



दोस्रो वार्षिक प्रतिवेदन  
— • २०८१/०८२ • —

## सञ्चालक समिति



अंगिस घिमिरे  
कार्यकारी अध्यक्ष



सन्तोष राज नेपाल  
सञ्चालक



राजेन्द्र थापा  
सञ्चालक



अनिमेश हलवाई  
सञ्चालक



अप्सरा उप्रेती  
सञ्चालक



निर्वाण शर्मा  
सञ्चालक

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## नेक्स्ट होल्डिङ्स लिमिटेड

केन्द्रिय कार्यालय: का.म.न.पा. १ नक्साल काठमाडौं

फोन नं.०१-५९०२३०३, Email: info@nextholdings.com.np

### दोस्रो बार्षिक साधारणसभा सम्बन्धी सूचना

(प्रथम पटक प्रकाशित मिति: २०८२/०९/०९ गते) **कारोबार दैनिक**

(दोस्रो पटक प्रकाशित मिति: २०८२/०९/२३ गते) **आर्थिक दैनिक**

**आदरणीय शेयरधनी महानुभावहरु,**

नेक्स्ट होल्डिङ्स लिमिटेडको मिति २०८२/०९/०८ गते बसेको सञ्चालक समितिको बैठकको निर्णयानुसार कम्पनीको दोस्रो बार्षिक साधारणसभा निम्न मिति, समय र स्थानमा बस्ने भएकोले कम्पनी ऐन २०६३ को दफा ६७ तथा नियमावली अनुसार शेयरधनी महानुभावहरुको जानकारी तथा उपस्थितिको लागि यो सूचना प्रकाशित गरिएको छ ।

**बार्षिक साधारणसभा हुने मिति, समय र स्थान:**

**मिति:** २०८२ साल पुष २९ गते (तदनुसार १३ जनवरी २०२६), मंगलबार ।

**समय:** दिउसो ०४.३० बजे ।

**स्थान:** एभोकाडो क्याफे, बालुवाटार ।

**साधारणसभामा छलफल गरिने विषयहरु:**

**क) सामान्य प्रस्तावहरु:**

१. संचालक समितिको तर्फबाट अध्यक्षज्यूले प्रस्तुत गर्नुहुने आ.व.२०८१/८२ को संचालक समितिको प्रतिवेदन उपर छलफल गरी पारित गर्ने सम्बन्धमा ।

२. लेखापरीक्षकको प्रतिवेदन सहित कम्पनीको आ.व.२०८१/८२ सम्मको वासलात र सोही अवधिको नाफा नोक्सान हिसाब, नगद प्रवाह विवरण लगायतका संलग्न अनुसूचिहरु उपर छलफल गरी पारित गर्ने सम्बन्धमा ।

३. कम्पनी ऐन २०६३ को दफा १११ अनुसार आ.व. २०८२/८३ को लागि लेखापरीक्षकको नियुक्ति गर्ने र निजको पारिश्रमिक निर्धारण गर्ने प्रस्ताव उपर छलफल गरी पारित गर्ने सम्बन्धमा ।

४. स्वतन्त्र सञ्चालकको नियुक्ति गर्ने सम्बन्धमा ।

**ख) विशेष प्रस्तावहरु:**

१. शेयरको अंकित मुल्य सम्बन्धी व्यवस्थामा संशोधन गरी प्रबन्ध पत्रको सम्बन्धित दफा तथा नियमावलीको सम्बन्धित नियम संशोधन गर्ने सम्बन्धमा

२. प्रबन्ध पत्र र नियमावलीमा भएको संशोधनमा कार्यालय तथा नियामक निकायद्वारा थप संशोधनको निर्देशन भएमा निर्देशन बमोजिम संशोधन गर्न सञ्चालक समितिलाई अख्तियारी प्रदान गर्ने सम्बन्धमा ।

**ग) विविध**

सञ्चालक समितिको आज्ञाले

कम्पनी सचिव

अन्य थप जानकारीका लागि कम्पनीको वेबसाईट [www.nextholdings.com.np](http://www.nextholdings.com.np) वा रजिष्टर्ड कार्यालय नक्साल १, काठमाण्डौमा सम्पर्क राख्नु हुन अनुरोध गर्दछौं ।

### साधारणसभा सम्बन्धी सामान्य जानकारी

१. वार्षिक साधारणसभामा भाग लिन आउनु हुने शेयरधनी महानुभावहरूले सभा कक्षमा प्रवेश गर्नको लागि अनिवार्य रूपले प्रवेशपत्र, आफ्नो परिचय खुल्ने आधिकारिक परिचयपत्र (जस्तै नेपाली नागरिकता वा अन्य आधिकारिक परिचयपत्र) सहित शेयरधनी उपस्थित हुनु पर्नेछ ।
२. प्रतिनिधि (प्रोक्सी) नियुक्त गर्न चाहने शेयरधनीहरूले सम्पूर्ण शेयरको प्रतिनिधि एउटै व्यक्ति हुने गरी प्रतिनिधिपत्र (प्रोक्सी) फाराम भरी कम्पनीको रजिष्टर्ड कार्यालय, नक्साल, काठमाण्डौमा सभा शुरू हुनु भन्दा कम्तिमा ७२ घण्टा अगाडि दर्ता गरी सक्नु पर्नेछ । शेयरधनीको नाम र दस्तखत मध्ये कुनै नमिले वा शेयर संख्या बढी उल्लेख भएमा प्रतिनिधिपत्र रद्द हुनेछ ।
३. एकै शेयरधनीले एकभन्दा बढि प्रतिनिधि (प्रोक्सी) नियुक्त गरेको अवस्थामा पहिला दिएको प्रोक्सी बदर गरेको भन्ने व्यहोरा उल्लेख भई पछिल्लो प्रोक्सी दर्ता हुन आएमा बाहेक पहिला दर्ता हुन आएको प्रोक्सीले मान्यता पाउने छ ।
४. वार्षिक साधारणसभामा भाग लिन आउनु हुने शेयरधनी महानुभावले सभास्थलमा उपस्थित भई त्यहाँ रहेको उपस्थिति पुस्तिकामा दस्तखत गर्नु पर्नेछ ।
५. उपस्थिति पुस्तिका दिनको ३.३० बजे देखि खुल्ला रहनेछ ।
६. अन्य जानकारीको लागि कम्पनीको रजिष्टर्ड कार्यालय, नक्साल, काठमाण्डौमा सम्पर्क राख्नु हुन अनुरोध छ ।

# नेक्स्ट होल्डिङ्स लि.

नक्साल, काठमाडौं ।

(कम्पनी ऐन, २०६३ को दफा ७१(३) सँग सम्बन्धित दोस्रो वार्षिक साधारणसभामा भाग लिन)

श्री सञ्चालक समिति  
नेक्स्ट होल्डिङ्स लि.  
नक्साल, काठमाण्डौ ।

## विषय: प्रतिनिधि नियुक्त गरेको बारे ।

.....बस्ने म/हामी.....ले नेक्स्ट होल्डिङ्स लि. को शेयरधनीको हैसियतले २०८२/०९/२९ गते मंगलबारका दिन (तदनुसार जनवरी १३, २०२६) हुने दोस्रो वार्षिक साधारणसभामा मेरो/हाम्रो तर्फबाट प्रतिनिधित्व गरी भाग लिनका लागि .....बस्ने श्री .....लाई नियुक्त गरेको छु/छौं ।

### प्रतिनिधि हुनेको

नाम:

शेयर प्रमाण पत्र नं.:

शेयर संख्या:

दस्तखत नमुना:

मिति:

### प्रतिनिधि नियुक्त गर्नेको

नाम:

शेयर प्रमाण पत्र नं.:

शेयर संख्या:

दस्तखत:

मिति:

नोट: प्रतिनिधि नियुक्त गर्दा नेक्स्ट होल्डिङ्स लि. को शेयरधनी बाहेक अरुलाई नियुक्त गर्न पाइने छैन ।

## कम्पनीको परिचय, लक्ष्य र उद्देश्य

### कम्पनीको परिचय (Introduction)

नेक्स्ट होल्डिङ्स लि. नेपालमा विभिन्न क्षेत्रमा लगानी गर्ने उद्देश्यका साथ स्थापित कम्पनी हो । कम्पनीले नेपालको आर्थिक परिदृश्यलाई गहिरोसँग बुझेर आफ्ना लगानी रणनीतिहरू कार्यान्वयन गर्दै नयाँ स्टार्टअपहरूको प्रारम्भिक विकासमा सहयोग गर्नुका साथै चुनौतीपूर्ण अवस्थामा रहेका व्यवसायलाई पुनर्जीवित गरी सामाजिक तथा सुशासन पक्षलाई समान रूपमा महत्व दिँदै दीर्घकालीन प्रतिफल प्राप्त गर्ने उद्देश्यका साथ लगानी गर्दै आईरहेको छ ।

यस कम्पनीले औषधि, ऊर्जा, रियल इस्टेट, हवाई क्षेत्र जस्ता प्रमुख क्षेत्रहरूमा रणनीतिक लगानी र सक्रिय सहभागिता मार्फत दिगो व्यवसायिक वृद्धि तथा राष्ट्रिय आर्थिक विकासमा योगदान पुऱ्याउँदै आएको छ ।

### लक्ष्य (Goals)

कम्पनीको लक्ष्य रणनीतिक, जिम्मेवार र दिगो लगानीमार्फत दीर्घकालीन व्यवसायिक वृद्धि तथा आर्थिक स्थायित्व सुनिश्चित गर्नु रहेको छ । कम्पनी अनुसन्धान तथा तथ्याङ्क (RESEARCH and DATA) मा आधारित निर्णय प्रक्रिया मार्फत सुदृढ लगानीको वातावरण निर्माण गर्दै कम्पनीहरूलाई आर्थिक रूपमा सक्षम, प्रतिस्पर्धात्मक र दिगो बनाउने दिशामा केन्द्रित छ । साथै नवप्रवर्तनशील तथा पुनर्संरचना आवश्यक भएका व्यवसायहरूलाई रणनीतिक, वित्तीय र सञ्चालनगत सहयोग प्रदान गरी रोजगारी सिर्जना, आर्थिक समृद्धि तथा राष्ट्रिय अर्थतन्त्रमा सकारात्मक प्रभाव विस्तार गर्ने लक्ष्य छ ।

### उद्देश्य (Objectives)

नेक्स्ट होल्डिङ्स लि. का प्रमुख उद्देश्यहरू निम्नानुसार रहेका छन्:

- दीर्घकालीन आर्थिक तथा व्यवसायिक स्थिरता सुनिश्चित गर्दै विभिन्न क्षेत्रमा गरिएको लगानीबाट दिगो प्रतिफल सिर्जना गर्ने ।
- पोर्टफोलियो कम्पनीहरूलाई नवप्रवर्तनशील, प्रतिस्पर्धात्मक र नेतृत्व योग्य संस्थाको रूपमा विकास गर्नु ।
- स्थानीय समुदायसम्म लगानीका लाभ पुऱ्याउँदै रोजगारी सिर्जना, सामाजिक समृद्धि तथा समावेशी आर्थिक विकासमा योगदान दिने ।
- उच्च नैतिकता, सुशासन र सामाजिक उत्तरदायित्वलाई आत्मसाथ गर्ने उत्तरदायी र विश्वसनीय लगानी समूहको रूपमा दीर्घकालीन पहिचान स्थापित गर्ने ।

## दोस्रो वार्षिक साधारणसभामा अध्यक्षको मन्तव्य

**आदरणीय शेयरधनी महानुभावज्यूहरू,**

सञ्चालक समितिको अध्यक्षको हैसियतले तथा मेरो व्यक्तिगत तर्फबाट यस कम्पनीको दोस्रो वार्षिक साधारणसभामा हार्दिक स्वागत गर्न चाहन्छु ।

आजको यस दोस्रो वार्षिक साधारणसभामा सञ्चालक समितिको तर्फबाट आर्थिक वर्ष २०८१/०८२ को वार्षिक प्रतिवेदन, कम्पनीको वित्तीय अवस्था तथा भविष्यका कार्य योजनाहरूको संक्षिप्त जानकारी यहाँहरू समक्ष प्रस्तुत गर्ने अनुमति चाहन्छु ।

नेक्स्ट होल्डिङ्स लिमिटेड मुलुकको समग्र आर्थिक विकासमा योगदान पुऱ्याउने उद्देश्यका साथ पूर्वाधार विकास, उत्पादनमूलक तथा सेवामूलक क्षेत्रहरू विशेषतः जलस्रोत, ऊर्जा, पर्यटन, होटल, उत्पादनशील उद्योगहरू आदिमा लगानी गर्ने, परामर्श सेवा प्रदान गर्ने तथा दोस्रो बजारमा सुचीकृत कम्पनीहरूको शेयर कारोबार गर्ने उद्देश्यले मिति २०७८ साउन ३२ गते प्राइभेट लिमिटेड कम्पनीको रूपमा स्थापित भई कम्पनीलाई धितोपत्र बजारमा सुचिकृत गराउने उद्देश्य सहित मिति २०८१ असार २७ गते पब्लिक लिमिटेड कम्पनीमा परिणत भई नयाँ चरणमा प्रवेश गरेको छ ।

स्थापना कालदेखि नै कम्पनीको मुख्य उद्देश्य बलियो पूँजी संरचना निर्माण गर्दै सन्तुलित, सुरक्षित र दिगो वित्तीय अवस्था कायम गर्दै लगानीकर्ताहरूलाई उचित प्रतिफल प्रदान गर्नु रहेको छ । हामीले छोटो अवधिको प्रतिफल भन्दा दीर्घकालिन प्रतिफललाई प्राथमिकता दिँदै विवेकपूर्ण निर्णय, जोखिम व्यवस्थापन र सम्भावनायुक्त क्षेत्रहरूको पहिचान गरी लगानी विविधीकरण गर्दै निजी क्षेत्रका विभिन्न कम्पनीहरूमा लगानी गर्दै आइरहेका छौं ।

हालसम्म कम्पनीले लगानी गरेका अधिकांश परियोजना तथा कम्पनीहरूको वित्तीय अवस्था क्रमशः सुदृढ हुँदै गएको छ । यद्यपि हालको अवस्थामा कम्पनीको आम्दानी अपेक्षा अनुसार नदेखिएको भएता पनि लगानीको प्रकृति र परियोजनाहरूको प्रगतिलाई मध्यनजर गर्दा भविष्यमा कम्पनीले उल्लेखनीय वित्तीय सुधार हासिल गर्नेमा म पूर्ण रूपमा विश्वस्त रहेको छु । आ.व. २०८१/०८२ सम्ममा शेयर पूँजी रु. ५९.८५ करोड र कर्जा रु. ४.४७ करोड गरी जम्मा लगानी योग्य रकम रु. ६४.३६ करोड रहेकोमा विभिन्न कम्पनीको संस्थापक शेयरमा रु. ५६.८४ करोड, दोस्रो बजारमा २.३ करोड र जग्गामा रु. १.८९ करोड गरी जम्मा ६१.०३ करोड लगानी रहेको छ भने आ.व. ०८१/०८२ मा रु. ८०.२८ लाख खुद नाफा आर्जन गरेको छ ।

यस कम्पनीको मुख्य लगानी रहेको सिद्धि खोला जलविद्युत आयोजना (१० मे.वा.) को निर्माण कार्य अन्तिम चरणमा पुगेको र चैत २०८२ भित्र बिजुली बाल्ने तयारीमा रहेको छ । त्यसै गरी एक्सपर्ट हाइड्रो इन्भेष्टमेन्ट द्वारा प्रवर्द्धित सानीभेरी जलविद्युत आयोजना (४४.५२ मे.वा.) ले विद्युत उत्पादन अनुमति, विद्युत खरिद बिक्री सम्झौता (PPA),

विद्युत प्रसारण लाईनको सर्वेक्षण अनुमति पत्र प्राप्त गरी आयोजनाका लागि वित्तीय व्यवस्थापन सम्झौता (Consortium Loan Agreement) समेत सम्पन्न भईसकेको छ ।

त्यसै गरी, नारी उर्जा लि. द्वारा प्रवर्द्धित लुङ्ग्री खोला “ए” जलविद्युत आयोजना (९.५ मे.वा.) ले विद्युत सर्वेक्षण अनुमति पत्र प्राप्त गरी उक्त आयोजनाको कनेक्सन एग्रीमेन्ट भई आयोजनाको सम्भाव्यता अध्ययन प्रतिवेदन अन्तिम चरणमा पुगेको र प्रारम्भिक वातावरणीय परिक्षण प्रतिवेदन (IEE) लगायतका कार्य सुचारु अवस्थामा रहेको तथा नेपाल विद्युत प्राधिकरण समक्ष विद्युत खरिद बिक्री सम्झौता (PPA) को लागि आवेदन दिएको छ ।

