

१७ औं

वार्षिक प्रतिवेदन

— आ.व. २०८०/८१ को लागि —
तयार पारिएको



सोनापुर
मिनरल्स एण्ड आयल लि.

संचालक समिति



RATAN LAL TAYAL
Chairman



ANKIT KHADKA
Director-Public



NIPESH TAYAL
Managing Director



CHANDRAKALA K BOHARA
Director



PRAKASH TAYAL
Director-Promoter



DEEPAK THAPA
Director-Independent

सोनापुर मिनरल्स एण्ड आयल लिमिटेडको
आ.व. २०८०/८१ को लागि तयार पारिएको

वार्षिक प्रतिवेदन



सोनापुर
मिनरल्स एण्ड आयल लि.

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सोनापुर मिनरल्स एण्ड आयल लिमिटेडको
साधारण सभामा मतदान गर्न आफ्नो प्रतिनिधि (प्रोक्सी) नियुक्त गर्ने निवेदन

श्री सञ्चालक समिति
सोनापुर मिनरल्स एण्ड आयल लिमिटेड

विषय: प्रतिनिधि नियुक्त गरेको बारे ।

... जिल्ला ... म.न.पा./उ.प.न.पा./न.पा./गा.पा. ...
बस्ने म/हामी ... ले यस कम्पनीको शेयरधनीको हैसियतले २०८१/०९/२९ गते सोमबार
का दिन हुने कम्पनीको १७ औं वार्षिक साधारण सभामा म/हामी स्वयं उपस्थित भई छलफल तथा निर्णयमा सहभागी हुन नसक्ने भएकाले
उक्त सभामा मेरो/हाम्रो तर्फबाट भाग लिन तथा मतदान गर्नका लागि ... जिल्ला ... न.पा./गा.पा.
वडा नं. ... बस्ने श्री ... लाई मेरो/हाम्रो प्रतिनिधि नियुक्त गरि पठाएको छु/पठाएका छौं ।

प्रतिनिधि नियुक्त भएको व्यक्तिको

हस्ताक्षरको नमुना :

शेयर प्रमाण पत्र नं.:

हिताग्राही खाता नं.:

मिति :

निवेदक

दस्तखत :

नाम :

ठेगाना :

शेयर संख्या :

शेयर प्रमाण पत्र नं.:

हिताग्राही परिचय नं.:

सोनापुर मिनरल्स एण्ड आयल लिमिटेडको
वार्षिक साधारण सभामा उपस्थितिको लागि

प्रवेश पत्र

१. शेयरधनीको नाम :

२. ठेगाना :

३. शेयरधनी नं./हिताग्राही खाता नं.:

४. लिएको शेयर संख्या :

५. शेयर धनीको दस्तखत :

द्रष्टव्य :

१) सभा कक्षमा प्रवेश गर्न यो प्रवेश पत्र प्रस्तुत गर्नु अनिवार्य छ ।


...
Mr. Nipesh Tayal
प्रबन्ध संचालक

सोनापुर मिनरल्स एण्ड आयल लिमिटेडको १७ औं वार्षिक साधारण सभा सम्बन्धि सूचना

आदरणीय शेयरधनीमहानुभावहरु,

सोनापुर मिनरल्स एण्ड आयल लिमिटेडको मिति २०८१ साल पौष ५ गते बसेको सञ्चालक समितिको बैठकको निर्णयानुसार देहायका विषयहरुमा छलफल तथा निर्णय गर्न निम्न लिखित मिति, समय र स्थानमा यस कम्पनीको १७ औं वार्षिक साधारण सभा बस्ने भएको ले कम्पनी ऐन, २०६३ को दफा ६७ (२) अनुसार सम्पूर्ण शेयरधनी महानुभावहरुको जानकारीको लागि यो सूचना प्रकाशित गरिएको व्यहोरा अनुरोध गरिन्छ ।

वार्षिक साधारण सभा बस्ने मिति, स्थान र समय

मिति : २०८१ साल पौष २९ गते सोमबार (तदनुसार १३ जनवरी २०२५) ।

समय : बिहान १०:३० बजे ।

स्थान : लिजारा रिसेप्सन (Lisara Receptions), नक्शाल, काठमाण्डौ ।

छलफल गर्ने विषयहरु

(क) सामान्य प्रस्तावहरु

१. आ.व. २०८०/०८१ को सञ्चालक समितिको प्रतिवेदन उपर छलफल गरी पारित गर्ने ।
२. लेखापरिक्षकको प्रतिवेदन सहितको २०८१ आषाढ मसान्तको वासलात, सोही मितिमा समाप्त भएको आ.व. २०८०/०८१ को नाफा नोक्सान हिसाब, सोही अवधिको नगद प्रवाह विवरण

लगायतका वित्तीय विवरणहरु सहित अनुसूचीहरु उपर छलफल गरी पारित गर्ने ।

३. कम्पनी ऐन, २०६३ को दफा १११ अनुसार आर्थिक वर्ष २०८१/०८२ को लेखापरीक्षकको नियुक्ति तथा निजको पारिश्रमिक निर्धारण गर्ने ।
४. कम्पनी ऐन, २०६३ को दफा ९३ बमोजिम यस कम्पनीका आधारभुत शेयरधनी वा सञ्चालक सम्बद्ध रहेको संस्थासँग तथा यसै संस्थासँग सम्बद्ध कम्पनीसँग गरेको कारोबार विवरणलाई अनुमोदन गर्ने प्रस्ताव उपर छलफल गरी पारित गर्ने ।
५. संस्थापक शेयरधनी समुहबाट प्रतिनिधित्व गर्ने सञ्चालक पद-४(चार) को निर्वाचन गर्ने ।

(ख) विशेष प्रस्तावहरु

१. कम्पनीको नियमावलीको नियम १६ मा संशोधन गर्ने ।
२. नियमावली संशोधनका सम्बन्धमा नियमनकारी निकायबाट थपघट, परिवर्तन वा संशोधनको निर्देशन भएमा सोही बमोजिम थपघट, परिवर्तन वा संशोधन गर्नका लागि सञ्चालक समितिलाई अख्तियारी दिने ।
३. कम्पनीको हाल कायम रहेको चुक्ता पूँजी र सञ्चित मुनाफा (फ्रिजिजभ) को जम्मा रकम भन्दा बढीको विभिन्न बैंक तथा वित्तीय संस्थाबाट लिएको कृण रकम अनुमोदन गर्ने सम्बन्धमा ।

(ग) विविध ।

साधारण सभा सम्बन्धि जानकारी

१. सम्पूर्ण शेयरधनी महानुभावहरुलाई सभामा भाग लिन आउँदा आफ्नो परिचय खुल्ने कागजात, प्रवेश-पत्र वा आफ्नो शेयर प्रमाण-पत्र वा DEMAT ACCOUNT STATEMENT लिई आउनु हुन अनुरोध गरिन्छ ।
२. साधारण सभा भाग लिने प्रयोजनका लागि मिति २०८१/०९/१६ गते मंगलवार एक दिन कम्पनीको शेयरधनी दर्ता किताब बन्द रहनेछ । नेपाल स्टक एक्सचेन्ज लि. मा मिति २०८१/०९/१५ सम्म कारोबार भई शेयर खरीद गरी आफ्नो नाममा शेयर नामसरी भई आएका शेयरधनीहरुको सो सभामा भाग लिन सक्ने छन् ।
३. सभामा भाग लिनका लागि प्रतिनिधि (प्रोक्सी) नियुक्त गर्न चाहने शेयरधनी महानुभावहरुले प्रतिनिधि (प्रोक्सी) फाराम सभा हुने दिन भन्दा कम्तिमा ४८ घण्टा अगावै अर्थात् मिति २०८१ पौष २६ गते अपरान्ह ४:०० बजे भित्र कम्पनीको रजिष्टर्ड कार्यालयमा दर्ता गराईसक्नु पर्नेछ । एक जना शेयरधनीले एक जना भन्दा बढीलाई प्रतिनिधि (प्रोक्सी) नियुक्त गर्न सक्ने छैन । एक भन्दा बढी प्रतिनिधि (प्रोक्सी) नियुक्त भएको पाइएमा सबै भन्दा पहिला दर्ता भएको प्रतिनिधि (प्रोक्सी) मात्र मान्य हुनेछ । प्रतिनिधि (प्रोक्सी) नियुक्त गरिसके पछि प्रतिनिधि (प्रोक्सी) बदर नगरी कुनै शेयरधनीले सभामा भाग लिन चाहेमा भाग लिन सक्नु हुनेछ । तर मतदान गर्न पाउनु हुने छैन ।
४. संयुक्त रुपमा रहेको शेयरधनीको हकमा शेयरधनीको लगत किताबमा पहिलो नाम उल्लेख भएको व्यक्तिले अथवा सर्वसम्मतिबाट प्रतिनिधि (प्रोक्सी) नियुक्त गरिएको एक जना व्यक्तिले मात्र सभामा भाग लिन पाउने छ ।
५. संस्थापक शेयरधनी समुहबाट प्रतिनिधित्व गर्ने सञ्चालकको निर्वाचन सम्बन्धि कार्यक्रम निर्वाचन समितिले तोके बमोजिम हुनेछ र सो सम्बन्धि सूचना वार्षिक साधारण सभा हुनु भन्दा ७ (सात)दिन अगावै कम्पनीको रजिष्टर्ड कार्यालयको सूचना पाटीमा टाँस गरिनेछ ।
६. सभाको दिन सभा शुरु हुनु भन्दा अगावै सभाकक्षमा उपस्थित भई दिनहुन सम्पूर्ण शेयरधनी महानुभावहरुलाई अनुरोध गरिन्छ ।
७. साधारणसभाको काम कारवाही तथा अन्य कार्यविधि कम्पनी ऐन, २०६३ बमोजिम हुनेछ ।
८. वार्षिक साधारण सभा तथा सञ्चालकको निर्वाचन सम्बन्धी अन्य जानकारीका लागि कम्पनीको रजिष्टर्ड कार्यालयमा सम्पर्क गर्नु हुन अनुरोध छ ।

सञ्चालक समितिको आज्ञाले
कम्पनी सचिव

सोनापुर मिनरल्स एण्ड आयल लिमिटेडको १७औँ वार्षिक साधारण सभा

सञ्चालक समितिको तर्फबाट प्रस्तुत अध्यक्षज्यूको मन्तव्य सहितको वार्षिक प्रतिवेदन आर्थिक वर्ष २०८०/०८१

आदरणीय शेयरधनी महानुभावहरू,

यस सोनापुर मिनरल्स एण्ड आयल लि. को १७ औँ वार्षिक साधारण सभामा उपस्थित सम्पूर्ण शेयरधनी महानुभावहरू, आमन्त्रित अतिथिज्यूहरू, संचालक मित्रहरू, लगानीकर्ताहरू, संचार कर्मी, कम्पनीका कर्मचारीहरू लगायत उपस्थित महिला तथा सज्जनवृन्दहरूलाई स्वागत गर्न पाउँदा मैले गौरवान्वित महसूस गरेको छु । यस सोनापुर मिनरल्स एण्ड आयल लि.को संचालक समितिको अध्यक्षको हैसियतले यस साधारण सभामा उपस्थित सम्पूर्ण महानुभावहरूलाई म धन्यवाद व्यक्त गर्न चाहन्छु साथै यहाँहरूको समयको लागि म कृतज्ञ छु ।

यस सोनापुर मिनरल्स एण्ड आयल लि. ले नेपालको पश्चिमी तथा सुदुर पश्चिमी क्षेत्रको लागि आवश्यक सिमेन्टको मागलाई पुरा गर्न आफ्नै चुनदुङ्गा खानीबाट निकालिएको चुनदुङ्गाबाट निर्मित गुणस्तरीय सिमेन्टको बिक्री बितरण गरी यस क्षेत्रको भौतिक विकास निर्माणको कार्यलाई दिगो तथा भरपर्दो बनाउन योगदान गर्दै आएको पनि आज १७ वर्षमा प्रवेश गरेको छ । यसरी बिगत लामो समय देखि हामीले सेवा गरी रहदाँ पक्कै पनि यस क्षेत्रको विकास र जनताहरूको जीवनमा सकारात्मक प्रभाव पर्न गएको कुरा तुलनात्मक रूपमा आज यस क्षेत्रमा भएको भौतिक विकास र यसबाट जनजीवनमा आएको सकारात्मक परिवर्तनबाट थाहा पाउन सकिन्छ र यस्तो सकारात्मक परिवर्तनमा हाम्रो पनि अंशीयारी रहेको यहाँहरू समक्ष बताउन पाउँदा हामीले गौरव महशुस गरेका छौँ । साथै यस सफलताको लागि हामीलाई वर्षौंदेखि अटुट रूपमा माया, विश्वास तथा सद्भाव राख्नु हुने सम्पूर्ण ग्राहक महानुभावहरू, सप्लायर्सहरू, कर्मचारीहरू तथा प्रत्यक्ष तथा अप्रत्यक्ष रूपमा सहयोग गर्नु हुने सम्पूर्णलाई धन्यवाद ज्ञापन गर्न चाहन्छौँ ।

सोनापुर मिनरल्स एण्ड आयल लि.को आफ्नै खानीबाट उत्पादित गुणस्तरीय चुनदुङ्गाको प्रयोगबाट उत्पादित सिमेन्टको गुणस्तरीयताको कारण आज हामी चर्चित र ग्राहकबाट सर्वाधिक रुचाईएको सिमेन्ट ब्रान्डका रूपमा सेवा प्रदान गर्दै आईरहेको व्यहोरा हजुरहरूलाई सर्वाविदितै छ । गुणस्तरीय सिमेन्टको उत्पादननै हाम्रो मुख्य प्राथमिकता भएको हुनाले सोही बमोजिमको प्राविधिक, अत्याधुनिक मेशिनरी तथा स्तरीय प्रयोगशालाको प्रयोग गरी उत्पादनको गुणस्तरीयता कायम गर्दै यसलाई निरन्तरता दिईरहेका छौँ । यसबाट

वातावरण प्रदूषण न्यूनीकरण भई स्थानिय श्रोत साधनको पनि समुचित प्रयोग हुन गई निरन्तर रूपमा गुणस्तरीय उत्पादनको ग्यारेन्टि कायम गर्दै र ठुलो मात्रामा रोजगारी सिर्जना गरी समग्र देशको अर्थतन्त्रको विकासमा टेवा पुर्‍याउन मद्दत गर्ने गरी संचालक समिति तथा व्यवस्थापनले कार्य गरिरहेको व्यहोरा जानकारी गराउन चाहन्छु ।

