

पियोर इनर्जी लिमिटेड
नवौं वार्षिक साधारण सभा
वार्षिक प्रतिवेदन | आर्थिक वर्ष २०८२/८३

विषय सूची

प्रतिवेदनको बारेमा	४
सञ्चालक समिति	५
अध्यक्षको मन्तव्य	६
पियोर इनर्जी लिमिटेडको परिचय	८
कम्पनीको विकासक्रम	१०
ग्रीडमा आबद्ध सौर्य PV विद्युत परियोजना, बाँके ब्लक १	११
ग्रीडमा आबद्ध सौर्य PV विद्युत परियोजना, बाँके ब्लक २	१२
नेपालको सौर्य तथा जलविद्युत क्षेत्रको सम्भावना	१५
राष्ट्रिय लक्ष्यसँग हाम्रो तादात्म्य	१६
सम्मान तथा पुरस्कार	१७
कार्बन उत्सर्जन न्यूनीकरण	१९
प्रमुख वित्तीय झलकहरू	२०
सामाजिक उत्तरदायित्व	२२
प्रोक्सी फारम (प्रतिनिधि पत्र)	२५
नवौँ वार्षिक साधारण सभा सम्बन्धी सूचना	२६
सञ्चालक समितिको प्रतिवेदन	२८
संस्थागत सुशासन	३४
वित्तीय विवरणहरू	४०

प्रतिवेदनको बारेमा

यो वार्षिक प्रतिवेदनले पियोर इनर्जी लिमिटेडको आर्थिक वर्ष २०८२/८३ को समग्र कारोबार, वित्तीय अवस्था, सञ्चालन प्रगतिको विस्तृत विवरण प्रस्तुत गरेको छ । यसले कम्पनीका दुवै सौर्य ऊर्जा परियोजना — पियोर इनर्जी ब्लक १ र पियोर इनर्जी ब्लक २ — को प्राविधिक विवरण, उत्पादन क्षमता र नेपालको स्वच्छ ऊर्जा क्षेत्रमा कम्पनीले पुर्याइरहेको योगदानसमेत समेटेको छ ।

यस प्रतिवेदनमा उल्लेख गरिएका “पियोर इनर्जी ब्लक १”, “पियोर इनर्जी ब्लक २”, “हाम्रो”, “हामी”, “परियोजना” र “कम्पनी” भन्ने शब्दहरूले पियोर इनर्जी लिमिटेड आफैलाई जनाउँछन् र यी दुवै परियोजनाहरू पियोर इनर्जी लिमिटेड अन्तर्गत नै सञ्चालित छन् । यस प्रतिवेदनमा समावेश गरिएका सम्पूर्ण जानकारी, तथ्याङ्क र विवरणहरू कम्पनीको सञ्चालक समितिद्वारा अनुमोदन गरिएका छन् ।

सञ्चालक समिति



श्री अक्षय गोल्याण
अध्यक्ष



श्री निशान्त गोयल
सञ्चालक



श्री संजय कुमार साह
सञ्चालक



श्री प्रवेश कुमार आचार्य
सर्वसाधारण सञ्चालक



श्री विशाखा लक्ष्मी खड्का
स्वतन्त्र सञ्चालक



श्री सन्तोष वाग्ले
कम्पनी सचिव

अध्यक्षको मन्तव्य



आदरणीय शेयरधनी महानुभावहरू, आमन्त्रित अतिथिज्यूहरू तथा उपस्थित सम्पूर्ण साथीहरू, नमस्कार । आजको यो साधारण सभामा उपस्थित हुनुभएकोमा तपाईंहरू सबैलाई हार्दिक स्वागत र धन्यवाद ।

कुरा सुरु गर्नुअघि, एउटा दुःखद विषय सम्झन चाहन्छु । हालै रसुवा, नुवाकोट, धादिङलगायत देशका विभिन्न ठाउँमा आएको बाढी र पहिरोले धेरै परिवारलाई ठूलो पीडा दिएको छ । यस विपत्तिमा ज्यान गुमाउनुहुने सबैप्रति हार्दिक श्रद्धाञ्जली अर्पण गर्दछु, र पीडित परिवारहरूप्रति गहिरो समवेदना व्यक्त गर्दछु ।

