



रिज लाइन इनजी लिमिटेडको चौथो बार्षिक साधारण समामा प्रस्तुत

# बार्षिक प्रतिबिद्धन

## २०८२



# रिज लाईन इनजी लिमिटेड

## सञ्चालक समिति



डा. बसन्त गिरी  
अध्यक्ष



रेखन्त कुमार रावत  
सञ्चालक



प्रदीप राज गिरी  
सञ्चालक



नारायण कँडेल  
सञ्चालक



दिपेन्द्र हमाल  
सञ्चालक



प्रतिमा तिवारी  
सञ्चालक



डा. विलोद पोखरेल  
स्वतन्त्र सञ्चालक

## मुख्य कार्यालयामा कार्यरत व्यवस्थापन कर्त्त्वार्थी



रोशन पौडेल  
प्रमुख सञ्चालन अधिकृत/  
कम्पनी सचिव



शिव न्यौपाने  
अफिस एकाउन्टेन्ट

## विषय सूचि

प्रोक्सी फारम

२

वार्षिक साधारणसभा सम्बन्धी सूचना

३-४

कम्पनी ऐन २०६३ बमोजिम सञ्चालक समितिको  
प्रतिवेदन

५-१५

आर्थिक वर्ष २०८१/०८२ को सक्षिप्त वार्षिक  
आर्थिक प्रतिवेदन

१६

लेखा परीक्षकको प्रतिवेदन (२०८१/८२)

१७-५२

नोट

५५-६०

# रिज लाइन इनर्जी लिमिटेड

ललितपुर जिल्ला, ललितपुर महानगरपालिका वडा नं. १, ललितपुर ।

प्रतिनिधि नियुक्त गर्ने फारम (प्रोक्सी)

अनुसूची - २७

(दफा ७१ को उपदफा (३) सँग सम्बन्धित)

साधारण सभामा मतदान गर्न आफ्नो प्रतिनिधि नियुक्त गर्ने निवेदनको ढाँचा

श्री सञ्चालक समिति

रिज लाइन इनर्जी लिमिटेड

ललितपुर जिल्ला, ललितपुर महानगरपालिका वडा नं. १, ललितपुर ।

विषय: प्रतिनिधि नियुक्ति गरेको वारे ।

महाशय,

उपरोक्त विषयका सम्बन्धमा ..... जिल्ला .....

नगरपालिका/गाउँपालिका वडा नं. ..... बस्ने म/हामी ..... ले त्यस कम्पनीको शेयरधनीको हैसियतले मिति २०८२ साल भाद्र महिना ४ गते तदनुसार सन् २०२५ अगस्ट २० बुधवारका दिन हुने चौथो वार्षिक साधारण सभामा म/हामी स्वयं उपस्थिति भई छलफल तथा निर्णयमा सहभागी हुन नसक्ने भएकाले उक्त सभामा मेरा/हामी तर्फबाट भाग लिन तथा मतदान गर्नका लागि जिल्ला ..... नगरपालिका/गाउँपालिका वडा नं. ..... बस्ने श्री लाई मेरो/हामी प्रतिनिधि नियुक्त गरी पठाएको छु/पठाएका छौं । धन्यवाद ।

प्रतिनिधि नियुक्त भएको व्यक्तिको,

दस्तखत: .....

नाम:

ठेगाना:

शेयरधनी नं./हितग्राही नं.:

सम्पर्क नम्बर:

प्रतिनिधि नियुक्त गर्ने निवेदक,

दस्तखत: .....

नाम:

ठेगाना:

शेयरधनी नं./हितग्राही नं.:

शेयर संख्या:

सम्पर्क नम्बर:

मिति:

द्रष्टव्य:

- यो निवेदन सभा हुनुभन्दा कम्तीमा २४ घण्टा अगावै कम्पनीको रजिष्टर्ड कार्यालयमा पेश गरिसक्नु पर्नेछ ।
- शेयरधनी बाहेक अन्य व्यक्तिलाई प्रतिनिधि नियुक्त गर्न सकिने छैन ।

## प्रवेश-पत्र

श्री रिज लाइन इनर्जी लिमिटेडको मिति २०८२/०५/०४ मा हुने चौथो वार्षिक साधारण सभामा उपस्थिति हुन यो प्रवेश-पत्र जारी गरिएको प्रवेश पत्र ।

हस्ताक्षर: .....

शेयरधनीको नाम:

ठेगाना:

शेयरधनी नं./हितग्राही नं.:

शेयर संख्या:

.....

रोशन पौडेल  
कम्पनी सचिव

द्रष्टव्य: सभा कक्षमा प्रवेश गर्न यो प्रवेश पत्र अनिवार्य रूपमा लिई आउन हुन अनुरोध छ । अन्यथा सभा कक्षमा प्रवेश गर्न पाइने छैन ।

चौथो वार्षिक साधारण सभा

## रिज लाइन इनर्जी लिमिटेड

ललितपुर जिल्ला, ललितपुर महानगरपालिका वडा नं. १, ललितपुर, फोन नं. ०१-५९००११४  
ईमेल: info@ridgeline.com.np, वेबसाईट: www.ridgeline.com.np

## चौथो वार्षिक साधारण सभाको सम्बन्धी सूचना

प्रथम पटक प्रकाशित मिति : २०८२/०४/१२

दास्तो पटक प्रकाशित मिति : २०८२/०४/१३

श्री शेयरधनी महान् भावहरु,

मिति २०८२/०४/११ मा बसेको यस कम्पनीको सञ्चालक समितिको ९५औं बैठकको निर्णयानुसार कम्पनीको चौथो वार्षिक साधारण सभा निम्न मिति, समय र स्थानमा निम्न विषयहरूमा छलफल तथा निर्णय गर्न बस्ने भएको हुँदा सम्पूर्ण शेयरधनी महानभावहरूको उपस्थितिको लागि यो सचना प्रकाशन गरिएको छ ।

सभा बस्ने मिति, समय र स्थान

मिति : २०८२ साल भाद्र महिना ४ गते (तदनुसार सन् २०२५ अगस्त २०) बृद्धबार।

समय : अपरान्ह 3:00 बजे ।

स्थान : होटल हिमालय, कुपण्डोल हार्डट, ललितपुर।

छलफल तथा निर्णयका लागि निर्धारित विषयसची

क) सामान्य प्रस्तावः

(१) आर्थिक वर्ष २०८१/०८२ को सञ्चालक समितिको प्रतिवेदन बारे ।

(२) लेखापरीक्षकको प्रतिवेदन सहित २०८२ आषाढ मसान्तको वासलात, सोही मितिमा समाप्त आर्थिक वर्ष २०८१/०८२ को नाफा-नोकसान हिसाब तथा नगद प्रवाह विवरण लगायतका वित्तीय विवरणहरु बारे ।

(३) कम्पनी ऐन २०६३ को दफा १११ अनुसार आर्थिक वर्ष २०८२/०८३ को लागि लेखापरीक्षकको नियुक्ति गर्ने र निजको पारिश्रमिक निर्धारण गर्ने बारे ।

(४) सञ्चालक समितिले प्रस्ताव गरे बमोजिम लाभांश रकम रु. ७,७८,३५,७८९.४७/- (अक्षरेपी सात करोड अठहत्तर लाख पैंतीस हजार सात सय उनानब्बे रुपैयाँ चार सात पैसा) नगद लाभांश स्वीकृत गर्ने बारे ।

(५) सञ्चालक समितिमा पितृ १ (एक) जना सञ्चालक चयन गर्ने बाबे ।

उवा) विशेष पस्तावः

(१) कम्पनीले सर्वसाधारणका लागि प्राथमिक शेयर निष्काशन गर्ने बारे ।  
(२) प्रागिस्थिक सार्वजनिक निष्काशनबाट पास हुने रुकम्को उपयोग गर्ने बारे ।

### ३) विविध।

नोट: साधारण सभामा भाग लिनका लागि प्रतिनिधि (प्रोक्सी) नियुक्त गर्न चाहने शेयरधनीहरूले प्रचलित कम्पनी कानूनले तोकेको ढाँचामा प्रतिनिधिपत्र (प्रोक्सी) फारम भरी सभा शुरु हुनुभन्दा कम्तीमा २४ (चौविस) घण्टा अगाडि प्रतिनिधि (प्रोक्सी) पत्र कम्पनीको रजिष्टर्ड कार्यालयमा दर्ता गराई सक्नु पर्नेछ । अन्य थप जानकारीको लागि कम्पनीको वेबसाईट <https://www.ridgeline.com.np> वा रजिष्टर्ड कार्यालयमा सम्पर्क राख्न हन अनरोध गर्दछौ ।

सञ्चालक समितिको आज्ञाले,  
कम्पनी सचिव



## रिज लाइन इनर्जी लिमिटेड

ललितपुर जिल्ला, ललितपुर महानगरपालिका वडा नं. १, ललितपुर ।

### चौथो वार्षिक साधारण सभामा प्रस्तुत सञ्चालक समितिको प्रतिवेदन

श्री शेयरधनी महानुभावहरु,

रिज लाइन इनर्जी लिमिटेडको चौथो वार्षिक साधारण सभामा उपस्थित सम्पुर्ण आमन्त्रित अतिथिगण, शेयर सदस्यहरु, सञ्चालक सदस्यहरु, लेखापरीक्षक, तथा उपस्थित शुभचिन्तकहरुमा कम्पनीको सञ्चालक समितिको तर्फबाट हार्दिक स्वागत तथा न्यानो अभिवादन टक्रयाउन चाहन्छौं । गत आ.व. २०८१/८२ को वार्षिक प्रतिबेदन सहित यस कम्पनीको २०८२ आषाढ मसान्त सम्मको वासलात, नाफा-नोक्सान, नाफा नोक्सान बाँडफाँड हिसाब, नगद प्रवाह विवरण तथा आवश्यक अन्य वित्तीय विवरणहरु यस गरिमामय सभामा स्वीकृतिका लागि प्रस्तुत गर्ने अनुमति चाहन्छौं ।

#### कम्पनीको सक्षिप्त परिचय

मति २०८४/०९/१३ मा रिज लाइन इनर्जी प्राइमेट लिमिटेडको नाममा कम्पनी संस्थापन गरिएको थियो । यस कम्पनीले गोरखा जिल्ला अजिरकोट गाउँपालिका वडा नं. २, चेपेखोलामा सुपर चेपे जलविद्युत आयोजनाको विद्युत उत्पादन गर्न विद्युत उत्पादनको सर्वेक्षण अनुमतिपत्र प्राप्त गरि ९.०५ मेगावाट क्षमताको जलविद्युत उत्पादन गर्न सकिने सम्भावना देखिएको कारण विद्युत विकास विभागबाट २०८८/०२/०७ मा विद्युत उत्पादनको अनुमतिपत्र प्राप्त गरेको थियो । यस कम्पनीले प्राइमेट लिमिटेडमा कार्य गर्दै गर्दा सुपर चेपे जलविद्युत आयोजनाको निर्माण प्रयोजनका लागि थप स्रोत आवश्यक भएको र कम्पनीमा कायम शेयरधनीबाटमात्र सम्भव नभएको हुँदा कम्पनीको साधारण सभाबाट कम्पनीलाई प्राइमेट लिमिटेडबाट पब्लिक लिमिटेडमा परिणत गर्ने निर्णय भई मिति २०८९/०२/२५ मा पब्लिक लिमिटेड कम्पनीमा परिणत भइसकेको छ । उक्त मिति पश्चात् प्राइमेट लिमिटेड कम्पनीको सम्पत्ति, ऋण र दायित्व यस कम्पनीबाट साकार गरिएको छ । यस कम्पनीले प्रबर्द्धन गरेको गोरखा जिल्ला अजिरकोट गाउँपालिका वडा नं. २, चेपेखोलामा अवस्थित सुपर चेपे जलविद्युत आयोजनाले (जडित क्षमता ९.०५ मेगावाट) मिति २०८०/१०/०८ बाट व्यवसायिक विद्युत उत्पादन सुरु गरि रहेको छ ।

## आर्थिक वर्ष २०८१/०८२ को आर्थिक कारोबारको सिंहावलोकन

आर्थिक वर्ष २०८०/०८१ र आर्थिक वर्ष २०८१/०८२ मा कम्पनीले गरेको आर्थिक कारोबारको मुख्य वित्तीय विवरणको तुलनात्मक अवस्था तथा सुचकाङ्कहरु निम्न बमोजिम प्रस्तुत गरिएको छः

क्र.स.	विवरण	आ.ब. २०८०/०८१ (रु)(क)	आ.ब. २०८१/०८२ (रु)(ख)	फरक (रु)(ख-क)
१	शेयर पूँजी (रु)	६०,४५,७९,९००/-	९२,४३,००,०००/-	३१,९७,२०,१००/-
२	शेयरको लागी अग्रिम जम्मा रकम	०	०	०
३	जगेडा कोष	१५,९५,५९,२६६/-	२८,९८,५५,७२६/-	१३,०३,०४,४६०/-
४	मध्यम तथा दिघकालिन ऋण	१,२५,२२,८९,४३६/-	१,२३,५८,८९,५७९/-	(१,६३,९९,८६५/-)
५	स्थीर सम्पत्ति	२,२०,६३,०८,९०२/-	२,१४,९२,६०,७३०/-	(५,७०,४८,१७२/-)
६	अन्य गैर चालु सम्पत्ति	५,००,०९,०००/-	१५,८२,९३,६५०/-	१०,८२,९२,६५०/-
७	चालु सम्पत्ति	४,९९,०९,४०८/-	६,०६,३०,४३७/-	१,०७,२९,०२९/-
८	चालु ऋण	२७,८०,९०,८३०/-	१,६३,९९,८६४/-	(२६,९६,९९,९६६/-)
९	नगर तथा बैंक मौज्दात	१,३७,७५,७३०/-	१०,७०,९९,९७९/-	९,३३,९५,४४९/-

### सुपर चेपे आयोजनाको विद्युत उत्पादन सम्बन्धमा:

यस कम्पनी र नेपाल विद्युत प्राधिकरण बीच भएको विद्युत खरिद-बिक्रि सम्झौतापत्र अनुसार सुपर चेपे जलविद्युत आयोजनाको व्यावसायिक उत्पादन प्रारम्भ गर्ने मिति २०८१/०२/३१ (RCOD) रहेता पनि सुपर चेपे जलविद्युत आयोजनाको व्यावसायिक उत्पादन प्रारम्भ मिति २०८०/१०/०८ मा (करिब पाँच महिना पहिले) गर्न सफल भएको थियो ।

### आर्थिक वर्ष २०८१/०८२ को सुपर चेपे आयोजनाबाट विद्युत उत्पादन तथा बिक्रीको अवस्था:

महिना	लक्ष्य (युनिट)	जम्मा उत्पादन (युनिट)	प्रति युनिट दर	जम्मा उत्पादन बिक्रि (नि.रु)	प्राप्त रकम (नि.रु)
२०८१ श्रावण	६५,३६,८५२	५४,०९,७८०	४.८	२,५९,६६,९४४.००	२,५५,२५,८०३.९८
२०८१ भाद्र	६३,३२,५७५	५६,८४,६४०	४.८	२,७२,८६,२७२.००	२,६९,५५,१२३.९८
२०८१ आश्विन	६१,२८,२९८	४६,०८,७२०	४.८	२,२१,२१,८५६.००	२,१९,८५,७७६.००
२०८१ कार्तिक	६१,२८,२९८	४८,११,२१०	४.८	२,३०,९३,८०८.००	२,२८,३१,४४४.८०
२०८१ मंसीर	४५,२६,३१७	५०,९२,२७०	४.८	३,१५,४५,२७१.८७	३,१५,२६,७२३.७०
२०८१ पुष	३०,०६,००६	३७,२७,६२०	८.४	२,८२,८१,२२७.६४	२,८२,८१,११९.६५
२०८१ माघ	२४,३३,५४९	२८,७४,९००	८.४	२,२२,९२,१२७.१०	२,२२,९०,७२३.१०
२०८१ फाल्गुण	२१,१३,२९२	२७,५८,०६०	८.६५	२,१०,६५,३७२.९८	२,१०,६४,९४०.७८
२०८१ चैत्र	२०,९८,८३३	२४,४१,८६०	८.६५	१,९६,३८,४९४.०७	१,९६,३२,०३१.३९
२०८२ बैशाख	२७,०५,९११	२८,६५,६६०	८.६५	२,४०,९६,२४५.८३	२,४०,९३,७६१.८३
२०८२ जेठ	६३,३२,५७५	४३,५४,०४०	४.९४	२,९८,०३,०७०.७०	२,९२,०३,०९५.५५
२०८१ असार	६५,३६,८५१	४७,८७,७२०	४.८	२,३४,५८,६७६.८०	
<b>जम्मा</b>	<b>५,४८,७९,३५७</b>	<b>४,९३,७६,६८०</b>			

आर्थिक वर्ष २०८१/०८२ को सुपर चेपे आयोजनाबाट विद्युत उत्पादन तथा बिक्रीको अवस्था निम्न बमोजिम रहेको छः  
 आर्थिक वर्ष २०८१/०८२ मा यस कम्पनीले ५,४८,७९,३५७ युनिट विद्युत उत्पादन गर्ने लक्ष्य राखेकोमा जम्मा ४,९३,७६,६८० युनिट विद्युत उत्पादन गर्न सफल भएको छ । साथै कम्पनीले आर्थिक वर्ष २०८०/०८१ मा रु. १२,४३,०७,५१६/- को विद्युत बिक्री आमदानी गरि विद्युत उत्पादन लक्ष्यको ८९.६२ प्रतिशत मात्र विद्युत बिक्री गर्न सफल भएकोमा यस समिक्षा आर्थिक वर्ष २०८१/०८२ मा रु. २९,७५,२२,३६१/- को विद्युत बिक्री आमदानी गरि विद्युत उत्पादन लक्ष्यको ८९.९७ प्रतिशत मात्र विद्युत बिक्री गर्न कम्पनी सफल भएको थियो ।

### भविष्यका सम्बन्धमा योजना

यस कम्पनीको प्रारम्भिक सार्वजनिक शेयर निष्काशन गरि कम्पनीलाई नेपाल स्टक एक्सचेन्ज लिमिटेडमा कारोबार गर्ने लक्ष्य रहेको छ ।