त्यसै गरी यस कम्पनीको लगानी रहेको **सिम्भिक एयर लि., रेम वर्क टेक्नोलोजी प्रा.लि., नेपाल रिमेडिज लि., श्री डिष्टिलरी लि.** आदिको वित्तीय अवस्था गत वर्ष भन्दा सुधार उन्मुख अवस्थामा रहेको जानकारी गराउन चाहन्छु ।

समिक्षा अवधिमा देशको अर्थतन्त्र अपेक्षाकृत रुपमा चलायमान हुन नसक्दा समग्र औद्योगिक, व्यवसायिक, बैंक वित्तीय क्षेत्र, पूँजी बजार आदि सबै प्रभावित हुँदा यसको प्रत्यक्ष अप्रत्यक्ष असर हाम्रो कम्पनीमा समेत पर्न गएको छ । आजको प्रतिस्पर्धी र परिवर्तनशील आर्थिक वातावरणमा पारदर्शिता, सुशासन र जोखिम व्यवस्थापन अत्यन्त महत्वपूर्ण रहेको कुरालाई प्राथमिकता दिँदै कम्पनीको व्यवस्थापन प्रणालीलाई सुदृढ बनाउँदै आएका छौं । शेयरधनीहरूको सुझावलाई ध्यानमा राख्दै कम्पनीलाई अझ व्यवस्थित र प्रभावकारी बनाउँदै लैजान प्रतिबद्ध छौं ।

**अन्त्यमा,** कम्पनीलाई विश्वास गरी शेयर पूँजीमा लगानी गर्नुहुने सम्पूर्ण शेयरधनी महानुभावज्यूहरूलाई तपाईंहरूको विश्वास, धैर्यता र सहयोगको लागि हार्दिक धन्यवाद व्यक्त गर्दछु । साथै कम्पनीको लक्ष्य प्राप्तिका लागि इमान्दारिता, लगनशीलता र प्रतिबद्धताका साथ कार्यरत सम्पूर्ण कर्मचारी साथीहरूलाई विशेष धन्यवाद दिन चाहन्छु । यसैगरी नियामक निकायहरू, कर्जा प्रदायक बैंक तथा वित्तीय संस्थाहरू, परामर्शदाता, लेखापरीक्षक तथा अन्य सबै सरोकारवाला सहयोगीहरू प्रति कृतज्ञता व्यक्त गर्दछु । भविष्यमा यहाँहरूको निरन्तर साथ, सहयोग र सद्भावको अपेक्षा गर्दै उपस्थित सम्पूर्ण महानुभावज्यूहरूलाई धन्यवाद ज्ञापन गर्दै सञ्चालक समितिद्वारा प्रस्तुत वार्षिक प्रतिवेदन तथा प्रस्तावहरू माथि छलफल गरी अनुमोदन गरिदिनुहुन विनम्र अनुरोध गर्दछु ।

**धन्यवाद**

**अंगिस घिमिरे**

कार्यकारी अध्यक्ष

## नेक्स्ट होल्डिङ्स लि.

कम्पनी ऐन २०६३ को दफा १०९ को उपदफा (४) बमोजिम

सञ्चालक समितिको प्रतिवेदन

आ.व. २०८१/०८२

आदरणीय शेयरधनी महानुभावहरू,

आ.व. २०८१/०८२ को लेखा परिक्षकको प्रतिवेदन लगायतका सामान्य प्रस्तावहरू अनुमोदनको लागि पेश गर्दै कम्पनीले विगत वर्षमा प्राप्त गरेको उपलब्धी तथा आगामी वर्षमा गरिने कार्य योजना समेटिएको कम्पनी ऐन २०६३ को व्यवस्था अनुसार तपसिल बमोजिमको विवरणहरू पेश गरिएको छ ।

### क. आ.व. २०८१/०८२ को कारोवारको सिंहावलोकन

आर्थिक वर्ष २०८१/०८२ मा यस कम्पनीको कार्य प्रगति निम्नानुसार रहेको छ ।

#### १. शेयर पूँजी

यस कम्पनीको २०८२ असार मसान्त सम्ममा अधिकृत पूँजी रु. १,००,००,००,०००।— (एक अर्ब रुपैयाँ), जारी पूँजी ८६,४५,००,०००।— (छयासी करोड पैतालिस लाख रुपैयाँ) र चुक्ता पूँजी रु. ५९,८५,००,०००।— (उनान्साठी करोड पचासी लाख रुपैयाँ) रहेको छ । उक्त चुक्ता पूँजी ७९ जना संस्थापक शेयरधनीहरूबाट प्राप्त भएको छ ।

#### २. वित्तीय विवरण

आ.व. २०८१/०८२ को अन्त्यमा कम्पनीको सम्पत्ति तथा दायित्व विवरण यस प्रकार रहेको छ ।

विवरण	आर्थिक वर्ष (रु.) २०८१/०८२	आर्थिक वर्ष (रु.) २०८०/०८१	परिवर्तित (रकममा)	प्रतिशत (%)
<b>सम्पत्ति</b>				
स्थिर सम्पत्ति	२४,३५,९५८	२५,८४,३४०	(१,४८,३८२)	(५.७४)
लगानीमा रहेको सम्पत्ति (जग्गा)	१,८९,९०,०००	१,८९,९०,०००		
संस्थागत लगानी	१,४२,५३,५७३	२४,८७,३९,६२३	(२३,४४,८६,०५०)	(९४.२७)
वित्तीय सम्पत्ति	४१,००,८०,२४४	७,७५,००,०००	३३,२५,८०,२४४	४२९.१४
जम्मा दीर्घकालिन सम्पत्ति	४४,५७,५९,७७५	३४,७८,१३,९६३	९,७९,४५,८१२	२८.१६
<b>चालु सम्पत्ति</b>				
ऋण तथा पेशकी	१९,५०,२६,९४६	१५,३६,१३,०७६	४,१४,१३,८७०	२६.९६

चालु कर सम्पत्ति	५९,७१,५३४	३६,८६,०८९	२२,८५,४४५	६२.००
वित्तीय सम्पत्ति	१,९७,८७,१०२	१,२६,२७,०३८	७१,६०,०६४	५६.७०
अन्य सम्पत्ति	६,७१,९८५	६७,५००	६,०४,४८५	८९५.५३
नगद तथा बैंक मौज्दात	४९,८०,४४८	३,०८,००,२२८	(२,५८,१९,७८०)	(८३.८३)
जम्मा चालु सम्पत्ति	२२,६४,३८,०१५	२०,०७,९३,९३२	२५,६४,४८,०८३	१२.७७
जम्मा सम्पत्ति	६७,२१,९७,७९०	५४,८६,०७,८९५	१२,३५,८९,८९५	२२.५३
शेयर पूँजी तथा दायित्व				
शेयर				
शेयर पूँजी	५९,८५,००,०००	३५,७९,८६,०००	२४,०५,१४,०००	६७.१९
अग्रिम शेयर पूँजी	१,०४,३६,४४४	७,१२,९८,६८३	(६,०८,६२,२३९)	(८५.३६)
जगेडा कोष	१६,८१९,३५४	८७,९०,८९०	८०,२८,४६४	९१.३३
जम्मा शेयर पूँजी	६२,५७,५५,७९८	४३,८०,७५,५७३	१८,७६,८०,२२५	४२.८४
दीर्घकालीन दायित्व				
स्थगन कर दायित्व (Deferred Tax)	४९,७२४	२८,५८९	२१,१३५	७३.९३
अन्य दीर्घकालीन दायित्व	४,४७,४१,८५९	६,२५,९८,२३५		(२८.५३)
कुल दीर्घकालीन दायित्व	४,४७,९१,५८३	६,२६,२६,८२४	(१,७८,५६,३७६)	(२८.४८)
चालु दायित्व				
वित्तीय दायित्व	१६,५०,४०९	४,७९,०५,४९८	(४६२५५०८९)	(९६.५५)
कुल दायित्व	१६,५०,४०९	४,७९,०५,४९८	(४६२५५०८९)	(९६.५५)
कुल शेयर पूँजी तथा दायित्व	६७,२१,९७,७९०	५४,८६,०७,८९५	१२,३५,८९,८९५	२२.५३

३. अ). आ.व. २०८१/०८२ को अन्त्य सम्मको लगानीको विवरण तथा लगानी गरिएको कम्पनीको संक्षिप्त जानकारी

सि.नं.	विवरण	लगानी रकम	हाल कायम शेयर	लगत कायम हुन बाँकी
१.	सिद्धि हाइड्रोपावर कम्पनी लि.	३०,००,००,०००।-	२४,००,००,०००।-	६,००,००,०००।-
२.	नेपाल रिमेडिज लि.	७,०१,००,०००।-	७,०१,००,०००।-	-
३.	सिम्रिक एयर लि.	६,००,००,०००।-	-	६,००,००,०००।-
४.	श्री डिष्टिलरी लि.	५,००,००,०००।-	५,००,००,०००।-	-
५.	नारी उर्जा लि.	२,३०,००,०००।-	१,४५,००,०००।-	८५,००,०००।-
६.	अल्फा प्लस भेन्चर्स लि.	२,१०,००,०००।-	-	२,१०,००,०००।-
७.	एक्सपर्ट हाईड्रो ईन्भेष्टमेन्ट प्रा.लि.	१,३८,००,०००।-	१,३८,००,०००।-	-

८.	नेक्स्ट प्रोपर्टिज प्रा.लि.	१,०५,००,०००।-	१,०५,००,०००।-	-
९.	रेम वर्क टेक्नोलोजी प्रा.लि.	२,००,००,०००।-	९१,००,०००।-	१,०९,००,०००।-
१०.	जग्गामा लगानी	१८९,९०,०००।-		
	<b>जम्मा लगानी</b>	<b>५८,७३,९०,०००।-</b>	<b>४०,८०,००,०००।-</b>	<b>१६,०४,००,०००।-</b>

### क. सिद्धि हाइड्रोपावर कम्पनी लिमिटेड

सिद्धि हाइड्रोपावर कम्पनी लिमिटेड २०६९ सालमा दर्ता भई नेपाल विद्युत प्राधिकरण संग मिति २०७४ भाद्र २९ गते विद्युत खरिद बिक्री सम्झौता गरी, मिति २०८० साल पौष १९ मा आयोजनाको लागि सिटिजन्स बैंक इन्टरनेसनल लि. संग वित्तीय व्यवस्थापन सम्झौता गरी मिति २०८२ असोज १५ गतेसम्म (करिब २१ महिनाको अवधिमा) लगभग ९८ प्रतिशत काम सम्पन्न गरी आयोजनाको Headworks र WaterWay मा पानीको परिक्षण समेत गरिसकेको र दर्शै तिहार लगत्तै आयोजनाबाट विद्युत उत्पादनको तयारीमा रहेको थियो । आयोजनाको काम द्रुत गतिमा अघि बढिरहेको भए तापनि मिति २०८२ साल असोज १७ र १८ गते परेको वर्षासँगै आएको बाढीले आयोजनाको पाइपलाइनमा क्षति पुगेको हुँदा अनुमानित विद्युत उत्पादन मिति कार्तिक २०८२ बाट सरेर चैत्र २०८२ मा हुने भएको छ ।

### ख. नेपाल रिमेडिज लि.

नेपाल रिमेडिज लिमिटेड २०७१ सालमा दर्ता भएको नेपालकै पहिलो महिलाको हर्मोन तथा स्टेरोइड औषधिहरू उत्पादन गर्ने फार्मास्युटिकल कम्पनी हो । साथै Good Manufacturing Practice(GMP) मान्यता प्राप्त आधुनिक उत्पादन इकाइ मार्फत स्वास्थ्य सेवा क्षेत्रमा अग्रणी भूमिका निर्वाह गर्दै हर्मोनल तथा जेनरिक औषधिहरू (ट्याबलेट र क्याप्सुल) उत्पादन गर्दै आएको छ। हाल नेपाल रिमेडिज लिमिटेडले ६० भन्दा बढी प्रकारका औषधिहरू उत्पादन गरी १५० भन्दा बढी कर्मचारीहरूलाई रोजागारी प्रदान गर्दै तथा देशभर फैलिएको सशक्त डिलर नेटवर्क मार्फत उत्पादित औषधिहरू देशभर बिक्री गरी सञ्चालन गर्दै आएको छ। यस कम्पनीको विगत वर्षहरूको वित्तीय अवस्था यस प्रकार रहेको छ ।

नेपाल रिमेडिज लिमिटेड				
नक्साल काठमाण्डौ				
क्र.स	विवरण	आ.व २०८१/८२	आ.व २०८०/८१	परिवर्तित प्रतिशत
१	शेयर पुँजी	७००,०००,०००.००	६९६,०००,०००.००	१३.६४
२	अग्रिम शेयर पुँजी			
३	जम्मा शेयर पुँजी	७००,०००,०००.००	६९६,०००,०००.००	१३.६४
४	जगेडा कोष	६०,८५९,९१५.००	४२,०९५,७३२.००	४४.५८
५	जम्मा कर्जा	३२०,२००,०००.००	३१२,०८८,४८४.००	२.६०

६	जम्मा आम्दानी	२५०,६१०,३००.००	१४२,८५४,४१३.००	७५.४३
७	कर अधिको नाफा	११,५५५,२३६.००	(१६,९७७,६७६.००)	१६८.०६
८	खुद नाफा	५,८०६,४९८.००	(२१,५९६,०१४.००)	१२६.८९

### ग. सिम्रिक एयर लि.

सिम्रिक एयर लि. २०५७ सालमा दर्ता भएको नेपालमा सञ्चालनमा रहेको हेलिकप्टर सेवा प्रदायक कम्पनी हो । चार्टर्ड हेलिकप्टर सेवा, आपतकालीन उद्धार तथा राहत उडान, मेडिकल इभ्याकुएसन, पर्वतीय तथा साहसिक पर्यटन उडान, बाह्य कार्गो लिफ्टिङ, धार्मिक तथा पर्यटकीय गन्तव्यहरूका लागि विशेष उडान, एरियल सर्वेक्षणलगायत विभिन्न प्रकारका विशेष उडान सेवाहरू सञ्चालन गर्दै आएको छ । कम्पनीले अन्तर्राष्ट्रिय सुरक्षा मापदण्डअनुसार सञ्चालन हुने आधुनिक हेलिकप्टर, अनुभवी तथा दक्ष पाइलट, प्रशिक्षित प्राविधिक जनशक्ति र व्यवस्थित सञ्चालन प्रणालीको माध्यमबाट नेपालको दुर्गम तथा चुनौतीपूर्ण भौगोलिक क्षेत्रमा समेत सुरक्षित, भरपर्दो र समयमै हवाई सेवा प्रदान गर्दै आएको छ । यस कम्पनीको विगत वर्षहरूको वित्तीय अवस्था यस प्रकार रहेको छ ।

सिम्रिक एयर लिमिटेड				
सुविधानगर, काठमाण्डौ				
क्र.स	विवरण	आ.व २०८१/८२	आ.व २०८०/८१	परिवर्तित प्रतिशत
१	शेयर पुँजी	४००,०००,०००.००	२५०,०००,०००.००	६०.००
२	अग्रिम शेयर पुँजी			
३	जम्मा शेयर पुँजी	४००,०००,०००.००	२५०,०००,०००.००	६०.००
४	जगेडा कोष	१५७,८७७,६८७.००	३३०,०६९,६१६.००	(५२.१७)
५	जम्मा कर्जा	५८४,३५४,२४६.००	७९१,१८०,८२९.००	(२६.१४)
६	जम्मा आम्दानी	६६०,५५९,१५६.००	५५९,५९४,५६३.००	१८.०४
७	कर अधिको नाफा	२९,६५८,०५८.००	२२,८६४,५१७.००	२९.७१
८	खुद नाफा	१५,४४२,४६६.००	६,९०६,०९५.००	१२३.६१

### घ. श्री डिस्टिलरी लि.

श्री डिस्टिलरी लिमिटेड आधुनिक प्रविधि, गुणस्तरीय कच्चा पदार्थ तथा अन्तराष्ट्रिय मापदण्ड अनुसार विभिन्न प्रकारका अल्कोहोलिक पेय पदार्थहरूको उत्पादन तथा बिक्री गर्ने उद्देश्य अनुसार २०४२ सालमा दर्ता भई हाल ७० यु.पि. का मदिरा उत्पादन तथा बिक्री गर्दै आईरहेको छ । भविष्यमा रम, हिस्की, भोड्का लगायतका विभिन्न ब्रान्ड मार्फत नेपाली बजारमा आफ्नो उपस्थिति विस्तार गर्ने उद्देश्य अनुसार OASIS भोड्का निकट भविष्य मै बजारमा ल्याउने तयारीमा रहेको छ । अनुभवी व्यवस्थापन टोली, दक्ष जनशक्ति तथा व्यवस्थित वितरण सञ्जालको सहयोगमा कम्पनीले बजारको मागअनुसार उत्पादन विविधीकरण गर्दै आएको छ भने दीर्घो व्यवसायिक अभ्यास, नवीनता र जिम्मेवार उद्योग