हाल नेपालको अर्थतन्त्रमा कायम रहेको सुस्तता, अस्वस्थ प्रतिस्पर्धा तथा समग्र मागमा आएको कमीको कारण हामीले हाम्रो बिक्री गर्ने वस्तुहरूको उत्पादनको लागत मुल्य समेत प्राप्त गर्न निकै कठिन रहेको अवस्थामा पनि यस कम्पनीले आफ्नो गुणस्तरीय उत्पादनलाई कायम राख्दै निरन्तर रूपमा ग्राहकहरूलाई सेवा गर्दै आईरहेको जानकारी गराउन चाहन्छु । हाम्रा सुभेच्छुक तथा ग्राहकहरूको निरन्तरको साथ र सहयोगका कारण हामीले हरेक कठिन परिस्थितिको उचित विश्लेषण गरी समाधान गर्न सकेका छौँ र हजुरहरूबाट आउँदा दिनहरूमा पनि यस्तै साथ र सहयोगको अपेक्षा राखेका छौँ । हजुरहरूको निरन्तरको साथ, सहयोग तथा उत्प्रेरणाको कारणले नै हामीले आफ्ना उत्पादनहरूको विविधिकरण गर्ने र आगामी दिनमा भारतमा सिमेन्ट निर्यातको पहल गर्ने कार्यलाई निरन्तरता दिएका छौँ । साथै निकट भविष्यमा नै ओपिसि सिमेन्टको ग्रेडीङ्ग गरी ५३ ग्रेडको सिमेन्ट उत्पादन गरी बजारमा बिक्रीको लागि उपलब्ध गराउने योजना बनाएका छौँ ।

हामीले आगामी वर्षहरूमा देशको आर्थिक अवस्थामा सकारात्मक सुधार हुनेछ र व्यवसायीक कारोवारमा अभिवृद्धि हुनेछ भन्ने अनुमानको आधारमा हजुरहरू समक्ष गत वर्ष वित्तिय विवरण पेश गर्ने क्रममा साधारण सभा मार्फत केही प्रतिबद्धता गरेका थियौँ तर कोभिड-१९ को माहामारी, रुस-युक्रेनको द्वन्द र देशमा उत्पन्न आर्थिक सुस्तता साथै समग्र बजार मागमा आएको कमी को असर बजारमा कायम रही नै रहेको हुदाँ हामीले गत वर्ष अपेक्षित कारोवार गर्न सकेनौँ । परिमाणतः प्रतिबद्धता गरे बमोजिमको प्रतिफल तपाईं लगानीकर्तालाई दिन नसकेको हुदाँ हामी यसको लागि हजुरहरू समक्ष माफी चाहन्छौँ र आगामी वर्षहरूमा हामीले आशा गरे बमोजिम अर्थतन्त्रमा सुधार आई हामीले हाम्रो क्षमता अनुसारको व्यवसायीक कारोवार गर्न सक्ने वातावरण श्रृजना हुने विश्वास लिदै तँपाईं लगानीकर्ताहरूलाई सुनौलो भविष्यको लागि संगसंगै लिएर अघि बढ्ने हाम्रो प्रतिबद्धता बमोजिम यथोचित प्रतिफल प्रदान गर्न

प्रतिबद्ध रहेको कुरा जानकारी गराउँन चाहन्छौ । यो प्रतिकूलताका बावजुद उद्योगले आ.व. २०८०/८१ मा रु. १,६३,९९,०९,२७९/- विक्री गर्न सफल भएको छ । शेयरधनी महानुभावहरुको जानकारीका लागि अन्य वित्तीय सुचकहरु यसै प्रतिवेदन संग संलग्न गरिएको छ । आगामी दिनहरुमा समग्र परिस्थितीमा सुधार भै अनुकूल औद्योगिक वातावरण तयार हुनेछ र हजुरहरुको लगानीमा उच्चतम प्रतिफल दिन हामी सक्षम हुनेछौ भन्ने हजुरहरुलाई आशा दिलाउन चाहन्छु । आदरणीय शेयरधनी महानुभावहरु, बैकहरुमा प्रशस्त रुपमा लगानी योग्य रकम रहेको छ । देशमा व्यवसायको संचालन तथा बिस्तारको लागि आवश्यक कर्जा उचित ब्याजदरमा प्राप्त गर्ने वातावरण बन्नु सकारात्मक रहेको छ । यसरी आगामी आ.व.हरुमा यस उद्योगको कर्जामा भएको बैक व्याजको दायित्व पनि घट्न गई उत्पादनको लागतमा कमी हुदै गईरहेको छ । अबका दिनमा देशको समग्र मागमा सुधार भएको खण्डमा बजार चलायमान हुन गई व्यावसायीक वातावरण बन्नेछ र हाम्रो योजना मुताबिकका कार्यक्रमहरुको कार्यान्वयनमा सहजता प्राप्त गरी हामीले निर्दिष्ट गरेका लक्ष्य प्राप्त गर्न सफल हुनेछौ भन्ने विश्वास लिएका छौ र यसबाट यथोचित व्यवसायीक लाभ प्राप्त गर्दै हाम्रा लगानीकर्ता मित्रहरुलाई समुचित प्रतिफल प्रदान गर्न सक्षम हुनेछौ । यसका साथै स्थानिय तथा राष्ट्रिय अर्थतन्त्रमा थप योगदान प्रदान गर्दै हामीले

निर्धारण गरेका दिर्घकालिन कार्यक्रमहरुलाई पनि संगसंगै कार्यान्वयन गरी यस कम्पनीलाई देश कै सफल कम्पनीको रुपमा स्थापित गर्ने योजना राखेका छौ ।

यस उद्योगको नजिक रहेर हरेक सुखदुखमा साथ र सहयोग गर्नु हुने स्थानीय बासिन्दाहरु लाई म यस अवसरमा विशेष धन्यवाद दिन चाहन्छु । उद्योगको हरेक क्रियाकलापहरुमा निकट रही निष्पक्ष र स्वतन्त्र रुपमा समीक्षा गर्नुहुने संचारकर्मीहरुलाई यहाँहरुको उपस्थितिको लागि धन्यवाद दिन चाहन्छु । त्यसै गरी यस उद्योगसंग प्रत्यक्ष वा अप्रत्यक्ष जोडिनु भएका र यस उद्योग प्रति माया र सदभाव राख्नु हुने ब्यक्ति वा संस्था प्रती आभार व्यक्त गर्न चाहन्छु । साथै नेपाल सरकार, नियमकारी निकाय, कर्जा प्रदायक बैकहरु, हुवानी व्यावसायी, उद्योग विभाग, खानी विभाग, वातावरण विभाग, कम्पनी रजिष्टारको कार्यालय, गुणस्तर विभाग, धितोपत्र बोर्ड, बिद्युत प्राधिकरण, नेपाल स्टक एक्सचेन्ज, एन.आई.एम.बि. एस क्यापीटल लि., ग्राहकवर्ग, वितरक, सुरक्षाकर्मी, शेयरधनीहरु तथा नागरीक समाज सबै प्रती हार्दिक आभार व्यक्त गर्न चाहन्छु । अन्त्यमा उपस्थित सम्पूर्ण महानुभावहरुबाट निरन्तर साथ, सहयोग र सुझावको अपेक्षा राख्दै हजुरहरुले यस सभामा भौतिक रुपमा उपस्थित भएर आफ्नो मूल्यवान समय दिनुभएकोमा हार्दिक आभार व्यक्त गर्दै मेरो दुई शब्दहरु यही अन्त्य गर्न चाहन्छु ।

रतन लाल तायल

अध्यक्ष

आर्थिक वर्ष २०८०/८१ को संचालक समितिको प्रतिवेदन
कम्पनी ऐन, २०६३ को दफा १०९(४) को प्रयोजनको लागि तयार गरिएको विवरण

क) गत बर्षको कारोबारसंगको तुलनात्मक सिंहावलोकन :

गत आ.व. २०७९/०८० र आ. २०८१/०८१ मा कम्पनीको वित्तीय स्थितीको तुलनात्मक संक्षिप्त प्रगति विवरण:

विवरण	आ. व. २०८०/०८१	आ. व. २०७९/०८०
विक्रि	१,६३९,९०९,२७९	१,७३०,१५७,२६०
खुद नाफा (कर पछि)	(४७१,००८,८४२)	२६,२४६,२८०
चुक्ता पूँजी	३,०७५,०५०,०००	१,८४५,०३०,०००
प्रतिशेयर आम्दानी	(१६।९१)	१।४२
संचित मुनाफा (रिभ्यालुसन रिजर्भ सहित)	२९०,४०७,२०६	८०१,९२८,२४९
लाभांश प्रतिशत		
नेटवर्थ प्रति साधारण शेयर	१६३।२१	१४३।४६

उद्योगले यस आ. व. २०८०/०८१ मा गरेको विक्री वितरण (गत आ. व. २०७९/०८० संगको तुलनात्मक परिमाण) :

तयारी वस्तुको नाम	आ. व. २०७९/०८०	आ. व. २०८०/०८१
सिमेन्ट (बोरामा)	४४,११,७६२	४३,७३,१९८

आ.व.२०८०/२०८१ मा उद्योगको सिमेन्ट तथा क्लिङकर उत्पादनको विवरण निम्न बमोजिम छ (गत आ. व. २०७९/०८० संगको तुलनात्मक परिमाण):

विवरण	आ. व. २०७९/०८०	आ. व. २०८०/०८१
सिमेन्ट (मे.टन.मा)	२,२१,०००	२,१६,८९०
क्लिङकर (मे.टन.मा)	१,८३,०६०	२,६९,८४०

कम्पनीको शेयर पूँजी र संचित कोष :

कम्पनीको अधिकृत पूँजी रु. ५००,००,००,०००/- तथा जारी पूँजी रु. ३,०७५,०५०,०००/- र चुक्ता पूँजी रु. ३,०७५,०५०,०००/- रहेको छ ।

ख) राष्ट्रिय तथा अन्तर्राष्ट्रिय परिस्थितिबाट कम्पनीको कारोबारलाई कुनै असर परेको भए सो असर:

- भौतिक पुर्वाधार विकासको लागी विनियोजन गरे बमोजिमको रकम खर्च नहुदा यसले समग्र निर्माणजन्य सामग्रीको मागमा कमी ल्याएको,
- स्थानिय निकाय तथा संघिय सरकारबाट अपेक्षाकृत रुपमा दिर्घकालिन भौतिक पुर्वाधार निर्माणको कार्य अधि नबढाएकोले गर्दा बजार मा सिमेन्टको माग भन्दा आपूर्ती बढी हुने जस्तो सिर्जना उत्पन्न भई प्रतिस्पर्धा बढ्दै गएको,
- विद्युत लोडसेडिङको कारणले उत्पादनमा डिजेलको प्रयोग गर्नुपर्ने बाध्यताले गर्दा उत्पादन लागतमा वृद्धि भएको तथा उच्च लागत र न्यून प्रतिफलले गर्दा विक्री घटेको र घाटा बेहोर्न परेको
- उद्योगलाई संचालन गर्न चाहिने कच्चा पदार्थ, स्पेयर पार्टसहरु तथा अन्य वस्तुहरुको मूल्य वृद्धि
- उद्योगले भोगिरहेका विभिन्न समस्याहरुको सरकारी स्तरबाट समाधान नभएकोले उद्योगको विकास गर्न चुनौतिपूर्ण बन्दै गएको

(ग) प्रतिवेदन तयार भएको मितिसम्म चालू वर्षको उपलब्धि र भविष्यमा गर्नु पर्ने कुराको सम्बन्धमा:

अध्यक्षज्यूको प्रतिवेदनमा संक्षिप्त रुपले कम्पनीको प्रगति र आउँदो वर्षहरुको योजनाहरुको बारेमा उल्लेख गरिएको छ । कम्पनीले आ.व. २०८१/८२ को लागि सार्वजनिक गरेको त्रैमासिक वित्तीय विवरणबाट चालू वर्षको उपलब्धि तथा प्रगतिको बारे जानकारी प्राप्त गर्न सकिन्छ ।

(घ) कम्पनीको औद्योगिक वा व्यावसायिक सम्बन्ध:

कम्पनीले आफ्नो उद्योगको संचालनको लागि सबै किसिमका व्यक्ति तथा निकायहरूसँग सुमधुर सम्बन्ध कायम गरी आफ्नो उद्देश्य प्राप्तिका लागि कार्य गर्दै आईरहेको ।

(ङ) सञ्चालक समितिमा भएको हेरफेर र सोको कारण:

मिति २०८१/०३/३१ को कम्पनीको संचालक समिति:

संचालकको नाकम	नियुक्ति मिति	संचालक पदमा बहाल रहेको सम्म	पद	परिवर्तनको कारण
रतन लाल तायल	२०७६/०२/२४	हाल संचालक रहेको	अध्यक्ष	
निपेश तायल	२०७४/०९/१६	हाल संचालक रहेको	प्रबन्ध संचालक	
प्रकाश तायल	२०७७/१०/२२	हाल संचालक रहेको	संचालक	
चन्द्रकला कुमारी बोहरा	२०८०/१०/२५	हाल संचालक रहेको	संचालक	ए.एन. माईनिङ्ग प्रा.लि. बाट श्री चन्द्रकला कुमारी बोहरा ज्यूलाई संचालक पदमा मनोनयन गरि पठाईएको
अंकित खड्का	२०८०/१०/२६	हाल संचालक रहेको	संचालक	नयाँ नियुक्ती
रचना कुमारी ओझा	२०८०/१०/२६	हाल संचालक रहेको	संचालक	नयाँ नियुक्ती
दिपक थापा	२०८०/१०/२५	हाल संचालक रहेको	स्वतन्त्र संचालक	नयाँ नियुक्ती
एलिसा पाण्डे	२०७९/०४/१९	२०८०/१०/२५		मिति २०८०/१०/२५ को संचालक समितिको बैठकले श्री एलिसा पाण्डेका राजिनामा स्वीकृत गरेको
भिम प्रशाद पाठक	२०७९/०४/१७	२०८०/१०/२५		ए.एन. माईनिङ्ग प्रा.लि. बाट श्री चन्द्रकला कुमारी बोहरा ज्यूलाई संचालक पदमा मनोनयन गरि पठाईएको

(च) कारोबारलाई असर पार्ने मुख्य कुराहरु:

- देशमा विद्यमान सिमेन्ट उद्योगहरुबीचको प्रतिस्पर्धा,
- विद्युतको नियमित आपूर्ति नहुनु साथै उद्योग संचालनको लागी आवश्यक भोल्टेजको कमी हुनु तथा बेला बेला हुने लोडसेडिङ्गको कारणले डिजेल प्रयोग गर्नु पर्ने बाध्यता,
- राष्ट्रिय तथा अन्तराष्ट्रिय रुपमा उपलब्ध हुने कच्चा पदार्थको मूल्यमा भएको वृद्धि ।
- खानी तथा वन सम्बन्धि कानून लगानी मैत्रि नहुनु ।
- उद्योगले भोगिरहेका विभिन्न समस्याहरुको सरकारी स्तरबाट समाधान नभएकोले उद्योगको विकास गर्न चुनौतिपूर्ण बन्दै गएको

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

कुनै कैफियत उल्लेख नभएको ।

(ज) लाभांश बाँडफाड गर्न सिफारिस गरिएको रकम:

आ.व. २०८०/८१ मा वितरणयोग्य नाफा नभएकोले लाभांश बाँडफाड गर्न सिफारिस नगरिएको ।

(झ) शेयर जफत भएको भए जफत भएको शेयर सङ्ख्या, 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 गरेको रकम तथा जफत भएको शेयर बापत रकम फिर्ता गरेको भए सोको विवरण:
नभएको