### प्रारम्भिक सार्वजनिक शेयर निष्काशन सम्बन्धमा

१. यस कम्पनीको मिति २०८१/११/२३ मा सम्पन्न दोस्रो वार्षिक साधारण सभाबाट जारी पूँजीको १० प्रतिशत शेयर ९.०५ मेगाबाट क्षमताको सुपर चेपे जलविद्युत आयोजनाबाट प्रभावित क्षेत्रका बासिन्दाहरु र जारी पूँजीको १२ प्रतिशत सर्वसाधारणलाई निष्काशन गर्ने निर्णय भएको थियो ।
२. केयर रेटिङ नेपाल लिमिटेडले यस कम्पनीको रेटिङ गरि “CARE-NP BB-Is\_, [Double B Minus Issuer Rating]” रेटिङ प्रदान गरेको छ । उक्त रेटिङ मिति २०८२/०६/२२ सम्म बहाल रहेको छ ।
३. शेयर निष्काशन तथा बिक्री प्रबन्धकमा प्रभु क्यापिटल लिमिटेडलाई मिति २०७८/०६/१२ मा सम्झौता गरि नियुक्त गरिएको थियो ।
४. शेयर सार्वजनिक निष्काशन गर्दा बिक्री नभएमा बिक्री गर्ने सुनिश्चितका लागि प्रत्याभूति सम्झौता मुक्तिनाथ क्यापिटल लिमिटेडसँग मिति २०८२/०२/११ मा सम्झौता भएको छ ।
५. विद्युत नियमन आयोगबाट सर्वसाधारणका लागि सार्वजनिक निष्काशन गर्नका लागि मिति २०८०/०८/१५ मा स्वीकृत प्रदान गरेको छ । साथै शेयरको प्रारम्भिक सार्वजनिक निष्काशनको संशोधनमा मिति २०८२/०३/०६ मा स्वीकृत प्रदान गरेको छ ।
६. कम्पनीको धितोपत्र दर्ता र प्रारम्भिक निष्काशनको अनुमतिका लागि मिति २०८०/०८/२५ मा नेपाल धितोपत्र बोर्ड समक्ष निवेदन गरेका छौं ।
७. नेपाल धितोपत्र बोर्डले मिति २०८०/११/३० को पत्र अनुसार यस कम्पनीले स्वीकृतिका लागि पेश गरेको विवरणपत्रमा सामान्य परिमार्जनको लागि अनुरोध भएको थियो । नेपाल धितोपत्रको बोर्डको सुझाव अनुसार यस कम्पनीले विवरणपत्रमा आवश्यक सुधार गरि मिति २०८१/०२/२० मा नेपाल धितोपत्र बोर्ड समक्ष पेश गरिसकेको छ ।
८. नेपाल धितोपत्रको बोर्डको सुझाव अनुसार यस कम्पनीले विवरणपत्रमा आवश्यक सुधार गरि मिति २०८२/०३/१० मा नेपाल धितोपत्र बोर्ड समक्ष पेश गरिसकेको छ । उक्त विवरणपत्र स्वीकृत हुने कम्पनीले आशा गरेको छ ।

## राष्ट्रिय तथा अन्तर्राष्ट्रिय परिस्थितिबाट कम्पनीको कारोबारमा परेको असर

यस कम्पनीबाट प्रवर्द्धन भएको सुपेरचेपे परियोजना पूर्ण क्षमतामा संचालन गर्न सकिने अवस्था हुदाँ हुदै पनि हालसम्म विद्युत खरिद बिक्रि सम्झौता (PPA) को ८९.९७% मात्रै विद्युत बिक्रि गर्न सकिएको छ । यसको मुख्य कारणमा नेपाल विद्युत प्राधिकरणको मार्किचोक भरतपुर ट्रान्समिसन लाईन निर्माण कार्य नसकिएको कारण देखाउदै नेपाल विद्युत प्राधिकरणले उत्पादन भएजति विद्युत लिन नसकेकोले हो ।

यस समस्या समाधानको लागि नेपाल विद्युत प्राधिकरणको समन्वयमा दोर्दी मर्याङ्गदी करिडोरका स्वतन्त्र उर्जा उत्पादक आयोजना प्रवर्धकहरूबाट विशेष पहल र आर्थिक सहयोगमा मर्याङ्गदी करिडोर २२० के भि प्रसारण लाईन (मार्किचोक-भरतपुर खण्ड) प्रसारण लाईन निर्माण सम्पन्न गर्न निरन्तर रुपमा काम भै रहेको अवस्था छ र यस कामको लागि कम्पनीले आर्थिक वर्ष २०८१/०८२ मा रु. २७,१५,०००/- योगदान गरेको छ ।

## सुख्खायामको उर्जा बृद्धि योजना

आयोजनास्थलमा उपलब्ध खोल्सीको पानी थप गरि इनर्जी बढाउन सकिने अध्ययनबाट देखिएको हुदाँ सुपर चेपे जलविद्युत आयोजनाको सुख्खायामको उर्जा बृद्धि गर्ने प्रक्रिया अगाडी बढेको छ ।

## कम्पनीको औद्योगिक तथा व्यावसायिक सम्बन्ध

यस कम्पनीले सबै सरकारी निकायहरु, संघ संस्था, शेयरधनी महानुभावहरु लगायत अन्य सरोकारवाला निकाय तथा व्यक्तिहरु संग पारदर्शी एवम सुमधुर सम्बन्ध कायम राख्दै आएको छ । कम्पनीले नेपाल सरकारको विभिन्न निकायहरु जस्तै विद्युत विकाश विभाग, नेपाल विद्युत प्राधिकरण, उद्योग विभाग, कम्पनी रजिष्टरारको कार्यालय, आन्तरीक राजश्व कार्यालय, नेपाल सरकारका मन्त्रालयहरु, बैंक तथा वित्तीय संस्थाहरु, विमा कम्पनी, आयोजना क्षेत्रमा स्थानिय सरकारी निकायहरु, पार्ट-पूर्जा तथा उपकरण आपुर्तीकर्ता, तथा अन्य सबै सरोकारवालाहरु संग सौहार्दपूर्ण सुमधुर सम्बन्ध कायम राख्दै व्यवसाय सञ्चालन गर्दै आएको छ । साथै कम्पनीले जलविद्युत क्षेत्रमा के-कसरी लगानी बढाउन सकिन्छ भन्ने विषयमा विभिन्न संघ संस्थासंगको छलफललाई निरन्तरता दिँदै आएको छ ।

## मानव संशाधन

कम्पनीको व्यवस्थापनमा हाइड्रोपावर क्षेत्रमा लामो अवधिको कार्य अनुभव हासिल गरिसकेका योग्य, दक्ष कर्मचारीहरु रहेका छन् । कर्मचारीहरु कम्पनीका अमूल्य सम्पत्ति हुन् भन्ने मान्यतालाई आत्मसात गरी कम्पनीले कार्यसम्पादनमा प्रभावकारी भूमिका निर्वाह गर्न एवं कर्मचारीको वृत्ति विकासका विशेष ध्यान दिँदै आएको छ । कम्पनीको मानव संशाधन विकासमा कर्मचारीहरुको वार्षिक कार्य सम्पादन मूल्यांकन गरी सोही बमोजिम निजहरुको स्तर, पारिश्रमिक एवं सुविधा बृद्धि गर्ने परिपाटी लिइएको छ । यसका अतिरिक्त कम्पनीको सदैव योग्य, दक्ष, लगनशिल तथा इमान्दार कर्मचारीहरु नियुक्त गर्ने र त्यस्ता योग्य कर्मचारीहरुलाई कम्पनीको सेवामा कायमै राख्न उत्प्रेरित गर्नेमा प्रतिबद्ध छ । व्यवस्थापनको सोच तथा कर्मचारीको लगानले नै कम्पनीलाई यस विन्दुमा सम्म सफलता पूर्वक आईपुग्न सहयोग गरेको छ ।



## संस्थागत सुशासन

कम्पनी संस्थागत सुशासनको स्तरलाई सदैव अत्यन्त उच्च कायम राख्ने कुरामा पूर्ण प्रतिवद्ध छ । संस्थागत सुशासन कम्पनीको काम कारबाहीको मार्ग दर्शनको रूपमा रहेको मनन गर्दै सोही अनुरूप सञ्चालक समितिका काम कारबाहीहरु तथा कम्पनीका अन्य सबै क्रियाकलापहरु पारदर्शी रूपमा सञ्चालन गरी संस्थागत सुशासनको विकास गर्न एवं सो को अनुभूति गराउन कम्पनी सदैव कृयाशिल छ । कम्पनी नेपाल विद्युत विकास विभाग, नेपाल विद्युत प्राधिकरण तथा उर्जा मन्त्रालयले एवं सम्बन्धित नियमनकारी निकायहरुबाट समय समयमा जारी भएका नीति निर्देशनलाई सजगताका साथ पूर्ण रूपमा पालना गर्दै आएको छ ।

### सञ्चालक समितिमा भएको हेरफेर र सो को कारण

मिति २०८०/०६/०३ मा सम्पन्न दोसो वार्षिक साधारण सभाबाट नियुक्त भए अनुसार आर्थिक वर्ष २०८०/०८१ मा कम्पनीको सञ्चालक समितिमा ७ जना रहेका छन् । कम्पनीको सञ्चालक समितिमा डा. बसन्त गिरी, रेवन्त कुमार रावत, प्रदीप राज गिरी, नारायण कडेल, दिपेन्द्र हमाल, प्रतिमा तिवारी र डा. विनोद पोखरेल रहेका छन् । दोश्रो वार्षिक साधारण सभा पश्चात् नियुक्त सञ्चालक समितिमा कुनै हेरफेर भएको छैन ।

### संस्थागत सामाजिक उत्तरदायित्व

संस्थागत सामाजिक उत्तरदायित्व अन्तर्गत कम्पनीले सुपर चेपे जलविद्युत आयोजनाको क्षेत्रमा हुन सक्ने बातावरणयिय हास कम गर्ने र जगेर्ना गर्न विभिन्न सचेतनाको उपाय अपनाई रहेको छ । यस अलावा कम्पनीले विशेष गरेर सुपर चेपे जलविद्युत आयोजना वरिपरीका प्रत्यक्ष वा अप्रत्यक्ष रूपमा प्रभावित क्षेत्रहरुमा रोजगारी, सामुदायिक भवन निर्माण, विद्यालय, बाटोघाटो जस्ता कार्यहरुमा उल्लेख्य सहयोग पुऱ्याउदै आएको छ ।

आर्थिक वर्ष २०८०/०८१ को नाफाको एक प्रतिशत हुन आउने रकम रु. ७,४३,५५४.२९/- कम्पनीले यस आर्थिक वर्ष २०८१/०८२ मा संस्थागत सामाजिक उत्तरदायित्वमा खर्च गरि आयोजना प्रभावित क्षेत्र अजिरकोट-१, गोरखा ओलांगमा २ वटा ढुँगेधारा, २०० मिटर गोरेटो बाटो तथा २ वटा चौतारा निर्माण गरिएको छ ।

### कम्पनीको कारोबारलाई असर पार्ने मुख्य कुराहरु

कम्पनीको कारोबारलाई असर पार्न सक्ने मुख्य कारणहरु देहाय अनुसार छन्:

- नेपालको संविधान बमोजिम संघियता कार्यन्वयनका क्रममा संघिय सरकार तथा प्रादेशिक सरकारले जारी गर्ने ऐन, कानून, नियमहरु तथा विद्यमान ऐन कानूनमा हुने संशोधन तथा परिवर्तनले निजी क्षेत्रबाट प्रवृद्धन गरिने जलविद्युत आयोजनाको निर्माण तथा सञ्चालनमा अनुकुल/प्रतिकुल असर पर्न सक्ने ।
- बन्द हडताल, चक्काजाम, नाकाबन्दी, जस्ता राजनीतिक घटनाक्रम, बाढी पहिरो, खडेरी, भुकम्प, आदि जस्ता अप्रत्याशित प्रकोप, बैंकको व्याजदरमा वृद्धि, आदि आर्थिक र वित्तीय कारणले पनि जलविद्युत आयोजनाको विद्युत उत्पादन र कम्पनिको आम्दानीमा प्रतिकुल असर पर्न सक्दछ ।
- अन्तर्निहित जोखिमहरु:

- अ. खडेरी, अनावृष्टि, जलस्रोत मुहानमा अप्रत्याशित परिवर्तन, जलवायु परिवर्तनका कारण हुने अनपेक्षित वातावरणिय परिवर्तन आदिका कारण पानीको स्रोतमा कमी आएमा उत्पादन क्षमतामा कमी आउन सक्ने ।
- आ. प्राकृतिक प्रकोप तथा नियन्त्रण बाहिरका परिस्थितिहरु सृजना भई आयोजनाको भौतिक संरचना तथा उपकरणहरुमा क्षति पुऱ्याएमा खर्च वृद्धि हुन सक्ने तथा व्यवसायिक आम्दानीमा कमी हुन सक्ने ।
- इ. प्रशारण लाईनमा हुन सक्ने प्राविधिक वा यान्त्रिक गडबडीका कारण उत्पादित विद्युत आपूर्ति अवरुद्ध हुन सक्ने ।
- ई. विद्युत केन्द्रमा जडित मेसिन तथा यान्त्रिक उपकरणमा हुने खराबीका कारण विद्युत उत्पादन तथा आपूर्ति अवरुद्ध हुन सक्ने ।

उपरोक्त सम्भावित जोखिमहरुलाई न्यूनिकरण गर्न उपकरणहरुको ह्रास खर्चको व्यवस्थाका साथै यस कम्पनीको जलविद्युत केन्द्रहरुको सम्पूर्ण संरचना, मेसिन, औजार तथा उपकरणहरुको बिमा गरिएको छ । साथै नियमित तथा आकस्मिक रूपमा मेसिनरी, उपकरण, सिभिल संरचना तथा प्रसारण लाईन आदिको निरिक्षण र मर्मत सम्भार गरिने व्यवस्था मिलाउनुका साथै जलविद्युत केन्द्रको नियमित मर्मत सम्भारका लागि आवश्यक पर्ने पार्टपूर्जाको व्यवस्था गरि नियमित अनुगमन तथा निरिक्षणको व्यवस्था गरिएको छ ।

#### लेखापरीक्षण प्रतिवेदनमा कुनै कैफियत भएको भए सो उपर सञ्चालक समितिको प्रतिक्रिया

लेखापरीक्षण प्रतिवेदनमा नियमित कारोबारमा देखिएका सामान्य कैफियत, प्रतिकृया र सुभावमाथि सञ्चालक समितिको ध्यानाकर्षण भई लेखा परीक्षकबाट प्राप्त भएका सुभाव, प्रतिकृया कार्यान्वयन गर्न व्यवस्थापनलाई निर्देशन दिइएको छ ।

#### लाभांश बाँडफाँड गर्न सिफारिश गरिएको रकम

आर्थिक वर्ष २०८१/०८२ को मुनाफाबाट रु. ७,७८,३५,७८९.४७/- (अक्षरेपी सात करोड अठहत्तर लाख पैसीस हजार सात सय उनानब्बे रूपैयाँ चार सात पैसा) नगद लाभांश स्वीकृत कम्पनीका शेयरधनीलाई लाभांश बाँडफाँड गर्न साधारण सभाका लागि सिफारिस गरेको छ ।

#### लेखापरीक्षकको नियुक्ती

लेखापरीक्षक टि. कार्की एण्ड एसोसिएट्स (T.Karki and Associates) चार्टर्ड एकाउन्टेन्टसलाई आर्थिक वर्ष २०८१/०८२ कम्पनीको लेखापरीक्षण सफलतापूर्वक सम्पन्न गरेकोमा धन्यवाद व्यक्त गर्दछौ । साथै, यस कम्पनीको आर्थिक वर्ष २०८२/०८३ को लागि लेखापरीक्षण गर्न लेखापरीक्षक टि. कार्की एण्ड एसोसिएट्स (T.Karki and Associates), चार्टर्ड एकाउन्टेन्टसलाई लेखापरीक्षक नियुक्ति गर्नका लागि साधारण सभामा प्रस्ताव पेश गरिएको छ ।

अन्त्यमा,

कम्पनीको उत्तरोत्तर प्रगति तथा समृद्धिको लागि प्रत्यक्ष वा अप्रत्यक्ष रूपले सहयोग, सद्भाव, अमूल्य सुभाव तथा मार्गदर्शन दिनुभई यस कम्पनीलाई वर्तमान अवस्थासम्म आइपुग्न आ-आफ्नो क्षेत्रबाट निरन्तर सहयोग पुऱ्याउनुहुने सम्पूर्ण शेयरधनी महानुभावहरु, तथा समस्त सरोकारवालाहरुप्रति हार्दिक कृतज्ञता सहित धन्यवाद व्यक्त गर्दछौं। कम्पनीको वित्तीय व्यवस्थापनमा सदैव सहयोग र सद्भाव राख्ने वित्तीय संस्था एवं बैंकहरुलाई पनि धन्यवाद दिन चाहन्छु। साथै कम्पनीको सञ्चालन र व्यवस्थापनमा आफ्ना अमूल्य योगदान पुऱ्याउनु भएका सम्पूर्ण सञ्चालकहरु तथा कर्मचारीहरुलाई पनि धन्यवाद दिन चाहन्छौं। कम्पनीको सफलताको लागि अथक परिश्रम गर्ने व्यवस्थापन तथा कर्मचारीहरुलाई धन्यवाद ज्ञापन गर्दछौं।

धन्यवाद ।

सञ्चालक समिति

२०८२/०४/११ (सञ्चालक समितिबाट स्वीकृत मिति)