आज पियोर इनर्जी लिमिटेडको आर्थिक वर्ष २०८२/८३ को प्रतिवेदन तपाईंहरूसामु राख्न पाउँदा मलाई गर्व लागेको छ । हाम्रो लक्ष्य सरल छ: स्वच्छ ऊर्जा उत्पादन गरेर देशको विकासमा योगदान गर्नु, र तपाईंहरूको लगानीलाई सुरक्षित र फलदायी बनाउनु ।

गत वर्ष प्रतिकूल मौसमका कारण सहज रहेन । तैपनि हाम्रो टोलीले हार नमानी कार्यसम्पादन जारी राखी कठिन परिस्थितिमा पनि कम्पनीको सञ्चालनलाई राम्रोसँग अघि बढाउनुभयो । यसका लागि म हाम्रा सबै कर्मचारी साथीहरूप्रति विशेष आभारी छु ।

“गत वर्ष प्रतिकूल मौसमका कारण सहज रहेन । तैपनि हाम्रो टोलीले हार नमानी कार्यसम्पादन जारी राखी कठिन परिस्थितिमा पनि कम्पनीको सञ्चालनलाई राम्रोसँग अघि बढाउनुभयो ।”

आर्थिक रूपमा पनि कम्पनीले यस वर्ष सन्तोषजनक प्रगति गरेको छ । हामीले खर्चमा अनुशासन राख्यौं, सोचविचार गरेर मात्र लगानी गर्यौं, र छिटो नाफाभन्दा लामो समयको फाइदालाई प्राथमिकता दियौं । फलस्वरूप, कम्पनीको सम्पत्ति र लगानीको आधार अझ बलियो भएको छ । यसले आगामी वर्षहरूमा तपाईंहरूलाई निरन्तर र भरपर्दो प्रतिफल दिने जग तयार गरेको छ ।

यस वर्षको सबैभन्दा महत्त्वपूर्ण कदम भनेको सोल पावर लिमिटेडमा गरिएको हाम्रो लगानी हो । सोल पावरले नेपाल विद्युत प्राधिकरणसँग विद्युत बिक्री सम्झौता, अर्थात् पीपीए, गरिसकेको छ । अहिले यसले कुल १०० मेगावाट क्षमताका पाँचवटा सौर्य आयोजना अघि बढाइरहेको छ, जुन विकासका विभिन्न चरणमा छन् ।

यी आयोजनाले देशमा स्वच्छ विद्युत उत्पादन बढाउनेछन्, नेपालको ऊर्जा सुरक्षा बलियो बनाउनेछन्, र हरित विकासको यात्रामा पियोर् इनर्जीलाई महत्त्वपूर्ण साझेदार बनाउनेछन् ।

हाम्रो सफलता हामी काम गर्ने गाउँ र समुदायको सफलतासँग जोडिएको छ । त्यसैले यस वर्ष हामीले घिया गाउँको सडकमा ग्राभेल बिछ्यायौं, स्थानीय प्रहरी कार्यालयको पूर्वाधार सुधारमा सहयोग गर्यौं, र आयोजना

क्षेत्रका विद्यालयका विद्यार्थीहरूलाई शैक्षिक सामग्री वितरण गर्यौं । युवाहरूलाई खेलकुदमार्फत अनुशासन र नेतृत्व सिक्न प्रोत्साहन गर्यौं, र माघी पर्वमा भएको सांस्कृतिक कार्यक्रममा पनि साथ दियौं ।

यी कामहरू साना लाग्न सक्छन्, तर हाम्रो विश्वास छ: जुन गाउँमा हामी काम गर्छौं, त्यो गाउँ हाम्रो पनि घर हो । आगामी दिनमा पनि हामी समुदायसँग हातेमालो गर्दै यो प्रतिबद्धता जारी राख्नेछौं ।

अगाडि हेर्दा, हाम्रो ध्यान तीन कुरामा केन्द्रित हुनेछ । पहिलो, काममा अझ दक्षता ल्याउनु । दोस्रो, नवीकरणीय ऊर्जामा नयाँ अवसरहरू खोज्नु । तेस्रो, तपाईंहरूको लगानीको मूल्य लामो समयसम्म बढाउँदै लैजानु ।

अन्त्यमा, कम्पनीमाथि निरन्तर विश्वास गर्नुहुने सम्पूर्ण शेयरधनीहरू, नियामक निकायहरू, बैंक तथा वित्तीय संस्थाहरू, स्थानीय समुदाय र हाम्रा मेहनती कर्मचारी साथीहरूलाई हृदयदेखि धन्यवाद दिन चाहन्छु । तपाईंहरूको विश्वास नै हाम्रो सबैभन्दा ठूलो पुँजी हो । देशलाई उज्यालो बनाउने यो यात्रामा तपाईंहरूको साथ यसरी नै रहिरहोस् ।