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

यस कम्पनीको कारोबारको प्रगति र स्थितिको बारे, वित्तीय विवरणमा रहेको वासलात, नाफा नोक्सान, नगद प्रवाह विवरण तथा सम्बन्धित अनुसूचीहरुबाट जानकारी प्राप्त गर्न सकिन्छ। यसै प्रतिवेदनको तुलनात्मक विवरणहरुबाट समेत कम्पनीको प्रगति र स्थितिको बारेमा अध्ययन गर्न सकिन्छ। अध्यक्षज्यूको प्रतिवेदनमा संक्षिप्त रूपले कम्पनीको प्रगति र आउँदो वर्षहरुको योजनाहरुको बारेमा उल्लेख गरिएको छ।

(ट) कम्पनी तथा त्यसको सहायक कम्पनीले आर्थिक वर्षमा सम्पन्न गरेको प्रमुख कारोबारहरु र सो अवधिमा कम्पनीको कारोबारमा आएको कुनै महत्वपूर्ण परिवर्तन:
नरहेको।

(ठ) विगत आर्थिक वर्षमा कम्पनीको आधारभूत शेयरधनीहरुले कम्पनीलाई उपलब्ध गराएको जानकारी:
आ.व. २०८०/८१ मा संस्थाको आधारभूत शेयरधनीहरुले कुनै व्यहोराको जानकारी नगराएको।

(ड) विगत आर्थिक वर्षमा कम्पनीका सञ्चालक तथा पदाधिकारीहरुले लिएको शेयरको स्वामित्वको विवरण र कम्पनीको शेयर कारोबारमा निजहरु संलग्न रहेको भए सो सम्बन्धमा निजहरुबाट कम्पनीले प्राप्त गरेको जानकारी:

क्र.सं.	शेयरधनीको नाम तथा ठेगाना	शेयर संख्या (किता)	पद	कैफियत
१	निपेश तायल भद्रपुर न.पा. वडा नं.२, भापा	४,८६१,४४४	प्रबन्ध संचालक	
२	प्रकाश तायल भद्रपुर न.पा. वडा नं.५, भापा	१,५७४,८०७	संचालक	
३	रतन लाल तायल भद्रपुर न.पा. वडा नं. ५, भापा	१,५७४,८०६	अध्यक्ष	
४	अंकित खड्का चन्दननाथ न.पा. वडा नं.७, जुम्ला	१००	संचालक	
५	रचना कुमारी ओभा छातीवन-४, डोटी (हाल का.म.न.पा.-२९, काठमाडौं)	१००	संचालक	
६	दिपक थापा का.म.न.पा.-१०, काठमाडौं	-	स्वतन्त्र संचालक	
७	चन्द्रकला कुमारी बोहरा गेटा-७, कैलाली	-	संचालक	ए.एन. माईनिङ्ग प्रा.लि. बाट श्री चन्द्रकला कुमारी बोहरा ज्यूलाई संचालक पदमा मनोनयन गरि पठाईएको
८	भिम प्रशाद पाठक घोडाघोडी न.पा. वडा नं. १, कैलाली	-	संचालक पदको बहाल अवधि:- २०७९/०४/१७ देखि २०८०/१०/२५	
९	एलिसा पाण्डे गरामनी-०१, भापा	१८४,५०२	संचालक पदको बहाल अवधि:- २०७९/०४/१९ देखि २०८०/१०/२५	मिति २०८०/१०/२५ को संचालक समितिको बैठकले श्री एलिसा पाण्डेको राजिनामा स्वीकृत गरेको

निजहरु कम्पनीको शेयर कारोबारमा संलग्न नभएको।

(ढ) विगत आर्थिक वर्षमा कम्पनीसँग सम्बन्धित सम्झौताहरुमा कुनै सञ्चालक तथा निजको नजिकको नातेदारको व्यक्तिगत स्वार्थको बारेमा उपलब्ध गराइएको जानकारीको व्यहोरा:
यस प्रकारको कुनै जानकारी प्राप्त नभएको।

(ण) कम्पनीले आफ्नो शेयर आफैले खरिद गरेको भए त्यसरी आफ्नो शेयर खरिद गर्नुको कारण, त्यस्तो शेयरको सङ्ख्या र अङ्कित मूल्य तथा त्यसरी शेयर खरिद गरे बापत कम्पनीले भुक्तानी गरेको रकम:
नभएको।

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

कम्पनीले आन्तरिक नियन्त्रण प्रणालीको अनुसरण गर्दै सम्पूर्ण औद्योगिक, प्रशासनीय तथा आर्थिक क्रियाकलापहरू तथा कारोबारहरू गर्दै आएको छ। कम्पनीद्वारा प्रभावकारी हुने गरी आन्तरिक नितिहरूको पालना गर्दै पारदर्शी एवम् विश्वसनीय बनाउन व्यवस्थापन समूह तथा विज्ञहरूबाट प्राप्त सुझाव अनुसार नियन्त्रण प्रणालीलाई उद्योगको हितमा हुने गरी विभिन्न अन्तरालमा पुनरावलोकन समेत गरिरहेको र निकट भविष्यमा थप सुधार गर्ने प्रतिबद्धता व्यक्त गर्दछौं।

(थ) विगत आर्थिक वर्षको कुल व्यवस्थापन खर्चको विवरण:

आ.व. २०८०/८१ मा कुल व्यवस्थापन खर्च जम्मा रकम रु. १२१,१४६,९४९/- रहेको छ।

(द) लेखापरीक्षण 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:

लेखापरीक्षणका सदस्यहरूमा संचालक श्री अंकित खड्का, संचालक श्री रचना कुमारी ओझा र कम्पनीका कर्मचारी श्री सुभाष अर्याल रहेका छन्। लेखापरीक्षण समितिबाट आ.व. २०८०/८१ को तेस्रो र चौथो त्रैमासिक वित्तीय प्रतिवेदन स्वीकृत गरिएको र वित्तीय विवरणहरू सन्तोषजनक भएकाले समितिद्वारा कुनै सुझाव नदिएको। निजहरूले आ.व. २०८०/८१ मा प्राप्त गरेको पारिश्रमिक देहाय बमोजिम रहेको छ:

सदस्यहरूको नाम	आ.व. २०८०/८१ को वार्षिक पारिश्रमिक, भत्ता तथा सुविधा	कैफियत
अंकित खड्का	-	संचालक बैठक भत्ता बाहेक अन्य सुविधा नभएको
रचना कुमारी ओझा	-	संचालक बैठक भत्ता बाहेक अन्य सुविधा नभएको
सुभाष अर्याल	रु. १३,३९,३४८।	स्यालरी, बोनस, संचय कोष र दशै भत्ता समेत

(घ) 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:

यस सम्बन्धी विवरण वित्तीय विवरणमा उल्लेख गरिएको।

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

आ.व. २०८०/८१ मा यस कम्पनीका सञ्चालक, प्रबन्ध सञ्चालक, कार्यकारी प्रमुख तथा पदाधिकारीहरूलाई भुक्तानी गरिएको पारिश्रमिक, भत्ता तथा सुविधाको रकम देहाय बमोजिम रहेको छ :

क्र.स.	नाम	तलब, भत्ता तथा सुविधा	संचालक बैठक भत्ता
१.	निपेश तायल- प्रबन्ध संचालक	७६,४७,०००	३०,०००
२.	मिभ प्रसाद पाठक संचालक पदको बहाल अवधि:-२०७९/०४/१७ देखि २०८०/१०/२५ (हाल महाप्रबन्धकको रूपमा कार्यरत रहेको)	४८,७२,८६५	-
३.	अन्य संचालकहरूको पारिश्रमिक, भत्ता तथा सुविधाका	-	१,४४,०००

कम्पनीका प्रबन्ध संचालकद्वारा कार्यकारी प्रमुखको रूपमा कार्य गर्दै आएको।

(प) शेयरधनीहरूले बुझिलिन बाँकी रहेको लाभांशको रकम:

नभएको।

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

सम्पत्ति खरीद वा बिक्री गरिएको विवरण वित्तीय विवरण अनुसार रहेको।

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

यस सम्बन्धी विवरण वित्तीय विवरणको अनुसूचीमा उल्लेख गरिएको।

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

नभएको।

धितोपत्र दर्ता तथा निष्कासन नियमावली २०७३ को अनुसूची

(नियम २६ को उपनियम (२) सँग सम्बन्धित आ.व. २०८०/०८१ को प्रतिवेदन)

१. संचालक समितिको प्रतिवेदन

यसै वार्षिक प्रतिवेदनमा संलग्न गरिएको छ ।

२. लेखापरीक्षकको प्रतिवेदन

यसै वार्षिक प्रतिवेदनमा संलग्न गरिएको छ ।

३. लेखापरीक्षण भएको वित्तीय विवरण

वासलात, नाफा नोक्सान, नगद प्रवाह विवरण तथा सम्बन्धित अनुसूचीहरू यसै प्रतिवेदनमा संलग्न गरिएको छ ।

४. कानुनी कारवाही सम्बन्धी विवरण

यस संस्थाले वा संस्था विरुद्ध कुनै मुद्दा दायर भएको सम्बन्धी विवरण:

संस्थाद्वारा दायर गरिएका मुद्दाहरू:

सि.नं	मुद्दा दायर भएको मिति	प्रतिवादी	मुद्दाको विषय	सम्भाव्य कानुनी उपचार
१	२०८०.०२.२३	ठूला करदाता कार्यालय, ललितपुर आन्तरिक राजश्व विभाग, लाजिम्पात	आयकर २०७५/७६, २०७६/७७ र २०७७/७८ : श्री ठूला करदाता कार्यालयबाट खर्च रकम कटौती गर्न नमिल्ने गरी आयकर ऐन, २०५८ को दफा १०२ को बमोजिम जारी गरिएको संशोधित कर निर्धारण सुचना विरुद्ध आन्तरिक राजश्व विभागको प्रशाशकीय पुनरावलोकनको निर्णय प्रति चित नबुझेकाले आ.व. २०७९/८० मा श्री राजश्व न्यायाधिकरण काठमाडौंमा मुद्दा दर्ता गराएको । श्री राजश्व न्यायाधिकरण काठमाडौंबाट आ.व. २०८०/८१ मा उक्त मुद्दाहरूको फैसला भएको ।	श्री राजश्व न्यायाधिकरण काठमाडौंले आ.व. २०८१/८२ को भाद्र महिनामा उक्त मुद्दाहरूको फैसलाको प्रतिलिपि पठाएको । कम्पनीको संचालक समितिले राजश्व न्यायाधिकरणबाट भएको फैसला स्वीकार गरेको हुनाले थप कानुनी उपचारको अवलोकन नगरिएको ।
२	विभिन्न मितिहरू	विभिन्न सिमेन्ट खरीदकर्ताहरू	यस कम्पनीबाट उत्पादित सिमेन्ट खरिद गरेका विभिन्न खरीदकर्ताहरूले कम्पनीलाई चेक मार्फत भएको भुक्तानीको लागी पटक पटक सम्बन्धित बैंकमा गई चेक प्रस्तुत गर्दा भुक्तानी हुन नसकेकोले कम्पनीले निजहरू उपर बैंकिङ कसुर तथा सजाय ऐन, २०६४ को दफा ३ (ग) बमोजिमको कसुरमा ऐ.को दफा १५ बमोजिम आवश्यक कारवाही गरि निजहरूलाई सजाय समेत गरि कम्पनीको नाममा काटेको चेक वापतको रकम र सो को कानून बमोजिमको ब्याज समेत भरपाई पाउँ भनि कम्पनीको तर्फबाट जाहेरी दरखास्त पेश भई विभिन्न अदालतहरूमा बैंकिङ कसुरको मुद्दा दायर भई हाल विचाराधिन रहेको ।	मुद्दाको प्रक्रियामा रहेको ।

५. संगठित संस्थाको शेयर कारोबार तथा प्रगतिको विश्लेषण:

(क) धितोपत्र बजारमा भएको संगठित संस्थाको शेयरको कारोबार सम्बन्धमा व्यवस्थापनको धारणा

शेयर कारोबार नेपाल धितोपत्र बोर्डबाट अनुमति प्राप्त धितोपत्र बजारमा धितोपत्र सम्बन्धी सम्पूर्ण ऐन, नियमावली, विनियमाली तथा निर्देशिकाको पूर्ण रुपमा पालना गरी खुला बजारमा कारोबार हुने भएकोले यस संस्थाको शेयर कारोबार सोही अनुरूप हुने गरेको छ ।

(ख) गत वर्षको प्रत्येक त्रैमासिक अवधिमा संगठित संस्थाको शेयरको अधिकतम, न्यूनतम र अन्तिम मूल्यका साथै कुल कारोबार शेयर संख्या र कारोबार दिन:

आ.व. २०८०/८१ को प्रत्येक त्रैमासिक अवधिमा संगठित संस्थाको शेयरको अधिकतम, न्यूनतम र अन्तिम मूल्यका साथै कुल कारोबार शेयर संख्या र कारोबार दिन:

विवरण	पौष मसान्त	चैत्र मसान्त	अषाढ मसान्त
अधिकतम मूल्य रु.	५४५	५७५	४७९
न्यूनतम मूल्य रु.	२३०	४०६।१०	४२२।१०
अन्तिम मूल्य रु.	५३९	४५६।८०	४५६।१०
कुल कारोबार शेयर संख्या	१६३११००४	१३९११४४३	५७७८७०९
कुल कारोबार दिन	४७	५८	६१

६. समस्या तथा चुनौती

समस्या तथा चुनौतिहरु:

- विद्युत लोडसेडिङ तथा स्वीकृत भए अनुसारको निरन्तर विद्युत लोड प्राप्त नभएको, विद्युत लोडमा कटौतीका कारण उत्पादन घटेको
- विदेशी मुद्राको सटही दरमा भएको वृद्धि
- निर्माणाधनी आयोजनाहरुमा बजेट निकासीमा ढिलाई
- पूँजी भित्र्याउनका लागि लगानी मैत्री कानूनको अभाव
- आर्थिक मन्दीको प्रभाव र बजार मागमा वृद्धि नहुनु
- पेट्रोलियम पदार्थहरुमा भएको मूल्य वृद्धिले समग्र वस्तुहरुको लागत मूल्यमा उच्च वृद्धि हुन गएको
- प्रभावकारी कानूनको अभावमा उधारोमा विक्री गरिएको सिमेन्टको पैसा उठाउन निकै कठिन बन्दै गएको

समस्या तथा चुनौती समाधान गर्न व्यवस्थापनले अवलम्बन गरेको रणनीति:

- बजारको परिस्थितिको विश्लेषण गरी उत्पादिन वस्तुको विक्री वितरण गरिने
- विद्युत सम्बन्धि समस्याको लागि सरकारी तहबाट तथा निजी संस्थाहरुबाट पहल हुदै गएको र निकट भविष्यमा यसको दिर्घकालीन समाधान हुने अनुमान गरिएको ।
- बजेट निकासामा हुने ढिलाई तर्फ सरकारको ध्यानाकर्षक गराउन विभिन्न संघ संस्था मार्फत सुझाव दिने र समाधानको लागि अनुरोध गरिने ।
- कुनै पनि उद्योग संचालनको लागि पूँजी अपरिहार्य रहेकोले उद्योग प्रवर्द्धन गर्न पूँजी सम्बन्धी कार्य सहज गराउन तथा नया नितिहरु अवलोकन गर्नको लागि समेत पहल हुने विश्वास रहेको छ ।
- आर्थिक मन्दीको प्रभावलाई न्यूनीकरण गर्न उत्पादनको लागत घटाउन व्यवस्थापकले उचित कदमहरु चल्ने, उद्योगले भोगिरहेका समस्याहरुको दिर्घकालीन समाधान खोज्ने, बजारमा सिमेन्टको खपत वृद्धि गर्न सरकारलाई राष्ट्रिय गौरवका नया आयोजनाहरु तर्फ बजेट छुट्याउन सुझाव दिने ।

७. संस्थागत सुशासन

संस्थागत सुशासनका लागि कम्पनीले आन्तरिक नियन्त्रण सहितको नितिले उद्योगको सम्पूर्ण क्रियाकलापहरुको संचालन पारदर्शी र कुशल तरिकाले व्यवस्थापन तथा संचालक समूहमा गरिने निर्णयहरुलाई प्रभावकारी र सहज गरिने गरी संस्थागत सुशासनको अनुसरण गरिरहेकोमा संस्थागत सुशासनको विकास र परिपालन गर्न सधैं क्रियाशील रहेको छ ।

**INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF SONAPUR MINERALS & OIL LTD.
REPORT ON THE AUDIT OF FINANCIAL STATEMENTS**

Opinion

We have audited the accompanying Financial Statements of **Sonapur Minerals & Oil Ltd.** ("the Company") which comprises the Statement of Financial Position as at Ashad 31, 2081, Statement of Profit or Loss & Other Comprehensive Income, Statement of Changes in Equity & Statement of Cash Flows for the year ended Ashad 31, 2081, and Notes to Financial Statement including Summary of Significant Accounting Policies.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give a true and fair view in conformity with Nepal Financial Reporting Standards (NFRSs), of the state of affairs of the Company as at Ashad 31, 2081, and its profit, total comprehensive income, its cash flows & the changes in equity for the year ended on that date.