सञ्चालनलाई आत्मसाथ गर्दै मदिरा उद्योग क्षेत्रमा विश्वसनीय र प्रतिस्पर्धी संस्थाका रूपमा निरन्तर अघि बढिरहेको छ । यस कम्पनीको विगत वर्षहरूको वित्तीय अवस्था यस प्रकार रहेको छ ।

श्री डिष्टिलरी लिमिटेड				
बबरमहल काठमाण्डौ				
क्र.स	विवरण	आ.व २०८१/८२	आ.व २०८०/८१	परिवर्तित प्रतिशत
१	शेयर पुँजी	५०४,०००,०००.००	५०४,०००,०००.००	-
२	अग्रिम शेयर पुँजी	५६,०००,०००.००		
३	जम्मा शेयर पुँजी	५६०,०००,०००.००	५०४,०००,०००.००	११.११
४	जगेडा कोष	२२,६००,२४८.००	२१,७४१,४८७.००	३.९५
५	जम्मा कर्जा			
६	जम्मा आम्दानी	५७२,२२३,५२४.००	४२३,९८७,४९६.००	३४.९६
७	कर अधिको नाफा	१,५७७,३७७.००	१०,३७३,४९७.००	(८४.७९)
८	खुद नाफा	८५८,७६१.००	११,१२६,१२५.००	(९२.२८)

#### ड. नारी उर्जा लि.

नारी उर्जा लि. २०८१ सालमा दर्ता भई यस कम्पनीद्वारा प्रवर्द्धित लुङ्ग्री खोला “ए” जलविद्युत आयोजना (९.५ मे.वा.) को विद्युत सर्वेक्षण अनुमति पत्र प्राप्त गरी, कनेक्सन एग्रीमेन्ट भई, सम्भाव्यता अध्ययन प्रतिवेदन अन्तिम चरणमा पुगेको र प्रारम्भिक वातावरणीय परिक्षण प्रतिवेदन (IEE) लगायतका कार्य सुचारु अवस्थामा रहेको तथा नेपाल विद्युत प्राधिकरण समक्ष विद्युत खरिद बिक्री सम्झौता (PPA) को लागि आवेदन दिएको छ ।

#### च. अल्फा प्लस भेन्चर्स लि.

अल्फा प्लस भेन्चर्स लि.. एक SEBON नियमन भएको विशेषीकृत लगानी कोष Specialized Investment Funds (SIF) लाइसेन्स प्राप्त लगानीका लागि स्थापित संस्था हो । २०७८ सालमा दर्ता भएको यस कम्पनी नेपालको विविध क्षेत्रहरूमा निजी इक्विटीको माध्यमबाट लगानी गर्दै आर्थिक वृद्धि र दीगो विकासलाई प्राथमिकता दिएको छ । कम्पनीको मुख्य उद्देश्य नेपालको उदीयमान तथा दृढ आधार भएका कम्पनीहरूमा पूँजी लगानी गर्नु साथै रणनीतिक योजना, सञ्चालन सुधार, वित्त व्यवस्थापन, नेतृत्व क्षमता र बजार विस्तारमा सघाउनु रहेको छ । Alpha Plus ले निजी कम्पनीहरूलाई सार्वजनिक बजार (IPO) मा प्रवेश गराउन, पूँजी संरचना अनुकूलन गर्न, वित्तीय जोखिम घटाउन र लगानीका अवसरहरू प्रदान गर्न मद्दत गर्दै नेपालको लगानी इकोसिस्टमलाई सुदृढ बनाउने लक्ष्य निर्धारण गरेको छ । संस्थाले विभिन्न उद्योगहरूमा रणनीतिक लगानी गरी दीर्घकालीन मूल्य सिर्जना गर्ने, कम्पनीहरूको क्षमता अभिवृद्धि गर्ने र व्यापक आर्थिक समृद्धिमा योगदान पुऱ्याउन प्रतिवद्ध रहेको छ । यस कम्पनीको विगत वर्षहरूको वित्तीय अवस्था यस प्रकार रहेको छ ।

अल्फा प्लस भेन्वर्स लिमिटेड				
नक्साल काठमाण्डौ				
क्र.स	विवरण	आ.व २०८१/८२	आ.व २०८०/८१	परिवर्तित प्रतिशत
१	शेयर पुँजी	२१०,०००,०००.००	१०५,०००,०००.००	१००
२	अग्रिम शेयर पुँजी	-	-	०
३	जम्मा शेयर पुँजी	२१०,०००,०००.००	१०५,०००,०००.००	१००
४	जगेडा कोष	(१६,१९४,५८३.००)	(१,३६८,८९५.००)	(१०८३)
५	जम्मा कर्जा	-	-	०
६	जम्मा आम्दानी	४४,८२६,८२७.००	२६,६०७,४०२.००	६८
७	कर अधिको नाफा	१८,७७७,३६२.००	९,१९४,५६१.००	१०४
८	खुद नाफा	(२०,२६५,२१३.००)	८,९१४,९३५.००	(३२७)

### छ. एक्सपर्ट हाईड्रो इन्भेष्टमेन्ट प्रा.लि.

एक्सपर्ट हाईड्रो इन्भेष्टमेन्ट प्रा. लि. २०७३ सालमा दर्ता भई ४४.५२ मे.वा. क्षमताको सानीभेरी जलविद्युत आयोजना RoR अवधारणामा विकास तथा व्यवस्थापन गर्ने उद्देश्यका साथ अघि बढिरहेको छ । यस आयोजनाको नेपाल विद्युत प्राधिकरणसँग मिति २०८० साल असार २७ गते विद्युत खरिद बिक्री सम्झौता (PPA) सम्पन्न भइसकेको छ भने परियोजनाका लागि आवश्यक वित्तीय व्यवस्थापन (Consortium Loan Agreement) मिति २०८२ साल भाद्र १६ गते सम्पन्न भइसकेको छ । आयोजना हाल निर्माण कार्य प्रारम्भ हुने पूर्व तयारी अवस्थामा रहेको छ ।

### ज. नेक्स्ट प्रोपर्टिज प्रा.लि.

नेक्स्ट प्रोपर्टिज प्रा.लि. २०७८ सालमा दर्ता भई बुढानीलकण्ठ, काठमाडौं स्थित आवासीय परियोजना विकास तथा विक्रिमा केन्द्रित भएर काम गर्दै आएको छ । कम्पनीले विगतमा मधुवन होम्स जस्ता आधुनिक घरहरू उच्च गुणस्तरका सामग्री, भूकम्प प्रतिरोधी संरचना, CCTV सुरक्षा, पर्याप्त पार्किङ र वास्तु प्रमाणित डिजाइन सहित निर्माण तथा बिक्री गरेको छ । हाल देशको अर्थतन्त्रमा देखिएको मन्दीको प्रभावले घरजग्गा कारोबार सुस्त भएकाले यस क्षेत्रमा नयाँ लगानी गरिएको छैन । यस कम्पनीको विगत वर्षहरूको बिक्री अवस्था यस प्रकार रहेको छ ।

नेक्स्ट प्रोपर्टिज प्राईभेट लिमिटेड				
नक्साल काठमाण्डौ				
क्र.स	विवरण	आ.व २०८१/८२	आ.व २०८०/८१	परिवर्तित प्रतिशत
१	शेयर पुँजी	५०,०००,०००.००	५०,०००,०००.००	०
२	अग्रिम शेयर पुँजी	-	-	०
३	जम्मा शेयर पुँजी	५०,०००,०००.००	५०,०००,०००.००	०
४	जगेडा कोष	(२३,३४९,४१५.००)	७७७,७३९.००	(३१०२)

५	जम्मा कर्जा	-		०
६	जम्मा आम्दानी	३४,१९९,११२.००	१३२,२२८,४५८.००	(७४)
७	कर अधिको नाफा	(२४,१२७,१५४.००)	१५,३१७,२९२.००	(२५८)
८	खुद नाफा	(२४,१२७,१५४.००)	१५,३१७,२९२.००	(२५८)

### झ. रेम वर्क टेक्नोलोजी प्रा.लि.

रेम वर्क टेक्नोलोजी प्रा.लि. २०७६ सालमा दर्ता भएको को-वर्किङ स्पेस तथा वैकल्पिक अफिस समाधान प्रदायक कम्पनी हो । कम्पनीले आधुनिक सुविधा, उच्च गतिको इन्टरनेट, २४/७ सुरक्षा, आरामदायी मनोरञ्जन क्षेत्र र आवश्यक कार्यालय उपकरणहरू सहित लचकदार कार्यस्थल प्रदान गर्दै आइरहेको छ । सहकार्य, उत्पादनशीलता र व्यावसायिक वातावरणलाई प्राथमिकता दिने उद्देश्यका साथ व्यक्तिगत, टीम र संस्थागत आवश्यकता अनुसार शेयर्ड डेस्क, प्राइभेट अफिस, भर्चुअल अफिस र मिटिङ रुम्स जस्ता कार्यस्थल विकल्पहरू प्रदान गर्दछ । यस कम्पनीको विगत वर्षहरूको कारोबार अवस्था यस प्रकार रहेको छ ।

रेम वर्क टेक्नोलोजी प्राइभेट लिमिटेड				
नक्साल काठमाण्डौ				
क्र.स	विवरण	आ.व २०८१/८२	आ.व २०८०/८१	परिवर्तित प्रतिशत
१	शेयर पुँजी	२०,०००,०००.००	३,०००,०००.००	५६७
२	अग्रिम शेयर पुँजी	-	१७,०००,०००.००	(१००)
३	जम्मा शेयर पुँजी	२०,०००,०००.००	२०,०००,०००.००	०
४	जगेडा कोष	(९,८१,१७६.९४)	(८२९,१३३.४८)	१८
५	जम्मा कर्जा	-	-	०
६	जम्मा आम्दानी	३१,०६५,१९५.६०	२१,८१०,५७०.०२	४२
७	कर अधिको नाफा	३,७५९,५४७.२०	(१,९४७,९१४.५५)	२९३
८	खुद नाफा	३,७५९,५४७.२०	(१,९४७,९१४.५५)	२९३

आ). आ.व. ०८१/०८२ को अन्त्यमा दोस्रो बजारमा सुचीकृत कम्पनीमा रहेको लगानीको विवरण निम्न बमोजिम रहेको छ ।

क्र.स.	कम्पनीको नाम	कित्ता	लागत	बजार मुल्य	प्राप्त हुन बाँकी नाफा/(नोक्सान)
१.	बुटवल पावर कम्पनी लि. (BPCL)	१५,९३१	७३०.०५	९५७.२९	३६,२०,१६०.४४

२.	हाइड्रोइलेक्ट्रिसिटी इन्भेष्टमेन्ट एण्ड डेभलपमेन्ट लि. (HIDCL)	१८	१६८.९४	२१०	७३९.०८
३.	महालक्ष्मी विकास बैंक लि. (MLBL)	१,५००	४३७.१९	४११.६७	(३८,२८०)
४.	डादी ग्रुप पावर लि. (NGPL)	१,०००	४०२.३	३९८.६७	(३,६३०)
५.	सानिमा रिलायन्स लाईफ ईन्स्योरेन्स लि. (SRLI)	५५	५४७.६४	४१०.१९	(७,५५९.७५)
	<b>जम्मा</b>				<b>३५,७१,४२९.७७</b>

### ख. राष्ट्रिय तथा अन्तराष्ट्रिय परिस्थितिबाट कम्पनीको कारोबारलाई कुनै असर परेको भए सो असर

विश्वव्यापी आर्थिक, राजनीतिक तथा भूराजनीतिक अनिश्चितताले नेपालसहित विभिन्न मुलुकको अर्थतन्त्रमा प्रभाव पारेको छ । मुद्रास्फीति, विदेशी विनिमय दरमा भएको उतारचढाव तथा अन्तर्राष्ट्रिय मूल्यवृद्धिका कारण यस कम्पनीले लगानी गरेका आयोजनाहरूको लागत बढ्ने, व्यापार व्यवसायले भनेजस्तो व्यापार गर्न नसक्ने जस्ता कारणले भविष्यमा प्राप्त हुने प्रतिफलमा समेत नकारात्मक असर पर्न सक्ने देखिन्छ । यस कम्पनीको लगानी रहेको निर्माणाधीन सिद्धिखोला जलविद्युत आयोजना (१० मे.वा.) मा २०८२ असोजमा आएको बाढीले क्षति पुग्न गएकोले आयोजना लागत तथा निर्माण अवधि समेत बढ्न गएको छ ।

### ग. प्रतिवेदन तयार भएको मिति सम्म चालु वर्षको उपलब्धी र भविष्यमा गर्नुपर्ने कुराको सम्बन्धमा सञ्चालक समितिको धारणा

कम्पनीको मुख्य लगानी रहेको सिद्धि हाइड्रोपावर कम्पनी लिमिटेडद्वारा निर्माणाधीन सिद्धिखोला जलविद्युत आयोजना (१० मे.वा.) को काम २०८२ सालमा सम्पन्न भई यस वर्षको चैत सम्ममा बत्ती बाल्ने र यस पश्चात लुङ्ग्री खोला “ए” जलविद्युत आयोजनाको विद्युत खरिद बिक्री सम्झौता (PPA) सम्पन्न गरी निर्माण कार्य शुरू गर्ने । साथै कम्पनीको संस्थागत सुशासनलाई अझ प्रभावकारी, चुस्त, दुरुस्त तथा व्यवस्थित बनाउँदै जाने योजना रहेको छ ।

### घ. कम्पनीको औद्योगिक वा व्यवसायिक सम्बन्ध

कम्पनीले स्थापनाकालदेखि नै विभिन्न सरकारी तथा नियामक निकायहरूसँग जारी ऐन, कानून तथा नीति—नियमहरूको पालना गर्दै आइरहेको छ । त्यसैगरी, बैंक तथा वित्तीय संस्थाहरूसँग ऋण तथा कर्जा उपभोग, शेयर पूँजी तथा विभिन्न आयोजनामा लगानी र सहभागिता सम्बन्धी कार्य गर्दै सबै सरोकारवाला निकायहरूसँग सुमधुर सम्बन्ध कायम राख्दै आएको छ । भविष्यमा पनि औद्योगिक तथा व्यवसायिक निकायहरूसँग सुमधुर सम्बन्ध कायम राख्न प्रतिबद्ध छ ।

#### ड. सञ्चालक समितिमा भएको हेरफेर र सो को कारण

कम्पनीको नियमावली बमोजिम सर्वसाधारण शेयरधनीहरूको तर्फबाट एक जना महिला सञ्चालक सहित ६ जना तथा १ जना स्वतन्त्र सञ्चालक गरी जम्मा सात जनाको सञ्चालक समिति रहने र सञ्चालकहरूको कार्यकाल चार वर्षको हुने व्यवस्था रहेको छ । हाल कम्पनीमा १ जना महिला सहित ६ जनाको सञ्चालक समिति रहेको छ भने सञ्चालक समितिमा कुनै हेरफेर भएको छैन ।

#### च. कारोबारलाई असर पार्ने मुख्य कारण

विद्यमान ऐन, कानून तथा नियामक व्यवस्थामा समय समयमा हुने संशोधन र परिमार्जनले व्यावसायिक गतिविधिहरूको सञ्चालनमा समेत प्रभाव पार्न सक्ने अवस्था छ । देशभित्र उत्पन्न हुने राजनीतिक परिवेश तथा बाढी, पहिरो, खडेरी जस्ता प्राकृतिक विपत्तिहरूले लगानीको वातावरण कमजोर बनाउन सक्ने जोखिम विद्यमान छ । यस्ता अवस्थाहरूले कम्पनीको समग्र वित्तीय प्रदर्शन तथा लगानीबाट अपेक्षित प्रतिफलमा नकारात्मक प्रभाव पार्न सक्ने सम्भावना रहन्छ । यी चुनौतीपूर्ण परिस्थितिहरूका बाबजुद कम्पनीले जोखिम व्यवस्थापनलाई प्राथमिकतामा राख्दै आफ्ना व्यावसायिक गतिविधिहरूलाई योजनाबद्ध र उत्तरदायी ढंगले अगाडि बढाइरहेको छ ।