धन्यवाद ।

अक्षय गोल्याण

अध्यक्ष

पियोर इनर्जी लिमिटेडको परिचय

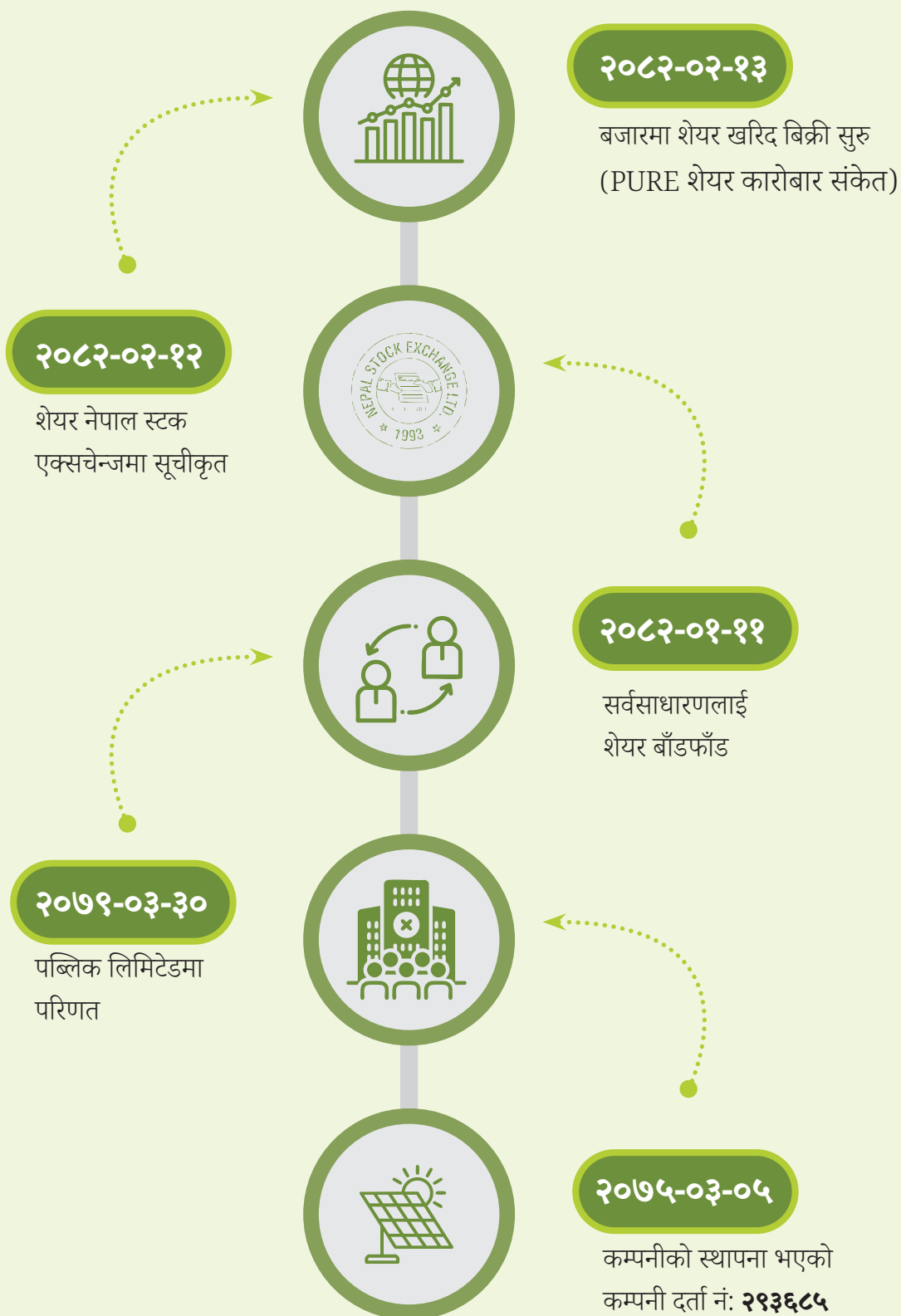


पियोर इनर्जी लिमिटेडले नेपालको स्वच्छ ऊर्जा यात्रामा आफ्नो योगदान दुईवटा सौर्य ऊर्जा परियोजनाहरूमार्फत निरन्तर पुऱ्याइरहेको छ — पियोर इनर्जी ब्लक १ र पियोर इनर्जी ब्लक २ । प्रत्येक परियोजनाले १० मेगावाटका दरले, संयुक्त रूपमा २० मेगावाट स्वच्छ र भरपर्दो विद्युत उत्पादन गरिरहेको छ ।