Basis of Opinion

We conducted our audit of the Financial Statements in accordance with the Nepal Standard on Auditing (NSAs) & applicable law. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the audit of the Financial Statements section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of Nepal (ICAN) together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the ICAN's Code of Ethics.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis of our audit opinion on Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

Key Audit Matter	How the matter was addressed in our audit
Useful life of Property, Plant and Equipment: Post adoption of NFRS, the Company has changed method of depreciation from Written Down Value (WDV) method to Straight Line Method (SLM). Given the judgement used for assessing useful life and its significant impact to the Financial Statement, this is a key audit matter.	Our principal audit procedures performed, among other procedures, included the following: 1. We obtained understanding of the management's processes for assessing the useful life of PPE. 2. We carried out testing of management's control over assessing the useful life of PPE. 3. We tested the basis of useful life. 4. We verified the technical evaluation done by management while assessing the useful life
Depreciation on Property, Plant and	



provided on "Straight Line Method (SLM)" based on Useful Life estimated by technical expert of the management.

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

5. Assessed the accounting principles applied by the Company to estimate useful life in accordance with the Nepal Financial Reporting Standards and ensured adequacy of disclosures.

Contingent Liabilities related to Appeals against Assessments:

The Company is exposed to different laws, regulations and their interpretations thereof. In this regulatory environment there is inherent risk of litigations and claims. Consequently, contingent liabilities disclosures may arise from Direct & Indirect Taxes and Other Matters (If Any).

The company applies significant judgement in estimating the likelihood of the future outcome in each case and in determining the provisions or disclosures required. Resolution of tax and legal proceedings may span over multiple years due to the highly complex nature and magnitude of the legal matters involved and may involve protracted litigation.

These estimates could change significantly over time as new facts emerge and each legal case progresses.

Given the inherent complexity and magnitude of potential exposures and the judgement necessary to estimate the amount of provisions required or to determine required disclosures this is a key audit matter.

Our audit procedures included:

1. We have gained an understanding of outstanding litigations against the company from the company's in-house legal counsel and other key managerial personnel who have knowledge of these matters.
2. We have read the correspondence between the Company and the various tax authorities and the legal opinions of external legal advisors where applicable for significant matters.
3. We have tested the completeness of the litigations and claims by examining on a sample basis the Company's legal expenses and minutes of the Board meetings.
4. We have assessed the adequacy of the Company's disclosures in respect of contingent liabilities for tax and legal matters.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' report and Management Discussion and Analysis, Report on Corporate Governance and Business Responsibility report, but does not include the Consolidated Financial Statements, Financial Statements & 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.



Managements Responsibility for the Financial Statements

Management is responsible for preparation and fair presentation of the Financial Statements in accordance with the Nepal Financial Reporting Standards (NFRSs) 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 its ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's Financial Reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

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

- i) Identify and assess the risk of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentation, or the override of internal controls.
- ii) 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 Company's Internal Control.
- iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related 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 the date of our auditor's report. However, Future events or conditions may cause the Company to cease to continue as a going concern.
- v) Evaluate the overall presentation, structure, and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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



S. Danee & Associates
Chartered Accountants

Ward No - 11, Godawari
Lalitpur, Bagmati, Nepal
Phone. No: 9849249555
Email: daneesudip2@gmail.com

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

Report on the Other Legal & Regulatory Requirements

- i) We have obtained information and explanations asked for, which, to the best of our knowledge and belief, were necessary for the purpose of our audit.
- ii) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Financial Statements have been kept so far as it appears from our examination of those books.
- iii) Statement of Financial Position, Statement of Profit or Loss & Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows have been prepared in accordance with the requirements of the Companies Act, 2063 and are in agreement with the books of account of the Company.
- iv) During our examination of the books of account of the Company, we have not come across the cases where the Board of Directors or any member of there or any representative or any office holder or any employee of the Company has acted contrary to the provisions of law or caused loss or damage to the Company, and
- v) We have not come across any fraudulent activities in the books of accounts.

Place: Kathmandu, Nepal

Date: 2081.09.05

UDIN No.: 241226CA02154W9SSD

For: S. Danee & Associates
Chartered Accountants

CA. Sudip Danee
Proprietor



SONAPUR MINERALS AND OIL LIMITED

Tulsipur -18, Dang

Statement of Financial Position As on Ashadh 31, 2081

Amount in NPR

Particulars	Note	As at Ashadh 31, 2081	As at Ashadh 31, 2081
ASSETS			
Non - Current Assets			
Property, Plant and Equipment	4	8,533,122,755	7,758,909,391
Intangible Assets	5	-	-
Financial Assets			
Investments		-	-
Deferred Tax Asset		-	-
Other Non Current Assets	8	2,744,920	2,696,920
		8,535,867,675	7,761,606,310
Current Assets			
Inventories	9	2,269,148,989	1,839,630,986
Prepayments	10	429,604	440,238
Other Current Assets	11	83,837,329	14,168,493
Financial Assets			
Loans and Advances	12	505,247,006	391,529,753
Trade Receivables	13	810,000,134	829,682,300
Other Financial Asset	14	30,932,404	31,787,567
Cash and Cash Equivalents	15	16,587,940	20,296,840
Investments	6	8,442,392	8,780,626
		3,724,625,797	3,136,316,802
TOTAL ASSETS		12,260,493,472	10,897,923,113
LIABILITIES			
Non Current Liabilities			
Deferred tax liability	7	182,641,260	77,183,506
Financial Liabilities			
Non Current Borrowings	16.1	3,420,041,410	3,799,918,483
Trade Payable	17	-	-
Other Non current liabilities	18	-	-
Provisions - Non Current	19.1	11,257,854	11,339,985
		3,613,940,524	3,888,441,974
Current Liabilities			
Provisions - Current	20	21,948,786	21,231,997
Financial Liabilities			
Current Borrowings	21	2,235,434,869	2,879,837,426
Trade Payables	22	293,897,977	549,900,246
Other Financial Liabilities	23	1,016,586,998	854,391,077
Other Current Liabilities	24	59,924,513	57,162,144
		3,627,793,142	4,362,522,890
TOTAL LIABILITIES		7,241,733,666	8,250,964,864

EQUITY			
Share Capital			
Ordinary Share Capital	25	3,075,050,000	1,845,030,000
Securities Premium		1,653,302,600	-
Reserve and Surplus	26	290,407,206	801,928,249
TOTAL EQUITY		5,018,759,806	2,646,958,249
TOTAL LIABILITIES AND EQUITY		12,260,493,472	10,897,923,113

For and on Behalf of Board

As per our report of even date

.....
RATAN LAL TAYAL
Chairman

.....
NIPESH TAYAL
M. Director

.....
PRAKASH TAYAL
Director

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CHANDRAKALA K BOHARA
Director

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ANKIT KHADKA
Director

.....
DEEPAK THAPA
Independent Director

.....
RACHANA KUMARI OJHA
Director

.....
CA SUDIP DANEE
Proprietor
S. Danee & Associates
Chartered Accountants

SONAPUR MINERALS AND OIL LIMITED

Tulsipur -18, Dang

STATEMENT OF PROFIT OR LOSS

For the Period from Shrawan 1, 2080 till Ashadh 31, 2081

Amount in NPR

Particulars	Note	For the Year 2080-81	For the Year 2079-80
Revenue from Operations	27	1,639,909,279	1,730,157,260
Cost of Sales	28	(1,553,670,475)	(1,315,072,361)
Gross Profit		86,238,804	415,084,899
Other Income	29	626,474	70,812,755
Selling and Distribution Expenses	30	(16,789,018)	(14,502,826)
Administrative Expenses	31	(121,146,949)	(122,134,211)
Depreciation and Amortization	4	(85,370,605)	(91,925,296)
Operating Profit		(136,441,294)	257,335,321
Finance costs	32	(259,538,134)	(230,666,928)
Profit Before Tax		(395,979,428)	26,668,394
Income tax expense			
Provision for income tax	20.3	(66,350)	(6,535)
Previous years tax		(9,679,278)	-
Deferred tax income/(expense)	7	(65,283,786)	(415,578)
Profit for the year		(471,008,842)	26,246,280
Earnings Per Share (EPS)			
Basic EPS (Rs)	34	(16.91)	1.42
Diluted EPS (Rs)	34	(16.91)	1.42

For and on Behalf of Board

As per our report of even date

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SONAPUR MINERALS AND OIL LIMITED

Tulsipur -18, Dang

STATEMENT OF CASH FLOW

For the Period from Shrawan 1, 2080 till Ashadh 31, 2081

Particulars	Note	For the Year 2080-81	For the Year 2079-80
Cash flow from operating activities			
Profit after income tax		(471,008,842)	26,246,280
Adjustments for Non cash items: -			
Depreciation and amortization		85,370,605	91,925,296
Provision for Leave Encashment		-	-
Fair Value Change of Investments		-	-
Provision for Gratuity		5,469,892	4,242,772
Adjustments for non operating items: -			
Finance Cost		259,538,134	230,666,928
Profit on sale of fixed assets		-	(46,757,092)
Profit on sales of Investments		-	(5,083,045)
Dividend Income		(224)	(125,315)
Operating profit before changes to receivables and payables		(120,630,435)	301,115,824
(Increase) / Decrease in Non-Current Assets		(48,000)	3,783,114
(Increase) / Decrease in Inventories		(429,518,002)	(652,674,087)
(Increase) / Decrease in Trade Receivables		19,682,166	(73,924,251)
(Increase) / Decrease in Prepayments		10,634	728,444
(Increase) / Decrease in Other Current Assets		(69,668,836)	(8,182,324)
(Increase) / Decrease in Loans & Advances		(113,717,253)	(134,619,763)
(Increase) / Decrease in Other Financial Assets		855,163	(7,863,370)
Increase / (Decrease) in Other Non-Current Liabilities		-	-
Increase / (Decrease) in Provisions		(4,835,234)	(14,035,492)
Increase / (Decrease) in Trade Payables		(256,002,269)	(88,628,202)
Increase / (Decrease) in Other Financial Liabili- ties & Other Curent Liabilities		164,958,290	435,239,403
Cash generated from operations		(808,913,777)	(239,060,705)
Deferred Tax Income / (Expenses)		65,283,786	415,578
Net cash inflow from operating activities	A	(743,629,991)	(238,645,126)
Cash flow from investing activities			
Proceeds from disposal of property and equipment		-	55,600,000
Purchase of property, Plant and equipment and intangible assets		(859,583,969)	(769,621,013)

Dividend Income		224	125,315
Sales of Quoted Shares		-	15,674,920
Net cash (outflow)/inflow from investing activities	B	(859,583,745)	(698,220,779)
Cash flow from financing activities			
Issue of Share Capital		1,230,020,000	-
Proceeds from Securities Premium		1,653,302,600	
Increase / (Decrease) in Non Current Borrowings		(379,877,072)	98,442,938
Increase / (Decrease) in Current Borrowings		(644,402,557)	1,080,713,307
Finance Cost Paid Recognized in Profit & Loss Account		(259,538,134)	(230,666,928)
Net cash outflow from financing activities	C	1,599,504,837	948,489,317
(Decrease)/Increase in cash and cash equivalents	A + B + C	(3,708,900)	11,623,412
Cash and cash equivalents at start of year		20,296,840	8,673,428
Cash and cash equivalents at end of year		16,587,940	20,296,840

For and on Behalf of Board

As per our report of even date

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SONAPUR MINERALS AND OIL LIMITED

Tulsipur -18, Dang

STATEMENT OF CHANGES IN EQUITY

For the year ended Ashad 31, 2081

Particulars	Equity Share Capital	Share Application Money	Revaluation Reserve	Other Comprehensive Income	Securities Premium	Retained Earnings	Total Equity
For the Year 2079-80							
At start of year	1,845,030,000	-	315,358,454	(7,678,309)	-	467,444,005	2,620,154,150
Profit for the year						26,246,280	26,246,280
Other comprehensive income							-
Change in fair value of financial assets through OCI	-	-	-	288,254		-	288,254
Deferred Tax Reserves	-	-	-	269,564		-	269,564
Transfer to retained earnings on disposal	-	-	-			-	-
Total comprehensive income for the year							-
Transactions with owners:							-
Ordinary Shares Dividend - Final	-	-	-	-	-	-	-
Ordinary Shares Dividend - Interim	-	-	-	-	-	-	-
Preference Shares Dividend	-	-	-	-	-	-	-
Issue of Share Capital		-	-	-	-	-	-
Total transactions with owners	-	-	-	-	-	-	-
Balance as at Ashad End 2080	1,845,030,000	-	315,358,454	(7,120,491)	-	493,690,286	2,646,958,249
For the Year 2080-81							
At start of year	1,845,030,000	-	315,358,454	(7,120,491)	-	493,690,286	2,646,958,249
Profit for the year	-	-	-	-	-	(471,008,842)	(471,008,842)
Other comprehensive income	-	-	-	-	-	-	-
Change in fair value of financial assets through OCI	-	-	-	(338,234)	-	-	(338,234)

Deferred Tax Reserves on Revaluation Reserve & Investments measured through OCI	-		(40,173,968)	-		(40,173,968)
Transfer to retained earnings on disposal	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	-	-
Transactions with owners:	-	-	-	-	-	-
Ordinary Shares Dividend - Final	-	-	-	-	-	-
Ordinary Shares Dividend - Interim	-	-	-	-	-	-
Preference Shares Dividend	-	-	-	-	-	-
Securities Premium	-	-	-	-	1,690,323,944	1,690,323,944
Transaction Cost for Issuance of IPO	-	-	-	-	(37,021,345)	(37,021,345)
Issue of Share Capital	1,230,020,000	-	-	-	-	1,230,020,000
Total transactions with owners	-	-	-	-	-	-
Balance as at Ashad End 2081	,075,050,000	-	(47,632,692)	315,358,454	1,653,302,600	5,018,759,806

For and on Behalf of Board

As per our report of even date

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M. Director

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Chartered Accountants

SONAPUR MINERALS AND OIL LIMITED

Tulsipur -18, Dang

STATEMENT OF OTHER COMPREHENSIVE INCOME

For the year ended Ashad 31, 2081

Particulars	Note	For the Year 2080-81	For the Year 2079-80
Profit for the year		(471,008,842)	26,246,280
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Net fair value (losses)/gains on financial assets			
Fair Value Changes of Listed Shares		(338,234)	288,254
Items that are or/may be reclassified subsequently to profit or loss			
Deferred Tax asset / (liability) on other comprehensive income		(40,173,968)	269,564
Total other comprehensive income, net of tax		(40,512,202)	557,818
Total comprehensive income for the year		(511,521,043)	26,804,099

For and on Behalf of Board

As per our report of even date

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SONAPUR MINERALS AND OIL LIMITED

Tulsipur -18, Dang

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS

For the year ended on Ashad 31, 2081

1. Reporting Entity

Sonapur Minerals And Oil Limited (The "Company") is incorporated under Companies Act of Nepal vide registration No. 239081/64/065 on 2065-02-31. The registered office of the company is located at Ward No 9, Trikuti Marga, Battisputali, Kathmandu. The main objectives of company is to manufacture clinker and cement. The Company offers mainly two variant of cement i.e. Ordinary Portland Cement (OPC) and Portland Pozzolana Cement (PPC). The company had been converted from private limited company to public limited company on 2077-04-07.