#### छ. लेखापरीक्षण प्रतिवेदन उपर सञ्चालक समितिको प्रतिक्रिया

लेखापरीक्षण प्रतिवेदनमा उल्लेख भएका नियमित कारोबार सम्बन्धी सामान्य प्रकृतिका कैफियत, टिप्पणी तथा सुझावहरूलाई सञ्चालक समितिले गम्भीरता पूर्वक लिई ती कैफियतहरू सुधार गर्दै कार्यान्वयन गर्न आवश्यक निर्देशन दिँदै आएको छ ।

#### ज. लाभांश बाँडफाँड गर्न सिफारिस गरिएको रकम

यस कम्पनी द्वारा लगानी गरिएका कम्पनीहरूको वित्तीय अवस्था सुधार हुँदै गईरहेको, लगानी गरिएका कम्पनीद्वारा प्रवर्द्धित आयोजनाहरू निर्माणको चरणमा रहेको र अर्थतन्त्रमा आएको विभिन्न चुनौतीले गर्दा पूँजी बजारबाट पनि राम्रो प्रतिफल प्राप्त हुन नसक्नु जस्ता कारणले कम्पनीको नाफा धेरै नहुँदा हाल कुनै लाभांश सिफारिस गरिएको छैन ।

#### झ. शेयर जफत भएको भए जफत भएको शेयर संख्या, त्यस्तो शेयरको अङ्कित मूल्य, त्यस्तो शेयर जफत हुनुभन्दा अगावै सो बापत कम्पनीले प्राप्त गरेको जम्मा रकम र त्यस्तो शेयर जफत भएपछि सो शेयर बिक्री गरी कम्पनीले प्राप्त गरे को रकम तथा जफत भएको शेयर बापत रकम फिर्ता गरेको भए सो को विवरण

गत आ.व.मा शेयर जफत सम्बन्धि कुनै कारबाही भएको छैन ।

#### ञ. विगत आर्थिक वर्षमा कम्पनी र यसको सहायक कम्पनीको कारोबारको प्रगति र सो आर्थिक वर्षको अन्तमा रहेको स्थितिको पुनरावलोकन

- यस आ.व. मा यस कम्पनी र यसको सहायक कम्पनी बीच लगानी बाहेक अन्य कारोबार नरहेको साथै यस कम्पनी र सहायक कम्पनीको आर्थिक तथा वित्तीय स्थिती सम्बन्धी विवरण लेखापरिक्षण प्रतिवेदनमा उल्लेख गरिएको छ ।

**ट. कम्पनी तथा त्यसको सहायक कम्पनीले आर्थिक वर्षमा सम्पन्न गरेको प्रमुख कारोबारहरू र सो अवधिमा कम्पनीको कारोबारमा आएको कुनै महत्वपूर्ण परिवर्तन**

- कम्पनीले आर्थिक वर्ष २०८०/८१ मा सम्पन्न गरेका प्रमुख आर्थिक गतिविधिहरू, सो अवधिमा व्यवसायिक सञ्चालनमा देखिएका महत्वपूर्ण परिवर्तनहरू, नाफा नोक्सानको स्थिति, नगद प्रवाहको अवस्था तथा लेखा सम्बन्धी आवश्यक टिप्पणीहरू यस प्रतिवेदनमा समावेश गरी स्पष्ट रूपमा प्रस्तुत गरिएको छ ।

**ठ. विगत आर्थिक वर्षमा कम्पनीको आधारभुत शेयरधनीहरूले उपलब्ध गराएको जानकारी**

- त्यस्तो कुनै कारोबार बारे जानकारी प्राप्त नभएको ।

**ड. विगत आर्थिक वर्षमा कम्पनीका सञ्चालक तथा पदाधिकारीहरूले लिएको शेयरको स्वामित्वको विवरण र कम्पनीको कारोबारमा आएको कुनै महत्वपूर्ण परिवर्तन**

- गत आ.व. २०८१/०८२ को अन्तसम्ममा कम्पनीका सञ्चालक तथा पदाधिकारीहरूको शेयर स्वामित्व निम्न बमोजिम रहेको छ ।

सि.नं.	सञ्चालकको नाम	पद	शेयर संख्या	शेयर रकम
१.	अंगिस घिमिरे	कार्यकारी अध्यक्ष	१९,९६,०२६	९,९८,०१,३००।-
२.	सन्तोष राज नेपाल	सञ्चालक	१४,१०,८७८	७,०५,४३,९००।-
३.	राजेन्द्र थापा	सञ्चालक	१,१९,७६०	५९,८८,०००।-
४.	निर्वाण शर्मा	सञ्चालक	९,४९,१४४	४,७४,५७,२००।-
५.	अनिमेश हलवाई	सञ्चालक	१२,९५,३५६	६,४७,६७,८००।-
६.	अप्सरा उप्रेती	सञ्चालक	१,००,०००	५०,००,०००।-

**ढ. विगत आर्थिक वर्षमा कम्पनीसँग सम्बन्धित सम्झौताहरूमा कुनै सञ्चालक तथा निजको नजिकको नातेदारको व्यक्तिगत स्वार्थको बारेमा उपलब्ध गराईएको जानकारीको व्यहोरा**

- कम्पनीसँग सम्बन्धित सम्झौतामा कुनै सञ्चालक र नजिकको नातेदारको व्यक्तिगत स्वार्थबारे जानकारी नभएको ।

**ण. कम्पनीले आफ्नो शेयर आफैले खरिद गरेको भए त्यसरी आफ्नो शेयर खरिद गर्नुको कारण, त्यस्तो शेयरको संख्या र अङ्कित मूल्य तथा त्यसरी शेयर खरिद गरे बापत कम्पनीले भुक्तानी गरेको रकम,**

- कम्पनीले आफ्नो शेयर आफै खरिद नगरेको ।

**त. आन्तरिक नियन्त्रण प्रणालीको विस्तृत विवरण:**

कम्पनीले आगामी दिनमा आन्तरिक नियन्त्रण प्रणाली थप प्रभावकारी बनाउन कर्मचारी सेवा विनियमावली, आर्थिक प्रशासन विनियमावली, लगानी नीति बनाई सञ्चालक समितिद्वारा पारित गरी त्यसको कार्यान्वयन गर्ने तयारीमा रहेको छ । साथै लेखापरिक्षण समिति, जोखिम व्यवस्थापन समिति तथा लगानी समिति बनाई काम गर्ने योजना रहेको छ ।

**थ. आ.व. ०८१/०८२ को कर्मचारीको तलब भत्ता तथा कुल व्यवस्थापन खर्च विवरण:**

- आर्थिक वर्ष २०८१/०८२ मा कम्पनीका कर्मचारीहरूले प्राप्त गरेको भत्ता तथा सुविधा सम्बन्धी विवरण निम्न बमोजिम प्रस्तुत गरिएको छ ।

सि.नं.	विवरण	रकम रु.
१.	कर्मचारीको वार्षिक तलब भत्ता तथा अन्य सुविधा	२९,३६,६४८।-
२.	व्यवस्थापन तथा अन्य खर्च	१९,६१,६७१।-

**द. लेखापरिक्षण समितिका सदस्यहरूको नामावली निजहरूले प्राप्त गरेको पारिश्रमिक, भत्ता तथा सुविधा, सो समितिले गरेको काम कारबाहीको विवरण र सो समितिले कुनै सुझाव दिएको भए सोको विवरण**

आ.व. ०८१/०८२ मा लेखापरिक्षण समिति नरहेको र आगामी आ.व. देखि समिति गठन गर्ने तयारी रहेको छ ।

**ध. सञ्चालक, प्रबन्ध सञ्चालक, कार्यकारी प्रमुख, कम्पनीका आधारभूत शेयरधनी वा निजको नजिकका नातेदार वा निज संलग्न रहेको फर्म, कम्पनी वा संगठित संस्थाले कम्पनीलाई कुनै रकम बुझाउन बाँकी भए सो कुरा**

आ.व. ०८१/०८२ मा कम्पनीको सञ्चालक श्री अप्सरा उप्रेतीले कम्पनीबाट लिनु भएको १५ लाख सापटी रकम कम्पनीलाई बुझाउन बाँकी रहेको छ ।

**न. सञ्चालक, प्रबन्ध सञ्चालक, कार्यकारी प्रमुख तथा पदाधिकारीहरूलाई भुक्तानी गरिएको पारिश्रमिक भत्ता तथा सुविधा रकम:**

आर्थिक वर्ष २०८१/०८२ मा कम्पनीका सञ्चालक तथा उच्च पदाधिकारीहरूले प्राप्त गर्नु भएको तलब भत्ता तथा अन्य सुविधा सम्बन्धी विवरण निम्न बमोजिम प्रस्तुत गरिएको छ ।

विवरण	पद	रकम रु.
सञ्चालक समितिको बैठक भत्ता	-	-
कार्यकारी प्रमुख/प्रबन्ध सञ्चालकको वार्षिक तलब भत्ता तथा अन्य सुविधा		
श्री अंगिस घिमिरे	कार्यकारी अध्यक्ष	२०,८०,०००।-
श्री सन्तोष राज नेपाल	सञ्चालक	-

श्री राजेन्द्र थापा	सञ्चालक	-
श्री निर्वाण शर्मा	सञ्चालक	-
श्री अनिमेश हलवाई	सञ्चालक	-
श्री अप्सरा उप्रेती	सञ्चालक	-
जम्मा		२०,८०,०००।-

**प. शेयरधनीहरूले बुझिलिन बाँकी रहेको लाभांशको रकम**

- कम्पनीले हालसम्म कुनै लाभांश भुक्तानी नगरेको ।

**फ. दफा १४१ बमोजिम सम्पति खरिद वा बिक्री गरेको कुराको विवरण,**

- त्यस्तो कुनै सम्पति खरिद वा बिक्री नभएको ।

**ब. दफा १७५ बमोजिम सम्बद्ध कम्पनीबीच भएको कारोबारको विवरण,**

- आ.व. ०८१/०८२ मा सम्बद्ध कम्पनी बीच लगानी बाहेक अन्य कारोबार नरहेको ।

**भ. यस ऐन तथा प्रचलित कानून बमोजिम सञ्चालक समितिको प्रतिवेदनमा खुलाउनु पर्ने अन्य कुनै कुरा,**

- नभएको ।

**म. अन्य आवश्यक कुराहरू ।**

- नभएको ।

अन्त्यमा, कम्पनीको निरन्तर प्रगति र स्थायित्वका लागि विभिन्न माध्यमबाट सहयोग, समन्वय तथा मार्गदर्शन प्रदान गर्नुहुने सम्पूर्ण शेयरधनी महानुभावहरू, लेखापरीक्षक, नेपाल सरकारका सम्बन्धित नियामक निकायहरू, कम्पनी स्वयं तथा कम्पनीले लगानी गरेका निर्माणाधीन आयोजनाहरूलाई यस अवस्था सम्म सफलतापूर्वक अघि बढाउन योगदान पुऱ्याउने आयोजना व्यवस्थापन टोलीप्रति सञ्चालक समितिको तर्फबाट हार्दिक आभार व्यक्त गर्न चाहन्छौं ।

यसैगरी कम्पनीको कार्य-सञ्चालनलाई प्रभावकारी रूपमा अघि बढाउन निरन्तर परिश्रम, अनुशासन र प्रतिबद्धताका साथ कार्यरत सम्पूर्ण कर्मचारीरू तथा सहकार्यमा रहेका सम्बन्धित पक्षको योगदान प्रशंसनीय रहेको छ ।

कम्पनी र सञ्चालक समितिप्रति शेयरधनी महानुभावहरूले व्यक्त गर्नुभएको विश्वास, सद्भाव र निरन्तर समर्थनप्रति कृतज्ञता व्यक्त गर्दै सञ्चालक समितिद्वारा प्रस्तुत यस प्रतिवेदनमाथि आवश्यक छलफल गरी अनुमोदनका लागि साधारणसभा समक्ष पेश गरिएको छ ।

धन्यवाद

अंगिस घिमिरे

कार्यकारी अध्यक्ष

**INDEPENDENT AUDITOR'S REPORT**  
**To the Shareholders of Next Holdings Limited**  
**Kathmandu, Nepal**

**Opinion**

We have audited the accompanying financial statements of M/s **Next Holdings Limited (the Company)**, which comprise the Statement of Financial Position as at Ashadh 32, 2082 (July 16, 2025), the Income Statement (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended on that date, and a summary of the significant accounting policies and other explanatory information (hereafter referred to as "the financial statements").

In our opinion the aforesaid financial statements present fairly, in all material respects, the financial position of the Company as at Ashadh 32, 2082 (July 16, 2025), and its financial performance, changes in equity, cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information, in accordance with Nepal Financial Reporting Standard and comply with Companies Act, 2063 and other prevailing laws.

**Basis for Opinion**

We conducted our audit in accordance with Nepal Standards on Auditing (NSAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Handbook of The Code of Ethics for Professional Accountants issued by the Institute of Chartered Accountants of Nepal (ICAN), and we have fulfilled our other ethical responsibilities in accordance with the ICAN's Handbook of Code of Ethics for Professional Accountants. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significant in the audit of the financial statements of the current period. These matters were addressed in the context of the audit of financial statements as a whole, and in forming the auditor's opinion thereon and the auditor does not provide a separate opinion on these matters. We have determined, assessed and explained how we addressed the following key audit matters to be communicated in our audit report:

S. No	Key Audit Matters	Auditor's Response
1.	<p><b>Investment Valuation, Identification and Impairment</b></p> <p>Investment of the Company comprises of several investment in quoted and unquoted equity investments. Valuation of these investments is conducted in line with NAS 39 read with NFRS 9 quoted</p>	<p>Our audit approach regarding valuation, verifications and identifications include following:</p> <p>a. Reviewing of the Investment of the Company and its valuation with reference to the applicable NFRS.</p>



<p>and unquoted equity investments at Fair Value Through Profit or Loss (FVTPL).</p> <p>Given the variations of treatments used for valuation of investment based on the nature of cash flows, business model adopted and complexity of calculations, we have considered it as Key Audit Matters in our Audit</p>	<p>b. Assessing the business model adopted by the Company.</p> <p>c. For investment classified as FVTPL and quoted, we ensured that Fair value was conducted by obtaining closing market rate as on 16.07.2025. And for unquoted investment the fair value being taken as par value of investment.</p>
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### Other Matters

The Company has invested in various entity forming “subsidiary and holding”, “associate and holding” relationship. The accounting policies are explained in notes to the accounts and calculation of these investments are referred in notes 4.1 and 4.2 of notes to the accounts.

### Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Management is responsible for the preparation of the other information. The other information comprises the information included in the Management report, Report of the Board of Directors and Chairman's statement but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

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

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

### Auditor's Responsibilities for the Audit of Financial Statements

Our objectives are to obtain reasonable assurances about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a



guarantee that an audit conducted in accordance with NSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

We communicate those charged with governance regarding, among other matters, the planned scope and timing of our audit and significant 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 be reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### **Report on other regulatory requirements**

Besides the reports mentioned in the above paragraphs, we further report on the following based on our audit, and the information and explanations provided to us.

- i. We have obtained all the information and explanations, which were considered necessary for the purpose of our audit.
- ii. Proper books of accounts and records as required by law have been maintained by the organization.
- iii. All the required tax deduction at sources (TDS) have been done by the organization with due compliance of Income Tax Act, 2058.



- iv. Financial Statements dealt with by this report are in agreement with the books of accounts maintained by Organization.
- v. In our opinion and to the best of our information and according to the explanations given to us and from our examination of the books of the accounts of the Organization, we have not come across any cases of accounting frauds and cases where the representatives or any employee of the Organization has acted contrary to the provisions of law nor misappropriated any property of the Organization or caused any loss or damage to the Organization.