तेस्रो वार्षिक साधारण सभा-२०८१

**रिज लाइन इनर्जी लिमिटेड**  
ललितपुर जिल्ला, ललितपुर महानगरपालिका वडा नं.१, ललितपुर ।

कम्पनी दर्ता नं. २९१९८९/७८/०७९

**सञ्चालक समितिको प्रतिवेदन**

आर्थिक वर्ष २०८१/०८२

कम्पनी ऐन, २०६३ को दफा १०४(४) अनुसारको अतिरिक्त विवरण

१. शेयर जफत भएको भए जफत भएको शेयर संख्या र त्यस्तो शेयरको अकित 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: आर्थिक वर्ष २०८१/०८२ मा कम्पनीले कुनै शेयर जफत गरेको छैन ।
२. विगत आर्थिक बर्ष मा कम्पनी र कम्पनीको सहायक कम्पनीको कारोबारको प्रगति र सो आर्थिक बर्षको अन्तमा रहेको स्थितिको पुनरावलोकन: आर्थिक वर्ष २०८१/०८२ मा कम्पनीको प्रगतिको सम्बन्धमा कम्पनीको बासलात, नाफा-नोक्सान हिसाब तथा नगद प्रवाह विवरण सम्बन्धी प्रतिवेदनमा उल्लेख भैसकेको छ । कम्पनीको कुनै सहायक कम्पनी नरहेको ।
३. कम्पनी र कम्पनीको सहायक कम्पनीले आर्थिक वर्ष २०८१/०८२ मा सम्पन्न गरेको प्रमुख कारोबारहरु र सो अवधिमा कम्पनीको कारोबारमा आएको कुनै महत्वपूर्ण परिवर्तन: आर्थिक वर्ष २०८१/०८२ मा कम्पनीको प्रमुख कारोबारहरु वा कारोबारमा आएको महत्वपूर्ण परिवर्तन सम्बन्धमा मूल प्रतिवेदनमा उल्लेख भैसकेको छ । कम्पनीको कुनै सहायक कम्पनी नरहेको ।
४. विगत आर्थिक बर्षमा कम्पनीको आधारभूत शेयरधनीहरुले कम्पनीलाई उपलब्ध गराएको जानकारी: आर्थिक वर्ष २०८१/०८२ मा कम्पनीका आधारभूत शेयरधनीहरुले कम्पनीलाई कुनै व्यहोरा जानकारी नगराएको ।
५. विगत आर्थिक बर्षमा कम्पनीका सञ्चालक तथा पदाधिकारीहरुले लिएको शेयरको स्वामित्व विवरण र कम्पनीको शेयर कारोबारमा निजहरु संलग्न रहेको भए सो सम्बन्धमा निजहरुबाट कम्पनीले प्राप्त गरेको जानकारी: आर्थिक वर्ष २०८०/०८१ मा कम्पनीका सञ्चालक तथा पदाधिकारीहरु कम्पनीको शेयर कारोबारमा संलग्न रहेको कुनै जानकारी प्राप्त नभएको । विगत आर्थिक बर्षमा कम्पनीका सञ्चालक तथा पदाधिकारीहरुले लिएको शेयरको स्वामित्व विवरण निम्नानुसार रहेको छ: सञ्चालकको नाम पद जम्मा शेयर संख्या जम्मा शेयर रकम प्रतिशत

सञ्चालकको नाम	पद	जम्मा शेयर संख्या	जम्मा शेयर रकम	प्रतिशत
१. डा. बसन्त गिरी	अध्यक्ष	३७६,१०४	३७,६१०,४००	४.०७
२. रेवन्त कुमार रावत	सञ्चालक	३९०,७८५	३९,०७८,५००	४.२३
३. प्रदीप राज गिरी	सञ्चालक	१८९,९७३	१८,९९७,३००	२.०६
४. दिपेन्द्र हमाल	सञ्चालक	१२७,५१२	१२,७५१,२००	१.३८
५. प्रतिमा तिवारी	महिला सञ्चालक	२५०,०००	२५,०००,०००	२.७०
६. नारायण कंडेल	सञ्चालक	२०५,३२२	२०,५३२,२००	२.२२
७. डा. विनोद पोखरेल	स्वतन्त्र सञ्चालक	-	-	-

६. विगत आर्थिक बर्षमा कम्पनीसँग सम्बन्धित सम्झौताहरूमा कुनै सञ्चालक तथा निजको नातेदारको व्यक्तिगत स्वार्थको बारेमा उपलब्ध गराइएको जानकारीको व्यहोरा: आर्थिक वर्ष २०८१/०८२ मा कम्पनीसँग सम्बन्धित सम्झौताहरूमा सञ्चालक तथा निजको नातेदारको व्यक्तिगत स्वार्थ बारेमा हालसम्म कम्पनीमा कुनै जानकारी प्राप्त उपलब्ध नभएको ।

७. कम्पनीले आफ्नो शेयर आफैले खरीद गरेको भए त्यसरी आभन्नो शेयर आफै खरिद गर्नुको कारण, त्यस्तो शेयरको संख्या र अकित मूल्य तथा त्यसरी शेयर खरीद बापत बैंकले भुक्तानी गरेको रकम: हालसम्म कम्पनीले आफ्नो शेयर आफैले खरीद गरेको छैन ।

८. आन्तरिक नियन्त्रण प्रणाली भए वा नभएको र भएको भए सोको विस्तृत विवरण: कम्पनीको आन्तरिक नियन्त्रण प्रणाली अन्तर्गत सञ्चालक समितिले समय समय आवश्यकता हेरी कम्पनीको नीति नियम बनाई लागु गर्ने गरेको । कम्पनीका हरेक क्रियाकलापहरु स्वीकृत कार्यविधी मार्फत निर्देशित रहनुका साथै नियमित रूपमा आन्तरिक नियन्त्रण विभागको सूपरिवेक्षणमा रहेका छन् । तर छुट्टै आन्तरिक नियन्त्रण प्रणाली नभएको ।

९. विगत आर्थिक बर्षको कुल व्यवस्थापन खर्चको विवरण: आर्थिक वर्ष २०८१/०८२ को कूल व्यवस्थापन खर्च रु. ९९,८६,८४६/- रहेको छ ।

१०. लेखापरीक्षण समितिका सदस्यहरूको नामावली, निजहरूले प्राप्त गरेको पारिश्रमिक, भत्ता तथा सुविधा, सो समितिले गरेको काम कारबाहीको विवरण र सो समितिले कुनै सुभाव दिएको भए सो को विवरण: यस कम्पनीमा निम्नानुसारको लेखापरीक्षण समिति रहेको छ:

- (१) यस कम्पनीको निम्नानुसारको लेखापरीक्षण समिति रहेको छ:
  - (क) सुशिला अधिकारी कंडेल संयोजक
  - (ख) सुमित गिरी सदस्य
  - (ग) भानुभक्त न्यौपाने सदस्य
- (२) आर्थिक वर्ष २०८१/०८२ को लेखापरीक्षण समितिको मिति २०८२/०४/०९ मा १ (एक) पटक बैठक बसेको छ ।
- (३) लेखापरीक्षण समितिबाट आर्थिक हिसाबकिताब सन्तोषजनक पाइएको र कम्पनी ऐन २०८३ को दफा १८२, दफा ९३ र दफा २९ साथै आय कर ऐन २०५८ को दफा ९०, दफा ११७(३) र दफा ११९(१) सम्बन्धी केहि सुभावहरु दिईएको छ ।

११. सञ्चालक, प्रबन्ध सञ्चालक कार्यकारी प्रमुख, कम्पनीका आधारभूत शेयरधनी वा निजका नजिकका नातेदार वा निज संलग्न रहेको फर्म, कम्पनी वा संगठित संस्थाले कम्पनीलाई कुनै रकम बुझाउन बाँकी भए सो कुरा: यस कम्पनीका सञ्चालकहरु, प्रमुख कार्यकारी अधिकृत, कम्पनीका आधारभूत शेयरधनी तथा निजका नजिकका नातेदार वा निज संलग्न रहेको फर्म, कम्पनी वा संगठित संस्थाले कम्पनीलाई कुनै रकम बुझाउन बाँकी रहेको छैन ।

१२. सञ्चालक, प्रवन्ध सञ्चालक, कार्यकारी प्रमुख, तथा पदाधिकारीहरूलाई भुक्तान गरिएको पारिश्रमिक भत्ता तथा सुविधाको रकम: कम्पनीको सञ्चालक, प्रवन्ध सञ्चालक, प्रमुख कार्यकारी अधिकृत तथा पदाधिकारीहरूलाई भुक्तान गरिएको पारिश्रमिक भत्ता तथा सुविधाको रकम देहाय बमोजिम रहेको छ:

क्र.सं.	विवरण	सञ्चालक	अन्य कार्यकारी समूह
१.	बैठक भत्ता	रु.५,७३,०००/-	छैन
२.	तलव तथा भ्रमण भत्ता	रु. ८,४३,०६४/-	रु. १४,८१,८०६/-
३	यातायात तथा होटल खर्च	वास्तविक विलको आधारमा	वास्तविक विलको आधारमा
४	मोवाइल फोन रिचार्ज	प्रति महिना प्रति सञ्चालक रु. १,०००/-	प्रति महिना रु. १,०००/-

१३. शेयरधनीहरूले बुझिलिन बाँकी रहेको लाभांशको रकम: यस कम्पनीले आर्थिक वर्ष २०८१/०८२ मा शेयरधनीहरूले बुझिलिने बाँकी लाभांश रकम रु. १,०१,५४०/- रहेको छ ।

१४. कम्पनी ऐन, २०६३ को दफा १४१ बमोजिम सम्पत्ति खरिद वा बिक्री गरेको कुराको विवरण: कम्पनी ऐन, २०६३ को दफा १४१ बमोजिम कम्पनीले कुनै सम्पत्ति खरिद वा बिक्रीनगरेको ।

१५. कम्पनी ऐन, २०६३ को दफा १७५ बमोजिम सम्बद्ध कम्पनीविच भएको कारोबारको विवरण: कम्पनी ऐन, २०६३ को दफा १७५ बमोजिम सम्बद्ध कम्पनीबीच भएको कारोबारको विवरण नभएको ।

१६. कम्पनी ऐन, २०६३ तथा प्रचलित कानून बमोजिम सञ्चालक समितिको प्रतिवेदनमा खुलाउनुपर्ने अन्य कुनै कुरा:

- (१) पब्लिक कम्पनीको सञ्चालक वा पदाधिकारीको नजिकको नातेदार, कार्यालय, धितोपत्र बोर्ड, वा त्यस्तो कम्पनीलाई नियमन गर्ने अन्य कुनै नियमनकारी निकायमा कम्तीमा अधिकृत तहमा कार्यरत रहेको भएमा त्यस्तो कर्मचारी वा पदाधिकारीको नाम, थर, ठेगाना र पदसम्बन्धी कुरा: नभएको ।
- (२) पब्लिक कम्पनीको सञ्चालक वा पदाधिकारीको नजिकको नातेदार, कार्यालय, धितोपत्र बोर्ड, वा त्यस्तो कम्पनीलाई नियमन गर्ने अन्य कुनै नियमनकारी निकायमा कम्तीमा अधिकृत तहमा कार्यरत रहेको भएमा कम्पनीको कुन सञ्चालक वा पदाधिकारीको नजिकको नातेदार हो र निजहरू बीचको के कस्तो नाता सम्बन्ध रहेको हो, सो कुरा: नभएको ।
- (३) पब्लिक कम्पनीको सञ्चालक वा पदाधिकारीको नजिकको नातेदार, कार्यालय, धितोपत्र बोर्ड, वा त्यस्तो कम्पनीलाई नियमन गर्ने अन्य कुनै नियमनकारी निकायमा कम्तीमा अधिकृत तहमा कार्यरत रहेको भएमा कार्यालय, धितोपत्र बोर्ड वा अन्य कुनै नियमनकारी निकायमा उक्त नजिकको नातेदार कार्यरत रहेको हो, सो कुरा: नभएको ।

(४) ऐनको स्थाद भित्रै ऐन बमोजिम कम्पनी वा कार्यालयमा उपलब्ध गर्नुपर्ने विवरण, सूचना वा जानकारी उपलब्ध नगराएकोले ऐनको दफा ८१ बमोजिम कम्पनीका सञ्चालक, पदाधिकारी वाशेयरधनीले कार्यालयमा जरीवाना तिरेको भए क-कसले जरीवाना बापत कति रकम तिरेको विवरण: ऐनको दफा ८१ अनुसार कम्पनीका सञ्चालक तथा पदाधिकारीले कार्यालयलाई कुनै जरीवाना नतिरेको ।

(५) अन्य प्रचलित कानून बमोजिम खुलाउनुपर्ने सबै कुरा खुलाई सकिएको ।

१७. अन्य आवश्यक कुरा: प्रचलित कानून बमोजिम खुलाउनुपर्ने सबै कुरा खुलाई सकिएको ।

धन्यवाद ।

सञ्चालक समिति

२०८२/०४/११ (संचालक समितिबाट स्वीकृत मिति)



तेस्रो वार्षिक साधारण सभा-२०८१

# रिज लाइन इनजी लिमिटेड

ललितपुर जिल्ला, ललितपुर महानगरपालिका वडा नं. १, ललितपुर ।

आर्थिक वर्ष २०८१/०८२ को संक्षिप्त वार्षिक प्रतिवेदन

कम्पनी ऐन, २०८३ को दफा ८४(२) र दफा ८४(४) को प्रयोजनको निमित्त प्रकाशित संक्षिप्त आर्थिक विवरण कम्पनीको वार्षिक आर्थिक विवरण र सञ्चालक प्रतिवेदनको संक्षिप्त विवरण हो ।

श्री शेयरधनी महानुभावहरु,

यस कम्पनीको चौथो वार्षिक साधारण सभा को प्रयोजनार्थ कम्पनीको २०८२ आषाढ मसान्तको वासलात, सोही मितिमा समाप्त आर्थिक वर्ष २०८१/०८२ को नाफा-नोक्सान हिसाव तथा नगद प्रवाह विवरण लगायतका वित्तीय विवरणहरु, लेखापरीक्षकको प्रतिवेदन र कम्पनीको कारोबारको सिंहावलोकन निम्न अनुसार रहेको व्यहोरा जानकारी गराउँदछौँ:

(१) आर्थिक वर्ष २०८१/०८२ को कारोबारको सिंहावलोकन:

विवरण	आर्थिक वर्ष २०८१/०८२
विक्री आमदानी	२९,७५,२२,३६१.००
अन्य आमदानी	-
आमदानी IFRIC	-
जम्मा आमदानी	२९,७५,२२,३६१.००
विक्रीको लागत	१,९८,७३,९६२.००
प्रशासकिय खर्च	२,११,४८,४३८.७१
हास खर्च	७,०२,०३,१५५.००
बैंक ब्याज र शुल्क खर्च	१०,९९,६२,२७४.००
कर्मचारी बोनस	१,५९०,९३२.००
सम्पति विक्रीबाट नोक्सानी	-
अन्य खर्च (CSR खर्च)	७,४३,५५४.२९
जम्मा खर्च	२०,४४,२६,७९९.००
यस बर्षको खुद नाफा - नोक्सान	७,३२,२२,४८०.००
शेयर संख्या	९२,४३,०००
प्रति शेयर आमदानी	७.९२२
खुद सम्पत्ति	१,२९,४९,५५,७२६.००

(२) लेखापरीक्षकको प्रतिवेदन:

(३) कम्पनीको वित्तीय विवरणहरु:

२०८२ साल आषाढ मसान्त सम्मको वित्तीय अवस्थाको विवरण (वासलात)

मिति २०८१/०८/०९ देखि मिति २०८२/०३/३२ सम्मको नाफा-नोक्सान हिसावको विवरण

मिति २०८१/०८/०९ देखि मिति २०८२/०३/३२ सम्मको नगद प्रवाहको विवरण



**Independent Auditor's Report**

To the shareholders,  
Ridge Line Energy Limited.

**Report on the Audit of the Financial Statements**

**Opinion**

We have audited the financial statements of Ridge Line Energy Limited (the Company), which comprise the statement of Financial Position as at Ashadh 32, 2082 (16<sup>th</sup> July 2025), and the statement of Profit or loss and Other Comprehensive Income, statement of Changes in Equity and statement of Cash Flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion and to the best of our information and according to the explanations given to us, the accompanying financial statements give a true and fair view of the financial position of the company as at Ashadh 32, 2082, and of financial performance and its cash flows for the year then ended in accordance with Nepal Financial Reporting Standards (NFRSs).

**Basis for Opinion**

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

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were most significant in our audit of the financial statements of the financial year ended on 32nd Ashadh, 2082 (16 July 2025). 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 did not come across any matter that was considered to be a Key Audit Matter pertaining to our role as an independent auditor of standalone financial statements of the company.

**Emphasis of Matters**

**(a) Initial Public Offering (IPO):**

We draw attention to Note 5.37 of the financial statements, which describes the company's plan to undertake an Initial Public Offering (IPO). As stated in the note, the company has obtained approval from the Electricity Regulatory Commission (ERC) for the issuance of shares to the general public and has submitted a draft prospectus to the Securities Board of Nepal (SEBON).



The IPO process is currently at an advanced stage, awaiting final regulatory approvals and subject to prevailing market conditions. The timing and successful completion of the IPO remain uncertain.

**(b) Share Premium:**

We also draw attention to Note 5.11 of the financial statements, which discloses that the company has issued shares at a premium. However, the premium amount has not been deposited into a separate bank account as required by Section 29 of the Companies Act of Nepal. This non-compliance may affect the company's future liquidity and its ability to utilize the premium amount in accordance with applicable legal provisions.

Our opinion is not modified in respect of these matters.

**Other information**

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

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

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

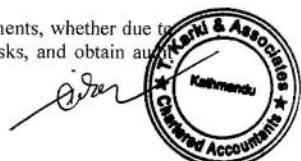
Those charged with governance are responsible for overseeing the Company's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the financial statements 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these financial statements.

As part of an audit in accordance with NSAs, we exercise professional judgment and maintain professional skepticism throughout the planning and performance of the audit. We also;

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit



evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosure in the financial statement or, if such disclosure is inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease as a going concern.
- 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.

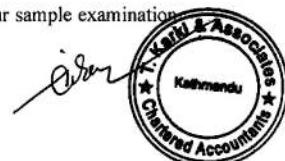
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

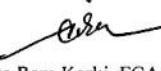
#### **Report on Other Legal and Regulatory Requirements**

We have determined to communicate following matters as per requirements of section 115 of the Companies Act, 2063 and other regulatory requirements:

- We have obtained all the information and explanations, which, to the best of our knowledge and belief, were necessary for the purpose of our audit.
- The company has kept proper books of account as required by law except for the matter described in the basis of opinion para, in so far as it appears from our examination of those books of account.
- The Statement of Financial Position, the Statement of Profit or Loss and Other Comprehensive Income, the Statement of Cash Flows, the Statement of Changes in Equity and summary of significant accounting policies and explanatory notes to the financial statements dealt by this report are in agreement with the books of account maintained by the company.
- In our opinion and to the best of our information and accordance to the explanations and from our examination of the books of account of the company, we have not come across the cases where board of directors or any office bearer have acted contrary to the provisions of law or committed any misappropriation or caused any loss or damage to the Company.
- We have not come across any fraudulence in the accounts, based on our sample examination of the books.



- As per examination of examination we have observed following non-compliance with other legal and regulatory requirements:
  - i) In contravention of Section 182 of Companies Act, 2063, the company failed to transfer the declared dividend amount to a separate account designated for dividend distribution. Further, a dividend amounting to NRs. 101,540 remained outstanding and payable as of the reporting date.
  - ii) In contravention of Section 93 of Companies Act, 2063, the company has entered into significant transactions with entities in which directors or their close relatives have influence, without obtaining prior approval from the general meeting as required by law.