हाम्रा यी परियोजनाहरूले राष्ट्रिय ग्रिडलाई सशक्त बनाउनुका साथै हजारौं घरपरिवार र व्यवसायलाई फाइदा पुऱ्याइरहेको छ ।



कम्पनीको विकासक्रम



ग्रीडमा आबद्ध सौर्य PV विद्युत परियोजना, बाँके ब्लक १ (१० मे. वा.)

यो परियोजना बाँकेको खजुरा गाउँपालिका-८, रनियापुरमा अवस्थित जमिनमा जडान गरिएको १० मेगावाटको सौर्य परियोजना हो ।

व्यावसायिक सञ्चालन मिति: पौष ११, २०८०



स्ट्रिड इन्भर्टरहरू

३४

वटा



प्रत्येक स्ट्रिड
इन्भर्टर क्षमता

२९५

किलोवाट



सोलार प्यानलहरू

१९,०००+

(एउटै मोड्युलर प्लटमा
मिलाइएको)



मोड्युल क्षमता

६६०_{Wp} र

६५५_{Wp}



ट्रान्सफर्मर

६ एमभीए क्षमताका

तीन-फेज ट्रान्सफर्मर:
२ वटा

जम्मा ऊर्जा उत्पादन आ. व. २०८२-८३

१७,९७५ MWh

विद्युत खरिद सम्झौता: यस परियोजनाबाट उत्पादित विद्युत २५ वर्षको अवधिका लागि नेपाल विद्युत प्राधिकरणलाई विद्युत खरिद सम्झौताअन्तर्गत बेचिएको छ ।



ग्रीडमा आबद्ध सौर्य PV विद्युत परियोजना, बाँके ब्लक २ (१० मे. वा.)

यो परियोजना बाँकेको खजुरा गाउँपालिका-८, रनियापुरमा अवस्थित जमिनमा जडान गरिएको १० मेगावाटको सौर्य परियोजना हो ।

व्यावसायिक सञ्चालन मिति: बैशाख १८, २०८०



स्ट्रिड इन्भर्टरहरू

४६
वटा



प्रत्येक स्ट्रिड
इन्भर्टर क्षमता

२२०
किलोवाट



सोलार प्यानलहरू

१९,०००+
(एउटै मोड्युल प्लटमा
मिलाइएको)