Place: Kathmandu  
Date: 2082-09-07

UDIN: 260107CA0191754545



For Dipesh Acharya Associates,  
Chartered Accountants

CA Dipesh Acharya  
Sole Practitioner

COP No: 1306

Next Holdings Limited  
 Kathmandu, Nepal  
**Statement of Financial Position**  
 As at 32nd Ashadh, 2082

		Group		Company	
Particulars	Notes	As on 32nd Ashadh 2082	As on 31st Ashadh 2081	As on 32nd Ashadh 2082	As on 31st Ashadh 2081
<b>Assets</b>					
<b>Non current assets</b>					
Intangible assets	3.1	11,031,102	-	-	-
Property and equipments	3.2	8,195,424	2,584,340	2,435,958	2,584,340
Investment property		18,990,000	77,072,423	18,990,000	18,990,000
Investment in Associate		14,253,573	248,739,623	14,253,573	248,739,623
Financial assets	3.3	399,580,244	50,000,000	410,080,244	77,500,000
Deferred tax assets	3.4	-	-	-	-
<b>Total non current assets</b>		<b>452,050,343</b>	<b>378,396,386</b>	<b>445,759,775</b>	<b>347,813,963</b>
<b>Current assets</b>					
Loans and advances	3.5	186,526,946	136,959,825	195,026,946	153,613,076
Current tax assets	3.6	5,971,534	4,906,414	5,971,534	3,686,089
Financial assets	3.3	19,787,102	12,627,038	19,787,102	12,627,038
Other assets	3.7	10,893,962	12,832,357	671,985	67,500
Cash and cash equivalents	3.8	4,992,396	30,974,629	4,980,448	30,800,228
<b>Total current assets</b>		<b>228,171,940</b>	<b>198,300,263</b>	<b>226,438,015</b>	<b>200,793,932</b>
<b>Total assets</b>		<b>680,222,284</b>	<b>576,696,650</b>	<b>672,197,790</b>	<b>548,607,895</b>
<b>Equity and Liabilities</b>					
<b>Equity</b>					
Share capital	3.90	598,500,000	357,986,000	598,500,000	357,986,000
Share premium		-	-	-	-
Advance for share capital		10,436,444	71,298,683	10,436,444	71,298,683
Reserve and surplus		16,819,354	9,509,438	16,819,354	8,790,890
Non Controlling Interest		5,447,320	23,559,192	-	-
<b>Total equity</b>		<b>631,203,118</b>	<b>462,353,312</b>	<b>625,755,798</b>	<b>438,075,573</b>
<b>Non Current Liabilities</b>					
Provisions	3.1	-	-	-	-
Deferred tax liabilities	3.4	49,724	28,589	49,724	28,589
Other non current liabilities	3.11	44,741,859	62,871,163	44,741,859	62,598,235
<b>Total non current liabilities</b>		<b>44,791,583</b>	<b>62,899,752</b>	<b>44,791,583</b>	<b>62,626,824</b>
<b>Current Liabilities</b>					
Financial liabilities	3.12	4,227,582	51,443,586	1,650,409	47,905,498
Current tax liabilities	3.6	-	-	-	-
<b>Total current liabilities</b>		<b>4,227,582</b>	<b>51,443,586</b>	<b>1,650,409</b>	<b>47,905,498</b>
<b>Total equity and liabilities</b>		<b>680,222,284</b>	<b>576,696,650</b>	<b>672,197,790</b>	<b>548,607,895</b>

The accompanying notes form an integral part of the financial statements

As per our Report of even date

Angish Ghimire  
Chairperson

Santosh Raj Nepal  
Director

Rajendra Thapa  
Director

CA Dipesh Acharya  
Sole Practitioner  
Dipesh Acharya Associates  
Chartered Accountants

Animesh Halwai  
Director

Nirvaan Sharma  
Director

Apsara Upret  
Director

Date: 2082/09/07  
Place: Kathmandu

Next Holdings Limited  
 Kathmandu, Nepal  
**Statement of Profit or Loss and Other Comprehensive Income**  
**For The Year Ended 32nd Ashadh 2082**

		Group		Company	
Particulars	Notes	For the Year Ended 32nd Ashadh, 2082	For the Year Ended 31st Ashadh, 2081	For the Year Ended 32nd Ashadh, 2082	For the Year Ended 31st Ashadh, 2081
<b>Incomes</b>					
Dividend income	3.17	12,505	3,739	12,505	3,739
Net Gain / (Losses) on financial assets measured at fair value through profit or loss	3.13	76,297	336,839	76,297	336,839
Gross profit of subsidiary		-	23,818,933	-	-
Rental Income	3.19	407,700	1,498,056	407,700	1,498,056
Interest Income	3.18	10,848,160	7,526,557	10,848,160	7,526,557
Other Income	3.2	1,800,000	2,863,458	1,800,000	1,985,000
Share of profit from associate		7,594,194	8,739,623	7,594,194	8,739,623
<b>Expenses</b>					
Employee benefit expenses	3.14	(2,936,648)	(794,328)	(2,936,648)	(782,328)
Administrative expenses	3.16	(2,003,314)	(4,612,139)	(1,961,671)	(2,002,189)
Depreciation and amortization	3.2	(386,037)	(381,361)	(380,883)	(381,361)
Loss of sale of subsidiary		(718,548)	-	-	-
Finance cost	3.15	(7,410,055)	(12,817,411)	(7,410,055)	(4,917,608)
<b>Profit before tax</b>		<b>7,284,253</b>	<b>26,181,967</b>	<b>8,049,599</b>	<b>12,006,328</b>
<b>Income tax</b>					
Income tax expenses					
Deferred tax income / (expenses)	3.4	(21,135)	(976,897)	(21,135)	(976,897)
<b>Net profit / (loss) for the year</b>		<b>7,263,119</b>	<b>25,205,070</b>	<b>8,028,464</b>	<b>11,029,431</b>
<b>Other comprehensive income</b>					
Revaluation gain / (loss)				-	-
Income tax relating to above items				-	-
<b>Other comprehensive income for the year</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total comprehensive income</b>		<b>7,263,119</b>	<b>25,205,070</b>	<b>8,028,464</b>	<b>11,029,431</b>
Profit allocated to					
Parent		7,309,916	18,312,289		
Non controlling interest		(46,798)	6,892,781		

The accompanying notes form an integral part of the financial statements

As per our Report of even date

Angish Ghimire  
Chairperson

Santosh Raj Nepal  
Director

Rajendra Thapa  
Director

CA Dipesh Acharya  
Sole Practitioner  
Dipesh Acharya Associates  
Chartered Accountants

Animesh Halwai  
Director

Nirvaan Sharma  
Director

Apsara Upretri  
Director

Date: 2082/09/07  
Place: Kathmandu

Next Holdings Limited  
 Kathmandu, Nepal  
 Statement of Cash Flows  
 For The Year Ended 32nd Ashadh 2082

		Amount in NPR			
		Group		Company	
PARTICULARS		For the Year Ended 32nd Ashadh, 2082	For the Year Ended 31st Ashadh, 2081	For the Year Ended 32nd Ashadh, 2082	For the Year Ended 31st Ashadh, 2081
<b>A. Cash flow from Operating Activities:</b>					
Profit Before tax		7,284,253	26,181,967	8,049,599	12,006,328
Adjustments for Non Cash Items and Non Operating Items					
Depreciation & Impairment of PPE		386,037	381,361	380,883	381,361
Share of profit from associate		(7,594,194)	(8,739,623)	(7,594,194)	(8,739,623)
Adjustment for Changes in Operating assets and liabilities					
(Increase) or Decrease in Current Assets		(47,194,596)	(307,436,869)	(41,584,225)	(301,455,757)
Increase or (Decrease) in Current Liabilities		(2,474,145)	27,661,561	(1,513,231)	47,252,921
Changes in operating assets		-	-	-	-
Changes in operating liabilities		-	-	-	-
Cash generated from operations		(49,592,644)	(261,951,603)	(42,261,168)	(250,554,770)
Income tax Paid		(1,065,120)	-	(2,285,445)	-
<b>Net cash from operating activities</b>	<b>A</b>	<b>(50,657,764)</b>	<b>(261,951,603)</b>	<b>(44,546,613)</b>	<b>(250,554,770)</b>
<b>B. Cash flow from investing activities</b>					
(Purchase) or Sale of Property, Plant and Equipment		(5,997,122)	(45,087)	(232,500)	(45,087)
(Purchase) or Sale of Investment Property		58,082,423	-	-	-
(Purchase) or Sale of Intangible		(11,031,102)	-	-	-
Investments		(115,094,194)	26,000,000	(98,094,194)	19,000,000
<b>Net cash from investing activities</b>	<b>B</b>	<b>(74,039,994)</b>	<b>25,954,913</b>	<b>(98,326,694)</b>	<b>18,954,913</b>
<b>C. Cash from financing activities</b>					
Increase/(Decrease) in Capital		179,651,761	202,184,683	179,651,761	199,198,683
Increase/(Decrease) in NCI		(18,065,074)			
Interest Expenses					
Refund of Share Advances					
Unsecured Loan Increase/(Decrease)		(62,871,163)	62,871,163	(62,598,235)	62,598,235
Interest and Financial charges					
<b>Net cash from financing activities</b>	<b>C</b>	<b>98,715,525</b>	<b>265,055,846</b>	<b>117,053,526</b>	<b>261,796,918</b>
<b>Net increase in cash &amp; cash equivalents</b>	<b>A+B+C</b>	<b>(25,982,233)</b>	<b>29,059,155</b>	<b>(25,819,780)</b>	<b>29,055,407</b>
<b>Cash &amp; cash equivalent (Opening balance)</b>		<b>30,974,629</b>	<b>1,915,474</b>	<b>30,800,228</b>	<b>1,744,821</b>
<b>Cash &amp; cash equivalent (Closing balance)</b>		<b>4,992,395</b>	<b>30,974,629</b>	<b>4,980,448</b>	<b>30,800,228</b>

The accompanying notes form an integral part of the financial statements

As per our Report of even date

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Santosh Raj Nepal  
Director

Rajendra Thapa  
Director

CA Dipesh Acharya  
Sole Practitioner  
Dipesh Acharya Associates  
Chartered Accountants

Animesh Halwai  
Director

Nirvaan Sharma  
Director

Apsara Upret  
Director

Date: 2082/09/07  
Place: Kathmandu

Next Holdings Limited  
Kathmandu, Nepal  
Statement of Cash Flows  
For The Year Ended 32nd Ashadh 2082

Amount in NPR

Group						
Particular	Share Capital	Advance for share capital	Retained Earning	Fair Value Reserve	Non Controlling Interest	Total
As on 1st Shrawan 2080	227,100,000	-	(8,802,851)	-	16,666,410	234,963,559
Opening Adjustment	-	-	-	-	-	-
Net Profit for the Year	-	-	18,312,289	-	6,892,781	25,205,070
Distribution of Dividend	-	-	-	-	-	-
Share Capital Received	130,886,000	71,298,683	-	-	-	202,184,683
Transfer from Deferred Tax Reserve	-	-	-	-	-	-
As on 31st Ashadh 2081	357,986,000	71,298,683	9,509,438	-	23,559,192	462,353,312
Net Profit for the Year	-	-	7,309,916	-	(46,798)	7,263,119
Distribution of Dividend	-	-	-	-	-	-
Share Capital Received	240,514,000	(60,862,239)	-	-	5,494,118	185,145,879
Transfer from Deferred Tax Reserve	-	-	-	-	-	-
Adjustments	-	-	-	-	(23,559,192)	(23,559,192)
As on 32nd Ashadh 2082	598,500,000	10,436,444	16,819,354	-	5,447,320	631,203,118

Company					
Particular	Share Capital	Advance for share capital	Retained Earning	Fair Value Reserve	Total
As on 1st Shrawan 2080	227,100,000	-	(1,096,888)	-	226,003,112
Net Profit for the Year	-	-	9,887,777	-	9,887,777
Distribution of Dividend	-	-	-	-	-
Share Capital Received	130,886,000	71,298,683	-	-	202,184,683
Adjustments	-	-	-	-	-
As on 31st Ashadh 2081	357,986,000	71,298,683	8,790,890	-	438,075,573
Net Profit for the Year	-	-	8,028,464	-	8,028,464
Distribution of Dividend	-	-	-	-	-
Share Capital Received	240,514,000	(60,862,239)	-	-	179,651,761
Transfer from Deferred Tax Reserve	-	-	-	-	-
Adjustments	-	-	-	-	-
As on 32nd Ashadh 2082	598,500,000	10,436,444	16,819,354	-	625,755,798

The accompanying notes form an integral part of the financial statements

As per our Report of even date

Angish Ghimire  
Chairperson

Santosh Raj Nepal  
Director

Rajendra Thapa  
Director

CA Dipesh Acharya  
Sole Practitioner  
Dipesh Acharya Associates  
Chartered Accountants

Animesh Halwai  
Director  
Date: 2082/09/07  
Place: Kathmandu

Nirvaan Sharma  
Director

Apsara Upret  
Director

**Company**

**3.1 Intangible assets**

Particular	Computer software	Total
<b>Cost</b>		
Opening balance	-	-
Addition	-	-
Deletion	-	-
<b>Total</b>	-	-
<b>Amortization</b>		
Amortization up to the last year	-	-
Amortization for the year	-	-
Amortization on deletion	-	-
<b>Total</b>	-	-
<b>Balance As On 31.03.2081</b>	-	-
<b>Balance As On 32.03.2082</b>	-	-

**Group**

**3.1 Intangible assets under Construction**

Particular	Pre operating Expense	Total
<b>Cost</b>		
Opening balance	15,000	15,000
Addition	11,016,102	11,016,102
Deletion	-	-
<b>Total</b>	<b>11,031,102</b>	<b>11,031,102</b>
<b>Amortization</b>		
Amortization up to the last year	-	-
Amortization for the year	-	-
Amortization on deletion	-	-
<b>Total</b>	-	-
<b>Balance As On 31.03.2081</b>	<b>15,000</b>	<b>15,000</b>
<b>Balance As On 32.03.2082</b>	<b>11,031,102</b>	<b>11,031,102</b>

Next Holdings Limited  
Kathmandu, Nepal

Notes to the Financial Statement For the Year From 1st Shrawan 2081 to 32nd Ashadh 2082

3.2 Property and Equipment

Group

Particulars	Furniture & Fixture	Office Equipment	Computer Hardware	Lease Hold	Total
<b>Cost</b>					
Balance as on Shrawan 2080	-	882,800	415,770	2,385,430	3,684,000
Addition During the Year	-	45,087	-	-	45,087
Disposal During the year	-	-	-	-	-
Balance as on Ashadh end 2081	-	927,887	415,770	2,385,430	3,729,087
Addition During the Year	-	5,997,122	-	-	5,997,122
Disposal During the year	-	-	-	-	-
Balance as on Ashadh end 2082	-	6,925,009	415,770	2,385,430	9,726,209
<b>Depreciation</b>					
Balance as on Ashadh end 2080	-	266,057	139,514	357,815	763,386
Depreciation charge for the year	-	123,349	55,251	202,762	381,361
Disposal	-	-	-	-	-
Balance as on Ashadh end 2081	-	389,405	194,765	560,576	1,144,747
Depreciation charge for the year	-	159,351	44,201	182,485	386,037
Disposal	-	-	-	-	-
Balance as on Ashadh end 2082	-	548,756	238,966	743,061	1,530,784
WDV as on Ashadh end 2081	-	538,482	221,005	1,824,854	2,584,340
WDV as on Ashadh end 2082	-	6,376,252	176,804	1,642,369	8,195,424

Company

Particulars	Furniture & Fixture	Office Equipment	Computer Hardware	Lease Hold	Total
<b>Cost</b>					
Balance as on Shrawan 2080	-	882,800	415,770	2,385,430	3,684,000
Addition During the Year	-	45,087	-	-	45,087
Disposal During the year	-	-	-	-	-
Balance as on Ashadh end 2081	-	927,887	415,770	2,385,430	3,729,087
Addition During the Year	-	232,500	-	-	232,500
Disposal During the year	-	-	-	-	-
Balance as on Ashadh end 2082	-	1,160,387	415,770	2,385,430	3,961,587
<b>Depreciation</b>					
Balance as on Ashadh end 2080	-	266,057	139,514	357,815	763,386
Depreciation charge for the year	-	123,349	55,251	202,762	381,361
Disposal	-	-	-	-	-
Balance as on Ashadh end 2081	-	389,405	194,765	560,576	1,144,747
Depreciation charge for the year	-	154,196	44,201	182,485	380,883
Disposal	-	-	-	-	-
Balance as on Ashadh end 2082	-	543,602	238,966	743,061	1,525,629
WDV as on Ashadh end 2081	-	538,482	221,005	1,824,854	2,584,340
WDV as on Ashadh end 2082	-	616,785	176,804	1,642,369	2,435,958