  
 Tika Ram Karki, FCA  
 Principal  
 COP No: 0866

UDIN: **250805CA01245taxZx**

Date: 11<sup>th</sup> Shrawan, 2082

Place: Kathmandu, Nepal



## Ridge Line Energy Limited

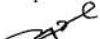
Kupondole-1, Lalitpur, Nepal

### Statement of Financial Position

As on 32nd Ashadh, 2082(16th July, 2025)

Particulars	Notes	FY 2081.82	FY 2080.81	Amount in NRs.
<b>ASSETS</b>				
<b>Non Current Assets</b>				
Property, Plant and Equipment	5.1	2,132,869	1,827,111	
Intangible Assets	5.2	-	8,588	
Intangible Assets (Project Assets)	5.2	2,147,127,861	2,204,473,203	
Right of Use Assets	5.3	1,575,844	-	
Financial Assets	5.4	158,293,650	50,001,000	
<b>Total Non Current Assets</b>		<b>2,309,130,224</b>	<b>2,256,309,902</b>	
<b>Current Assets</b>				
Financial Assets				
Cash and Cash Equivalents	5.5	107,091,171	13,775,730	
Trade Receivables	5.6	52,172,537	45,043,148	
Deposits and Margins	5.7	130,000	-	
Other Current Assets	5.8	8,327,900	4,858,260	
<b>Total Current Assets</b>		<b>167,721,608</b>	<b>63,677,138</b>	
<b>Total Assets</b>		<b>2,476,851,832</b>	<b>2,319,987,040</b>	
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
<b>Shareholder's Fund</b>				
Share Capital	5.9	924,300,000	604,579,900	
Advance for Share Capital	5.10	-	-	
Other Equity	5.11	289,855,726	159,551,266	
<b>Total Equity</b>		<b>1,214,155,726</b>	<b>764,131,166</b>	
<b>Non Current Liabilities</b>				
Financial Liabilities				
Medium and Long Term Loan	5.12	1,235,889,571	1,252,281,436	
Lease Liabilities	5.13	1,358,527	-	
Deferred Tax Liabilities (Net)	5.14	-	-	
<b>Total Non Current Liabilities</b>		<b>1,237,248,098</b>	<b>1,252,281,436</b>	
<b>Current Liabilities</b>				
Financial Liabilities				
Short Term Loan	5.15	16,391,864	278,010,830	
Lease Liabilities	5.16	319,332	-	
Trade and Other Payables	5.17	4,262,455	20,587,743	
Employee Benefit Payable	5.18	1,969,073	2,110,721	
Other Current Liabilities	5.19	2,505,284	2,865,144	
<b>Total Current Liabilities</b>		<b>25,448,008</b>	<b>303,574,438</b>	
<b>Total Equity and Liabilities</b>		<b>2,476,851,832</b>	<b>2,319,987,040</b>	

The Corporate Overview, Significant Accounting Policies and Notes form an integral part of the Financial Statements.

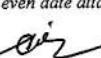
  
Shiva Neupane  
Finance Officer



  
Basant Giri  
Chairperson  
Date: 11th Shrawan 2082 (27th July 2025)  
Place: Lalitpur

  
Rewant Kumar Rawat  
Director  
As per our report of even date attached



  
Tika Ram Karki, FCA  
Principal  
T. Karki & Associates  
Chartered Accountants

## Ridge Line Energy Limited

Kupondole-1, Lalitpur, Nepal

### Statement of Profit or Loss and Other Comprehensive Income

For the Period from 1st Shrawan, 2081 to 32nd Ashadh, 2082 (16th July, 2024 to 16th July, 2025)

Particulars	Notes	Amount in NRs.	
		FY 2081.82	FY 2080.81
Revenue from Sale of Electricity	5.20	297,522,361	124,307,516
Cost of Sales	5.21	19,873,162	7,237,678
<b>Gross Profit / (Loss)</b>		<b>277,649,199</b>	<b>117,069,838</b>
Revenue as per IFRIC 12	5.22	-	20,415,066
Add: Other Income	5.23	-	2,428,544
<b>Total Income</b>		<b>277,649,199</b>	<b>139,913,448</b>
Administrative and Other Expenses	5.24	9,986,846	6,047,898
Employee Benefit Expenses	5.25	11,905,147	6,049,571
Depreciation and Amortization Expenses	5.26	70,203,155	17,823,154
<b>Net Profit / (Loss) from Operation</b>		<b>185,554,051</b>	<b>109,992,825</b>
Finance Costs	5.27	109,962,274	34,516,595
<b>Profit / (Loss) before Staff Bonus, CSR and Taxes</b>		<b>75,591,777</b>	<b>75,476,230</b>
Provision for Employee Bonus	5.28	1,590,132	1,120,801
<b>Profit / (Loss) before Tax and CSR Expenses</b>		<b>74,001,645</b>	<b>74,355,429</b>
Provision for CSR Expenses	5.30	779,165	-
<b>Profit / (Loss) before Tax</b>		<b>73,222,480</b>	<b>74,355,429</b>
<b>Tax Expenses</b>			
Current Tax Expenses	5.19	-	-
Deferred Tax Expenses / (Income)	5.14	-	-
<b>Net Profit / (Loss) for the year</b>		<b>73,222,480</b>	<b>74,355,429</b>
<b>Other Comprehensive Income</b>			
Profit / (Loss) on Revaluation of Property, Plant & Equipment		-	-
Profit / (Loss) on Revaluation of Intangible Assets		-	-
<b>Other Comprehensive Income / (Loss) for the Year</b>		<b>73,222,480</b>	<b>74,355,429</b>
<b>Total Comprehensive Income / (Loss)</b>		<b>73,222,480</b>	<b>74,355,429</b>

The Corporate Overview, Significant Accounting Policies and Notes form an integral part of the Financial Statements.

  
Shiva Neupane  
Finance Officer

  
Basant Giri  
Chairperson

Date: 11th Shrawan 2082 (27th July 2025)

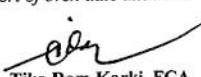
Place: Lalitpur



  
Rewant Kumar Rawat

Director  
As per our report of even date attached



  
Tika Ram Karki, FCA  
Principal  
T. Karki & Associates  
Chartered Accountants

## Ridge Line Energy Limited

Kupondole-1, Lalitpur, Nepal

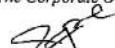
### Statement of Changes in Equity

For the Period from 1st Shrawan, 2081 to 32nd Ashadh, 2082 (16th July, 2024 to 16th July, 2025)

Amount in NRs.

Particular	Share Capital	Securities Premium	Share Calls in Advance	Accumulated Profit/ Loss	Reserve from IFRIC 12	Total
Balance at the beginning of FY 2080/81	236,806,400	-	367,773,500	(18,468,313)	105,345,336	691,456,923
Issue of Share Capital	367,773,500	-	-	-	-	367,773,500
Advance for Share Capital	-	-	(367,773,500)	-	-	(367,773,500)
Revenue as per IFRIC 12 recognized during the year	-	-	-	(20,415,066)	20,415,066	-
Total Comprehensive Income for the Year	-	-	-	74,355,429	-	74,355,429
Expenses Related to Public Issue	-	-	-	(1,681,186)	-	(1,681,186)
Depreciation Adjustment for IFRIC 12	-	-	-	978,899	(978,899)	-
<b>Balance at Ashadh end, 2081</b>	<b>604,579,900</b>	-	-	<b>34,769,764</b>	<b>124,781,502</b>	<b>764,131,166</b>
Issue of Share Capital	319,720,100	95,916,030	-	-	-	415,636,130
Total Comprehensive Income for the Year	-	-	-	73,222,480	-	73,222,480
Dividend Declared	-	-	-	(31,819,995)	-	(31,819,995)
Expenses Related to Public Issue	-	(5,611,244)	-	-	-	(5,611,244)
Provision for Taxation on Utilization of Securities Premium	-	(1,402,811)	-	-	-	(1,402,811)
Depreciation Adjustment for IFRIC 12	-	-	-	3,914,840	(3,914,840)	-
<b>Balance at Ashadh end, 2082</b>	<b>924,300,000</b>	<b>88,901,975</b>	-	<b>80,087,089</b>	<b>120,866,662</b>	<b>1,214,155,726</b>

*The Corporate Overview, Significant Accounting Policies and Notes form an integral part of the Financial Statements.*

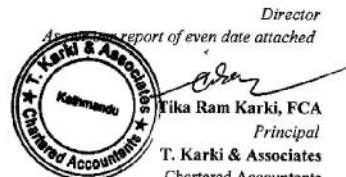
  
Shiva Neupane  
Finance Officer

  
Basant Giri  
Chairperson

Date: 11th Shrawan 2082 (27th July 2025)  
Place: Lalitpur

  
Rewant Kumar Rawat

Director



  
Tika Ram Karki, FCA  
Principal  
T. Karki & Associates  
Chartered Accountants

## Ridge Line Energy Limited

Kupondole-1, Lalitpur, Nepal

### Statement of Cash Flow

For the Period from 1st Shrawan, 2081 to 32nd Ashadh, 2082 (16th July, 2024 to 16th July, 2025)

Particulars	FY 2081.82	FY 2080.81	Amount in NRs.
<b>A. Cash Flow from Operating Activities</b>			
Net Profit After Tax	73,222,480	74,355,429	
Adjustments for:			
Profit as per IFRIC -12	-	(20,415,065)	
Dividend Payable	(101,540)	-	
Provision for Tax on Utilization of Securities Premium	(1,402,811)	-	
Depreciation & Amortization Expenses:			
on PPE and Intangible Assets	69,809,195	17,823,154	
on Right of Use Assets	393,960	-	
Finance Costs:			
on Loans and Borrowings	109,796,839	34,516,595	
on Lease Liabilities	165,435	-	
Changes in Trade Receivables	(7,129,389)	(45,043,148)	
Changes in Margins and Deposits	(130,000)	-	
Changes in Other Current Assets	(3,469,640)	7,391,387	
Changes in Current Liabilities	(16,826,796)	(52,334,804)	
<b>Net Cash Flow from Operating Activities (1)</b>	<b>224,327,733</b>	<b>16,293,547</b>	
<b>B. Cash Flow from Financing Activities</b>			
Changes in Share Capital	319,720,100	367,773,500	
Changes in Advance for Share Capital	-	(367,773,500)	
Changes in Securities Premium	95,916,030	-	
Expenses related to Public Issue	(5,611,244)	(1,681,185)	
Changes in Loans and Borrowings	(278,010,831)	373,077,652	
Finance Costs:			
on Loans and Borrowings	(109,796,839)	(34,516,595)	
on Lease Liabilities	(165,435)	-	
Changes in Lease Liabilities	(291,945)	-	
Dividend Paid	(30,127,455)	-	
Dividend Tax Paid	(1,591,000)	-	
<b>Net Cash Flow from Financing Activities (2)</b>	<b>(9,958,619)</b>	<b>336,879,872</b>	
<b>C. Cash Flow from Investing Activities</b>			
Changes in Property, Plant and Equipment	(805,791)	(1,363,476)	
Changes in Intangible Assets	-	-	
Changes in Intangible Assets (Project Assets)	(11,955,232)	(340,251,096)	
Changes in Financial Assets	(108,292,650)	-	
<b>Net Cash Flow from Investing Activities (3)</b>	<b>(121,053,673)</b>	<b>(341,614,572)</b>	
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (1+2+3)</b>	<b>93,315,441</b>	<b>11,558,848</b>	
Cash and Cash Equivalents at beginning of the year	13,775,730	2,216,882	
<b>Cash and Cash Equivalents at end of the period</b>	<b>107,091,171</b>	<b>13,775,730</b>	

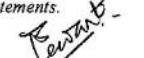
*The Corporate Overview, Significant Accounting Policies and Notes form an integral part of the Financial Statements.*

  
Shiva Neupane  
Finance Officer



  
Basant Giri  
Chairperson

Date: 11th Shrawan 2082 (27th July 2025)  
Place: Lalitpur

  
Rewant Kumar Rawat  
Director



Kika Ram Karki, FCA  
Principal  
T. Karki & Associates  
Chartered Accountants

**RIDGE LINE ENERGY LIMITED  
Kupondole-1, Lalitpur, Nepal**

## Company Overview and Significant Accounting Policies Forming part of Financial Statements for FY 2081.82

## I. Corporate Overview

M/s Ridge Line Energy Ltd (the "Company") is a company incorporated under Companies Act, 2063 having registered office at Kupondole-1, Lalitpur, Nepal. The company was registered with the Income Tax Office on 18<sup>th</sup> Poush, 2074 with PAN 606819978 and was registered with the Office of Company Registrar with Registration no. 180687/074/075 on 13<sup>th</sup> Poush, 2074. The company was converted from private to public on 14<sup>th</sup> Magh, 2078 under new registration number 291989/78/079.

This company was established with an objective of developing hydropower in Nepal. The company's main line of business involves development of hydropower projects including detailed feasibility, construction and operation and transmission and distribution of hydro energy.

The company has developed and been operating Super Chepe Hydropower Project in Gorkha District. The energy generation capacity of the plant is 9.05 MW. The development/construction of hydropower project was completed during the financial year 2080-81 and the commercial generation of electricity from the project started on 8<sup>th</sup> Magh, 2080.

## 2. Basis of Preparation and Measurement

## 2. Basis of Preparation and 2.1. Statement of Compliance:

The financial statements are prepared in accordance with Nepal Financial Reporting Standards (NFRS) as issued by Accounting Standards Board, Nepal which are generally in compliance with the International Financial Reporting Standards as issued and applicable, except mentioned hereinafter. NFRS also includes interpretations (IFRIC and SIC) as issued by the International Accounting Standards Board.

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

The financial statements include Statement of Financial Position, Statement of Profit or Loss and Other Comprehensive Income, Statement of Cash Flow, Statement of Changes in Equity, and Notes forming an integral part of financial statements.

## 2.2. Basis of Preparation:

**2.2. Basis of Preparation:**  
The financial statements have been prepared on an accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. When an accounting policy applies to a specific item, it is detailed in the corresponding note. NFRS mandates that the company use judgment in formulating accounting estimates. Descriptions of these estimates are provided in the relevant sections where they are applicable.

### 2.3. Responsibility of Financial Statements:

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

## 2.4. Presentation:

Presentation Currency

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

#### Rearrangement / Reclassification and Remeasurement

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

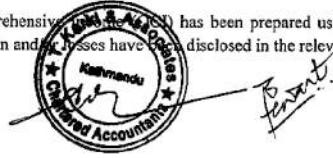
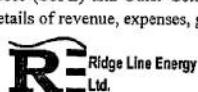
### Statement of Financial Position

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

## Statement of Profit or Loss and Other Comprehensive Income

The elements of Statement of Profit or Loss (SoPL) and Other Comprehensive Income (OCI) has been prepared using classification 'by function' method. The details of revenue, expenses, gain and/or losses have been disclosed in the relevant section.

*John D. S. S.*



**RIDGE LINE ENERGY LIMITED**  
**Kupondole-1, Lalitpur, Nepal**

**Company Overview and Significant Accounting Policies Forming part of Financial Statements for FY 2081.82**

**Statement of Cash Flow**

The Statement of Cash Flows (SoCF) has been prepared using indirect method and the activities have been grouped under three major categories (Cash flows from operating activities, Cash flows from investing activities and Cash flows from financing activities) in accordance with NAS 07.

**Statements of Changes in Equity**

The Statement of Changes in Equity (SoCE) has been prepared to disclose changes in each element of equity.

**2.5. Financial Period:**

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

Relevant Financial Statements	Nepalese Calendar/Period	Gregorian Calendar Date / Period
Reporting Date	32 <sup>nd</sup> Ashadh, 2082	16 <sup>th</sup> July, 2025
Comparative Reporting Date	31 <sup>st</sup> Ashadh, 2081	15 <sup>th</sup> July, 2024
Reporting Period	1 <sup>st</sup> Shrawan, 2081 - 32 <sup>nd</sup> Ashadh, 2082	16 <sup>th</sup> July 2024 - 16 <sup>th</sup> July, 2025
Comparative Reporting Period	1 <sup>st</sup> Shrawan, 2080 - 31 <sup>st</sup> Ashadh, 2081	17 <sup>th</sup> July, 2023-15 <sup>th</sup> July, 2024

**2.6. Basis of Measurement:**

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

**2.7. IFRIC 12 Consideration:**

IFRIC (International Financial Reporting Interpretation Committee) 12 gives guidance on accounting by operators for public-to-private service concession arrangements. This interpretation sets out general principles on recognizing and measuring obligations and related rights in service concession arrangements. The company has considered the applicability of IFRIC 12 Service Concession Arrangement, issued by International Accounting Standard Board (IASB) for preparation and presentation of financial statements.

Ridge Line Energy Limited, after due consideration, has applied IFRIC 12 while preparing these financial statements.

 Ridge Line Energy  
Ltd.


**RIDGE LINE ENERGY LIMITED**  
Kupondole-1, Lalitpur, Nepal

**Company Overview and Significant Accounting Policies Forming part of Financial Statements for FY 2081.82**

**3. Use of Estimates, Assumptions or Judgments**

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

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

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

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

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

**3.3. Contingencies:**

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

**3.4. Fair Value Measurements:**

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



**RIDGE LINE ENERGY LIMITED**  
**Kupondole-1, Lalitpur, Nepal**

**Company Overview and Significant Accounting Policies Forming part of Financial Statements for FY 2081.82**

**4. Significant Accounting Policies**

The Significant accounting policies of the company are explained below:

**4.1. Property, Plant & Equipment:**

**Recognition & Measurement**

Freehold land (other than project assets) is carried at historical cost and is not depreciated. All other items of property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items. 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. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged for profit and loss during the reporting period in which they are incurred. The Company identifies and determines cost of each component/part of the asset separately, if the component/part has a cost which is significant to the total cost of the asset having useful life that is materially different from that of the remaining asset. These components are depreciated over their useful lives; the remaining asset is depreciated over the life of the principal asset. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at the end of each financial year and adjusted, if appropriate.

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. Any gain or loss arising from de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognized.

**Depreciation and Amortization**

Depreciation is recognized so as to write off the cost of assets (other than Freehold Land, Properties under Construction and Intangible assets) less their residual values over their useful lives, using the Written Down Value (WDV) method. Leasehold Improvements are depreciated over the period of lease or estimated useful life, whichever is lower, on a straight-line basis.

Amortization is recognized so as to write off Intangible Assets other than Service Concession Agreement on a Straight-Line basis over their estimated useful lives.

Service concession agreement is amortized over the remaining life of agreement on a Straight-Line basis.

The estimated useful life and amortization methods are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis, except otherwise stated in the notes to accounts.