2 Basis of Preparation

The financial statements comprise the Statement of Financial Position, Statement of Profit or Loss and Statement (including Other Comprehensive Income), the Statement of Changes in Equity, the Statement of Cash Flows and the Notes to the Accounts.

2.1 Statement of Compliance

The financial statements have been prepared on accrual basis and approved by the Board of Directors on 2081.09.05. The Financial Statements have been prepared in accordance with Nepal Financial Reporting Standards (NFRS) as published by the Accounting Standards Board (ASB) Nepal and pronounced by The Institute of Chartered Accountants of Nepal (ICAN). The applicable laws; Company Act, 2063 and Nepal Accounting Standards issued by ICAN, Bonus Act, Labour Act and other applicable laws. The financial statements have been prepared on an historical cost basis, except for investment properties and financial assets and derivative instruments that have been measured at fair value.

These policies have been consistently applied to all the years presented except otherwise stated.

2.2 Reporting period and approval of financial statements

The company follows the Nepalese financial year based on the Nepalese calendar. Reporting Period is Shrawan 1, 2080 to Ashad 31, 2081. (i.e. July 17, 2023 to July 15, 2024).

2.3 Functional and Presentation Currency

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

2.4 Use of Estimates, Assumptions and Judgements

The Company, under NFRS, has applied accounting policies which appropriately suit its circumstances and operating environment. Further, the Company has made judgments 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.

The accounting policies have been included in the relevant notes for each item of the financial statements and the effect and nature of the changes, if any, have been disclosed.

The Company has made 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 and such estimates and underlying assumptions are reviewed periodically. The revision to accounting estimates are recognized in the period in which the estimates are revised and are applied prospectively.

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

2.5 Going Concern

The financial statements are prepared on a going concern basis, as the Board of the Company is satisfied that the Company has the resources to continue in business for the foreseeable future. In making this assessment, the Board of Directors have considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources.

2.6 Changes in Accounting Policies

The company has consistently followed all the accounting policies adopted in previous years.

2.7 Reporting Pronouncements

The Company has, for the preparation of financial statements, adopted the NFRS pronounced by ASB. The NFRS conform, in all material respect, to International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

However, the Institute of Chartered Accountants of Nepal (ICAN) vide its notice dated 20 September 2018 has resolved that Carve-outs in NFRS with alternative treatment and effective period shall be provided to Banks and Financial Institutions regulated by NRB on the specific recommendation of Accounting Standard Board (ASB). In the same decision the ASB has outlined that the other entities may also use those carve-outs with necessary disclosures. Accordingly the company has decided to adopt those carve-outs. Details of carve out provided are as follows:

2.7.1 NAS 39: Financial Instruments: Recognition and Measurement

a) Effective Interest Rate:

In para 9, The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, an entity shall estimate cash flows considering all contractual terms of the financial instrument (for example, prepayment, call and similar options) but shall not consider future credit losses. The calculation includes all fees and points paid or received, unless it is immaterial or impracticable to determine reliably, between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums or discounts. There is a presumption that the cash flows and the expected life of a group of similar financial instruments can be estimated reliably. However, in those rare cases when it is not possible to estimate reliably the cash flows or the expected life of a financial instrument (or group of financial instruments), the entity shall use the contractual cash flows over the full contractual term of the financial instrument (or group of financial instruments).

The carve out is optional and has been extended for F.Y 2080.81. Accordingly, the Company has opted the carve out.

b) IFRS 9 'Financial Instruments'-Impairment

IFRS 9 'Financial Instruments' was issued by the IASB in July 2014 and effective internationally for the financials beginning on or after 1 January 2018. Accounting Standard Board of Nepal endorsed NFRS 9 Financial Instruments with some exceptions, mainly in the Impairment. Currently, Incurred Loss Model as specified in NAS 39 is used. The requirement of IFRS 9 is Expected Credit Loss Model.

The carve out is optional and has been extended for F.Y 2080.81. Accordingly, the Company has opted the carve out.

2.8 New Standards in issue but not yet effective

For the reporting of financial instruments, NAS 32 Financial Instruments, Presentation, NAS 39 Financial Instruments Recognition and Measurements and NFRS 7 Financial Instruments – Disclosures have been applied. NFRS 9 has been complied for the classification of Financial Instruments.

A number of new standards and amendments to the existing standards and interpretations have been issued by IASB after the pronouncements of NFRS with varying effective dates. Those become applicable when ASB Nepal incorporates them within NFRS.

2.9 Limitation of NFRS Implementation

Wherever the information is not adequately available, and/or it is impracticable to develop the, such exception to NFRS implementation has been noted and disclosed in respective sections.

3 Significant Accounting Policies

3.1 Basis of Measurement

The financial statements have been prepared on historical cost basis except for the following material items in the statement of financial position:

- Financial assets other than measured at amortized cost are measured at fair value.
- Inventories are measured at cost or net realizable value whichever is lower

3.2 Presentation - Current versus Non-Current Classification

The Company presents assets and liabilities in statement of financial position based on current/non-current classification. Based on the nature of products and the time between acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

The Company classifies an asset as current when it is:

- Expected to be realized or intended to sold or consumed in normal operating cycle,
- Held primarily for the purpose of trading,
- Expected to be realized within twelve months after the reporting period, or

All other assets are classified as non-current.

The Company classifies a liability as current when:

- It is expected to be settled in normal operating cycle,
- It is held primarily for the purpose of trading ,
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities

3.3 Critical accounting estimates

The preparation of the financial statements in conformity with Nepal Financial Reporting Standards requires the use of certain critical accounting estimates and judgments. The management has exercised judgments in the process of applying the Company's accounting policies. The Company makes certain estimates and assumptions regarding the future events. Estimates and judgments are continuously evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual result may differ from these estimates and assumptions. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year primarily includes:

a) Recognition of deferred tax assets

Deferred tax assets are recognized for taxable temporary difference to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

b) Provision for depreciation and amortization

Depreciation and amortization is calculated over the estimated useful lives of the assets. An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

3.4 Capital management

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity holders of the company. The primary objective of the company's capital management is to maximize the shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders or issue new shares.

3.5 Impairment of non- financial assets (excluding inventories and deferred tax assets)

Non-financial assets are subject to impairment tests whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. Where the carrying value of an asset exceeds its recoverable amount (i.e. the higher of value in use and fair value less costs to sell), the asset is written down accordingly. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or Cash generating units exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

An assessment is also done for whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have been decreased. If any such indication exists the asset's recoverable amount is estimated. The carrying amount of the fixed asset is increased to the revised estimate of its recoverable amount such 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 in prior years.

Impairment loss or reversal shall be included in profit or loss if any. The company has no impairment loss/ gain during the relevant reporting periods.

3.6 Foreign Currency Transactions

Transactions entered into by the Company in a currency other than Nepali Rupees (the currency of primary economic environment in which it operates) are recorded at the rates ruling when the transactions occur. Exchange differences arising on foreign currency transactions settled during the year are recognized in the Statement of Profit or Loss. Unsettled foreign currency monetary assets and liabilities are translated at the rates ruling at the reporting date. Exchange differences arising on the retranslation of unsettled monetary assets and liabilities are recognized immediately in profit or loss statement.

3.7 Lease

The Company as a lessee:

The Company enters into an arrangement for lease of buildings. Such arrangements are generally for a fixed period but may have extension or termination options. In accordance with NFRS 16 – Leases, at inception of the contract, the Company assesses whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to control the use an asset (the underlying asset) for a period of time in exchange for consideration.

To Assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- The contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- The Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and

The Company assesses whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use. At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

Measurement and recognition of leases as a lessee

The Company has elected not to apply the requirements of NFRS 16-Leases to short-term leases of all assets

that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term, unless the payments are structured to increase in line with the expected general inflation to compensate the lessor's expected inflationary cost increases.

The Company as a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Company considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

3.8 Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specific of each arrangement.

Revenue is measured at the fair value of the consideration received or receivable net of trade discounts. Revenue include all revenue from ordinary activities of the company that are recorded excluding Value Added Taxes and excise collected from customers that are remitted or are to be remitted to the government authorities.

(a) Sale of goods

Revenue from sale of goods is recognized when the significant risks and rewards are transferred to the buyer by virtue of dispatch of such goods to the buyer after issuance of sales invoice.

(b) Other Income

- Rental Income from Operating lease is recognised on straight-line basis over the tenure of the lease agreement, except for contingent rental income which is recognised when it arises and where scheduled increase in rent compensates the lessor for expected inflationary costs.
- Insurance claims are accounted for on acceptance or to the extent amount have been received.
- Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate.
- Other operating income is recognised when when no significant uncertainties as to the amount of consideration that would be derived and to its ultimate collection exist.
- Dividend income has been recognized on a cash basis when cash dividends are paid to shareholders or on the date of issuance of bonus share

4 Property, Plant & Equipments (PPE)

A) Recognition and Measurement

The cost of an item of property and equipment shall be recognized as an asset, initially recognized at cost, if, and only if:

- it is probable that future economic benefits associated with the item will flow to the entity; and
- the cost of the item can be measured reliably.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the following:

- the cost of materials and direct labor;
- any other costs directly attributable to bringing the assets to a working condition for their intended use;
- when the Company has an obligation to remove the asset or restore the site, an estimate of the costs of dismantling and removing the items and restoring the site on which they are located; and
- Capitalized borrowing costs.

The Company adopts cost model for entire class of property, plant and equipment except land. Neither class of the property, plant and equipment except land are measured at revaluation model nor is their fair value measured at the reporting date. Revaluation approach is followed for land. The items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.

Purchased software that is integral to the functionality of the related equipment is capitalized as part of that equipment.

Subsequent expenditure is capitalized if it is probable that the future economic benefits from the expenditure will flow to the Company. Ongoing repairs and maintenance to keep the assets in working condition are expensed as incurred. Any gain or loss on disposal of an item of property and equipment (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognized within other income in profit or loss.

B) Capital Work in Progress

Fixed assets under construction and cost of assets not ready for use are shown as capital work in progress.

C) Depreciation

Depreciation on assets under construction does not commence until they are complete and available for use in the manner intended by the management. Depreciation is provided on all other items of property, plant and equipment so as to write-off their depreciable amount over the expected useful economic lives.

Depreciation is provided on a pro-rata basis on the straight-line method based on the estimated useful life of the assets determined by management with reference to application guidance of NAS 16 Property, Plant and Equipment issued by Accounting Standard Board.

The estimated useful lives of various class of PPE for the current year and comparative years are as follows:

Class of PPE	Revised Useful Life under SLM Method
Factory Buildings	30 Years
Buildings (other than factory buildings) RCC Frame Structure	60 Years
Computer & Accessories	3 Years
Office Equipment	5 Years
Furniture and Fittings	10 Years
Server and Networks	6 Years
Motorcycles, scooters and bicycles	10 Years
Motor busses, lorries and other motor cars other than used on hire	8 Years
Blower & Compressor	15 Years
Cement Mill	60 Years
Clinker Plant	80 Years
Coal Mill	40 Years
Crusher & Stacker	50 Years
Dust Collector	45 Years
Electrical Equipment	10 Years
Instrumentation Panel	40 Years
Laboratory Equipment	10 Years
Motor Tractors & Heavy Vehicles	8 Years
Plant & Machinery	20 Years
Plant & Machinery used in Mines	8 Years
Plant and Machinery used in continuous process plant	8 Years
Intangible Asset	5 Years

D) De-Recognition

An item of property plant and equipment is de-recognised on disposal or when no future economic benefits are expected from the use of that asset. The gain or loss arising from the disposal of an item of property plant and equipment is the difference between net disposal proceeds, if any, and the carrying amount of that item and is recognized in the statement of profit and loss.