3.3 Financial assets	Group		Company	
Particulars	32nd Ashad 2082	31st Ashad 2081	32nd Ashad 2082	31st Ashad 2081
<b>Non current financial assets</b>				
Investment measured at fair value through OCI				
Next Properties Pvt. Ltd.	-	-	-	27,500,000
Prabhu Helicopter	-	-	-	-
Shree Distillery	50,000,000	50,000,000	50,000,000	50,000,000
Expert Hydro Inv Pvt. Ltd	13,800,000	-	13,800,000	-
Nari Urja Limited	-	-	14,500,000	-
Nepal Remedies Limited	70,100,000	-	70,100,000	-
Siddhi Hydropower Co. Ltd	261,680,244	-	261,680,244	-
Security Deposit with DOED	4,000,000	-	-	-
Rem Work Technologies Pvt. Ltd	-	-	-	-
	<b>399,580,244</b>	<b>50,000,000</b>	<b>410,080,244</b>	<b>77,500,000</b>
<b>Current financial assets</b>				
Investment measured at amortised cost	-	-	-	-
Fixed deposit	-	-	-	-
Investment measured at fair value through profit or loss	-	-	-	-
Listed equity security	16,293,102	-	16,293,102	-
Unlisted equity security	-	10,500,000	-	10,500,000
Other financial assets	-	-	-	-
Advance for Right Share	3,494,000	-	3,494,000	-
Rent Receivable	-	-	-	-
Interest Receivable	-	2,127,038	-	2,127,038
	<b>19,787,102</b>	<b>12,627,038</b>	<b>19,787,102</b>	<b>12,627,038</b>
<b>Total financial assets</b>	<b>419,367,346</b>	<b>62,627,038</b>	<b>429,867,346</b>	<b>90,127,038</b>

**3.4 Deferred tax assets / (liabilities)**

Group			
Particulars	Carrying Amount	Tax Base	Temporary Difference
<b>2080-81</b>			
Property, plant and equipment			-
Investment			-
Carried forwarded losses	-		-
<b>Total</b>	-	-	-
<b>Tax Rate</b>			25%
Deferred Tax Asset/(Liability) 31-03-2081	-	-	-
Deferred Tax Asset/(Liability) 31-03-2080	-	-	-
Deferred Tax Income/(Expenses) For Period	-	-	-
Deferred Tax Income/(Expenses) P/L	-	-	-
Deferred Tax Income/(Expenses) OCI	-	-	-

Particulars	Carrying Amount	Tax Base	Temporary Difference
<b>2081-82</b>			
Property, plant and equipment	8,195,424.50	2,237,060.89	(5,958,363.60)
Investment	-	-	-
Investment Property	-	-	-
Carried forwarded losses	-	-	-
<b>Total</b>	8,195,424.50	2,237,060.89	(5,958,363.60)
<b>Tax Rate</b>			25%
Deferred Tax Asset/(Liability) 32-03-2082	-	-	(1,489,590.90)
Deferred Tax Asset/(Liability) 31-03-2081	-	-	-
Deferred Tax Income/(Expenses) For Period	-	-	1,489,590.90
Deferred Tax Income/(Expenses) P/L	-	-	-
Deferred Tax Income/(Expenses) OCI	-	-	-

Company			
Particulars	Carrying Amount	Tax Base	Temporary Difference
<b>2080-81</b>			
Property, plant and equipment	2,584,340	2,469,983	(114,357)
Investment	-	-	-
Carried forwarded losses	-	-	-
<b>Total</b>	2,584,340	2,469,983	(114,357)
<b>Tax Rate</b>			25%
Deferred Tax Asset/(Liability) 31-03-2081	-	-	(28,589.37)
Deferred Tax Asset/(Liability) 31-03-2080	-	-	948,308.00
Deferred Tax Income/(Expenses) For Period	-	-	(976,897.37)
Deferred Tax Income/(Expenses) P/L	-	-	-
Deferred Tax Income/(Expenses) OCI	-	-	-

Particulars	Carrying Amount	Tax Base	Temporary Difference
<b>2081-82</b>			
Property, plant and equipment	2,435,957.52	2,237,060.89	(198,896.62)
Investment	-	-	-
Investment Property	-	-	-
Carried forwarded losses	-	-	-
<b>Total</b>	2,435,957.52	2,237,060.89	(198,896.62)
<b>Tax Rate</b>			25%
Deferred Tax Asset/(Liability) 32-03-2082	-	-	(49,724)
Deferred Tax Asset/(Liability) 31-03-2081	-	-	(28,589)
Deferred Tax Income/(Expenses) For Period	-	-	(21,135)
Deferred Tax Income/(Expenses) P/L	-	-	-
Deferred Tax Income/(Expenses) OCI	-	-	-

**3.5 Loans and advances**

PARTICULARS	Group		Company	
	32nd Ashad 2082	31st Ashad 2081	32nd Ashad 2082	31st Ashad 2081
Advance Rent Paid	-	626,500	-	626,500
Advance Deposit for Rent	-	-	-	-
Advance For Common Office Expenses	-	-	-	-
Advance for Investment : Simrik Air Limited	60,000,000	-	60,000,000	-
Advance to Next Infra Pvt. Ltd.	-	-	-	-
Advance for Alpha Venture Capital	21,000,000	-	21,000,000	-
Advance For Investment- Next Properties	-	-	-	-
Advance for Investment-Naari Urja Limited	-	-	8,500,000	-
Advance For Investment- Nepal Remedies Pvt. Ltd.	-	70,100,000	-	70,100,000
Advance For Investment- Expert Hydro Investment Ltd.	-	10,000,000	-	10,000,000
Advance For Investment- Happy Energy Pvt. Ltd.	-	5,000,000	-	5,000,000
Advance For Investment- Siddhi Hydropower Co. Pvt. Ltd.	60,000,000	500,000	60,000,000	500,000
Advance For Investment- Rem work technology pvt.ltd	10,900,000	9,100,000	10,900,000	9,100,000
Advance to High Hills P Ltd	-	-	-	-
Advance to Ghanashyam Bhattarai	-	-	-	-
Advance to Staff	-	-	-	-
Other Advances	34,626,946	41,633,325	34,626,946	58,286,576
Loan to Next Properties	-	-	-	-
Advance to Animesh Halwai	-	-	-	-
<b>Total</b>	<b>186,526,946</b>	<b>136,959,825</b>	<b>195,026,946</b>	<b>153,613,076</b>

**3.6 Current tax assets / liabilities**

PARTICULARS	Group		Company	
	32nd Ashad 2082	31st Ashad 2081	32nd Ashad 2082	31st Ashad 2081
Current tax assets	5,971,534	4,906,414	5,971,534	3,686,089
Current tax liabilities	-	-	-	-
<b>Total</b>	<b>5,971,534</b>	<b>4,906,414</b>	<b>5,971,534</b>	<b>3,686,089</b>

**3.7 Other Assets**

PARTICULARS	Group		Company	
	32nd Ashad 2082	31st Ashad 2081	32nd Ashad 2082	31st Ashad 2081
Receivables	321,985	12,832,357	321,985	67,500
Advance Salary	350,000	-	350,000	-
Advance to suppliers	10,221,977	-	-	-
<b>Total</b>	<b>10,893,962</b>	<b>12,832,357</b>	<b>671,985</b>	<b>67,500</b>

**3.8 Cash and cash equivalents**

PARTICULARS	Group		Company	
	32nd Ashad 2082	31st Ashad 2081	32nd Ashad 2082	31st Ashad 2081
Bank Balance	4,992,396	30,935,861	4,980,448	30,800,228
Cash in hand	-	38,768	-	-
Cheques in hand	-	-	-	-
<b>Total</b>	<b>4,992,396</b>	<b>30,974,629</b>	<b>4,980,448</b>	<b>30,800,228</b>

### 3.9 Share Capital

Particulars	Group		Company	
	32nd Ashad 2082	31st Ashad 2081	32nd Ashad 2082	31st Ashad 2081
<b>Authorized</b>				
120,00,000 Ordinary shares of NPR 50 each	600,000,000	600,000,000	600,000,000	600,000,000
<b>Issued</b>				
120,00,000 Ordinary shares of NPR 50 each	600,000,000	600,000,000	600,000,000	600,000,000
<b>Paid Up Capital</b>				
11970000 Ordinary shares of NPR 50 each	598,500,000	357,986,000	598,500,000	357,986,000
<b>Total</b>	<b>598,500,000</b>	<b>357,986,000</b>	<b>598,500,000</b>	<b>357,986,000</b>

### 3.10 Provisions

Particulars	Group		Company	
	32nd Ashad 2082	31st Ashad 2081	32nd Ashad 2082	31st Ashad 2081
Provisions for Gratuity	-	-	-	-
Provisions for Doubtfull debts	-	-	-	-
Provision for Leave benefits	-	-	-	-
Other Provisions	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

### 3.11 Other non current liabilities

Particulars	Group		Company	
	32nd Ashad 2082	31st Ashad 2081	32nd Ashad 2082	31st Ashad 2081
Long term loan from bank	44,741,859	48,098,235	44,741,859	48,098,235
Loan of manjushree finance - high hills		14,500,000		14,500,000
Loan from directors		-		-
Other long term loans and advances		272,928		-
<b>Total</b>	<b>44,741,859</b>	<b>62,871,163</b>	<b>44,741,859</b>	<b>62,598,235</b>

### 3.12 Other current liabilities

Particulars	Group		Company	
	32nd Ashad 2082	31st Ashad 2081	32nd Ashad 2082	31st Ashad 2081
Short Term Loan	-	47,000,000	-	47,000,000
Salary payable	309,990	52,477	39,720	52,477
Audit fee and certification fee payable	158,225	183,975	128,225	150,525
TDS payable	500,772	1,406,074	308,959	36,885
SST payable	14,566	6,672	14,566	6,672
Interest payable	-	2,127,038	-	-
PF payable	500,000	-	500,000	-
Trade Payables	2,070,840	-	-	-
Other payable	673,189	667,349	658,939	658,939
<b>Total</b>	<b>4,227,582</b>	<b>51,443,586</b>	<b>1,650,409</b>	<b>47,905,498</b>

**3.13 Net gain / (losses) on financial assets held at fair value through profit or loss**

Particulars	Group		Company	
	2081-82	2080-81	2081-82	2080-81
Gross realised (losses) / gains on financial assets at fair value through profit or (loss) (A)	(2,652,594)	336,839	(2,652,594)	336,839
Direct expenses (B)	842,539	-	842,539	-
Broker commission	-	-	-	-
SEBON commission	-	-	-	-
DP fee	-	-	-	-
Demat expenses	-	-	-	-
Average cost of purchase	-	-	-	-
		-		
Net realised (losses)/gains on financial assets at fair value through profit or loss (C=A-B)	(3,495,133)	336,839	(3,495,133)	336,839
Net unrealised (losses)/gains on financial assets at fair value through profit or loss	3,571,430	-	3,571,430	-
<b>Total</b>	<b>76,297</b>	<b>336,839</b>	<b>76,297</b>	<b>336,839</b>

**3.14 Employee benefit expenses**

Particulars	Group		Company	
	2081-82	2080-81	2081-82	2080-81
Salaries and incentives	2,936,648	794,328	2,936,648	782,328
Leave encashment	-	-	-	-
Staff welfare	-	-	-	-
Staff training expenses	-	-	-	-
<b>Total</b>	<b>2,936,648</b>	<b>794,328</b>	<b>2,936,648</b>	<b>782,328</b>

**3.15 Finance Cost**

Particulars	Group		Company	
	2081-82	2080-81	2081-82	2080-81
Interest Expense	7,410,055	12,817,411	7,410,055	4,917,608
<b>Total</b>	<b>7,410,055</b>	<b>12,817,411</b>	<b>7,410,055</b>	<b>4,917,608</b>

**3.16 Administrative expenses**

Particulars	Group		Company	
	2081-82	2080-81	2081-82	2080-81
Audit Fee	113,000	1,581,296	113,000	113,000
Certification fee	-	22,600	-	22,600
Professional Fees	-	71,950	-	71,950
AGM Expenses	85,550	89,541	85,550	89,541
Bank Charge and Commission	6,797	13,398	6,797	13,398
Fuel Expenses	-	10,680	-	10,680
Rent Expense	-	1,136,804	-	-
Amc Expense	90,400	-	90,400	-
Office Expense	29,400	4,850	29,400	-
Renewal and Registration Fee	363,650	329,200	363,650	329,200
Printing & Stationery Expenses	12,550	8,060	12,550	8,060
Office Common Area Expense	600,000	29,970	600,000	29,970
Repair and maintainance	5,000	-	5,000	-
Communication & Telephone Expenses	-	9,620	-	9,620
Lunch expenses	86,058	194,115	86,058	194,115
Land valuation and malpot fee	35,870	295,145	35,870	295,145
Loan management fee	-	727,500	-	727,500
Web Site Development Expense	113,200	-	113,200	-
Duties & Taxes	397,680	-	397,680	-
Advertisement	20,340	2,712	20,340	2,712
Other Misc. Expenses	2,176	84,697	2,176	84,697
<b>Total</b>	<b>1,961,671</b>	<b>4,612,139</b>	<b>1,961,671</b>	<b>2,002,189</b>

### 3.17 Dividend Income

Particulars	Group		Company	
	2081-82	2080-81	2081-82	2080-81
Dividend Income	12,505	3,739	12,505	3,739
<b>Total</b>	<b>12,505</b>	<b>3,739</b>	<b>12,505</b>	<b>3,739</b>

### 3.18 Interest Income

Particulars	Group		Company	
	2081-82	2080-81	2081-82	2080-81
Interest from Bank	1,112,842		1,112,842	7,526,557
Interest from Infra	9,735,317		9,735,317	-
<b>Total</b>	<b>10,848,160</b>	<b>-</b>	<b>10,848,160</b>	<b>7,526,557</b>

### 3.19 Rental Income

Particulars	Group		Company	
	2081-82	2080-81	2081-82	2080-81
Rental Income	407,700	1,498,056	407,700	1,498,056
<b>Total</b>	<b>407,700</b>	<b>1,498,056</b>	<b>407,700</b>	<b>1,498,056</b>

### 3.20 Other income

Particulars	Group		Company	
	2081-82	2080-81	2081-82	2080-81
Financial Consulting Fee	1,800,000	2,863,458	1,800,000	1,985,000
Gain on Disposal of Subsidiary Company (Next Properties)	-			
<b>Total</b>	<b>1,800,000</b>	<b>2,863,458</b>	<b>1,800,000</b>	<b>1,985,000</b>

## NOTES TO THE FINANCIAL STATEMENTS AS OF ASHADH 32<sup>nd</sup>, 2082 (16<sup>TH</sup> JULY 2025)

### 1. Introduction

#### 1.1. General information of the company

Next Holdings Limited (“the company”) is a limited liability company registered under the company act, 2063. The address of its registered office is Naxal, Kathmandu, Nepal.

#### Board of directors

The composition of Board of Directors as on 32<sup>nd</sup> Ashadh 2082 is as follow:

Name	Position
Angish Ghimire	Chairman
Santosh Raj Nepal	Director
Animesh Halwai	Director
Rajendra Thapa	Director
Nirvaan Sharma	Director
Apsara Upreti	Director

#### 1.2. Approval of financial statements

Accompanied financial statements have been adopted by the Board of Directors on its meeting and have been recommended for approval by shareholders in the Annual General Meeting.

### 2. Summary of significant accounting policies

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

#### 2.1. Basis of preparation

The company while complying with the reporting standards makes critical accounting judgment as having potentially material impact on the financial statements. The significant accounting policies that relate to the financial statements as a whole along with the judgments made are described herein.

Where an accounting policy is generally applicable to a specific item, the policy is described within that relevant note. NFRS for SMEs require the company to exercise judgment in making accounting estimates. Description of such estimates has been given in the relevant sections wherever they have been applied.

The financial statements are prepared on the basis of fair value measurement of assets and liabilities.

The statement of financial position is presented on liquidity basis. Assets and liabilities are presented in decreasing order of liquidity. All balances are expected to be recovered or settled within twelve months, except for investments in financial assets and net assets attributable to shareholders.

## 2.2. Reporting pronouncements

The financial statements have been prepared in accordance with Nepal Financial Reporting Standards for SMEs (NFRS for SMEs) as published by the Accounting Standards Board (ASB) – Nepal and Issued by Institute of Chartered Accountant of Nepal (ICAN).

## 2.3. Accounting conventions

The financial statements have been prepared on a historical cost basis, as modified by the revaluation of financial assets and liabilities at fair value through profit or loss.

The financial statements have been prepared on a going concern basis where the accounting policies and judgments as required by the standards are consistently used and in case of deviations disclosed specifically.

## 2.4. Presentation

The financial statements have been presented in the nearest Nepalese Rupees.

For presentation of the statement of financial position, assets and liabilities have been bifurcated into current and non-current distinction.

The statement of profit or loss has been prepared using classification 'by nature' method.

The cash flows from operation within the statement of cash flows have been derived using the indirect method.

## 2.5. Presentation currency

Financial statements are denominated in Nepalese Rupees, which is the functional and presentation currency of the company.

## 2.6. Current and non-current distinction

### Assets

Distinction of current and non-current assets are made with additional disclosure in the notes as explained.

### Liabilities

Distinction of current and non-current liabilities are made with additional disclosure in the notes as explained.