The estimated useful lives of the significant items of Property & Equipment and Intangibles are as follows:

S.N.	Assets Block	Estimated Useful Life	Depreciation Rate	Depreciation Method
1	Land	NA	NA	NA
2	Building	20 Years	5%	WDV
3	Computers and Office Equipment	4 Years	25%	WDV
4	Furniture & Fixtures	4 Years	25%	WDV
5	Vehicles	5 Years	20%	WDV
6	Plant & Machinery	6-7 Years	15%	WDV
7	Leasehold Improvement	Lower of Lease Period or 5 Years	20%	SLM
8	Intangible Software	5 Years	20%	SLM
9	Intangible-Servicc Concession Agreement	32.35 Years*	3.09%	SLM

Only those items having a value of more than NRs. 5,000 per item are capitalized.

\*As on the beginning of the reporting period, the remaining useful life of the project was 31.35 Years.

**Ridge Line Energy  
Ltd.**



**RIDGE LINE ENERGY LIMITED**  
**Kupondole-1, Lalitpur, Nepal**

**Company Overview and Significant Accounting Policies Forming part of Financial Statements for FY 2081.82**

**4.2. Intangible Assets-Project Assets:**

The development/construction of hydropower project has been completed during the financial year 2080.81 and commercial operation of company was started on 8th Magh, 2080 on the basis of temporary structure. All the cost associated with development/construction of project till the date of full completion of project has been capitalized. As on the date of full completion of the project of the company, i.e. 30<sup>th</sup> Chaitra, 2080, the capital work in progress (project cost) has been transferred to the appropriate category of intangible assets (Project Assets) of the Company. Where an obligation (legal or constructive) exists to dismantle or remove an asset or restore a site to its former condition at the end of its useful life, the present value of the estimated cost of dismantling, removing or restoring the site is capitalized along with the cost of acquisition or construction upon completion and a corresponding liability is recognized.

Assets that are directly related to the project shall be capitalized as project assets and such project asset shall be amortized over the remaining useful life of the project on straight line method.

**Service Concession Arrangements**

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

- (a) The grantor controls or regulates what services the operator must provide with the infrastructure, to whom it must provide them, and at what prices; and
- (b) The grantor controls through ownership, beneficial entitlement or otherwise any significant residual interest in the infrastructure at the end of the term of the arrangement
- (c) Is the infrastructure constructed or acquired by the operator from a third party for the purpose of the service arrangement or is the infrastructure existing infrastructure of the grantor to which the operator is given access for the purpose of the service arrangement? Infrastructure used in a public-to-private service concession arrangement for its entire useful life (whole life of assets) is within the scope of this IFRIC, if the conditions in (a) above are met. These arrangements are accounted for on the basis of below mentioned models depending on the nature of consideration and relevant contract law.

**4.3. Other Intangible Assets:**

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

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

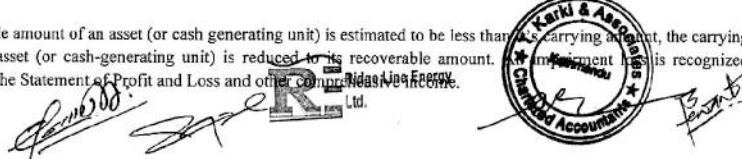
**4.4. Impairment of Tangible and Intangible Assets:**

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

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

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

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

  
  
Karki & Associates  
Chartered Accountants  
Chaitanya Energy Ltd.

**RIDGE LINE ENERGY LIMITED**  
**Kupondole-1, Lalitpur, Nepal**

**Company Overview and Significant Accounting Policies Forming part of Financial Statements for FY 2081.82**

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

**4.5. Classification of Current and Non-Current of Assets and Liabilities:**

All assets and liabilities have been classified as current & non-current assets as per the company's normal operating cycle. Based on the nature of products and time between acquisition of assets for processing and their realization cash and cash equivalents, the company has ascertained its operating cycle as twelve months for the purpose of classification currents & non-current classification.

**4.6. Borrowing Cost:**

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

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

**4.7. Cash and Cash Equivalents:**

Cash and cash equivalents include current, escrow and fixed deposit accounts with an original maturity of three months or less balances maintained with banks or financial institutions and cash in hand. This enables the Company to meet its short-term liquidity requirements. The carrying amount of cash and cash equivalents approximates their fair value. They are readily convertible to the known amount of cash and are subject to the insignificant risk of a change in value.

These balances have been used as Cash and Cash Equivalents for the presentation of Statement of Cash Flows as well.

**4.8. Inventories:**

Cost of inventories includes cost of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Inventories shall be measured at the lower of cost and net realizable value (NRV).

**4.9. Other Current Assets:**

Other current assets include current assets other than financial assets such as prepaid expenses which are unsecured and considered good, unless otherwise stated. The Company has a policy of bifurcating the expenses amounting to more than NRs,20,000 to prepaid and incurred. Expenses amounting less than this threshold are expensed entirely within the reporting period.

**4.10. Revenue Recognition:**

**4.10.1. Sale of Electricity:**

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

The main business of the company is generation and sale of electricity. Revenue is recognized based on energy supplied to NEA at the rate given in the Power Purchase Agreement (PPA). Energy supplied to NEA is based on the approved meter reading from Kirtipur Substation of Nepal Electricity Authority (NEA).

**Ridge Line Energy**  
Ltd.



**RIDGE LINE ENERGY LIMITED**  
**Kupondole-1, Lalitpur, Nepal**

**Company Overview and Significant Accounting Policies Forming part of Financial Statements for FY 2081.82**

**4.10.2. Finance Income:**

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

**4.10.3. Insurance Income:**

The recognition for insurance proceeds related to losses triggered by an external event depends on the nature and timing of the insured event. Insurance income is recognized when it is probable that the economic benefits will flow to the Company, the amount of income can be measured reliably and when there is an unconditional right to receive compensation for business interruption. Compensation against insurance claims is recognized as an income when the claim from insurer is virtually certain and compensation becomes receivable.

**4.10.4. Construction Revenue and Expenses as per IFRIC 12:**

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

- (a) The grantor controls or regulates what services the operator must provide with the infrastructure, to whom it must provide them, and at what prices; and
- (b) The grantor controls through ownership, beneficial entitlement or otherwise any significant residual interest in the infrastructure at the end of the term of the arrangement
- (c) Is the infrastructure constructed or acquired by the operator from a third party for the purpose of the service arrangement or is the infrastructure existing infrastructure of the grantor to which the operator is given access for the purpose of the service arrangement? Infrastructure used in a public-to-private service concession arrangement for its entire useful life (whole life of assets) is within the scope of this IFRIC, if the conditions in (a) above are met. These arrangements are accounted on the basis of below mentioned models depending on the nature of consideration and relevant contract law.

**Financial Asset Model**

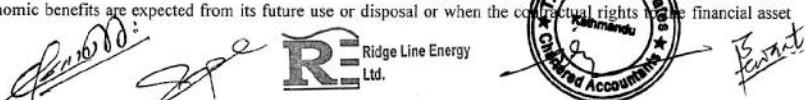
The Financial asset model is used when the Company, being an operator, has an unconditional contractual right to receive cash or another financial asset from or at the direction of the grantor for the construction services. Unconditional contractual right is established when the grantor contractually guarantees to pay the operator (a) specific or determinable amount; (b) the shortfall, if any, between amounts received from the users of the public services and specified or determinable amounts.

**Intangible Asset Model**

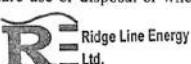
The intangible asset model is used when the Company, being an operator, receives the right (a license) to charge users of the public service. A right to charge users of public services is not an unconditional right to receive cash because the amounts are contingent on the extent that the public uses the services. Both type of arrangements may exist within a single contract to the extent that the grantor has given an unconditional guarantee of payment for the construction and the operation i.e. considered as a financial asset and to the extent that the operator has to rely on the public using the service in order to obtain payment, the operation has an intangible asset. The Company manages concession arrangements which include power supply from its hydro power plants. The Company maintains and services the infrastructure during the concession period. These concession arrangements set out rights and obligations related to the infrastructure and the services to be provided. The right to consideration gives rise to an intangible asset and accordingly, the intangible asset model is applied. Income from the concession arrangements earned under the intangible asset model consists of the

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

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



Signatures of management members: [Signature of Director], [Signature of Director].



**Ridge Line Energy  
Ltd.**



Chartered Accountants  
Association of Nepal  
[Signature of Auditor]

**RIDGE LINE ENERGY LIMITED**  
**Kupondole-1, Lalitpur, Nepal**

**Company Overview and Significant Accounting Policies Forming part of Financial Statements for FY 2081/82**

Revenue and cost related to the construction are accounted in accordance with IFRIC 12. The cost of each activity related to acquisition, construction and production of assets are recognized as construction expenses by reference to the stage of completion of that activity. Construction revenue, as the fair value of amount due from the guarantor for the activity undertaken is recognized at the same time. The fair value is calculated based on a 6% discount rate.

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

**4.11. Foreign Currency Transactions:**

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

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

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

At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency shall be translated using the exchange rate at the date of the transaction.

**4.12. Employment Benefits:**

The Company does not have any specific schemes of Post-employment/Long term benefit plans for its employees. However, it has been registered with the Social Security Fund as per Contribution Based Social Security Act, 2074. A liability is recognized for benefits accruing to employees in respect of wages and salaries, in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

**Short Term Employee Benefits**

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

**4.13. Staff Bonus:**

Provision for employee bonus is provided as per the provisions of the Electricity Act, 2049 and Electricity Regulation 2050 (i.e. 2% of net profit). Provision is created as per annual profit and paid in the subsequent period as per the provisions of Bonus Act, 2030. Unspent amounts are transferred to Welfare Funds as per the provisions of Bonus Act, 2030.

**4.14. Income Tax:**

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

**Current Tax**

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

**Deferred Tax**

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

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



**RIDGE LINE ENERGY LIMITED**  
**Kupondole-1, Lalitpur, Nepal**

**Company Overview and Significant Accounting Policies Forming part of Financial Statements for FY 2081.82**

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

**4.15. Earnings per share:**

- I. Basic earnings per share is computed by dividing the profit/ (loss) for the year by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).
- II. Diluted earnings per share is computed by dividing the profit/ (loss) for the year as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date.

**4.16. Provisions, Contingencies and Commitments:**

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

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

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

**4.17. Investment in Associates:**

An associate is an entity, including an unincorporated entity such as a partnership, over which the investor has significant influence and that is neither a subsidiary nor an interest in a joint venture.

Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

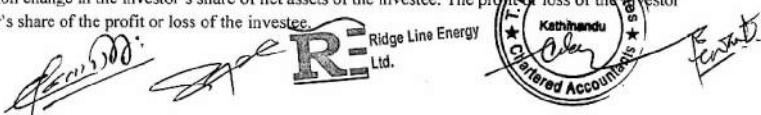
If an investor holds, directly or indirectly (e.g. through subsidiaries), 20 per cent or more of the voting power of the investee, it is presumed that the investor has significant influence, unless it can be clearly demonstrated that this is not the case.

Conversely, if the investor holds, directly or indirectly (e.g. through subsidiaries), less than 20 per cent of the voting power of the investee, it is presumed that the investor does not have significant influence, unless such an influence can be clearly demonstrated. A substantial or majority ownership by another investor does not necessarily preclude an investor from having significant influence.

The existence of significant influence by an investor is usually evidenced in one or more of the following ways:

- (a) representation on the board of directors or equivalent governing body of the investee;
- (b) participation in policy-making processes, including participation in decisions about dividends or other distributions;
- (c) material transactions between the investor and the investee;
- (d) interchange of managerial personnel; or
- (e) provision of essential technical information

The equity method is a method of accounting whereby the investment is initially recognized at cost and adjusted thereafter for the post-acquisition change in the investor's share of net assets of the investee. The profit or loss of the investor includes the investor's share of the profit or loss of the investee.



**RIDGE LINE ENERGY LIMITED**  
**Kupondole-1, Lalitpur, Nepal**

**Company Overview and Significant Accounting Policies Forming part of Financial Statements for FY 2081.82**

**4.18. Financial Instruments:**

**Recognition and Measurement**

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

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

**Effective Interest Rate Method**

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

**4.19. Financial Assets:**

**Financial assets at amortized cost**

Financial assets are subsequently measured at amortized cost if

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

**Financial assets measured at fair value**

Financial assets are measured at fair value through *other comprehensive income* if

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

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

Financial assets not measured at amortized cost or at fair value through other comprehensive income are carried at fair value through the *statement of profit or loss*. For financial assets maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the shorter maturity of these instruments.

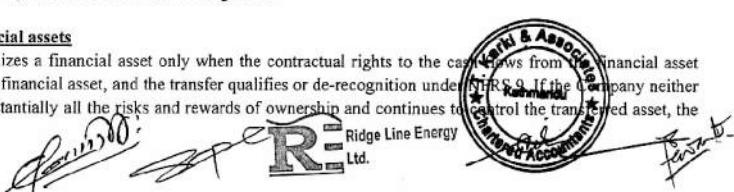
**Impairment of Financial Assets**

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

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

**De-recognition of financial assets**

The Company de-recognizes a financial asset only when the contractual rights to the cash flows from the financial asset expire, or it transfers the financial asset, and the transfer qualifies for de-recognition under IFRS 9. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the



**RIDGE LINE ENERGY LIMITED**  
**Kupondole-1, Lalitpur, Nepal**

**Company Overview and Significant Accounting Policies Forming part of Financial Statements for FY 2081.82**

Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received. On de-recognition of a financial asset in its entirety, the differences between the carrying amounts measured at the date of de-recognition and the consideration received is recognized in the statement of profit or loss.

**4.20. Financial Liabilities & Equity:**

**Classification as debt or equity**

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

**Equity Instruments**

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

**Financial Liabilities**

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

**Financial guarantee contracts**

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

**De-recognition of financial liability**

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

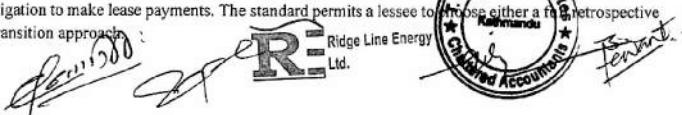
**Offsetting of Financial Instruments**

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

**4.21. Leases:**

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

NFRS 16-Lease is effective for annual periods beginning on or after 1 Shrawan, 2078. The new standard removes the distinction between operating or finance lease for lessee accounting, resulting in all leases being treated as finance leases. A lessee is required to recognize a right-of-use (ROU) representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments. The standard permits a lessee to choose either a full retrospective or modified retrospective transition approach.



**RIDGE LINE ENERGY LIMITED**  
Kupondole-1, Lalitpur, Nepal

**Company Overview and Significant Accounting Policies Forming part of Financial Statements for FY 2081.82**

The company recognizes a right-of-use asset and a lease liability for the remaining period of lease. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove any improvements made to office premises.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurement of the lease liability.

The lease liability is initially measured at the present value of the lease payment that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the company's incremental borrowing rate. Generally, the company uses its incremental borrowing rate as the discount rate.

The cost of borrowing of company till the date of signing any lease contract has been considered as its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise the following:

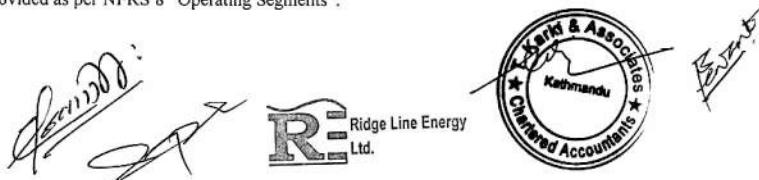
- Fixed payment, including in-substance fixed payments, less any lease incentives receivable.
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date.
- Amounts expected to be payable under a residual value guarantee and
- The exercise price under a purchase option that the company is reasonably certain to exercise, lease payments in an optional renewal period if the company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the company is reasonably certain not to terminate early.

The lease liability is measured at amortized cost using an effective interest method. It is re-measured when there is change in future lease payments arising from a change in an index or rate, if there is a change in the company's estimate of the amount expected to be payable under a residual value guarantee, if the company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is re-measured in this way, a corresponding adjustment is made to the carrying amount of right-of-use asset or is recorded in profit or loss if the carrying amount of right-of-use asset has been reduced to zero.

**4.22. Segment Reporting**

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



Notes forming the part of Financial Statements

Property, Plant and Equipment		Amount in NRs.					
Particulars	Cost	Furniture & Fixture	Computer & Accessories	Vehicle	Other Assets	Leasehold Improvements	Total
Balance at Ashadh end, 2080	760,256	936,542	219,900	-	-	1,253,851	3,170,549
Add: Additions during the year	852,358	511,118	-	-	-	-	1,363,476
Less: Disposal during the year	-	-	-	-	-	-	-
<b>Balance at Ashadh end, 2081</b>	<b>1,612,614</b>	<b>1,447,660</b>	<b>219,900</b>	-	-	<b>1,253,851</b>	<b>4,534,025</b>
Add: Additions during the year	-	805,791	-	-	-	-	805,791
Less: Disposal during the year	-	-	-	-	-	-	-
<b>Balance at Ashadh end, 2082</b>	<b>1,612,614</b>	<b>2,253,451</b>	<b>219,900</b>	-	-	<b>1,253,851</b>	<b>5,339,816</b>
<b>Depreciation</b>							
Rate of Depreciation	25%	25%	25%	15%	15%	5 years	
Method of Depreciation	WDV	WDV	WDV	WDV	WDV	SLM	
Accumulated Depreciation							
Balance at Ashadh end, 2080	497,995	535,502	61,572	-	-	1,094,270	2,189,339
Depreciation for the year	168,702	157,626	31,666	-	-	159,581	517,575
Disposal during year	-	-	-	-	-	-	-
<b>Balance at Ashadh end, 2081</b>	<b>666,698</b>	<b>693,128</b>	<b>93,238</b>	-	-	<b>1,253,851</b>	<b>2,706,914</b>
Depreciation for the year	236,404	238,296	25,332	-	-	-	500,032
Disposal during year	-	-	-	-	-	-	-
<b>Balance at Ashadh end, 2082</b>	<b>903,101</b>	<b>931,424</b>	<b>118,570</b>	-	-	<b>1,253,851</b>	<b>3,206,946</b>
<b>Net Book Value</b>							
As at Ashadh end, 2080	262,261	401,040	158,228	-	-	159,581	981,210
As at Ashadh end, 2081	945,916	754,532	126,662	-	-	-	1,827,111
<b>Balance at Ashadh end, 2082</b>	<b>709,513</b>	<b>1,322,027</b>	<b>101,330</b>	-	-	-	<b>2,132,869</b>



## Notes forming the part of Financial Statements

Intangible Assets		Project Assets (Annexure 1)		Total
Particulars	Tally Software	Particulars	Tally Software	
<b>Cost</b>				
Balance at Ashadh end, 2080	58,459		-	58,459
Add: Additions during the year	-	2,221,767,091	-	2,221,767,091
Less: Disposal during the year	-	-	-	-
Balance at Ashadh end, 2081	58,459	2,221,767,091	2,221,825,250	
Add: Additions during the year	-	11,955,232	-	11,955,232
Less: Disposal during the year	-	-	-	-
Balance at Ashadh end, 2082	58,459	2,233,722,323	2,233,780,781	
<b>Accumulated Amortization</b>				
Balance at Ashadh end, 2080	38,179		-	38,179
Amortization for the year	11,692	17,293,888	-	17,305,580
Balance at Ashadh end, 2081	49,871	17,293,888		17,343,759

Net Book Value	2080	2081	2082	2083
As at Ashadh end, 2080	20,280	-	-	20,280
As at Ashadh end, 2081	8,588	2,204,473,203	2,204,481,791	
Balance at Ashadh end, 2082		2,147,127,964	2,147,127,964	

The company has developed and been operating Super Chepe Hydropower Project of 9.05 MW. The development/construction of hydropower project has been fully completed during the financial year 20080:81. All the cost directly attributable with development/construction of project (Qualifying Assets) till the date of completion of construction has been capitalized and charged as intangible assets under construction (project cost) and on the date of completion the total cost has been transferred to Intangible Assets (Project Assets). Such project assets shall be amortized over the remaining useful life of the project on SLM basis. Useful life of the project as per clause in PPA agreement with NEA and generation license is 35 years from the date of commercial operation or expiry of period of generation license i.e. 15 years.