4.1 Property, Plant & Equipments (PPE)

Particulars	Land	Trees	Building	Computer & Accessories including Furniture Fix- ture & Office Equipment	Vehicles	Plant and Machinery	Total Ashad end 2081	Total Ashad end 2080
Cost								
As on Shrawan 1, 2079	1,156,650,055	7,685,760	968,490,672	41,748,548	100,279,680	3,151,197,638	-	5,426,052,353
Addition during the Year							-	
Acquisition	56,263,785.54	-	-	69,027	372,900.00	-	-	56,705,713
Capitalization	-	-	-	-	-		-	
Disposal during the year	-	-	-	-	-	(16,593,441)	-	(16,593,441)
Balance as on Ashad End 2080	1,212,913,840	7,685,760	968,490,672	41,817,575	100,652,580	3,134,604,197		5,466,164,625
Addition during the Year								
Acquisition	61,193,211	-	-	72,566	489,646	9,644,586	71,400,009	
Capitalization								
Disposal during the year							-	
Adjustment/Revaluation	-	-	-		-			

Balance as on Ashad end 2081	1,274,107,051	7,685,760	968,490,672	41,890,142	101,142,226	3,144,248,783	71,400,009	
Depreciation and Impairment								
As on Shrawan 1, 2079	-	-	323,062,058	37,373,265	55,307,444	1,775,797,891		2,191,540,658
Adjustment/Revaluation								
Depreciation charge for the Year			24,721,498	1,250,683	10,437,338	55,366,771		91,776,290
Impairment for the year			-	-	-	-		
Disposals						(7,750,532)		(7,750,532)
Adjustment	-	-	-	-	-	-		
As on Ashad End 2080	-	-	347,783,556	38,623,948	65,744,782	1,823,414,130	-	2,275,566,416
Depreciation charge for the Year			24,721,498	1,067,583	9,717,638	49,863,887	85,370,605	
Impairment for the year								
Disposals							-	
Adjustment								
As on Ashad end 2081	-	-	372,505,053	39,691,530	75,462,420	1,873,278,017	85,370,605	2,275,566,416
Net Book Value								
As on Ashad end 2080	1,212,913,840	7,685,760	620,707,117	3,193,628	34,907,798	1,311,190,067		3,190,598,209
As on Ashad end 2081	1,274,107,051	7,685,760	595,985,619	2,198,611	25,679,806	1,270,970,766	3,176,627,613	

Capital Work in Progress	As on Ashad end 2081		As on Ashad end 2080	
	Civil (Building)	Mechanical (Plant & Machine)	Civil (Building)	Mechanical (Plant & Machine)
Production Capacity Enhancement Project	1,408,703,210	3,913,486,074	1,165,198,061	3,403,113,121
Packing Plant with Silo	13,305,089	14,890,462	-	-
Storage Yards	6,110,306	-	-	-
Total	1,428,118,606	3,928,376,536	1,165,198,061	3,403,113,121

All categories of Property, Plant and Equipment are initially recorded at cost. Property, Plant and equipment are subsequently measured at historical cost less depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Borrowing costs are interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset form part of the cost of that asset. The value of Capital Work in progress includes the borrowing costs eligible to be capitalized as per relevant standards.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

The assets residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date. An asset's carrying amount is written down immediately to its estimated recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposal of property and equipment are determined by reference to their carrying amount and are included in profit or loss.

5 Intangible Assets

Acquired computer software licenses are capitalized on the basis of the costs incurred to acquire and bring to use the specific software. Computer software costs are amortized on the basis of expected useful life. Costs associated with maintaining software are recognized as an expense as incurred.

Software is amortized on a straight-line basis in profit or loss over its estimated useful life, from the date that it is available for use. The estimated useful life of software for the current and comparative periods is five years.

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

Particulars	Total Ashad End 2081	Total Ashad End 2080
Cost		
As on Shrawan 1, 2079	900,000	900,000
Addition during the Year		
Acquisition	-	-
Capitalization	-	-
Disposal during the year	-	-
Adjustment/Revaluation	-	-
Balance as on Ashad end 2080	900,000	900,000
Addition during the Year		
Acquisition	-	-
Capitalization	-	-
Disposal during the year	-	-
Adjustment/Revaluation	-	-
Balance as on Ashad end 2081	900,000	900,000
Amortization and Impairment		
As on Shrawan 1, 2079	750,994	601,579
Amortization charge for the Year	149,006	149,415
Impairment for the year	-	-
Disposals	-	-
Adjustment	-	-
As on Ashad end 2080	900,000	750,994
Amortization charge for the Year	-	149,006
Impairment for the year	-	-
Disposals	-	-
Adjustment	-	-
As on Ashad end 2081	900,000	900,000
Net Book Value		
As on Ashad end 2080	-	-
As on Ashad end 2081	-	-

6 Financial Instruments : Financial Assets

Financial Asset is any asset that is:

- a) Cash
- b) an equity instrument of another entity
- c) a contractual right:
 - i) a contractual right:
 - ii) to exchange financial assets or financial liabilities with another equity under conditions that are potentially favorable to the entity, or
- d) a contract that will or may be settled in the entity's own equity instruments and is:
 - i) a non-derivative for which the entity is or may be obliged to receive a variable number of the entity's own equity instruments, or
 - ii) a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments.

A) Recognition

All financial assets are initially recognized on the date on which the company becomes a party to the contractual provisions of the instrument. The classification of financial instruments at the initial recognition depends on their purpose and characteristics and the management's intention in acquiring them.

B) Classification

The financial assets are measured at amortized cost or fair value on the basis of the Company's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. The two classes of financial assets are as follows:

i) Financial assets measured at amortized cost

The financial asset are measured at amortized cost if both of the following conditions are met:

- The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

ii) Financial asset measured at fair value

Financial assets other than those measured at amortized cost are measured at fair value. Financial assets measured at fair value are further classified into two categories as below:

a) Financial assets at fair value through profit or loss (FVTPL)

Financial assets are classified as fair value through profit or loss (FVTPL) if they are held for trading or are designated at fair value through profit or loss. Upon initial recognition, transaction cost is directly attributable to the acquisition are recognized in profit or loss as incurred. Such assets are subsequently measured at fair value and changes in fair value are recognized in Statement of Profit or Loss.

b) Financial assets at fair value through other comprehensive income (FVTOCI)

Investment in an equity instrument that is not held for trading and at the initial recognition, the Company makes an irrevocable election that the subsequent changes in fair value of the instrument is to be recognized in other comprehensive income are classified as financial assets at fair value through other comprehensive income. Such assets are subsequently measured at fair value and changes in fair value are recognized in other comprehensive income.

C) Measurement

i) Initial Measurement

A financial asset or financial liability is measured initially at fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue. Transaction cost in relation to financial assets and liabilities at fair value through profit or loss are recognized in Statement of Profit or Loss.

ii) Subsequent Measurement

A financial asset or financial liability is subsequently measured either at fair value or at amortized cost based on the classification of the financial asset or liability. Financial asset or liability classified as measured at amortized cost is subsequently measured at amortized cost using effective interest rate method.

The amortized cost of a financial asset or financial liability is the amount at which the financial asset or financial liability is measured at initial recognition minus principal repayments, plus or minus the cumulative amortization using the effective interest method of any difference between that initial amount and the maturity amount, and minus any reduction for impairment or uncollectibility.

Financial assets classified at fair value are subsequently measured at fair value. The subsequent changes in fair value of financial assets at fair value through profit or loss are recognized in Statement of Profit or Loss whereas of financial assets at fair value through other comprehensive income are recognized in other comprehensive income.

D) Derecognition

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all the risks and rewards of ownership and it does not retain control of the financial asset.

Any interest in such transferred financial assets that qualify for derecognition that is created or retained by the Company is recognized as a separate asset or liability. On derecognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset transferred), and the sum of (i) the consideration received (including any new asset obtained less any new liability assumed) and (ii) any cumulative gain or loss that had been recognized in other comprehensive income is recognized in profit or loss.

In transactions in which the Company neither retains nor transfers substantially all the risks and rewards of ownership of a financial asset and it retains control over the asset, the Company continues to recognize the asset to the extent of its continuing involvement, determined by the extent to which it is exposed to changes in the value of the transferred asset.

E) Determination of Fair Value

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction on the measurement date. The fair value of a liability reflects its non-performance risk

When available, the Company measures the fair value of an instrument using quoted prices in an active market for that instrument. A market is regarded as active if quoted prices are readily and regularly available and represent actual and regularly occurring market transactions on an arm's length basis. If a market for a financial instrument is not active, the Company establishes fair value using a valuation technique. Valuation techniques include using recent arm's length transactions between knowledgeable, willing parties (if available), reference to the current fair value of other instruments that are substantially the same, discounted cash flow analysis.

The best evidence of the fair value of a financial instrument at initial recognition is the transaction price – i.e. the fair value of the consideration given or received. However, in some cases, the fair value of a financial instrument on initial recognition may be different to its transaction price. If such fair value is evidenced by comparison with other observable current market transactions in the same instrument (without modification) or based on a valuation technique whose variables include only data from observable markets, then the difference is recognized in profit or loss on initial recognition of the instrument. In other cases, the difference is not recognized in profit or loss immediately but is recognized over the life of the instrument on an appropriate basis or when the instrument is redeemed, transferred or sold, or the fair value becomes observable.

All unquoted equity investments are recorded at cost, considering the non-trading of promoter shares up to the date of balance sheet, the market price of such shares could not be ascertained with certainty. Hence, these investments are recognized at cost net of impairment, if any.

F) Impairment

At each reporting date the Company assesses whether there is any indication that an asset may have been impaired. If such indication exists, the recoverable amount is determined. 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 that can be reliably estimated.

The Company considers evidence of impairment for loans and advances and held-to-maturity investment securities at both a specific asset and collective level. All individually significant loans and advances and held-to-maturity investment securities are assessed for specific impairment. Those found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified.

Loans and advances and held-to-maturity investment securities that are not individually significant are collectively assessed for impairment by grouping together loans and advances and held-to-maturity investment securities with similar risk characteristics. Impairment test is done on annual basis for trade receivables and other financial assets based on the internal and external indication observed.

In assessing collective impairment, the Company uses statistical modelling of historical trends of the probability of default, the timing of recoveries and the amount of loss incurred, adjusted for management's judgment as to whether current economic and credit conditions are such that the actual losses are likely to be greater or less than suggested by historical trends. Default rates, loss rates and the expected timing of future recoveries are regularly benchmarked against actual outcomes to ensure that they remain appropriate.

6.1 Equity Investments

Equity Investments at FVTOCI

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Corporate Equity shares:		
Quoted Ordinary Shares	8,442,392	8,780,626
Allowance for impairment loss	-	-
Total	8,442,392	8,780,626

Fair Value Disclosure

Amount in NPR

Particulars	As on Ashad end 2081			As on Ashad end 2080	
	No. of Shares	Book Value*	Fair Value	No. of Shares	Fair Value
Quoted:					
Share-Central Finance Co. Ltd.(Cfc)	5,000	1,965,000	2,660,000	5,000	1,965,000
Share-Chhyangdi Hydropower Ltd. (Chl)	900	237,600	282,600	900	237,600
Share-Mountain Hydro Nepal Limited (Mhnl)	895	213,010	222,855	895	213,010
Share-Nic Asia Bank Ltd.	5,418	3,333,960	2,401,258	4,200	3,333,960
Share-Niirdhan Utthan Bank Limited (Nubl)	3,698	2,828,970	2,632,606	3,698	2,828,970
Share-Shivam Cements Ltd.	4	2,606	2,009	4	2,606
Share-Soaltee Hotel Limited (Shl)	92	42,680	40,664	88	42,680
Share-Union Hydropower Limited (Unhpl)	800	156,800	200,400	800	156,800
Unquoted				-	-
Total Value	16,807	8,780,626	8,442,392	15,585	8,780,626

* Book value indicates the book value without adjusting fair value gain/loss of current year.

6.2 Investment in Debentures

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
	-	-
	-	-
Total	-	-

7 Deferred Income Tax

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected realization or settlement of the carrying amount of assets and liabilities using tax rates at the balance sheet date.

The principal temporary difference arise from depreciation of fixed assets, provision for leave encashment, provision for CSR, provision for foreign exchange loss and fair value changes in investment.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Deferred Tax Asset	75,019,224	7,706,984
Deferred Tax Liability	257,660,484	84,890,490
Net Deferred Tax Asset / (Liability)	(182,641,260)	(77,183,506)
Net Changes	(105,457,754)	(146,014)
Deferred Tax charged in OCI	(40,173,968)	269,564
Deferred Tax charged in SPL	(65,283,786)	(415,578)
Deferred Tax charged directly in Equity due to change in estimate of the life of asset	-	-
Deferred tax Assets:		
Recognized in profit or loss	74,174,996	6,947,315
Recognized in OCI	844,228	759,669
Recognized in Equity		
Deferred tax Assets at the end of year	75,019,224	7,706,984
Deferred tax liability:		
Recognized through profit or loss	197,272,695	64,761,227
Recognized through OCI	60,387,789	20,129,263
Deferred tax liability at the end of year	257,660,484	84,890,490

8 Other Non Current Assets

These non current assets are non-interest bearing and are not expected to be realised or settled in the normal operating cycle of the company.

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Security Deposits	2,040,762	1,992,762
Custom, VAT and Income Tax Deposit	704,157	704,157
Total	2,744,920	2,696,920

9 Inventories

Inventories are initially recognized at cost and subsequently at the lower of cost and net realizable value as per NAS 2 Inventories. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and estimated cost necessary to make the sale.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. The cost of obsolescence and other anticipated losses are also considered for determining the net realizable values.

Finished goods are valued at cost and cost of finished goods includes the cost of raw materials, auxiliary materials, packing materials, direct labor and appropriate proportion of fixed and variable production overheads incurred in bringing the inventory to their present location and condition.

In determining the cost of inventories of raw materials and packing materials Weighted Average (WA) method is used.

Cost of inventory comprises of all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities), cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

In determining the cost of inventories of consumables, stores & spares and fuel, First In First Out (FIFO) method is used.

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Raw materials & Auxiliary Materials	1,180,018,649	1,184,019,415
Packing Materials	21,785,396	11,026,343
Finished Goods	681,970,742	258,735,430
Store, Spares and Consumables	385,374,202	385,849,798
Gross Total	2,269,148,989	1,839,630,986
Less: Allowance for Obsolescence	-	-
Total Inventories	2,269,148,989	1,839,630,986

10 Prepayments

These are expenses paid for the period beyond the financial period covered under the financial statement. These will be charged off as expenses in the respective period for which such expenses pertain to.

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Prepaid Expenses	-	
Prepaid Insurance	429,604	440,238
Total	429,604	440,238

11 Other Current Assets

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
VAT Receivable	65,837,597	8,423,178
Advance Income Tax	10,991,011	49,465
Advance Payment for Corporate Social Responsibility	7,008,720	5,695,849
Total	83,837,329	14,168,493

12 Loans and Advances

Loans and advance include non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

After initial measurement, loans and receivables shall be subsequently measured at amortized cost using the effective interest rate, less allowance for impairment, if any.

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Sundry Advances including Staff Advances	505,247,006	391,529,753
Total	505,247,006	391,529,753

The fair values of all the above financial assets are equal to their carrying amounts. These advances are non-interest bearing and are expected to be settled in the entity's normal operating cycle.

13 Trade Receivable

Trade Receivables are initially recognized at its face value and subsequently carried at face value.

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Trade Receivables	810,000,134	829,682,300
Gross Total	810,000,134	829,682,300
Less: Allowance for Doubtful Recoveries	-	-
Total Trade Receivables	810,000,134	829,682,300

Working Capital Loans are secured against trade receivables, inventories and all the current assets.

14 Other Financial Assets

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Margin Money	30,477,815	26,595,226
Letter of Credit	454,589	5,192,341
Total	30,932,404	31,787,567

15 Cash and Cash Equivalents

Cash and cash equivalents are defined as cash on hand, demand deposits and short term highly liquid investments, readily convertible to known amounts of cash and subject to insignificant risk of changes in value.

For the purpose of cash flow statements, cash and cash equivalents consist of cash in hand and balance in bank accounts.

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Cash In Hand (as certified)	158,546	293,644
Balances with Banks	16,429,394	20,003,196
Total	16,587,940	20,296,840

16 Financial Instruments : Financial Liabilities

Financial Liability is any liability that is:

a) a contractual obligation:

- i) to deliver cash or other financial asset to another entity, or
- ii) to exchange financial assets or financial liabilities with another equity under conditions that are potentially unfavorable to the entity, or

b) a contract that will or may be settled in the entity's own equity instruments and is:

- i) a non-derivative for which the entity is or may be obliged to receive a variable number of the entity's own equity instruments, or
- ii) a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments.