## 2.7. Accounting policies and accounting estimates

The company, under NFRS, is required to apply accounting policies to most appropriately suit its circumstances and operating environment. Further the company is required to make judgment in respect of items where the choice of specific policy, accounting estimate or assumption to be followed could materially affect the financial statements. This may later be determined that a different choice could have been more appropriate. Accounting policies have been included in the relevant notes for each item of the financial statements. The effect and nature of the changes, if any, have been disclosed.

NFRS requires the company to make estimates and assumptions that will affect the assets, liabilities, disclosure of contingent assets and liabilities, and profit or loss as reported in the financial statements.

The company applies estimates in preparing and presenting the financial statements. The estimates and underlying assumptions are reviewed periodically. Revision to accounting estimates are recognized in the period in which the estimates is revised, and are applied prospectively.

Disclosures of the accounting estimates have been included in the relevant section of the notes wherever the estimates have been applied along with the nature and effect of changes of accounting estimates, if any.

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. Estimates are continually evaluated and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

## **2.8. Reporting periods**

The company follows the Nepalese financial year based on the Nepalese calendar as reporting period.

## **2.9. Discounting**

Discounting has been applied where assets and liabilities are non-current and the impact of the discounting is material.

## **2.10. Determination of fair values**

The Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. When applicable, further information about the assumptions made in determining fair values is disclosed in the respective notes.

## **2.11. Limitation of NFRS implementation**

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

## **2.12. Property, plant and equipment**

Property, plant and equipment are tangible items that are held for serving revenue generation purposes and are expected to be used during more than one period.

### **a. Basis of recognition**

Property, plant and equipment are recognized if it is probable that future economic benefits associated with the assets will flow to the company and cost of the asset can be reliably measured.

### **b. Basis of measurement**

An item of property, plant and equipment that qualifies for recognition as an asset is measured at its cost. Cost includes expenditure that is directly attributable to the acquisition of the asset and cost incurred subsequently to add to, replace part of, or service it. The cost of self-constructed assets includes the cost of materials and direct labor, any other costs directly attributable to bringing the asset to a working condition for their intended use and the costs of dismantling and removing the items and restoring the site on which they are located.

**c. Subsequent costs**

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within that part will flow to the Company and its cost can be measured reliably. The costs of day-to-day servicing of property, plant and equipment are charged to the statement of profit or loss as incurred.

**d. De-recognition**

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de recognition of an item of property, plant and equipment is included in statement of profit or loss when the item is derecognized. When replacement costs are recognized in the carrying amount of an item of property, plant and equipment, the remaining carrying amount of the replaced part is derecognized. Major inspection costs are capitalized. At each such capitalization, the remaining carrying amount of the previous cost is derecognized.

**e. Depreciation**

Depreciation is calculated over the depreciable amount, which is the cost of an asset plus an incidental cost related to acquisition. Depreciation is recognized in the statement of profit or loss on straight line method based on estimated useful life of each item of property, plant and equipment, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

Fixed Assets are depreciated on straight line basis method on the basis of effective useful life of the assets decided by the management. Accordingly, fixed assets are depreciated from the day the assets are ready to be used as intended by the management.

Depreciation of an asset begins when it is available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the manner intended by the management.

Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale and the date that the asset is derecognized.

Depreciation on assets is provided on completed month basis.

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

**2.13. Intangible assets**

An intangible asset is an identifiable non-monetary asset without physical substance held for use in the production or supply of goods or services, or for administrative purpose.

**a. Basis of recognition**

Intangible assets are recognized if it is probable that the future economic benefits that are attributable to the asset will flow to the entity and the cost of the assets can be measured reliably.

**b. Amortization**

Intangible assets are amortized over their estimated useful economic life on a straight-line basis. They are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

The useful life of software for the current and comparative periods is estimated to be 5 years.

Amortization methods, useful lives and residual values are reviewed at each reporting date.

**c. De-recognition**

An intangible asset is derecognized on disposal or when no future economic benefits are expected from its use and subsequent disposal.

**2.14. Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash at bank & cash in hand.

Payments and receipts relating to the purchase and sale of investment securities are classified as cash flows from investing activities.

The carrying amount of cash and cash equivalents are representative of their fair values as at the respective reporting date.

**2.15. Financial instruments**

The company's principal financial assets comprise assets held at fair value through profit and loss, assets measured at amortized cost, loans and receivables. The main purpose of these financial instruments is to generate a return on the investment made by shareholders. The Company's principal financial liabilities comprise accrued expenses and other payables which arise directly from its operations.

In accordance with NAS 39; Financial Instruments: Recognition and Measurement, the company's interest receivables are classified as loans and receivables. Equity securities / debentures are classified as fair value through profit and loss. The amount attributable to shareholders is classified as equity and is carried at the redemption amount being net asset value. Payables are designated as 'other financial liabilities' at amortized cost.

**2.15.1. Classification**

The Company's investments are classified as fair value through profit or loss, at amortized cost and loans and receivables. They comprise:

**a. Financial assets and liabilities held at fair value through profit or loss**

Financial assets are recorded in the statement of financial position at fair value. Changes in fair value are recognized through profit or loss. This classification includes quoted equity securities held for trading. The dividend income from the quoted equity securities is recorded in the profit or loss.

**b. Financial assets and liabilities held at fair value through other comprehensive income**

Fair value through other comprehensive income—financial assets are classified and measured at fair value through other comprehensive income if they are held in a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.

**c. Financial assets measured at amortized cost**

These are non-derivative financial assets with fixed or determinable payments.

### 2.15.2. Recognition / De- recognition

The company recognizes financial assets and financial liabilities on the date it becomes party to the contractual agreement (trade date) and recognizes changes in fair value of the financial assets or financial liabilities from this date.

Investments are derecognized when the right to receive cash flows from the investments has expired or the company has transferred substantially all risks and rewards of ownership.

Financial liabilities at fair value through profit or loss are derecognized when the obligation specified in the contract is discharged or expired.

Realized gains and realized losses on de-recognition are determined and are included in the profit or loss in the period in which they arise. The realized gain is the difference between an instrument's cost and disposal amount.

### 2.15.3. Measurement

#### a. Financial assets and liabilities held at fair value through profit or loss and other comprehensive income

At initial recognition, the company measures a financial asset at its fair value.

Subsequent to initial recognition, all financial assets and financial liabilities at fair value through profit or loss are measured at fair value. Gains and losses arising from changes in the fair value of the 'financial assets or financial liabilities at fair value through profit or loss' category are presented in the statement of profit or loss and other comprehensive income within net gains/(losses) on financial instruments held at fair value through profit or loss in the period in which they arise.

Fair value is the price that would be received on sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value of financial assets and liabilities traded in active markets is subsequently based on their quoted market prices at the end of the reporting period without any deduction for estimated future selling costs. The quoted market price used for financial assets held by the company is the closing price.

The fair value of financial assets and liabilities that are not traded in an active market are determined using valuation techniques.

#### b. Financial assets measured at amortized cost

Financial assets at this category are measured initially at fair value plus transaction costs and subsequently amortized using the effective interest rate method, less impairment losses if any. Such assets are reviewed at the end of each reporting period to determine whether there is objective evidence of impairment.

If evidence of impairment exists, an impairment loss is recognized in profit or loss as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the original effective interest rate.

If in a subsequent period the amount of an impairment loss recognized on a financial asset carried at amortized cost decreases and the decrease can be linked objectively to an event occurring after the write-down, the write-down is reversed through profit or loss.

Receivables may include amounts for dividends, interest and trade receivables. Dividends are accrued when the right to receive payment is established. Interest is accrued at the end of each reporting period from the time of last payment in accordance with the policy set out in note 11(1).

Receivables are recognized and carried at amortized cost, less a provision for any uncollectable debts. An estimate for doubtful debt is made when collection of an amount is no longer probable.

Recoverability of receivable is reviewed on an ongoing basis at an individual portfolio level, Individual debts that are known to be uncollectable are written off when identified. An impairment provision is recognized when there is objective evidence that the Company will not be able to collect the receivable. Financial difficulties of the debtor, default payments are considered objective evidence of impairment. The amount of the impairment loss is the receivable carrying amount compared to the present value of estimated future cash flows, discounted at the original effective interest rate.

#### 2.15.4. Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

Classification of financial assets and liabilities are as follow:

##### 32<sup>nd</sup> Ashadh, 2082

Particulars	Assets at fair value		Assets at Amortized costs
	Designated at FVTPL	Designated at FVTOCI	
Cash and Bank	-	-	4,980,448
Other Current Assets	-	-	671,985
Financial Assets	19,787,102	-	-
<b>Total</b>	<b>19,787,102</b>	<b>-</b>	<b>5652,433</b>

##### 31<sup>st</sup> Ashadh, 2081

Particulars	Assets at fair value		Assets at amortized costs
	Designated at FVTPL	Designated at FVTOCI	Loans and Receivables
Cash and Bank	-	-	30,800,228
Other current assets	-	-	67,500
Financial assets	12,627,038	-	-
<b>Total</b>	<b>12,627,038</b>	<b>-</b>	<b>30,867,729</b>

**32<sup>nd</sup> Ashadh, 2082**

Financial Liabilities	Liabilities at fair value	Liabilities at Amortized Costs
	Designated at FVTPL	
Other current liabilities	-	46,392,268
<b>Total</b>	-	<b>46,392,268</b>

**31<sup>st</sup> Ashadh, 2081**

Financial Liabilities	Liabilities at fair value	Liabilities at Amortized Costs
	Designated at FVTPL	
Other current liabilities	-	47,905,498
<b>Total</b>	-	<b>47,905,498</b>

**2.16. Investment property**

A property that is held to earn rentals or for capital appreciation or both rather than for use in the production or supply of goods or services or for administrative purposes; or sale in the ordinary course of business, by the company are accounted for as investment properties.

Investment property is recognized as an asset when it is probable that the future economic benefits that are associated with the property will flow to the entity, and the cost of the property can be reliably measured.

An investment property is measured initially at its cost. The cost of a purchased investment property comprises of its purchase price and any directly attributable expenditure. The cost of a self-constructed investment property is its cost at the date when the construction or development is complete.

Subsequent expenditure is capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

After initial recognition, the investment property are measured at fair value and the gain / (loss) arising from the change in fair value of such asset is recognized in profit or loss account of the period.

All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized.

Investment properties are derecognized when they have been disposed.

**2.17. Other non-current assets**

It includes various advances, deposits and receivables which are not materialized within 12 months of expiry of fiscal year.

**2.18. Trade and other receivables**

The trade receivables that fall under the classification of financial instruments are carried at amortized costs and those other assets that do not fall within the definition are carried at cost. These instruments are regularly monitored for impairment.

The trade and other receivable are non-interest bearing.

The carrying amount of trade and other receivable approximate their fair values at the respective reporting dates.

The receivables that are to be settled within a year is classified as current assets and other are classified as non-current assets.

**2.19. Prepaid expenses & advances**

The prepaid expenses & advances that fall under the classification of financial instruments are carried at amortized costs and those other assets that do not fall within the definition are carried at cost. These instruments are regularly monitored for impairment

The fair value of prepayments approximates their carrying value in the statement of financial position.

The prepayment that are to be settled within a year is classified as current assets and other are classified as non-current assets.

**2.20. Share capital**

Financial instruments issues are classified as equity when there is no contractual obligation to transfer cash, other financial assets or issue available number of own equity instruments. Incremental costs directly attributable to the issue of new shares are shown in equity as deduction net of taxes from the proceeds.

Share Capital represents the nominal (par) value of ordinary equity shares that have been issued.

**Rights, preferences and restrictions attached to equity shares**

The company has a single class of equity shares. Accordingly, all equity shares rank equally with regards to dividend and shares in the company's residual assets. The equity shares are entitled to receive dividend declared from time to time.

**2.21. Distributions**

The distributions, if any to shareholders are recognized in statement of change in equity.

**2.22. Other non-current liabilities**

It includes various advances, deposits and receivables which are not materialized within 12 months of expiry of fiscal year.

**2.23. Trade and other payables**

Non-financial liabilities are recorded and reported at cost based on legal and constructive obligation to the Company.

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated.

The trade and other payables are non-interest bearing.

The payables that are to be settled within a year is classified as current liabilities.

## **2.24. Income tax**

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

### **a. Current tax**

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted at the reporting date, and any adjustment made to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any.

Current tax assets and liabilities are offset if certain criteria are met.

As per the Nepalese tax laws, in absence of taxable profits, the Company has not recognized any current tax expenses.

### **b. Deferred tax**

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Company expects, at the end of the reporting period to cover or settle the carrying amount of its assets and liabilities.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences to the extent that it is probable that the future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized, based on the level of future taxable profit forecasts and tax planning strategies.

Deferred tax liabilities are recognized for all taxable temporary differences.

**2.25. Income from financial instruments at fair value**

Gains and losses arising from changes in the fair value of financial instruments held at fair value through profit or loss are included in the statement of profit or loss in the period in which they arise unless an irrevocable selection is done to charge it through Other Comprehensive Income. Once such selection is done the changes in fair value is also charged through Other Comprehensive Income unless the assets is derecognized. The gain or loss on disposal of available for sale financial assets is recognized directly in profit or loss.

Realized gain is the difference between the cost price and realized price on the sale of the shares after deducting the selling expenses.

Unrealized gain is the difference between the cost price and the closing market price available at the end of the reporting period or the latest trading price if the closing price as on the year end is not available.

Dividend income is recognized in statement of profit or loss on the date that the company's right to receive payment is established. Dividend income is recognized on the ex-dividend date.

**2.26. Other income**

All the income that are not qualified to be classified as revenue is treated as other income.

**2.27. Net finance cost**

All the interest expenses against the loans and advances and the unwinding of discount on financial liabilities are calculated using effective interest rate method.

Interest income comprising of finance income includes interest received from bank.

Interest income is recognized in profit or loss for all financial instruments measured at amortized cost using the effective interest method.

Net finance cost represents the net off between the interest incomes and interest expenses.

The effective interest method is a method of calculating the amortized cost of a financial asset or financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts throughout the expected life of the financial instrument, or a shorter period where appropriate, to the net carrying amount of the financial asset or liability. When calculating the effective interest rate, the Company estimates cash flows considering all contractual terms of the financial instrument but does not consider future credit losses. The calculation includes all fees paid or received between the parties to the contract that are an integral part of the effective interest rate, including transaction costs and all other premiums or discounts.

**2.28. Expenses**

All expenses except specially mentioned are accounted on an accrual basis.

All expenditure incurred in running of the business and in maintaining the property, plant & equipment in a state of efficiency has been charged to revenue in arriving at the profit for the year and presented in statement of profit or loss.

Expenditure incurred for the purpose of acquiring, expanding or improving assets of a permanent nature by means of which to carry on the business or for the purpose of increasing the earning capacity of the business has been treated as capital expenditure.

Repairs and renewals are charged to the income statement in the year in which the expenditure is incurred. The profit earned by the Company is before income tax expense and after making provision for all known liabilities and for the depreciation of property, plant & equipment.

## 2.29. Impairment

The company assesses at each reporting date whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred if, and only if, there is objective evidence of impairment as a result of one or more events occurring after the initial recognition of the asset (a loss event), and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets.

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

Recoverable amount is the higher of fair value less cost to sell 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 or cash generating unit.

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 statement of profit and loss.

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

## 2.30. Provisions and contingent liabilities

### Provision

A provision is a liability of uncertain timing or amount.

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessment of time value of money and the risks specific to the liability (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

### Contingencies

A contingent liability is a possible obligation that arises 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 company; or the present obligation that arises from past event but is not recognized because it is not probable that an outflow of resources embodying economic benefit will be required to settle the obligation; or the amount of obligation cannot be measured with sufficient reliability.

Contingent liabilities do not warrant provisions but are disclosed unless the possibility of outflow of resources is remote.

A contingent asset is a probable asset that arises from the 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 company. Contingent assets are neither recognized nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognized in the period in which the change occurs.

## 2.31. Foreign currency transaction

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

At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the date. Non-monetary items carried at the 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 foreign currency are not retranslated.

## 2.32. Financial risk management

The company's activities are exposed to a variety of financial risks: market risk (including price risk and interest rate risk), credit risk and liquidity risk.

The company's overall risk management program focuses on ensuring compliance with the company's investment policy. It also seeks to maximize the returns derived for the level of risk to which the Company is exposed and seeks to minimize potential adverse effects on the Company's financial performance.

All securities investments present a risk of loss of capital. The maximum loss of capital on long equity and debt securities is limited to the fair value of those positions.

The Company uses different methods to measure and mitigate different types of risk to which it is exposed.