Property, Plant and Equipment, and Intangible Assets have been restricted on PPE has been applied as described in Note 545 11/3/02/00 whichever is earlier.

(2)


 Ridge Line Energy  
Ltd.

**Ridge Line Energy Limited**  
Kupondole-1, Lalitpur, Nepal

**Notes forming the part of Financial Statements**

*Amount in NRs.*

<b>Right of Use Assets</b>	<b>Note: 5.3</b>	
<b>Particulars</b>	<b>Right of Use Assets</b>	<b>Total</b>
<b>Present Value</b>		
Balance at Ashadh end, 2080	-	-
Add: Additions during the year	-	-
Less: Disposal during the year	-	-
<b>Balance at Ashadh end, 2081</b>	<b>-</b>	<b>-</b>
Add: Additions during the year	1,969,804	1,969,804
Less: Disposal during the year	-	-
<b>Balance at Ashadh end, 2082</b>	<b>1,969,804</b>	<b>1,969,804</b>
<b>Accumulated Depreciation</b>		
Balance at Ashadh end, 2080	-	-
Amortization for the year	-	-
<b>Balance at Ashadh end, 2081</b>	<b>-</b>	<b>-</b>
Amortization for the year	393,960	393,960
<b>Balance at Ashadh end, 2082</b>	<b>393,960</b>	<b>393,960</b>
<b>Net Book Value</b>		
As at Ashadh end, 2080	-	-
As at Ashadh end, 2081	-	-
<b>Balance at Ashadh end, 2082</b>	<b>1,575,844</b>	<b>1,575,844</b>

Refer Note: 5.31 for more details.

Handwritten signatures are present above the stamp. The stamp is circular with the text 'Ridge Line Energy Ltd.' and 'T. Karki & Associates Chartered Accountants'.

**Ridge Line Energy Limited**  
 Kupondole-1, Lalitpur, Nepal  
**Notes Forming the Part of Financial Statements**

<b>Financial Assets</b>		<b>Note: 5.4</b>
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
<b>Investment<sup>1</sup></b>		
Doodhpokhari Chepe Hydropower Limited	50,000,000	50,000,000
Kang Hydropower Company Limited	100,000,000	-
Deposit-Worldlink	1,000	1,000
Repair and Maintenance Reserve <sup>2</sup>	8,292,650	-
<b>Total</b>	<b>158,293,650</b>	<b>50,001,000</b>

<sup>1</sup>The Company had made investment of NRs. 5 crore in M/s Doodhpokhari Chepe Hydropower Limited and NRs. 10 crore in M/s Kang Hydropower Company Limited. The company has plan to hold the investment for long term and not for sale. Investments are measured at fair value through other comprehensive income (FVTOCI) as per NFRS-09 "Financial Instrument" since its initial recognition date. Management of the company has considered the cost of investment as fair value since the latest share of the investee company has traded at cost.

<sup>2</sup>The company has agreed to maintain a repair and maintenance reserve with a minimum of 5% of the monthly revenue up to NRs. 3 crore in the account of Rastriya Banijya Bank Limited to cover potential future uncertain events or risks, ensuring financial stability in the face of unforeseen circumstances for future repairs, upgrades, and enhancements of capital assets.

<b>Cash and Cash Equivalents</b>		<b>Note: 5.5</b>
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Cash in Hand	47,951	-
<b>Balances with Banks</b>		
Lumbini Bikash Bank Limited	-	15,269
Nabil Bank Limited	11,762	11,740
Prabhu Bank Limited	-	10,013
Rastriya Banijya Bank (Escrow Account)	40,212,565	12,748,592
Rastriya Banijya Bank Limited (Current Account)	66,818,893	990,116
<b>Total</b>	<b>107,091,171</b>	<b>13,775,730</b>

Cash and cash equivalents include call, current, escrow and fixed deposit account balances maintained with banks or financial institutions and cash in hand. These enable the Company to meet its short-term liquidity requirements. The carrying amount of cash and cash equivalents approximates their fair value. They are readily convertible to known amount of cash and are subject to insignificant risk of change in value. These balances have been used as Cash and Cash Equivalents for the presentation of Statement of Cash Flow as well.

<b>Trade Receivables</b>		<b>Note: 5.6</b>
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
NEA Receivables	52,172,537	45,043,148
<b>Total</b>	<b>52,172,537</b>	<b>45,043,148</b>

The company issues invoice to Nepal Electricity Authority (NEA) on monthly basis and amount is receivable within 45 days of issue of invoice as per internal memo of NEA. Accordingly, the receivable amount from NEA as on reporting date represents the income from sale of energy for the month of Jestha and Ashad 2082. Trade receivable is non-interest bearing in nature.

<b>Deposits and Margins</b>		<b>Note: 5.7</b>
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Cash Margin <sup>1</sup>	130,000	-
<b>Total</b>	<b>130,000</b>	<b>-</b>

<sup>1</sup>Cash Margin is maintained by Rastriya Banijya Bank Limited for TT payment made to foreign party for import of spare parts for upgradation of the project assets.



**Ridge Line Energy Limited**  
 Kupondole-1, Lalitpur, Nepal  
 Notes Forming the Part of Financial Statements

<b>Other Current Assets</b>		<b>Note: 5.8</b>
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Muktinath Capital Limited	-	21,766
Advance to Foreign Parties <sup>1</sup>	4,264,021	-
<b>Other Advances</b>		
Staff Advance	42,266	720
Advance for Land Purchase (Annexure - 2) <sup>2</sup>	-	2,712,060
Transmission Line Advance <sup>3</sup>	2,715,000	-
Prepaid Expenses (Annexure - 3) <sup>4</sup>	1,306,613	2,094,268
Advance Income Tax-TDS Receivables	-	59
Tejendra Giri	-	29,387
<b>Total</b>	<b>8,327,900</b>	<b>4,858,260</b>

<sup>1</sup>Advance provided to A & A Engineering and Services for the import of spare parts (capital expenditure in nature) through telegraphic transfer (TT) has been recorded in the books of account.

<sup>2</sup>Advance for Land Purchase amounting to NRs.2,712,060 has been written off during the financial year based on the decision made by 3rd Annual General Meeting held for FY 2080.81 on 11th Ashwin 2081.

<sup>3</sup>Advances provided to various parties for upgradation/construction of transmission line for removing contingencies relating to energy supplied to NEA (as agreed with NEA) are part of the Company's normal course of business and will be settled in subsequent financial years. This advance is unsecured and non-interest bearing in nature.

<sup>4</sup>Expenses which are incurred for future period other than reporting period are recognized as prepaid expenses. Prepaid of previous year related to current reporting period has been recognized as expenses in Statement of Profit or Loss and Other Comprehensive Income.

<b>Share Capital</b>		<b>Note: 5.9</b>
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
<b>Authorized Share Capital</b>		
Ordinary shares 11,850,000 @ NRs. 100 each	1,185,000,000	1,185,000,000
<b>Issued Share Capital</b>		
Ordinary shares 11,850,000 @ NRs. 100 each	1,185,000,000	1,185,000,000
<b>Subscribed and Paid up Capital</b>		
Ordinary shares 9,243,000 @ NRs. 100 each	924,300,000	604,579,900
<b>Total</b>	<b>924,300,000</b>	<b>604,579,900</b>

Paid up share capital is an ordinary equity share capital fully paid up having equal voting right.

<b>Reconciliation of number of Shares Outstanding</b>		<b>Note: 5.9.1</b>
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Balance at the beginning of the year	6,045,799	2,368,064
Add: Issue of Paid-up Shares -Promoter Share	3,197,201	3,677,735
Add: Issue of Paid-up Shares -Public Issue	-	-
Add: Issue of Bonus Shares	-	-
<b>Total</b>	<b>9,243,000</b>	<b>6,045,799</b>

<b>Advance for Share Capital</b>		<b>Note: 5.10</b>
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Advance for Share Capital	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



**Ridge Line Energy**  
 Ltd.

४९




**Ridge Line Energy Limited**  
 Kupondole-1, Lalitpur, Nepal  
**Notes Forming the Part of Financial Statements**

Other Equity		Note: 5.11
Particulars	FY 2081.82	FY 2080.81
<b>Retained Earnings</b>		
Balance as at the opening date	159,551,266	86,877,023
Add: Profit/(Loss) during the year	73,222,480	74,355,429
Less: Dividend declared for distribution <sup>1</sup>	(31,819,995)	-
Less: Expenses related to Public Issue <sup>2</sup>	-	(1,681,185)
<b>Retained Earnings as on Reporting Date</b>	<b>200,953,751</b>	<b>159,551,266</b>
<b>Other Reserves</b>		
Securities Premium <sup>3</sup>	95,916,030	-
Less: Expenses related to Public Issue <sup>2</sup>	(5,611,244)	-
Less: Provision for Taxation on Utilization <sup>4</sup>	(1,402,811)	-
<b>Carried Forward Balance</b>	<b>88,901,975</b>	<b>-</b>
<b>Balance as at the closing date</b>	<b>289,855,726</b>	<b>159,551,266</b>

<sup>1</sup>The 3rd Annual General Meeting of the Company, held on 11th Ashwin 2081, approved a cash dividend of NPR 31,819,994.74, representing 5.26% of the paid-up capital. The declared dividend was distributed to the shareholders during the reporting period, except for the portion disclosed under financial liabilities as Dividend Payable in the Statement of Financial Position.

<sup>2</sup>The costs attributable to Initial Public Offering (IPO) incurred till Ashad end, 2081 was charged to Retained Earnings, the IPO attributable cost incurred thereafter has been charged to Securities Premium in the financial year 2081/82. These costs include the IPO approval fee paid to the Electricity Regulatory Commission (ERC); underwriting fee paid to Muktinath Capital Limited; issue and sales management fee paid to Prabhu Capital Limited; issuer rating fee paid to CARE Ratings Nepal Limited; as well as various charges paid to SEBON, CDS and Clearing Ltd, and other professional fees incurred to comply with share issuance regulations.

<sup>3</sup>Securities premium was collected on the issuance of promoter shares at NPR 130 per share, for equity shares with a face value of NPR 100 each. A total of 3,197,201 equity shares were issued at this premium. This amount has been transferred to a restricted reserve, which may be utilized only for the purposes specified under Section 29(3) of the Companies Act, 2063 — including issuance of bonus shares, premium on redemption of preference shares, and writing off preliminary expenses or share issuance costs.

<sup>4</sup>As per Section 56(3) of Income Tax Act, 2058, any distribution to the shareholders of company of other than profits earned by the company shall be included as income and shall be taxable. Utilization of securities premium for offsetting expenses related to public issue has been deemed as distribution of profit and provision for tax has been created at applicable tax rate of 25%.

Medium and Long Term Loan		Note: 5.12
Particulars	FY 2081.82	FY 2080.81
<b>Secured Loan-Loan from Bank</b>		
Term Loan-Rastiya Banijya Bank Limited	1,252,281,435	1,259,832,266
Less: Current Maturity of Term Loan	(16,391,864)	(7,550,830)
<b>Total</b>	<b>1,235,889,571</b>	<b>1,252,281,436</b>

The company has availed credit facility from the Rastiya Banijya Bank Ltd. for the project finance of the Super Chepe Hydropower Project (9.05 MW) located at Gorkha District, Nepal. The credit facility had been utilized exclusively for the construction and development of this project, in accordance with the terms outlined in the agreement. The company is actively servicing the loan through periodic repayments, strictly adhering to the repayment schedule and the conditions stipulated in the agreement.

Loan has been secured against registered mortgage over of the entire assets of the project (present and to be created in future) including the land, building, plant and machinery, movable and immovable assets on land owned (including leasehold land) by the company and entire present/future current assets of the project including receivable, against registered mortgage of personal real-estate properties provided by the promoter/director.

Loans scheduled for repayment within one year from the reporting date are categorized as short-term liabilities as current Maturity of Term Loan that is essential for presenting a precise and transparent picture of the company's near-term financial commitments.

**Ridge Line Energy Limited**  
 Kupondole-1, Lalitpur, Nepal  
**Notes Forming the Part of Financial Statements**

<b>Lease Liabilities</b>	<b>Note: 5.13</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Lease Liability	1,677,859	-
Less: Current Maturity of Lease Liability	(319,332)	-
<b>Total</b>	<b>1,358,527</b>	<b>-</b>

As per NFRS 16 Leases, the company has recognized NRs. 1,969,804 as Right to Use Asset and corresponding Lease Liability in Statement of Financial Position and lease expenses are classified as depreciation on ROU assets and interest on lease liabilities.

Lease Liability scheduled for repayment within one year from the reporting date are categorized as Current liabilities as current portion of Lease Liability. Refer Note 5.31 for more details.

<b>Deferred Tax Liabilities (Net)</b>	<b>Note: 5.14</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
<b>Property, Plant and Equipment and Intangible Assets</b>		
Written Down Value (WDV) as per Company Act (A)	2,028,394,068	2,081,527,400
Written Down Value (WDV) as per Income Tax Act (B)	2,026,906,036	2,080,160,978
<b>Taxable / (Deductible) Timing Difference (A-B) - (i)</b>	<b>1,488,032</b>	<b>1,366,422</b>
<b>Lease Liability</b>		
Net Carrying Amount (A)	102,015	
Carrying Amount of Lease Liability	1,677,859	-
Carrying Amount of Right of Use Asset(ROU)	1,575,844	-
Tax Base of the Liability(B)	-	-
<b>Taxable / (Deductible) Timing Difference (B-A) - (ii)</b>	<b>(102,015)</b>	<b>-</b>
Unused Tax Losses - (iii)	(14,452,302)	(14,452,302)
<b>Net Taxable / (Deductible) Timing Difference - (i+ii+iii)</b>	<b>(13,066,285)</b>	<b>(13,085,880)</b>
Rate of Income Tax applicable to Company	0%	0%
Amount of Tax recognized in Statement of Income	-	-
<b>Deferred Tax Assets/(Liability) recognized in statement of Financial Position</b>		
<b>Total</b>	<b>-</b>	<b>-</b>

The company has started commercial generation, distribution, and transmission of electricity from the Super Chepe Hydropower Project from 8th Magh, 2080. Hence, the tax exemption as per the provisions of section 11 (3 Gha) of Income Tax Act, 2058 is applicable from the financial year 2080/81 (i.e. the company is assessed at 0% tax rates for first 10 years of operation and 50% of the applicable tax rate for later 5 years). Accordingly, the tax rate applicable to the company for the financial year is 0%. As a result, no current tax expense or deferred tax liability has been recognized for the period. Deferred tax calculations will consider these tax concessions in future periods as required.

<b>Short Term Loan</b>	<b>Note: 5.15</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
<b>Secured Loan-Loan from Bank</b>		
Loan against IPO-Rastriya Banijaya Bank Limited	-	250,000,000
Add: Current Maturity of Term Loan	16,391,864	7,550,830
<b>Unsecured Loan</b>		
Loan from Directors	-	20,460,000
<b>Total</b>	<b>16,391,864</b>	<b>278,010,830</b>

Refer Note: 5.12 for more details.

<b>Lease Liabilities</b>	<b>Note: 5.16</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Current Maturity of Lease Liability	3,12,532	-
<b>Total</b>	<b>3,12,532</b>	<b>-</b>

Refer Note: 5.13 for more details.

**Ridge Line Energy Limited**  
 Kupondole-1, Lalitpur, Nepal  
**Notes Forming the Part of Financial Statements**

<b>Trade and Other Payables</b>	<b>Note: 5.17</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Trade Payable (Annexure-4)	3,576,781	16,080,372
<b>Other Payables</b>		
Meeting Allowance Payable (Annexure-6)	35,600	150,749
Dividend Payable (Annexure-7)	101,540	-
Retention Payable (Annexure-8)	-	2,504,060
Audit Fee Payable	295,500	295,500
House Rent Payable	-	69,300
Expenses Payable	34,359	65,928
Capacity Royalty and Bay Charges Payable	-	436,384
Sagar Gurung	-	250,000
Man Raj Gurung	218,675	620,055
Prem Bahadur Gurung	-	115,395
<b>Total</b>	<b>4,262,455</b>	<b>20,587,743</b>

Trade and other payables are unsecured, non-interest bearing, and are stated at their nominal values. These balances generally arise in the normal course of business and are expected to be settled within the Company's normal operating cycle in the next financial year.

<b>Employee Benefit Payable</b>	<b>Note: 5.18</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Salary Payable (Annexure-9)	16,998	989,920
Provisions for Staff Bonus <sup>1</sup>	1,590,132	1,120,801
Provision for Leave Encashment <sup>2</sup>	361,943	-
<b>Total</b>	<b>1,969,073</b>	<b>2,110,721</b>

<sup>1</sup>Refer Note: 5.32 for more details.

<sup>2</sup>Provision for Leave Encashment has been created based on Human Resource Policy that states unutilized leaves are accumulating and vesting in nature. Amount for leave is calculated based on the per day basic salary of the employee as of the reporting date and the same has been accounted for as per Nepal Accounting Standard (NAS) 19 "Employee Benefits".