A) Recognition

All financial liabilities are initially recognized on the date on which the company becomes a party to the contractual provisions of the instrument. The classification of financial instruments at the initial recognition depends on their purpose and characteristics and the management's intention in acquiring them.

B) Classification

The Company classifies its financial liabilities, other than financial guarantees and loan commitments, as follows:

i) Financial Liabilities at Fair Value through Profit or Loss (FVTPL)

Financial liabilities are classified as fair value through profit or loss if they are designated at fair value through profit or loss. Upon initial recognition, transaction costs are directly attributable to the acquisition are recognized in Statement of Profit or Loss as incurred. Subsequent changes in fair value is recognized at profit or loss.

ii) Financial Liabilities measured at amortized cost

All financial liabilities other than measured at fair value through profit or loss are classified as subsequently measured at amortized cost using effective interest rate method.

C) Measurement

i) Initial Measurement

A financial asset or financial liability is measured initially at fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue. Transaction cost in relation to financial assets and liabilities at fair value through profit or loss are recognized in Statement of Profit or Loss.

ii) Subsequent Measurement

A financial asset or financial liability is subsequently measured either at fair value or at amortized cost based on the classification of the financial asset or liability. Financial asset or liability classified as measured at amortized cost is subsequently measured at amortized cost using effective interest rate method.

The amortized cost of a financial asset or financial liability is the amount at which the financial asset or financial liability is measured at initial recognition minus principal repayments, plus or minus the cumulative amortization using the effective interest method of any difference between that initial amount and the maturity amount, and minus any reduction for impairment or uncollectibility.

16.1 Non Current Borrowings

Non Current Borrowings are interest bearing financial liabilities consisting of Bank Borrowings. For these financial liabilities interest charged by the bank approximates effective interest rate and such rate is considered for calculation of amortized cost of liability and the finance cost. The effect of initial charges and its impact on effective rate is considered not material and the carrying value is considered approximate amortized cost.

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Secured Loans from Banks		
Term Loan including Bridge Gap Loan	3,409,770,880	3,777,473,020
Hire Purchase Loan	10,270,531	22,445,463
Total	3,420,041,410	3,799,918,483

Term Loan Facility has been sanctioned and disbursed by Consortium of Banks lead by Prime Commercial Bank Limited for procurement of Property, Plant and Equipment. The loan is secured by way of mortgage over the Land owned by the company with hypothecation of entire plant & machineries. Further, Loan is secured by cumulative personal guarantee of Mr. Nipesh Tayal, Mr. Prakash Tayal and Ratanlal Tayal along with corporate guarantee from Sonapur Minerals and Oil Limited, R.P. Mining Private Limited and A.N. Mining Private Limited.

Current Maturities of Term Loan which is repayable within 12 months from the reporting date has been disclosed in Note No. 21 as Current Maturity of Long Term Loan.

17 Non Current-Trade payables

Trade payables are amount payable to creditors for goods and services and are non interest bearing. These trade payables are normally settled on credit period exceeding a year.

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Trade Payable		
Total	-	-

18 Other Non Current Liabilities

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Liability for Expense	-	-
Payable to Contractors	-	-
Security Deposit	-	-
Total	-	-

19 Provisions

Provisions are recognized when the company has a present obligation, legal or constructive, as a result of a past event, it is probable that a transfer of a economic benefits will be required to settle the obligation and when reliable estimate can be made of the amount of obligation. If these conditions are not met, no provision is recognized.

The amount of provision recognized is the management's best estimate of expenditure required to settle the present obligation at the reporting date.

Management reviews provisions at each reporting date and is adjusted to reflect the best estimate. If it is no longer probable that a transfer of economic benefits will be required to settle the obligation, the provision is reversed.

19.1 Provisions - Non Current

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Provision for employee benefits		
Provision for Gratuity		
Opening Balance	4,189,083	4,750,018
Addition	(82,131)	(560,935)
Adjustment	-	-
Closing Balance	4,106,952	4,189,083

Gratuity before the 1st Shrawan 2075 has been provided as per Labour Act, 2048. The company has implemented the gratuity scheme as per Labour Act, 2074 from Shrawan 1, 2075 and is depositing the said amount in Global IME Retirement Fund which is a defined contribution IRD approved Fund. Gratuity as per Labour Act, 2074 is shown as current provision.

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Provision for Leave Encashment		
Opening Balance	7,150,902	8,279,942
Addition	-	(1,129,040)
Payment	-	-
Closing Balance	7,150,902	7,150,902
Total	11,257,854	11,339,985

Leave Encashment has been provisioned as per company policy inline with Labour Act, 2074.

20 Provisions – Current

20.1 Provision for Bonus

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Provision for Bonus		
Opening Balance	2,722,894	13,504,421
Addition	-	2,722,894
Payment	2,722,894	13,504,421
Closing Balance	-	2,722,894

Provision for Bonus is made in line with provisions of Bonus Act, 2030. Due to net losses in the current year, the provision has not been made.

20.2 Provision for Gratuity

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Opening Balance	18,509,103	14,820,594
Addition	5,469,892	4,803,707
Payment	2,030,209	1,115,198
Closing Balance	21,948,786	18,509,103

20.3 Provision for Income Tax (Net of Advances)

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Opening Liability	(49,465)	960,262
Current Tax Liability for the year	66,350	6,535
Opening Liability Paid During the Year	-	(960,262)
Advance Tax Deposit during the year	(11,007,896)	(56,000)
Transferred to Deposits	-	-
Net Closing Liability	(10,991,011)	(49,465)

** This amount is shown as Current Asset in Note 11 Other Current Assets

20.4 Provision for Corporate Social Responsibility

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Opening Balance	(5,695,849)	(5,936,703)
Addition	(1,312,871)	272,289
CSR Provisioning of F/Y 2078-79	-	1,215,398
Payment	-	1,246,833
Closing Balance**	(7,008,720)	(5,695,849)

** This amount is shown as Current Asset in Note 11 Other Current Assets

20.5 Provision for Foreign Exchange Loss/ (Gain)

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Opening Balance	-	-
Net Provision during the Period	-	-
Closing Balance	-	-
Total Current Provision	21,948,786	21,231,997

21 Current Borrowings

Current Borrowings are interest bearing financial liabilities consisting of Bank Borrowings. For these financial liabilities interest charged by the bank approximates effective interest rate and such rate is considered for calculation of amortized cost of liability and the finance cost. The effect of initial charges and its impact on effective rate is considered not material and the carrying value is considered approximate amortized cost.

Amount in NPR

	As at Ashad 31, 2081	As at Ashad 31, 2080
Secured Loans from Banks		
Working Capital Loans	2,050,684,869	2,706,619,008
Current Maturity of Long Term Loan	184,750,000	173,218,418
Total	2,235,434,869	2,879,837,426

Working Capital Loan Facility has been sanctioned and disbursed by Consortium of Banks led by Prime Commercial Bank Limited for working capital requirements of the company. The loan is secured by way of hypothecation over inventories of the company, assignment of bills receivables and all other current assets. Further, Loan is secured by cumulative personal guarantee of Mr. Nipesh Tayal, Mr. Prakash Tayal and Ratanlal Tayal along with corporate guarantee from Sonapur Minerals and Oil Limited, R.P. Mining Private Limited and A.N. Mining Private Limited.

22 Trade payables

Trade payables are amount payable to creditors for goods and services and are non interest bearing. These trade payables are generally settled on credit period of 30 to 120 days. However it also consists of amount payable since more than 120 days.

Amount in NPR

	As at Ashad 31, 2081	As at Ashad 31, 2080
Trade payables	293,897,977	549,900,246
Total	293,897,977	549,900,246

For these non interest bearing financial liabilities, the carrying value of such financial liabilities represents the amortized cost.

23 Other Financial Liabilities

Amount in NPR

	As at Ashad 31, 2081	As at Ashad 31, 2080
Liability for Expenses	21,767,710	24,443,435
Payable to Staff	1,139,056	30,761,339
Sundry Payables	1,595,724	191,621
Letter of Credit Payable	992,084,507	798,994,682
Total	1,016,586,998	854,391,077

24 Other Current Liabilities

Amount in NPR

	As at Ashad 31, 2081	As at Ashad 31, 2080
Liability for Expenses	21,767,710	24,443,435
Payable to Staff	1,139,056	30,761,339
Sundry Payables	1,595,724	191,621
Letter of Credit Payable	992,084,507	798,994,682
Total	1,016,586,998	854,391,077

25 Share Capital

The Company classifies capital instruments as financial liabilities or equity instruments in accordance with the substance of the contractual terms of the instruments. Equity is defined as residual interest in total assets of the Company after deducting all its liabilities.

Accordingly the share capital of the company comprises for following equity types:

25.1 Ordinary Share Capital

Amount in NPR

As at Ashad 31, 2081	No of share	Value Per Share	Capital In value
Authorized capital	50,000,000	100	5,000,000,000
Issued capital	30,750,500	100	3,075,050,000
Paid up capital	30,750,500	100	3,075,050,000
As at Ashad 31, 2080	No of share	Value Per Share	Capital In value
Authorized capital	50,000,000	100	5,000,000,000
Issued capital	30,750,500	100	3,075,050,000
Paid up capital	18,450,300	100	1,845,030,000

26 Reserve and Surplus

The reserves include retained earnings and other reserves, if any.

Amount in NPR

	As at Ashad 31, 2081	As at Ashad 31, 2080
Retained Earning	22,681,444	493,690,286
Other Comprehensive Income	(47,632,692)	(7,120,491)
Fair Value Reserve	315,358,454	315,358,454
Total	290,407,206	801,928,249

*Revaluation Reserve

Revaluation Reserve has been created towards revaluation of land owned by the company on the basis of independent engineer valuation in previous years. The land has not been revalued in the current year.

Amount in NPR

	As at Ashad 31, 2081	As at Ashad 31, 2080
Opening	315,358,454	315,358,454
Addition	-	-
Utilization	-	-
Closing Balance	315,358,454	315,358,454

Securities Premium

The company has collected NPR1,69,03,23,944.40 as securities premium while issuance of equity shares through IPO at a premium price. Further the expenses pertaining to such issue amounting to NPR 3,70,21,344.58 is written off to the Securities Premium Account.

27 Gross Revenue:

Amount in NPR

	For the Year 2080 -81	For the Year 2079 -80
Sales		
Sale of Clinker	-	-
Sale of Gypsum	-	499,510
Sale of Limestone	-	203,170
Sale of Cement	1,619,254,897	1,717,055,326
Other Sales	20,654,382	12,399,254
Total	1,639,909,279	1,730,157,260

28 Cost of Sales

Amount in NPR

	For the Year 2080 -81	For the Year 2079 -80
Raw Materials and Packing Materials	830,813,370	592,572,753
Total Raw Material Consumed	830,813,370	592,572,753
Production and Manufacturing Overheads	1,146,092,417	741,699,300
Gross Cost of Production	1,976,905,787	1,334,272,053
Cost of Goods	1,976,905,787	1,334,272,053
Changes in inventory of Finished Goods	(423,235,312)	(19,199,692)
Cost of Goods Sold	1,553,670,475	1,315,072,361

Cost of goods sold (COGS) refers to the direct costs of producing cement and clinker sold by the company. This amount includes the cost of the materials, labor and other costs directly attributable to the production of cement and clinker.

29 Other Income

Amount in NPR

	For the Year 2080 -81	For the Year 2079 -80
Gain on Sales of Fixed Assets*	-	46,757,092
Net exchange gain		180,889
Miscellaneous Income	472,730	18,238,564
Insurance Claim	93,520	367,850
Profit/Loss on Sales of Investment (Net off)		5,083,045
Dividend Income	224	125,315
Rent Income	60,000	60,000
Total	626,474	70,812,755

* The company has sold off some of its PPE during the previous year, gain from such sales proceeds have been recognized as Gain on Sales of Fixed Assets.

30 Selling and Distribution Expenses

Amount in NPR

	For the Year 2080 -81	For the Year 2079 -80
Advertisement, Publicity & Trade Promotion	2,998,238	1,812,633
Commission	-	-
Salary & Wages	13,790,780	12,690,193
Total	16,789,018	14,502,826

31 Administrative Expenses

Amount in NPR

	For the Year 2080 -81	For the Year 2079 -80
Audit Fee	1,000,000	1,000,000
Tax Expenses for lost cases	-	5,476,698
Bank Charges	1,989,819	2,836,973
Canteen Mess Expenses	701,101	912,573
Charity & Donation	200,000	116,000
Consultancy & Legal Fee	708,600	2,558,095
Electricity & Water	187,203	181,555
Fines & Penalty	738,230	112,924
Guest Entertainment Expenses	1,019,720	675,456
Gratuity Expenses	5,469,892	4,242,772
Insurance Expenses	11,233,043	14,394,059
Internet Expenses	446,564	512,958
IPO Issue Expenses	-	545,000
Lease Rental Expenses	2,386,656	2,266,668
Leave Encashment Expenses	-	-
Medical Expenses	243,076	342,657
Office Expenses	2,597,529	3,408,631
Pooja Expenses	392,339	289,944
Printing & Stationary	229,663	213,980
Rates & taxes	10,360,372	2,864,635
Software Renewal Expenses	142,000	138,915
Repair & Maintenance	3,932,595	4,603,654
Salaries and Wages of Admin Staff	61,849,096	56,433,044
Security Expenses	7,144,547	7,640,323
Staff Welfare - Admin	972,274	827,892
Telephone & Postage Expenses	2,180,260	1,472,554
Travelling & Conveyance Expenses	2,728,519	2,250,065
Staff recruitment Expenses	15,000	-
BIS Mark Expenses	25,700	-
Vehicle Running Expenses	1,698,684	1,605,603
ACM Expenses	341,588	-
Board Meeting Fee Expenses	174,000	-
Notice & Publications	38,880	-
CSR Provisioning of F/Y 2078-79	-	1,215,398
	121,146,949	119,139,028
Bonus-Staff	-	2,722,894
CSR Provision	-	272,289
Total	121,146,949	122,134,211

31.1 Employee Benefit Expense Disclosure

Amount in NPR

	For the Year 2080 -81	For the Year 2079 -80
Included in cost of sales		
Wages and Salaries	91,234,774	79,199,893
Cost of Limestone	9,744,635	9,545,313
Included in Selling and Distribution Expenses		
Wages and Salaries	13,790,780	12,690,193
Included in Administrative Expenses		
Wages and Salaries	61,849,096	56,433,044
Staff Welfare	972,274	827,892
Gratuity*	5,469,892	4,242,772
Leave Encashment*	-	-
Bonus*	-	2,722,894
Total	183,061,451	165,662,001

*Gratuity, Leave Encashment and Bonus represents total provision made for Production, Administrative and Selling & Distribution employees.

32 Finance Cost

Finance Cost comprises of interest on Term Loans, hire purchase loans, short term loans and Bank Overdraft along with their allied charges. All these costs are carried at amortized cost using effective interest rate which is assumed to be bank interest rate.

