative of Celltron Nepal Pvt. Ltd.)	Director (Public Group)

Note:

1. Harsh Wardhan Sanghai (representative of Triveni Energy Pvt. Ltd.) had submitted resignation from the post of Director (Promoter Group) on dated 2081-12-05 due to his personal reason. His resignation was accepted and Amul Agrawal (representative of Triveni Energy Pvt. Ltd.) was appointed in his place as Director (Promoter Group) at 19th board meeting held on dated 2081-12-14.
2. Birendra Kumar Sanghai had submitted resignation from the post of Director (Promoter Group) and Chairmanship of Board on dated 2082-01-04 due to his personal reason. His resignation was accepted at 21st board meeting held on dated 2082-01-17. Srijana Adhikari (representative of Triveni Energy Pvt. Ltd) was appointed as Director (Promoter Group) in his place at 23rd board meeting held on dated 2082-02-04.
3. Amul Agrawal (representative of Triveni Energy Pvt. Ltd.) was appointed as new chairman of Board of Directors at 23rd Board Meeting held on dated 2082-02-04.
4. During the reporting period 17 (seventeen) number of board of directors meetings took place to discuss and pass the various agendas.
5. Following meeting allowances and monthly expenses have been paid to directors including resigned directors during the reporting period.

Figures in NPR

Name	Meeting Allowance (Rs.) (81-82)	Monthly Expenses (Rs.) (81-82)	Total Rs. (81-82)	Total Rs. (80-81)	Remarks
Amul Agrawal (representative of Triveni Energy Pvt. Ltd.)	80,000	17,900	97,900	-	-
Srijana Adhikari (representative of Triveni Energy Pvt. Ltd.)	40,000	9,516	49,516	-	-
Ashish Kumar Agrawal	160,000	60,000	220,000	59,138	-
Kamlesh Kumar Agrawal	160,000	60,000	220,000	59,138	-
Bhupen Maharjan (representative of Celltron Nepal Pvt. Ltd.)	170,000	60,000	230,000	59,138	-
Birendra Kumar Sanghai	110,000	47,581	157,581	59,138	Resigned in 81-82
Harsh Wardhan Sanghai (representative of Triveni Energy Pvt. Ltd.)	90,000	42,100	132,100	59,138	Resigned in 81-82
Saket Sanghai	-	-	-	19,138	Resigned in 80-81
Arpit Agrawal	-	-	-	19,138	Resigned in 80-81
Total	810,000	297,097	1,107,097	333,966	

4.) Audit Committee

Audit Committee of Green Ventures Ltd. consists of following members:

Name	Designation
Kamlesh Kumar Agrawal	Chairman
Ashish Kumar Agrawal	Member
Bhupen Maharjan (representative of Celltron Nepal Pvt. Ltd.)	Member

Note:

- During the reporting period 7 (seven) number of audit committee meetings took place to discuss and pass the various agendas.
- Following meeting allowances have been paid to the members of audit committee during the reporting period.

Name	Meeting Allowance (Rs.) (81-82)	Meeting Allowance (Rs.) (80-81)
Kamlesh Kumar Agrawal	70,000	20,000
Ashish Kumar Agrawal	70,000	20,000
Bhupen Maharjan (representative of Celltron Nepal Pvt. Ltd.)	70,000	10,000
Total	210,000	50,000

5.) Key Management Personnel

Key Management Personnel of Green Ventures Ltd. consists of following:

Name	Designation	Place of Work
Shreedhar Khanal	Chief Executive Officer (CEO)	Head Office-Kathmandu
Sanjith Bidarahalli Gopala Raju	Plant Head (Deputy General Manager-O&M)	Site Office-Limti, Okhaldhunga
Shailendra Kumar Gautam	General Manager (EM & Operation Head)	Resigned w.e.f 2081-10-19

Remuneration paid to Key management personnel is as follows:

Name	81-82	Period	80-81	Period
Shreedhar Khanal	6,514,528	2081-04-01 to 2082-03-32	5,456,671	2080-04-01 to 2081-03-31
Sanjith Bidarahalli Gopala Raju	2,082,062	2081-10-18 to 2082-03-32	-	-
Shailendra Kumar Gautam	4,302,500	2081-04-01 to 2081-10-19	262,097	2081-03-19 to 2081-03-31
Total	12,899,090		5,718,768	

Note:

1. Mr. Shailendra Kumar Gautam has resigned w.e.f 2081-10-19.

26. Contingent Liabilities and Commitments

1.) Court Cases

On 2077-09-17 a case was lodged by Dipak Dahal against Green Ventures Ltd (including NEA, DOED) in Supreme Court claiming for single transmission line in Likhu Corridor. The case is still subjudice in the Supreme Court. No immediate liability is expected in this case.

27. Subsequent Events

On 2082-05-10 Share Subscription Agreement was signed between Green Ventures Limited and Kaligandaki Gorge Hydropower Pvt. Ltd. whereby GVL will purchase 51% promoter shares of KGHPL.

28. Other Explanatory Notes

1. Previous year figures have been regrouped or rearranged wherever considered necessary.



Thank You !



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