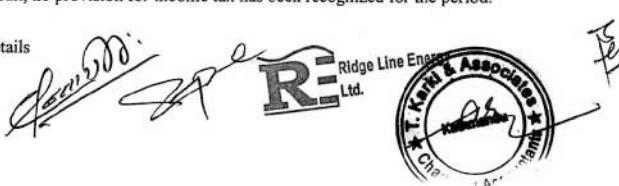
<b>Other Current Liabilities</b>	<b>Note: 5.19</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Withholding Taxes (Annexure-5) <sup>1</sup>	132,531	2,865,144
Social Security Fund (SSF) Payable	142,777	-
Citizen Investment Trust (CIT) Payable	48,000	-
Provisions for Income Tax <sup>2</sup>	-	-
Provisions for CSR Expenses <sup>3</sup>	779,165	-
Provision for Taxation on Utilization of Securities Premium <sup>4</sup>	1,402,811	-
<b>Total</b>	<b>2,505,284</b>	<b>2,865,144</b>

<sup>1</sup>The Company has deducted withholding taxes as per The Income Tax Act, 2058. The interest on the outstanding amount of TDS has not been shown in the books of account.

<sup>2</sup>The company has started commercial generation, distribution, and transmission of electricity from the Super Chepe Hydropower Project from 8th Magh, 2080. Hence, the tax exemption as per the provisions of section 11 (3 Gha) of Income Tax Act, 2058 is applicable from the financial year 2080/81 (i.e. the company is assessed at 0% tax rates for first 10 years of operation and 50% of the applicable tax rate for later 5 years). Accordingly, the tax rate applicable to the company for the financial year is 0%. As a result, no provision for income tax has been recognized for the period.

<sup>3</sup>Refer Note 5.30 for details.

<sup>4</sup>Refer Note: 5.11 for more details.



**Ridge Line Energy Limited**  
 Kupondole-1, Lalitpur, Nepal  
**Notes Forming the Part of Financial Statements**

<b>Revenue from Sale of Electricity</b>	<b>Note: 5.20</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Revenue from Sale of Electricity	297,522,361	124,307,516
<b>Total</b>	<b>297,522,361</b>	<b>124,307,516</b>

The Company issues invoices to Nepal Electricity Authority (NEA) monthly. As per NEA's internal memo, amounts are receivable within 45 days from the invoice date. Revenue is measured at the fair value of consideration received or receivable and recognized in line with NEA's memo. Accordingly, income from the sale of energy for the months of Jestha and Ashadh 2082 has been recognized based on invoices issued by the company to NEA, using meter readings of supplied energy. This is subject to adjustment, if required, upon issuance of NEA's internal memo.

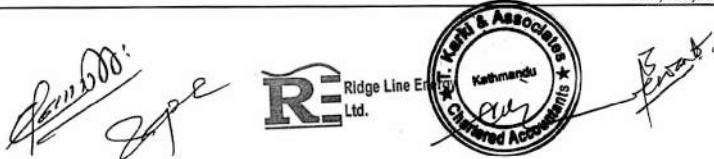
<b>Cost of Sales</b>	<b>Note: 5.21</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Opening Stock	-	-
Add:		
Purchase of Materials and Consumables	902,144	311,244
Operating Expenses (Notes 5.21.1)	13,012,672	5,177,407
Site Expenses (Notes 5.21.2)	5,958,346	1,749,027
Less: Closing Stock	-	-
<b>Total</b>	<b>19,873,162</b>	<b>7,237,678</b>

<b>Operating Expenses</b>	<b>Note: 5.21.1</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Energy Royalty Expenses*	5,953,162	2,482,918
Back Feed Energy Expenses	97,200	166,536
Bay and Control Relay Operation Charge Expenses	975,810	468,690
Capacity Royalty Expenses*	905,000	436,384
Project Insurance Expenses	5,081,500	1,622,879
<b>Total</b>	<b>13,012,672</b>	<b>5,177,407</b>

\*Refer Note: 5.33 for more details.

<b>Site Expenses</b>	<b>Note: 5.21.2</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Custom Duties and Clearing Expenses	58,195	-
Fuel Expenses	423,821	-
Repair and Maintenance Expenses	448,005	216,164
Security Guard Expenses	893,265	549,443
Site Office Expenses	531,260	-
Site Kitchen Expenses	2,152,513	-
Technical Supervision Fee	1,283,491	-
Water and Electricity Expenses	167,796	983,420
<b>Total</b>	<b>5,958,346</b>	<b>1,749,027</b>

<b>Revenue as per IFRIC 12</b>	<b>Note: 5.22</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Construction Revenue as per IFRIC 12	-	360,666,161
Construction Expenses as per IFRIC 12	-	(340,251,096)
<b>Total</b>	<b>-</b>	<b>20,415,066</b>



**Ridge Line Energy Limited**  
 Kupondole-1, Lalitpur, Nepal  
**Notes Forming the Part of Financial Statements**

<b>Other Income</b>	<b>Note: 5.23</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Interest Income	-	482
Foreign Exchange Gain	-	505,362
Insurance Income	-	1,922,700
<b>Total</b>	<b>-</b>	<b>2,428,544</b>

<b>Administrative and Other Expenses</b>	<b>Note: 5.24</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Audit Fee	339,000	339,000
Advertisement and Publication Expenses	85,145	25,741
Advances Written Off <sup>1</sup>	2,712,060	-
Allowances for Board Meeting, Field Visit and Others	1,306,671	515,112
Bank Charges and Commission	59,321	14,981
COD Programme Expenses	-	261,145
Communication, Telephone and Internet Expenses	107,992	234,230
Fine and Penalty	166,241	3,505
Fooding and Lodging Expense	275,147	710,395
Insurance Expenses	76,242	1,910
Kitchen Expenses	497,791	285,680
Legal, Professional and Consultancy Fees	1,716,676	242,950
Office Expenses	569,992	446,234
Office Rent Expenses	-	373,410
Parking Expense	2,009	5,890
Printing and Stationary Expenses	192,872	240,026
Rating Fee	235,631	69,436
Registration, Renewal and Membership Expenses	234,215	23,660
Repair and Maintenance Expenses	2,500	8,450
Social Cost	743,554	-
Tours and Travelling Expenses	637,981	275,340
Water and Electricity Expenses	25,806	48,103
Loss on Damage	-	1,922,700
<b>Total</b>	<b>9,986,846</b>	<b>6,447,898</b>

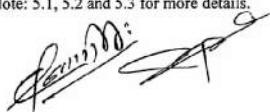
<sup>1</sup>As decided in the 3rd Annual General Meeting held on 11th Ashwin, 2081, the advances for land purchases amounting to NRs. 2,712,060 are written off during the FY 2081-82.

<b>Employee Benefit Expenses</b>	<b>Note: 5.25</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Salary and Allowances	11,129,398	6,049,571
Leave Benefits <sup>1</sup>	775,749	-
<b>Total</b>	<b>11,905,147</b>	<b>6,049,571</b>

<sup>1</sup>Refer Note: 5.18 for more details.

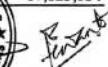
<b>Depreciation and Amortization Expenses</b>	<b>Note: 5.26</b>	
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Depreciation on Property, Plant and Equipment	500,032	517,575
Amortization on Intangible Assets	69,309,162	17,305,580
Depreciation on Right of Use Assets	39,746,155	-
<b>Total</b>	<b>70,055,349</b>	<b>17,823,154</b>

Refer Note: 5.1, 5.2 and 5.3 for more details.



**Ridge Line Energy  
Ltd.**





**Ridge Line Energy Limited**  
 Kupondole-1, Lalitpur, Nepal  
**Notes Forming the Part of Financial Statements**

Finance Costs	Note: 5.27	
Particulars	FY 2081.82	FY 2080.81
Interest Expenses <sup>1</sup>	109,796,839	34,516,595
Interest Expense on Lease Liability	165,435	-
<b>Total</b>	<b>109,962,274</b>	<b>34,516,595</b>

<sup>1</sup>The company has entered into credit facility agreement for the project financing of Super Chepe Hydropower Project (9.05 MW) with Rastriya Banijya Bank Ltd. Borrowing costs that are directly attributable to the acquisition, construction and production/development of project being qualifying assets are charged as part of the cost of the project till the date of completion of construction of the project and after the completion of construction of project interest has been charged in the Statement of Profit or Loss as per NAS 23 'Borrowing costs'.

Provision for Employee Bonus	Note: 5.28	
Particulars	FY 2081.82	FY 2080.81
Provision for Employee Bonus	1,590,132	1,120,801
<b>Total</b>	<b>1,590,132</b>	<b>1,120,801</b>

Refer Note: 5.32 for details.

Earnings Per Share	Note: 5.29	
Particulars	FY 2081.82	FY 2080.81
Net Profit	73,222,480	74,355,429
Number of Shares Outstanding	9,243,000	6,045,799
Number of Weighted Average Share Outstanding	6,737,796	5,411,012
Basic Earning Per Share	10.87	13.74
Diluted Earning Per Share*	10.87	13.74

\*Diluted Earnings Per Share equal Basic Earnings Per Share as no potential equity exists in the reporting period.

Weighted Average Number of shares have been calculated as below based on the number of days from allotment of additional ordinary shares.

S.N	Particulars	In AD	Shares Outstanding	No of days	Weighted average Equity Share O/S
1	Opening Shares	7/16/2024	6,045,799	365	6,045,799
2	Additional Issue	4/29/2025	3,197,201	79	691,997
	<b>Total</b>		<b>9,243,000</b>		<b>6,729,036</b>

**R**idge Line Energy  
Ltd.



**Ridge Line Energy Limited**  
Kupondole-1, Lalitpur, Nepal

**Notes Forming the Part of Financial Statements**

**Other Explanatory Notes**

**Provision For Corporate Social Responsibility ( CSR)**

**Note: 5.30**

As per Section 54 of the Industrial Enterprises Act, 2076, medium, large industry, or cottage industries with an annual turnover exceeding 15 crores are required to allocate at least 1% of their annual net profit towards Corporate Social Responsibility (CSR). The Company has allocated 1% of the annual net profit for the fiscal year 2081/82 for CSR, and the allocated amount will be utilized in accordance with the annual plan approved by the Board.

**Lease Accounting**

**Note: 5.31**

Under NFRS 16 - Leases, the company has recognized all significant leases as Right-of-Use (ROU) Assets and corresponding Lease Liabilities. ROU assets are presented under non-current assets, and lease liabilities are split into current and non-current portions based on their maturities. Lease expenses are now classified as depreciation on ROU assets and interest on lease liabilities. The adjustment impacts the statement of financial position, statement of cash flow, profit or loss, and equity reconciliation, with detailed disclosures provided on lease terms, maturity analysis, and key judgments applied.

Particulars	Summary
<b>Lease Terms</b>	5 Years
<b>Depreciation Method</b>	Straight Line Method (SLM)
<b>Discount rate</b>	9%
<b>Effective Interest rate</b>	9%
<b>Lease Incremental Rate</b>	10% every two years <u>As on the date of recognition:</u> Right of Uses Assets (ROU) - 1,969,804 <u>For FY 2081-82:</u> Right of Uses Assets (ROU) - 1,575,843 Short Term Lease Liability - 319,332 Long Term Lease Liability - 1,358,527 Lease Liability Payment - 457,380 Depreciation on ROU asset - 393,960 Interest Cost -165,435
<b>Financial Impact (In NRs.)</b>	

**Provision for Bonus**

**Note: 5.32**

Provision for an employee bonus is provided as per the provisions of the Electricity Act, 2049 and Electricity Regulation 2050 (i.e. 2% of net profit). Net revenue as per IFRIC 12 and amortization of such amount which is purely an accounting revenue and cost, has not been considered for making provision for employee bonus. Provision is created as per annual profit and paid in the subsequent period as per the provisions of Bonus Act, 2030. Unspent amounts, if any are transferred to Welfare Funds as per the provisions of Bonus Act, 2030.

**Royalty Expenses**

**Note: 5.33**

The company has paid royalty to Government of Nepal as per provision of Electricity Act and Regulation. The energy royalty is deducted at the rate of 2% from sale of Electricity from source i.e by Nepal Electricity Authority on monthly basis and Fixed capacity royalty @ NRs. 100 Per Kilo Watt per annum is payable to Department of Electricity Development (DOED).

**Commercial Operation Date**

**Note: 5.34**

The construction of project was completed during the FY 2080/81 and the commercial operation of company was started from 8th Magh, 2080.

**Subsequent Events**

There has not been any significant reportable event after the reporting date which requires it to be either adjusted.



**Ridge Line Energy Limited**  
Kupondole-1, Lalitpur, Nepal

**Notes Forming the Part of Financial Statements**

**Rating of the company**

**Note: 5.36**

CARE Rating Nepal Ltd has reaffirmed the Issuer Rating to the company [CARE-NP BB-(Is)] pronounced as CARE NP Issuer Rating Double B minus- that means Moderate risk of default regarding timely servicing of financial obligations. Issuer Rating from the CARE Rating Nepal has been completed on, 22nd Ashwin, 2081 BS and valid till 22nd Ashwin, 2082 BS. Also, the CARE Rating Nepal Ltd has reaffirmed a Credit Rating for Bank Facilities to the company [CARE-NP BB-] pronounced as CARE NP Double B Minus-that means company has moderate risk of default regarding timely servicing of financial obligations. Credit Rating for Bank Facilities has been done twice as on 22nd Shrawan 2081 and 9th Poush 2081 respectively and valid till 22nd Shrawan 2082 and 10th Magh 2082 respectively.

**Public Issue-Initial Public Offering (IPO)**

**Note: 5.37**

The company entered into an agreement with M/s Prabhu Capital Ltd herein referred as Issue Manager & Sales Manager and with M/s Muktinath Capital Limited herein referred as Underwriting Agent for public issue of shares.

The Company has obtained approval for issuance of Initial Public Offering (IPO) to General Public from Electricity Regulatory Commission (ERC) and the draft prospectus has been filled with the Securities board of Nepal (SEBON). The Company has obtained approval from ERC and in due process for obtaining approval from SEBON to issue 22% of its Authorized Share Capital (which is a revision from previous 48.98%) amounting to NRs. 260,700,000 for 2,607,000 number of shares through public issuance (IPO). Out of this, 10% of its Issued Share Capital amounting to NRs.118,500,000 for 1,185,000 number shares will be issued to local people residing in areas affected by the project. Then, 10% of the remaining 1,422,000 units of shares will be issued to people involved in foreign employment, 2% to the staffs under employee shares, 5% to mutual funds and the residual 1,180,260 units of shares will be issued to general public.

**Sharing of Cost**

**Note: 5.38**

The company has entered 33KV Transmission Line cost sharing agreement on 2077-09-13 BS with M/s Doodhpokhari Chepe Hydropower Limited on sharing ratio of 50:50 for transmission line construction and in the ratio of their installed capacity for maintenance of other structures like Bay, Buser, etc.

The company has been sharing the cost while importing electromechanical equipment, some office equipment and electricity to be used in project sites on an actual cost of use basis with M/s Doodhpokhari-Chepe Hydropower Limited. The company has been sharing costs related to Sub-station with Aashutosh Energy Ltd, Himalayan Power Partner Ltd, Liberty Energy Company Ltd, Dordi Khola and Super Dordi.

**Contingent Liabilities and Other Commitments**

**Note: 5.39**

Contingent liabilities are possible obligations whose existence will be confirmed by uncertain future events that are not wholly within the control of the entity. Company during the course of its business did not have any such possible obligations. Other than these, the company has following commitments:

**Capital Commitment:**

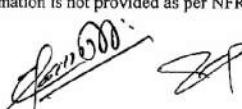
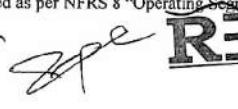
Name	Total Capital Commitment	Total Advance	Net of Advance	Nature
A & A Engineering and Services	4,310,451	4,264,021	46,430	Import of Capital Items

**Other Commitment:**

Name	Guarantee Amount	Nature
Doodhpokhari Chepe Hydropower Limited	1,504,100,000	Corporate Guarantee on behalf of Loan from Rastriya Banijya Bank Limited

**Segment Reporting**

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

    
Ridge Line Energy  
Ltd.



**Note: 5.40**



**Ridge Line Energy Limited**  
Kupondole-1, Lalitpur, Nepal

**Notes Forming the Part of Financial Statements**

**Substantial Shareholder**

**Note: 5.41**

There are a total 510 shareholders in the Company as on 32nd Ashadh, 2082. The details of Shareholders holding more than 1% of share capital and percentage of holding is given below which is known as Substantial Shareholder.

Name	No of Shares FY 2081.82	% of Share Holding
Sopan Multiple Company Limited	1,000,000	10.82%
Rewant Kumar Rawat	390,785	4.23%
Basant Giri	376,104	4.07%
Opendra Hamal	351,379	3.80%
Rajendra Kumar B.C.	252,000	2.73%
Pratima Tiwari	250,000	2.70%
Pravin Giri	225,500	2.44%
Narayan Kandel	205,322	2.22%
Muktinath Capital Limited	200,000	2.16%
Pradip Raj Giri	189,973	2.06%
Shreesh Khadka	175,000	1.89%
Suchitra Sijapati	150,000	1.62%
Ashok Kumar Khadka	140,000	1.51%
Gopal Prasad Niure	130,650	1.41%
Dipendra Hamal	127,512	1.38%
Subhakarmane Neupane	121,000	1.31%
Prakash Tiwari	100,000	1.08%
Mohan Saru	100,000	1.08%
Puja Hamal	100,000	1.08%
Nisha Pradhananga	100,000	1.08%
Prabhu Dynamic Private Equity Fund-1	100,000	1.08%
Bishal Group Limited	100,000	1.08%
Sarita Giri	99,040	1.07%
Mahesh Bahadur Hamal	94,000	1.02%

**Related Party Transaction**

**Note: 5.42**

Related Party Transactions are identified by the management. The company has identified transactions with related parties during the period from 1st Shrawan, 2081 to 32nd Ashadh, 2082.

**Key Management Personnel (KMP):**

The company has incurred the following transactions with the Key Managerial Personal (KMP) who are those persons having authority and responsibility for planning, directing, and controlling the activities of the entity, directly or indirectly. Such KMP include the Board of Directors of the company (including both Executive and Non Executive) and key employee who has holding directorship in the Subsidiary company.