Amount in NPR

	For the Year 2080 -81	For the Year 2079 -80
Gross Finance Expenditure	666,909,472	759,953,348
Finance Income	-	(35,624,841)
Interest Cost Capitalized to Capital WIP	(407,610,145)	(493,738,457)
Net exchange losses on foreign currency borrowings	238,806	76,877
Total	259,538,134	230,666,928

33 Income Tax

Tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that they relate to items recognized directly in equity or in other comprehensive income.

A) Current Tax

Current tax is the expected tax payable or recoverable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

B) Deferred Tax

Deferred tax is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected realization or settlement of the carrying amount of assets and liabilities using tax rates at the balance sheet date.

Amount in NPR

	For the Year 2080 -81	For the Year 2079 -80
Current tax expense		
Provision for income tax	66,350	6,535
Previous years taxes	9,679,278	-
Total Current Tax Expense	9,745,628	6,535
Deferred Tax		
Origination and reversal of temporary differences	65,283,786	415,578
Recognition of previously unrecognized deferred tax assets	-	-
Total Deferred Tax Income / (Expense)	65,283,786	415,578
Total Tax Expense for the Year	75,029,414	422,113

33.1 Reconciliation of tax expense and the accounting profit multiplied by Company's tax rate for 2080-81 and 2079-80:

	For the Year 2080 -81	For the Year 2079 -80
Profit before income tax	(395,979,428)	26,668,394
Effects on income tax of:		
Income not subject to income tax	(7,549,894)	(51,113,441)
Expenses not deductible for tax purposes	94,603,270	(36,935,044)
Carry Forward Loss on Investment Income	(6,098,388)	(5,040,754)
Carry Forward Loss on Manufacturing Income	(60,660,719)	-
Net effect	20,294,268	(93,089,239)
Taxable Income	(375,685,159)	(66,420,845)
Income not subject to income tax		
Profit on sale of Fixed Assets	-	(46,757,092)
Profit/Loss on Sales of Investment (Net off)	-	(4,841,483)
Dividend Income	(224)	(125,315)
Value of closing and opening stocks	(7,549,670)	610,449
Total	(7,549,894)	(51,113,441)
Expenses (deductible) / non deductible for tax purposes		
Excess Depreciation allowed as per Income Tax Act	(33,914,820)	(50,783,238)
Provision for Foreign Exchange Loss- Unrealized	-	-
Interest Expenses (To be Capitalized to WIP as per Tax)	101,338,072	-
Production and Manufacturing Overheads	-	-
Administrative Expenses	938,230	5,871,242
Bonus Expenses	-	-
Repairs and maintenance Capitalized to Fixed Assets in Tax	20,771,896	2,246,492

Corporate Social Responsibility	-	1,487,687
Provision for Leave Encashment	-	-
Provision for Gratuity	5,469,892	4,242,772
Total	94,603,270	(36,935,044)
Prior year under/(over) provision		
Prior Period Expenses	-	-
Total	-	-
Tax	-	-

	For the Year 2080 -81		For the Year 2079 -80	
Tax on Taxable Income	Taxable Income	Tax Amount	Taxable Income	Tax Amount
Trading Income @ 25%	265,399	66,350	26,141	6,535
Investment Income @ 25%	(7,152,064)	-	(6,098,388)	-
Manufacturing Income @ 18%	(368,798,495)	-	(60,348,598)	-
Total Income	(375,685,159)	66,350	(66,420,845)	6,535

34 Earnings Per Share

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. The basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

Amount in NPR

Particulars	For the Year 2080 -81	For the Year 2079 -80
Net profit attributable to Shareholders for Basic and diluted earnings	(471,008,842)	26,246,280
Weighted average number of Ordinary Shares for basic EPS	27,852,371	18,450,300
Effects of dilution:		
Share Option	-	-
Weighted average number of ordinary shares adjusted for the effect of dilution	-	-
Basic earning per ordinary share	(16.91)	1.42
Diluted earning per ordinary share	(16.91)	1.42

Since there is no convertible and other option, diluted earning per share would be equal to Basic earning per share.

The Company has raised additional equity capital in the current year through issuance of IPO (Initial Public Offer) at a premium price. The company has obtained the approval for issuing of IPO from Securities Exchange Board on Nepal on 2080-04-17. The allotment of shares issued through IPO to various categories are detailed below:

Amount in NPR

Particulars	No. of Shares	Allotment Date
Project Affected Locals	134520	2080.06.02
Foreign Employment Nepalese	1216568	2080.06.02
Mutual Funds	608284	2080.06.02
Employees	19500	2080.06.18
General Public	10321328	2080.06.24
Total	12300200	

The company has considered the allotment date for the date of allotment to the General Public i.e. 2080.06.24 for calculation of Weighted Average Number of Ordinary shares for EPS calculation.

35 Declared and Proposed Dividends

Dividends payable to the Company's shareholders are charged to equity in the period in which they are declared. Proposed dividends are disclosed in notes separately until declared.

35.1 Declared and Approved during the year

Amount in NPR

Particulars	For the Year 2080 -81	For the Year 2079 -80
Dividends on Ordinary Shares	-	-
Dividends on Ordinary Shares	-	-
Total Dividend Declared	-	-

35.2 Proposed for approval at the annual general meeting (not recognized as a liability as at balance sheet date)

Amount in NPR

Particulars	For the Year 2080 -81	For the Year 2079 -80
Dividends on Preference Shares	-	-
Dividends on Ordinary Shares	-	-
Total Dividend Proposed	-	-

36 Financial risk management objectives and policies

The Company's principal financial liabilities comprise of Borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets comprises of trade receivables, loans and advances and other financial assets that arrive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarized below.

36.1 Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise four types of risk: interest rate risk, currency risk, commodity price risk and other price risk, such as equity price risk.

36.1.1 Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a different currency from the Company's functional currency). The Company, as per its risk management policy, uses foreign exchange and other derivative instruments primarily to hedge foreign exchange and interest rate exposure. Any weakening of the functional currency may impact the Company's cost of imports and cost of borrowings and consequently may increase the cost of financing the Company's capital expenditures. Further, the Company manages its foreign currency risk by not holding the receivables and payables in foreign currencies for long durations.

36.1.2 Commodity price risk

The Company is affected by the volatility of certain commodities. Its operating activities require the ongoing purchase of raw materials and therefore require a continuous supply of the same.

The Company manages this risk by purchasing materials and supplies from the suppliers identified by the group and the Company has long term relation with the suppliers.

36.2 Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk is the risk of financial loss arising from counter-party failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses both the direct risk of default and the risk of deterioration of credit worthiness as well as concentration risks.

36.2.1 Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of the customer is assessed and individual credit limits are defined in accordance with this assessment.

Outstanding customer receivables are regularly monitored and followed up by the management team for the recovery.

36.2.2 Cash deposits

Credit risk From balances with banks and financial institutions are managed by maintaining the balances with highly reputed Commercial banks and other agencies if it deems appropriate and beneficial to the company.

36.3 Liquidity risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. A material and sustained shortfall in the cash flow could undermine the Company's credit rating, impair investor confidence and also restrict the Company's ability to raise funds.

The Company maintains a cautious funding strategy to mitigate the liquidity risk. The Company's Finance Department regularly monitors the liquidity position to ensure it has sufficient liquidity on going basis to meet the operational needs. The Company monitors its risk to a shortage of funds on a regular basis through cash forecast.

The Company maintains a balance between continuity of funding and flexibility through the use of bank loans and realization from the revenue and operations. Access to sources of funding is sufficient.

37 Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which 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 a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

The Company records a liability for any claims where a potential loss is probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible, but not probable, the Company provides disclosure in the financial statements but does not record a liability in its accounts unless the loss becomes probable.

The Company believes that none of the contingencies described below would have a material adverse effect on the Company's financial condition, results of operations or cash flows. It is not practicable for the Company to estimate the timings of the cash outflows, if any, pending resolution of the respective proceedings. The Company does not expect any reimbursements in respect of the same.

All the contingent liabilities and the guarantees given by the Company to the third parties are disclosed below:

Amount in NPR

Particulars	As at Ashad 31, 2081	As at Ashad 31, 2080
Towards Nepal Electricity Authority *	573,877,965	573,877,965
Towards Income Tax with IRD **	704,157	704,157
Total	574,582,122	574,582,122

*Nepal Electricity Authority (NEA) has raised demand liability of Rs. 28,59,65,604.50 against billing difference from Bhadra, 2072 till Falgun, 2075 due to use of electricity through dedicated trunk line of NEA for the said period.

In addition, The management of the company has opted to book the Electricity Expenses as per the old tariff rate of Nepal Electricity Authority instead of new tariff rates due to which the liability on account of Electricity expenses have been understated by Rs. 101,334,630.00 in Financial Year 2076-77 and Rs. 35,047,127.00 in Financial Year 2075-76. Also, the penalty charges levied by NEA on account of non-payment of bills as per new tariff rate has not been recognized as expense. For the demand liability raised by NEA, the management of the company has requested NEA to provide sufficient evidence for consumption of electricity through the use of dedicated trunk line. However since no evidence of use of electricity through dedicated trunk line is provided by NEA and NEA has further admitted in various courts of Nepal that the data of TOD meter which is the most conclusive evidence for use of electricity is not available with the NEA, hence the management is of view that in absence of evidences and supportings for any claims made by NEA, the demand liability raised by NEA shall be waived off by appropriate authorities of Nepal.

The data provided by NEA for outstanding disputed dues payable by the company till Mangshir 2080 stands to NPR 57,38,77,965 which has been disclosed as contingent liabilities.

** The company has filed appeal in earlier years for income tax assessment of FY 2075-76, FY 2076-77 and FY 2077-78 in Revenue Tribunal, Kathmandu against the decision of IRD for administrative review for income tax assessments by Large Tax payer Office for the financial years 2075-76, FY 2076-77 and FY 2077-78. The Revenue Tribunal has provided its verdict for the said cases in the current year. Out of the disputed matters, decision of Tribunal for some of the matters are made in the favour of the company whereas others in the favour of IRD. The board of the company has decided to accept the decision of Tribunal for all three financial years i.e. 2075-76, 2076-77 and 2077-78 and hence no further appeal has been done. Since the Re-assessments of the cases has not yet been conducted by the Large Taxpayer Office, the disputed tax amount has been still shown as contingent liabilities.

38. RELATED PARTIES AND TRANSACTIONS WITH RELATED PARTIES

All transactions with related parties are carried out by the Company at arm's length prices.

Entity that is controlled by Key Managerial Person	Key Managerial Person	Designation
Bala Mines Pvt.Ltd.	Mr. Ratan Lal Tayal	Chairman
Bhawani Refinery & Mines Pvt. Ltd.	Mr. Nipesh Tayal	Managing Director
Ganapati Mines Pvt.Ltd.	Mr. Prakash Tayal	Director
Ganga Mines Pvt.Ltd	Mr. Ankit Khadka	Director
Kalika Mines Pvt.Ltd.	Ms. Chandrakala Kumari Bohara	Director
Muna Mines Pvt . Ltd	Mr. Deepak Thapa	Director
P.T. Mines Pvt. Ltd.	Ms. Rachana Kumari Ojha	Director
Riche Mines Pvt. Ltd.	Ms. Alisha Pandey	Former Director
Sona Mines Pvt.Ltd.	Mr. Bhim Prasad Pathak	General Manager
Sonalika Mines Pvt.Ltd.		
Sundar Mines Pvt.Ltd.		
Surya Mining Pvt. Ltd.		
Bala Trade Link Pvt.Ltd		
Bala Investment Pvt. Ltd.		
Ganpati Investment Pvt. Ltd.		
Muna Investment Pvt. Ltd.		
Sona Investment Pvt. Ltd.		
Sonalika Investment Pvt. Ltd.		
Tayal Investment Pvt. Ltd		
A.N. Mining Pvt.Ltd.		
Bijauri Mines Pvt. Ltd.		
Ganga Investment Pvt. Ltd.		
R.P.Mining Pvt. Ltd.		
Kalika Malika Fuel Center Pvt. Ltd.		

Party Name	Purchase
A.N. Mining Private Limited	89,863,051
R.P. Mining Private Limited	335,670
Bala Mines Pvt.Ltd.	1,260,000
Bhawani Refinery & Mines Pvt. Ltd.	1,020,000
Bijauri Mines Pvt. Ltd.	840,000
Ganga Mines Pvt.Ltd	-
Kalika Mines Pvt.Ltd.	1,200,000
P.T. Mines Pvt. Ltd.	1,200,000
Riche Mines Pvt. Ltd.	1,260,000
Sona Mines Pvt.Ltd.	1,200,000
Sonalika Mines Pvt.Ltd.	1,140,000
Surya Mining Pvt. Ltd.	780,000
Kalika Malika Fuel Center Pvt. Ltd.	64,612,109
Party Name	Sales
A.N. Mining Private Limited	50,027

Balances As on Ashadh 31, 2081

S.N.	Party Name	Closing Balance
1	Bala Mines Pvt.Ltd.	7,423,048
2	Bhawani Refinery & Mines Pvt. Ltd.	6,885,531
3	Ganapati Mines Pvt.Ltd.	6,044,605
4	Ganga Mines Pvt.Ltd	(2,502,590)
5	Kalika Mines Pvt.Ltd.	1,655,676
6	Muna Mines Pvt . Ltd	3,830,092
7	P.T. Mines Pvt. Ltd.	9,355,148
8	Riche Mines Pvt. Ltd.	9,236,218
9	Sona Mines Pvt.Ltd.	9,582,759
10	Sonalika Mines Pvt.Ltd.	8,905,581
11	Sundar Mines Pvt.Ltd.	1,616,953
12	Surya Mining Pvt. Ltd.	8,389,151
13	Bala Trade Link Pvt.Ltd	61,913,468
14	Bala Investment Pvt. Ltd.	(1,014,432)
15	Ganpati Investment Pvt. Ltd.	3,314,535
16	Muna Investment Pvt. Ltd.	1,088,672
17	Sona Investment Pvt. Ltd.	15,434,456
18	Sonalika Investment Pvt. Ltd.	14,925,357
19	Tayal Investment Pvt. Ltd	1,026,918
20	A.N. Mining Pvt.Ltd.	148,937,521
21	Bijauri Mines Pvt. Ltd.	6,534,861
22	Ganga Investment Pvt. Ltd.	347,667
23	R.P.Mining Pvt. Ltd.	220,479,463
24	Kalika Malika Fuel Center Pvt. Ltd.	72,252,689

Director Remuneration

Name of Director	Amount	Period
Mr. Nipesh Tayal	7,647,000.00	Shrawan 1st, 2080 till 31st Ashadh, 2081 including Provident Fund and Dashain Bonus of 1 month.

Meeting Fees

Particulars	Amount
Board Meeting Fees	174,000.00

—◆ Note ◆—

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—◆ Note ◆—

—...◆ Note ◆...—

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अब हाम्रै काँधमा छ,
सुरक्षित नेपालको अभिभारा



सोनापुर

मिनरल्स एण्ड आयल लि.

तुलसीपुर-१८, दुधरास, दाङ



सोनापुर
मिनरल्स एण्ड आयल लि.

सोनापुर मिनरल्स एण्ड आयल लिमिटेड

का.म.न.पा. वडा नं. ९, बत्तीसपुतली। फोन नं. : ०१-४५७८०२८, ४५८३९०२

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