मोड्युल क्षमता

६४०_{Wp} र
६४५_{Wp}



ट्रान्सफर्मर

६ एमभीए क्षमताका
तीन-फेज ट्रान्सफर्मर:
२ वटा

जम्मा ऊर्जा उत्पादन आ. व. २०८२-८३

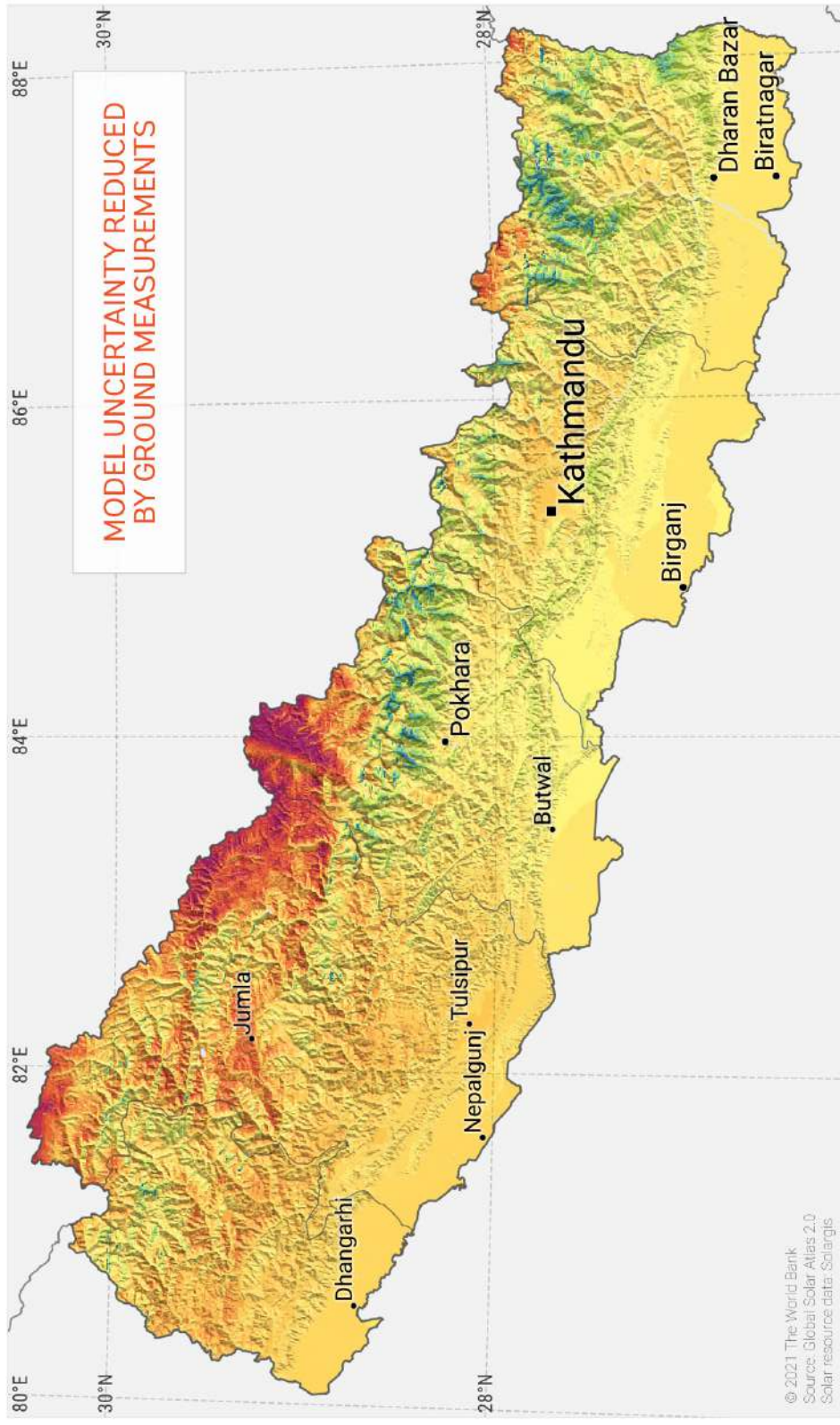
१७,१८९ MWh

विद्युत खरिद सम्झौता: यस परियोजनाबाट उत्पादित विद्युत २५ वर्षको अवधिका लागि नेपाल विद्युत प्राधिकरणलाई विद्युत खरिद सम्झौताअन्तर्गत बेचिएको छ ।

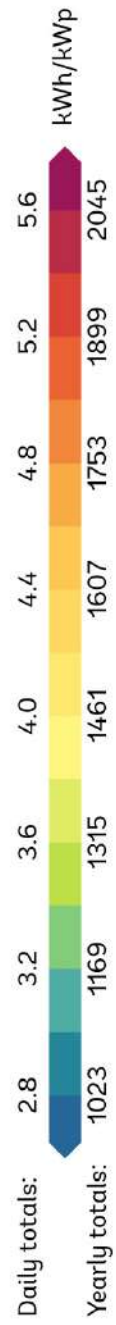


“ऊर्जा कुनै पनि राष्ट्रको विकासको मेरुदण्ड हो र नेपाल यस दृष्टिले प्रकृतिले नै आशीर्वाद दिएको मुलुक हो । वर्षमा करिब ३०० दिन सूर्यको प्रकाश प्राप्त हुने यस भूमि सौर्य ऊर्जा उत्पादनका लागि विश्वकै सर्वोत्तम स्थानहरूमध्ये एक हो । यस्तो प्रचुर प्राकृतिक स्रोतलाई उपयोगमा ल्याउनु जलवायु परिवर्तनविरुद्धको संघर्ष र वातावरणीय दिगोपनाप्रतिको जिम्मेवारी दुवै हो ।”





PVOUT: Long-term average of potential PV power production, period 1999-2020



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नेपालको सौर्य तथा जलविद्युत क्षेत्रको सम्भावना