Key Management Personnel	Designation	Status
Basant Giri	Chairman	Re-appointed
Pradip Raj Giri	Director	Re-appointed
Rewant Kumar Rawat	Director	Re-appointed
Narayan Kandel	Director	Re-appointed
Dipendra Hamal	Director	Re-appointed
Pratima Tiwari	Director (Female)	Appointed w.e.f 03.06.03
Dr. Binod Pokhrel	Independent Director	Appointed w.e.f 20/06/2003
Roshan Poudel	Company Secretary and Chief Operating Officer	Appointed by BOD w.e.f 01.06.03

**Ridge Line Energy Limited**  
Kupondole-1, Lalitpur, Nepal

**Notes Forming the Part of Financial Statements**

**Transactions with Key Management Personnel (KMP) & Related Party:**

The companies identify following as related parties and key management personnel under requirements of NAS-24

- Subsidiary Company
- Shareholder holding 5% or more shares during the year
- Companies represented by directors
- Director of company and their close family members
- Chief Operating Officer
- Company Secretary

Related Party	Relation	Outstanding as on 31st Ashad, 2081 Payable (Receivable)	During the Year 2081-82	Outstanding as on 32nd Ashadh, 2082	Nature of Transaction
				Payable (Receivable)	
Basant Giri	Chairman	25,500	211,382	7,600	Meeting Allowances
		-	268,800	-	Remuneration to Director
		600	25,500	-	Reimbursement of Expenses
		2,650,000	(2,650,000)	-	Loan from Director
Pradip Raj Giri	Director	21,250	250,000	-	Meeting Allowances
		46,203	71,832	-	Reimbursement of Expenses
		1,700,000	(1,700,000)	-	Loan from Director
Rewant Kumar Rawat	Director	17,000	290,882	6,750	Meeting Allowances
		-	75,084	-	Reimbursement of Expenses
		7,610,000	(7,610,000)	-	Loan from Director
Narayan Kandel	Director	17,000	172,500	4,250	Meeting Allowances
		19,125	15,680	-	Reimbursement of Expenses
		2,500,000	(2,500,000)	-	Loan from Director
Dipendra Hamal	Director	17,000	85,000	4,250	Meeting Allowances
Pratima Tiwari	Director	21,250	90,000	4,250	Meeting Allowances
		6,000,000	(6,000,000)	-	Loan from Director
Binod Pokhrel	Independent Director	4,250	47,500	8,500	Meeting Allowances
Roshan Poudel	Chief Operating Officer / Company Secretary	99,250	1,481,806	-	Remuneration
Doodhpokhari Chepe Hydropower Limited	Entity over which the company has significant influence	2,372,274	3,778,436	520,556	Transmission line and other site cost sharing and other payments
		(50,000,000)	-	(50,000,000)	Investment

  
  
  
 Ridge Line Energy  
Ltd.

  
  
  
 Karki & Associates  
Chartered Accountants  
Kathmandu

**Ridge Line Energy Limited**  
Kupondole-1, Lalitpur, Nepal

**Notes Forming the Part of Financial Statements**

Related Party	Relation	Outstanding as on 31st Ashad, 2081	During the Year 2081-82	Outstanding as on 32nd Ashadh, 2082	Nature of Transaction
		Payable (Receivable)		Payable (Receivable)	
Kang Hydropower Company Limited	Entity over which the company has significant influence	-	(100,000,000)	(100,000,000)	Investment
Hydro Management and Construction Private Limited	Entity over which the Director has significant influence	-	3,432,102	-	Capital and Other Service Purchase
Capital Management and Consultants Private Limited	Entity over which the Director has significant influence	-	200,000	-	Service Purchase
Cash Flow Dynamics Business Solution Private Limited	Entity over which the Director has significant influence	-	200,000	-	Service Purchase
Applied Engineering Private Limited	Entity over which the Director has significant influence	6,331,454	200,000	-	Service Purchase

**Risk Management**

**Note: 5.43**

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

**Liquidity Risk:**

**Note: 5.43.1**

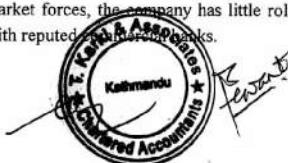
Liquidity risk is the risk that the company will face in meeting its obligations associated with financial liabilities. The company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. A material and sustained shortfall in cash flow could create potential business continuity risk. Company is fully dependent on Nepal Electricity Authority for its revenue based on the PPA. Any delay in settlement of dues by NEA will make it difficult for company to operate smoothly.

**Interest Rate Risk:**

**Note: 5.43.2**

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

**R**  
Ridge Line Energy  
Ltd.



**Ridge Line Energy Limited**  
Kupondole-1, Lalitpur, Nepal

**Notes Forming the Part of Financial Statements**

**Capital Management:**

**Note: 5.43.3**

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

**Previous Year Figures**

**Note: 5.44**

The following items have been reclassified for the purpose of facilitating better comparison and presentation:

S.N.	Items	Current Classification	Previous Classification	Amount (FY 2081-82)	Remarks
1	Deposit-Worldlink	Financial Assets	Other Non Current Assets	1,000	Reclassified for better presentation
2	Investment	Financial Assets	Other Non Current Assets	50,000,000	Reclassified for better presentation
3	Salary Payable	Employee Benefit Payable	Trade and Other Payables	989,920	Reclassified for better presentation
4	Provision For Staff Bonus	Employee Benefit Payable	Other Current Liabilities	1,120,801	Reclassified for better presentation
5	Repairs and Maintenance Expenses	Site Expenses	Direct Expenses	216,164	Direct Expenses have been segregated to Operating Expenses and Site Expenses for better presentation
6	Security Guard Expenses	Site Expenses	Direct Expenses	549,443	
7	Water and Electricity Expenses	Site Expenses	Direct Expenses	983,420	

**Restriction on PPE:**

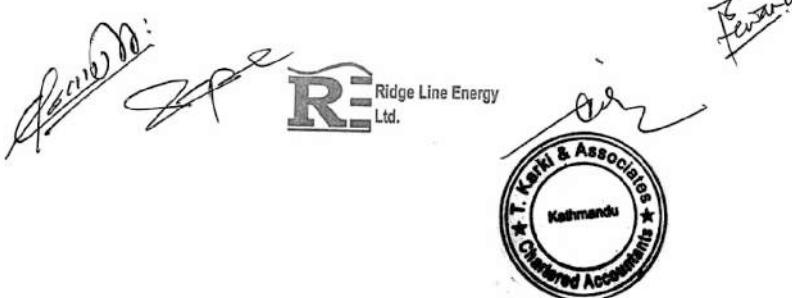
**Note: 5.45**

The company has to transfer the entire generation unit to Government of Nepal under BOOT arrangement after expiry of period of generation license i.e. 6th Jestha, 2113 or 35 years from Commercial Operation Date (COD) whichever is earlier. The development/construction of the project was completed during FY 2080.81. Accordingly, the remaining useful life of the project from the reporting date is 30.87 years.

**Miscellaneous**

**Note: 5.46**

- All the figures stated on the financial statements are in Nepalese Rupees and rounded up to the nearest rupee.
- Notes form an integral part of financial statements.
- Previous figure has been regrouped and reclassified wherever necessary.



Ridge Line Energy Limited  
Kupondole-1, Lalitpur, Nepal

Notes forming the part of Financial Statements

Intangible Assets (Project Assets)

Particulars	Land	Civil Works	Hydromechanical Works	Electromechanical Works	Transmission Line & Interconnection		Total
					Cost	Annexure 1	
<b>Cost:</b>							
Balance as on 1st Shrawan 2080	43,086,020	991,763,817	440,792,351	476,059,591	270,065,312	2,221,767,091	
Add: Addition during the year	-	-	-	-	-	-	
Less: Disposal / Adjustment	-	-	-	-	-	-	
<b>Balance as on 31st Ashadh, 2081</b>	<b>43,086,020</b>	<b>991,763,817</b>	<b>440,792,351</b>	<b>476,059,591</b>	<b>270,065,312</b>	<b>2,221,767,091</b>	
Add: Addition during the year	-	1,246,294	3,872,349	1,230,925	5,605,664	11,955,232	
Less: Disposal / Adjustment	-	-	-	-	-	-	
<b>Balance at Ashadh end, 2082</b>	<b>43,086,020</b>	<b>993,010,111</b>	<b>444,664,700</b>	<b>477,290,516</b>	<b>275,670,976</b>	<b>2,233,722,323</b>	
<b>Amortization Expenses</b>							
Balance as on 1st Shrawan 2080	335,375	7,719,735	3,431,059	3,705,573	2,102,146	17,293,888	
Add: Addition during the year	335,375	7,719,735	3,431,059	3,705,573	2,102,146	17,293,888	
<b>Balance as on 31st Ashadh, 2081</b>	<b>1,341,125</b>	<b>30,873,732</b>	<b>13,775,533</b>	<b>14,843,603</b>	<b>8,466,582</b>	<b>69,300,574</b>	
Add: Amortization during this period	1,676,500	38,593,466	17,206,592	18,549,176	10,568,728	86,594,462	
<b>Carrying amounts as on Ashadh end, 2081</b>	<b>42,750,645</b>	<b>984,044,083</b>	<b>437,361,292</b>	<b>472,354,017</b>	<b>267,963,166</b>	<b>2,204,473,203</b>	
<b>Carrying amounts as at Ashadh end, 2082</b>	<b>41,409,520</b>	<b>954,416,645</b>	<b>427,458,108</b>	<b>458,741,340</b>	<b>265,102,247</b>	<b>2,147,127,861</b>	



**Ridge Line Energy  
Ltd.**



**Ridge Line Energy Limited**  
Kupondole-1, Lalitpur, Nepal

**Annexures for Notes Forming the Part of Financial Statements**

<b>Advance for Land Purchase</b>	<b>Particulars</b>	<b>FY 2081.82</b>	<b>Annexure-2</b>
Dalli Maya Gurung		-	100,000
Damber Gurung		-	1,060,000
Guman Gurung		-	271,060
Karna Bahadur Gurung		-	231,000
Khun Bahadur Gurung		-	100,000
Rita Gurung		-	200,000
Sukmaya Gurung		-	600,000
Tir Maya Gurung		-	100,000
Yam Kumari Gurung		-	50,000
<b>Total</b>		-	<b>2,712,060</b>

<b>Prepaid Expenses</b>	<b>Particulars</b>	<b>FY 2081.82</b>	<b>Annexure-3</b>
Prepaid Insurance		708,629	1,474,129
Prepaid Renewal Charges		29,470	-
Prepaid Bay Charge		-	503,310
Prepaid Capacity Royalty		468,616	-
Prepaid Surveillance Charge		99,898	116,829
<b>Total</b>		<b>1,306,613</b>	<b>2,094,268</b>

<b>Trade Payables</b>	<b>Particulars</b>	<b>FY 2081.82</b>	<b>Annexure-4</b>
Nepal Shipping and Air Logistics Private Limited		962,692	962,692
Dordi Kholo Jal Bidyut Company Limited		924,114	924,114
Super Dordi Hydropower Project		924,114	924,114
Doodhpokhari Chepe Hydropower Ltd		520,556	2,372,274
GDP Business Advisory Private Limited		223,000	-
Namaste World Bizhub Private Limited		22,305	22,305
Applied Engineering Private Limited		-	6,331,454
Olang Tole Bikash Sanstha		-	1,012,793
Nepal Security Guard Supply Service Private Limited		-	303,615
Himjala Traders Private Limited		-	41,088
Troyer AG (India)		-	356,174
Sirandada Majhatol Pahero Nyantrad Upvokta Samiti		-	97,240
Ma Balkumari Motor Parts Center		-	8,049
Power Zone Trade Link		-	45,041
Proud Nepal IT Suppliers Private Limited		-	28,250
P.R.S.M & Associates		-	308,000
Saket Acharya and Associates		-	8,363
Units Engineering Consultancy Private Limited		-	752,118
Dawn Hydro Mechanical Works Private Limited		-	1,582,688
<b>Total</b>		<b>3,576,781</b>	<b>16,080,372</b>



**Ridge Line Energy**  
Ltd.




**Ridge Line Energy Limited**  
Kupondole-1, Lalitpur, Nepal

**Annexures for Notes Forming the Part of Financial Statements**

**Withholding Taxes**

Particulars	FY 2081.82	Annexure-5 FY 2080.81
SST on Salary	6,671	103,073
TDS on Meeting Allowance	34,065	102,399
TDS on Salary	22,631	720
TDS on Service	64,664	2,646,482
TDS on Audit fee	4,500	4,500
TDS on Vehicle Rent	-	7,970
<b>Total</b>	<b>132,531</b>	<b>2,865,144</b>

**Meeting Allowance Payable**

Particulars	FY 2081.82	Annexure-6 FY 2080.81
BOD Meeting Allowances Payable		
Binod Pokhrel	8,500	4,250
Dipendra Hamal	4,250	17,000
Pratima Tiwari	4,250	21,250
Narayan Kandel	4,250	17,000
Basant Giri	7,600	25,500
Pradip Raj Giri	-	21,250
Rewant Kumar Rawat	6,750	17,000
Other Meeting Allowances Payable	-	27,499
<b>Total</b>	<b>35,600</b>	<b>150,749</b>

**Dividend Payable**

Particulars	FY 2081.82	Annexure-7 FY 2080.81
Prajwal Sharma	25,000	-
Prem Kumar Tamang	25,000	-
Raju Gurung	10,000	-
Netra Bahadur Thapa Magar	6,500	-
Ram Prasad Poudel	6,500	-
Kumer Gurung	2,640	-
Budha Raj Gurung	2,500	-
Ful Bahadur Tamang	2,500	-
Ghare Tamang	2,500	-
Jogmati Gurung	2,500	-
Kabita Gurung	2,500	-
Khem Bahadur Gurung	2,500	-
Khim Bahadur Gurung	2,500	-
Muna Maya Gurung	2,500	-
Nama Raj Gurung	2,500	-
Prem Bahadur Tamang	2,500	-
Bimala Gurung	900	-
<b>Total</b>	<b>101,540</b>	<b>-</b>

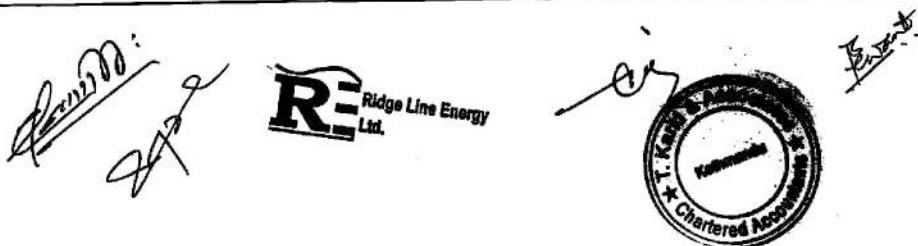
**Ridge Line Energy Limited**  
Kupondole-1, Lalitpur, Nepal

**Annexures for Notes Forming the Part of Financial Statements**

<b>Retention Payable</b>		<b>Annexure-8</b>
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Dawn Hydro Mechanical Works Pvt. Ltd (5% Retention Money)	-	2,504,060
<b>Total</b>		<b>2,504,060</b>

<b>Salary Payable</b>		<b>Annexure-9</b>
<b>Particulars</b>	<b>FY 2081.82</b>	<b>FY 2080.81</b>
Aashish Bagale	-	34,155
Abishek Sapkota	-	32,076
Ajay Gautam	-	39,384
Gir Bahadur Oli	-	32,993
Jasbir Gurung	-	17,820
Karma Bahadur Pun	-	3,500
Keshav Tandan	-	27,720
Nawaraj Dahal	16,998	212,794
Prem Singh Thapa	-	23,166
Puspak Chaudhari	-	47,520
Rajendra Shrestha	-	37,422
Rajesh Awale	-	13,328
Raju Gurung	-	17,820
Ramesh Kumar	-	39,600
Roshan Poudel	-	99,250
Samir Neupane	-	21,087
Santa Lal Tamang	-	14,850
Santosh Shah	-	24,552
Saraswati Sapkota	-	14,850
Sarita Bista Oli	-	14,850
Satish Kumar Yadav	-	30,294
Shiva Neupane	-	73,039
Tej Bahadur Gurung	-	17,820
Tirtha Adhikari	-	37,422
Umesh Karki	-	31,185
Yam Bahadur Tamang	-	31,423
<b>Total</b>	<b>16,998</b>	<b>989,920</b>



**Ridge Line Energy Limited**  
Kupondole-1, Lalitpur, Nepal

Annexure-10  
Amount in NRs.

Particulars	FY 2081.82			FY 2080.81		
	Fair Value		Amortized Cost	Fair Value		Amortized Cost
	FVTPL	FVOCI		FVTPL	FVOCI	
<b>Financial Assets</b>						
Balance with Banks	-	-	107,043,220	-	-	13,775,730
Cash in Hand	-	-	47,951	-	-	-
Trade Receivables	-	-	52,172,537	-	-	45,043,148
Investment	-	150,000,000	-	-	50,000,000	-
Deposits	-	-	8,293,650	-	-	1,000
Deposits and Margins	-	-	130,000	-	-	-
<b>Total Financial Assets</b>	<b>-</b>	<b>150,000,000</b>	<b>167,687,358</b>	<b>-</b>	<b>50,000,000</b>	<b>58,819,878</b>
<b>Financial Liabilities</b>						
Trade and Other Payables	-	-	4,262,455	-	-	20,587,743
Loans and Borrowings	-	-	1,252,281,435	-	-	1,530,292,266
Lease Liability	-	-	1,677,859	-	-	-
<b>Total Financial Liabilities</b>	<b>-</b>	<b>-</b>	<b>1,258,221,749</b>	<b>-</b>	<b>-</b>	<b>1,550,880,009</b>



## नोट

चौथो वार्षिक साधारण सभा

## नोट

## चौथो वार्षिक साधारण सभा

## आयोजनाका केही तस्विरहरु



सुपर चेपे जलविद्युत आयोजनाको पावरहाउस क्षेत्र



सुपर चेपे जलविद्युत आयोजनाको बाँध संरचना क्षेत्र



CONTROL ROOM INSIDE SCHP POWERHOUSE



POWER TRANSFORMER AT INTERCONNECTING SUBSTATION END



२०८१/०८२ मा सम्पन्न संस्थागत सामाजिक उत्तरदायित्व अन्तर्गत कामहरु



विद्युत विकास विभागद्वारा सम्मान पत्र ग्रहण



AUTOMATIC WEATHER STATION AT PROJECT SITE



Photo: Powerhouse of Super Chepe Hydro power (9.05MW)



Ridge Line Energy  
Ltd.

Kupondole, Lalitpur Metropolitan Municipality  
Ward no. 1, Nepal  
Email: [info@ridgeline.com.np](mailto:info@ridgeline.com.np)  
Phone Number: +977-01-5900114