## 4. Other Disclosure

### 4.1. Disclosure for inclusion of profit from associates

#### 4.1.1 Investment in Remwork Technology Private Limited

The total paid-up share capital of Remwork Technology Private Limited is Rs.20,000,000. Next Holdings Limited has invested Rs.9,100,000 ( 91000 no. of share @100 per share) representing 45.5% of Remwork's equity share capital. As per NAS 28 – Investment in Associates and Joint Ventures, Remwork Technology Private Limited is considered an associate company of the Next Holdings Limited.

During the financial year 2081/81, Remwork Technology Private Limited has net loss of Rs.614,778 as per audited financial statement. The Group's proportionate share of the associate's loss, amounting to Rs.279,724, has been recognized in the consolidated financial statements and presented under the line item "Share of profit from associate" in the consolidated Statement of Profit or Loss.

#### Position of Remwork Technology at FY 2081-82

Particulars	Amount
Total capital of Rem work	200,000
Total Investment of Next Holdings	91,000
Percentage of Investment	45.50%
Profit/Loss of Rem work (2081/06/02-2082/03/32)	(614,779)
<b>Share of Profit/Loss in group company</b>	<b>(279,724)</b>

#### 4.1.2 Investment in Next Properties Private Limited

The total paid-up share capital of Next Properties Private Limited is Rs.50,000,000. Next Holdings Limited has invested Rs.10,500,000 (105000 no. of share @100 per share) representing 21% of Next Properties's equity share capital. As per NAS 28 – Investment in Associates and Joint Ventures, Next Properties Private Limited is considered an associate company of the Next Holdings Limited

During the financial year 2081/82, Next Properties Private Limited has net loss of Rs. 24,127,154 as per audited financial statement. The Group's proportionate share of the associate's loss, amounting to

Rs.5,066,702 , has been recognized in the consolidated financial statements and presented under the line item "Share of profit from associate" in the consolidated Statement of Profit or Loss.

**Position of Next Properties at FY 2081-82**

Particulars	Amount
Total Capital of Next Properties	500,000
Total Investment of Next Holdings	105,000
Percentage of Investment	21%
Profit/Loss of Next Properties	(24,127,154)
<b>Share of Profit/Loss in group company</b>	<b>(5,066,702)</b>

**4.1.3 Investment in Siddhi Hydropower Company Limited**

In the previous fiscal year, the Company held an investment of Rs. 240,000,000 in Siddhi Hydropower Company Limited, representing a 38.49% ownership. Accordingly, the investment was classified as an investment in associate as per NAS 28 – *Investment in Associates and Joint Ventures*.

However, during the fiscal year 2081/82, due to share dilution, the Company's ownership decreased to 18.95%, while the investment amount remained the same at Rs. 240,000,000. Consequently, the investment no longer provides significant influence and has been reclassified from investment in associate to financial assets in accordance with the applicable accounting standards.

The details of investment in Siddhi Hydropower Company Limited for FY 2081/82 as follows:

Particulars	Amount
Opening value of investment in Siddhi hydropower (associate)	248,739,623
Current Investment	18.95%
No of Shares invested	2,400,000
<b>Position of Siddhi Hydropower at FY 2081-82</b>	
Share Capital	1,266,541,600
Advance for share capital	159,075,327
Calls in advance	27,896,900
Reserves	131,302,225
Total Equity	1,584,816,052
No of Shares	14,535,138
Networth per share	109
Value of shares invested	261,680,244
<b>Increase in value (Gain)</b>	<b>12,940,620</b>

**4.2. Basis of Consolidation**

The consolidated financial statements comprise the financial statements of Next Holdings Limited and its subsidiaries (together referred to as "the Group") for the year ended 2082 Ashad.

The consolidated financial statements have been prepared in accordance with the Nepal Financial Reporting Standards (NFRS) issued.

The consolidation has been carried out in accordance with the following principles:

**a. Line-By-Line Consolidation :**

The financial statements of the parent and its subsidiaries have been combined on a line-by-line basis by adding together like items of assets, liabilities, income, and expenses.

**b. Elimination of Intragroup Transaction :**

Intragroup balances and transactions, and any unrealized income and expenses arising from intragroup transactions, are eliminated in full.

**c. Uniform Accounting Policies :**

The financial statements of the parent and subsidiaries are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

**d. Non-controlling Interest :**

Non-controlling interests in the net assets of consolidated subsidiaries are identified separately from the Group's equity. Non-controlling interests in the profit or loss of consolidated subsidiaries are also separately presented in the consolidated statement of profit or loss.

**e. Goodwill/Reserve :**

Goodwill arising on consolidation represents the excess of the cost of acquisition over the Group's interest in the fair value of identifiable net assets of the acquired subsidiary.

Where the cost of acquisition is less than the fair value of identifiable net assets, the difference is recognized directly in equity as a capital reserve.

**4.2.1 Investment in Subsidiary**

The total paid-up share capital of Naari Urja Limited amounts to Rs. 14,500,000. Next Holdings Limited holds an investment of Rs. 10,500,000 representing 72.5% of the equity share capital of Naari Urja Limited. Accordingly, in line with the provisions of NFRS 10 – *Consolidated Financial Statements*, Naari Urja Limited is classified as a subsidiary company of Next Holdings Limited.

As the Company exercises control over Naari Urja Limited through majority ownership, the financial statements of Naari Urja Limited have been consolidated with those of the Parent Company in accordance with the requirements of NFRS 10.

**4.3. Advance for Share Capital**

The company has received advance amounts towards the issue of share capital. The details of amounts received as advance for share capital are as follows:

Particular	Amount (in Rs.)
Animesh Halwai	2,100,000
Dibya Khatiwada	2,000,000

Nirakaar Sharma	2,900,000
Nirvaan Sharma	2,900,000
Pranab Sitaula	36,444
Ram Raja Shrestha	500,000
<b>Total</b>	<b>10,436,444</b>

#### 4.4. Related Party Disclosure

A related party is a person or entity that is related to the company that is preparing its financial statements (the reporting entity).

Disclosure has been made in respect of the transactions in which one party has the ability to control or exercise significant influence over the financial and operating policies / decisions of the other, irrespective of whether a price is charged.

The company identifies the following as the related parties under the requirements of NAS 24.

- The member of board of directors
- The key management personnel of the entity;
- The Subsidiary of the entity and its board of directors and key management personnel
- The close member of the family of any individual referred to in (a) or (c);

##### 4.4.1. Board of directors

The composition of Board of Directors as on 32<sup>nd</sup> Ashad 2082 is as follow:

Name	Position
Angish Ghimire	Chairman
Rajendra Thapa	Director
Santosh Raj Nepal	Director
Animesh Halwai	Director
Nirvaan Sharma	Director
Apsara Upreti	Director

##### 4.4.2. Shareholders holdings more than 0.5% of the share capital

The details of shareholders holdings more than 0.5% of the total share capital of the company are as follows:

Shareholder	Share Amount	Percentage of Holdings
Angish Ghimire	99,801,300	16.68%
Santosh Raj Nepal	70,543,900	11.79%
Animesh Halwai	64,767,800	10.82%
Nirakaar Sharma	47,457,100	7.93%
Nirvaan Sharma	47,457,200	7.93%
Usha Gyawali	46,799,900	7.82%
Abiral Nepal	18,832,000	3.15%
Suresh Devkota	16,776,000	2.80%
Pranab Sitaula	16,604,100	2.77%
Sarit JB Rana	15,308,700	2.56%

Shareholder	Share Amount	Percentage of Holdings
Bijaya Rijal	14,793,600	2.47%
Yam Kumar Shrestha	11,776,000	1.97%
Dilli Ram Upreti	11,429,700	1.91%
Ashok Sitaula	11,032,800	1.84%
Diwakar Kucheria	7,654,400	1.28%
Kesari Chand Kucheria	7,654,400	1.28%
Puspa Pradhananga	6,142,800	1.03%
Rajendra Thapa	5,988,000	1%
Apsara Upreti	5,000,000	0.84%
Rajan Ghimire	4,710,400	0.79%
Bishwonath Kandel	4,710,400	0.79%
Sabal Tuladhar	4,600,000	0.77%
Dibya Khatiwada	3,500,000	0.58%
Yagya Prasad Subedi	3,500,000	0.58%
Shanta Khatri	3,179,500	0.53%
Chandika Gelal	3,000,000	0.50%

**4.4.3. Following are the details of transaction done by related party during the fiscal year 2081.2082 :**

Particulars	Loan and Advances		
	Payment Made	Payment Receipt	Balance due
Animesh Halwai	1,311,000	1,311,000	-
Apsara Upreti	1,500,000	-	1,500,000

**4.4.4. Remuneration to Chairperson**

During the fiscal year 2081/82, the Company has provided remuneration of Rs. 160,000 per month to the Chairperson. However, the policy regarding such remuneration has not been yet approved by the Annual General Meeting (AGM). This will be rectified in upcoming Annual General Meeting.

**5. Market risk**

**a. Price risk**

The company is exposed to equity securities price risk. This arises from investments held by the company for which prices in the future are uncertain. Paragraph below sets out how this component of price risk is managed and measured. Investments are classified in the statement of financial position at fair value through profit or loss and loans and receivables. All securities investments present a risk of loss of capital. The maximum risk resulting from financial instruments is determined by the fair value of the financial instruments.

The company's policy is to manage price risk through diversification and selection of securities and other financial instruments within specified limits set by the investment advisor of the company.

All of the company's equity investments in companies are listed in NEPSE. The company's management monitors the status of the investments in a periodical basis as per necessity.

**b. Foreign exchange rate risk**

The company is not exposed to fluctuations in exchange rates as all investments and transactions of the company are made in investments denominated in NPR.

**c. Cash flow and fair value interest rate risk**

The company is exposed to interest rate risk on financial instruments with variable interest rates.

Financial instruments with fixed rates expose the company to fair value interest rate risk. The company's interest-bearing financial assets expose it to risks associated with the effects of fluctuations in the prevailing levels of market interest rates on its financial position and cash flows. The risk is measured using sensitivity analysis.

The company has direct exposure to interest rate changes on the valuation and cash flows of its interest-bearing assets and liabilities. However, it may also be indirectly affected by the impact of interest rate changes on the earnings of certain companies in which the company invests and impact on the valuation of certain assets that use interest rates as an input in their valuation model.

**5.1 Credit risk**

The Company is exposed to credit risk, which is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The main concentration to which the company is exposed arises from the company's investments in debt securities. However, there is no investment in debt securities.

Credit risk on cash and cash equivalents, other receivable balances.

The company's management monitors the status of the investments in a periodical basis as per necessity. The Company can maximize the returns derived for the level of risk to which the Company is exposed.

**5.2 Liquidity risk**

Liquidity risk is the risk that the company may not be able to generate sufficient cash resources to settle its obligations in full as they fall due or can only do so on terms that are materially disadvantageous.

The Company's management monitors the company's liquidity position on a periodic basis.

**5.3 Fair value measurement**

The company measures and recognizes the financial assets and liabilities at fair value on a recurring basis.

The Company has no assets or liabilities measured at fair value on a non-recurring basis in the current reporting period.

NFRS 13 requires disclosure of fair value measurements by level of the following fair value hierarchy;

- (a) quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1);
- (b) inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly (level 2); and
- (c) inputs for the asset or liability that are not based on observable market data (unobservable inputs) (level 3).

i. **Fair value in an active market (level 1)**

The fair value of financial assets and liabilities traded in active markets is based on their quoted market prices at the end of the reporting period without any deduction for estimated future selling costs.

The company values its investments in fair market value. For the majority of its investments, the company relies on information provided by Nepal Stock Exchange.

A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available from NEPSE and are traded frequently.

ii. **Fair value in an inactive or unquoted market (level 2 and level 3)**

The fair value of financial assets and liabilities that are not traded in an active market is determined using valuation techniques as seen appropriate by management.

The company has adopted the level 3 valuation method for valuation of its investment in unlisted shares. The company values such investment in cost price of investment.

5.4 **Hierarchy of financial instrument are as follows:**

32 <sup>nd</sup> Ashadh 2082	Level 1	Level 2	Level 3
Cash and cash equivalents	4,980,448	-	-
Financial assets held at fair value through profit or loss	19,787,102	-	-
Other current assets	-	-	671,985
Other Current liabilities	-	-	46,392,268

31 <sup>st</sup> Ashadh 2081	Level 1	Level 2	Level 3
Cash and cash equivalent	30,800,228	-	-
Financial assets held at fair value through profit or loss	12,627,038	-	-
Other current assets	-	-	67,500
Other current liabilities	-	-	47,905,498

5.5 **Cash flow statement**

The statement of cash flows has been prepared by using the “indirect method” of preparing cash flows in accordance with the Nepal Accounting Standard – NAS 7 on ‘Statement of cash flows’. Cash and cash equivalents comprise of cash in hand and cash at bank.

5.6 **NFRS-15: Revenue from contract with customers:**

The NASB issued a new standard for revenue recognition which overhauls the existing revenue recognition standards. The new standard is based on the principle that revenue is recognized when control of goods and service transfer to a customer. The standard requires the following five step model framework to be followed for revenue recognition:

- Identification of the contracts with the customer
- Identification of the performance obligations in the contract
- Determination of the transaction price
- Allocation of the transaction price to the performance obligations in the contract (as identified in step ii)
- Recognition of revenue when the entity satisfies a performance obligation.

The new standard is effective for annual periods starting from 16 July 2021 and the company has adopted the standard.

#### 5.7 **NFRS 16: Lease**

NFRS 16 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months unless the underlying asset is of low value. A lessee is required to recognize a right-of-use asset representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments.

A lessee measures right-of-use assets similarly to other non-financial assets (such as property, plant, and equipment) and lease liabilities similarly to other financial liabilities. As a consequence, a lessee recognizes depreciation of the right-of-use asset and interest on the lease liability. The depreciation would usually be on a straight-line basis. In the statement of cash flows, a lessee separates the total amount of cash paid into principal (presented within financing activities) and interest (presented within either operating or financing activities) in accordance with NAS 7.

NFRS 16 substantially carries forward the lessor accounting requirements in NAS 17. Accordingly, a lessor continues to classify its leases as operating leases or finance leases, and to account for those two types of leases differently.

The new standard is effective for annual periods starting from 16 July 2021 but this standard is not applied in this financial statement because the difference in value from transition from NAS 17 to NFRS 16 is insignificant and the cost of implementation of NFRS 16 outweigh the benefit from it.

**कम्पनी ऐन, २०६३ बमोजिम कम्पनीको  
प्रबन्धपत्र तथा नियामावलीमा संशोधनको तीन महले  
(दोस्रो वार्षिक साधारणसभामा प्रस्तावित)**

दफा/नियम	हालको व्यवस्था	संशोधित व्यवस्था	संशोधनको कारण
कम्पनीको नियामवलीको परिच्छेद -२ को दफा ५	यस कम्पनीको शेयरको अंकित मूल्य रु. ५०।— (अक्षरूपी पचास मात्र) हुनेछ ।	यस कम्पनीको शेयरको अंकित मूल्य रु. १००।— (अक्षरूपी एक सय मात्र) हुनेछ ।	नेपाल धितोपत्र बोर्ड (SEBON) द्वारा जारी गरिएको नियम, निर्देशन तथा नियामक व्यवस्था बमोजिम कम्पनीको शेयरको अंकित मूल्य संशोधन गर्न आवश्यक भएकाले।
कम्पनीको प्रबन्धपत्रको दफा ६ को उपदफा (क) र (ख)	प्रति शेयर रु. ५०।— (अक्षरूपी पचास मात्र) हुनेछ ।	प्रति शेयर रु. १००।— (अक्षरूपी एक सय मात्र) हुनेछ ।	

---- SHAREHOLDERS' NOTE ---

NEXT

## कम्पनी द्वारा लगानी गरिएका विभिन्न कम्पनीहरुको फोटो



सिद्धि हाइड्रोपावर कम्पनी लिमिटेड द्वारा प्रवर्द्धित सिद्धिखोला जलविद्युत आयोजना (१० मे.वा.)



रेम वर्क टेक्नोलोजी प्रा.लि.



श्री डिष्टिलरी लि.



नेपाल रिमेडिज लि.



एक्सपर्ट हाईड्रो इन्भेष्टमेन्ट प्रा.लि. द्वारा प्रवर्द्धित सानीभेरी जलविद्युत आयोजना (४४.५२ मे.वा.)



अल्फा प्लस भेन्वर्स लि.



नेक्स्ट प्रोपर्टिज प्रा.लि.



सिम्निक एयर लि.

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## OUR COMPANIES



 [www.nextholdings.com.np](http://www.nextholdings.com.np)  +977 01-5902303

 [info@nextholdings.com.np](mailto:info@nextholdings.com.np)

 NAXAL, 01 KATHMANDU NEPAL