नेपालको विद्युत विकासमा जलविद्युत प्रमुख स्रोत रहँदै आएको भए पनि सौर्य ऊर्जा यसको महत्वपूर्ण पूरक स्रोतका रूपमा विकसित हुँदै गएको छ । अक्टोबर २, २०२६ सम्म विद्युत विकास विभागका सौर्यसम्बन्धी अभिलेखमा २७ वटा सौर्य विद्युत परियोजना सूचीकृत छन्, जसको कुल क्षमता १५४.७४ मेगावाट रहेको छ । यसबाहेक १२४.६ मेगावाट क्षमताका १४ परियोजनाले निर्माण अनुमतिपत्र प्राप्त गरेका छन् भने थप १२९ मेगावाट क्षमताका ६ परियोजनाले निर्माण अनुमतिपत्रका लागि आवेदन दिएका छन् । यी तथ्याङ्कले नेपालमा ग्रिड-जडित सौर्य विद्युत परियोजनाको विस्तार र लगानीको सम्भावना निरन्तर बढिरहेको देखाउँछन् ।

नेपालमा सौर्य ऊर्जाको प्राविधिक सम्भाव्यता करिब ४३२ गिगावाट रहेको अनुमान गरिएको छ, जुन नेपालको प्राविधिक जलविद्युत सम्भाव्यता करिब ४३ गिगावाटभन्दा

लगभग १० गुणा बढी हो । नेपालमा वार्षिक औसत ३०० दिनसम्म सूर्यप्रकाश उपलब्ध हुनुका साथै औसत सौर्य विकिरण ४.७ किलोवाट-घण्टा प्रति वर्गमिटर प्रतिदिन रहेकोले सौर्य ऊर्जा उत्पादनका लागि अनुकूल अवस्था रहेको छ ।

जलविद्युत नेपालका लागि दीर्घकालीन आधारभूत विद्युत स्रोत भए पनि यसको उत्पादन नदीको बहाव, मौसमी अवस्था, बाढी, प्रसारण पूर्वाधार र उच्च प्रारम्भिक पूँजीगत लगानीमा निर्भर हुन्छ । सौर्य ऊर्जा भने तुलनात्मक रूपमा छिटो विस्तार गर्न सकिने, मोड्युलर र विकेन्द्रीकृत रूपमा विकास गर्न सकिने प्रविधि हो । दिनको समयमा सौर्य ऊर्जाबाट विद्युत उत्पादन गरी सौर्य र जलविद्युतको समन्वयात्मक विकास गर्न सकेमा नेपालको विद्युत प्रणालीलाई थप भरपर्दो, सन्तुलित र दिगो बनाउन सकिन्छ ।



राष्ट्रिय लक्ष्यसँग हाम्रो तादात्म्य

नेपालले सन् २०४५ सम्ममा खुद शून्य (नेट-जिरो) कार्बन उत्सर्जन हासिल गर्ने लक्ष्य लिएको छ । जलवायु परिवर्तनको उच्च जोखिममा रहेको हाम्रो देशको लागि यो लक्ष्य हासिल गर्न स्वच्छ ऊर्जामा सबै पक्षको लगानी र सहभागिता अपरिहार्य छ । हाम्रा दुई वटा परियोजनाहरूले कोहलपुर सबस्टेशन (३३ केभी) मार्फत राष्ट्रिय प्रणालीमा स्वच्छ विद्युत थपेर यही लक्ष्यतर्फ मापनयोग्य योगदान पुऱ्याइरहेको छ ।



सम्मान तथा पुरस्कार

कम्पनीले नेपाल क्लिन इनर्जी वीक २०२६ अन्तर्गत आयोजित

Nepal Clean Energy Week Awards 2026 मा

“Best Project O&M Team of the Year” पुरस्कार प्राप्त गरेको छ ।

BEST PROJECT O&M TEAM OF THE YEAR

Nepal Clean Energy Week
Awards 2026



यो सम्मान कम्पनीको परियोजना सञ्चालन तथा मर्मतसम्भार टोलीको प्राविधिक दक्षता, समन्वय, कार्यसम्पादन र विद्युत उत्पादनमा कायम गरिएको विश्वसनीयताको कदरस्वरूप प्रदान गरिएको हो ।

EXCELLENCE IN BUSINESS MANAGEMENT LEADERSHIP

Future Energy Leadership
Awards 2026

कम्पनीका प्रमुख कार्यकारी अधिकृत श्री प्रवीण अर्याललाई
Future Energy Leadership Awards 2026 Nepal अन्तर्गत
“Excellence in Business Management Leadership” सम्मानद्वारा
सम्मानित गरिएको छ ।



उक्त सम्मानले ऊर्जा व्यवसायको व्यवस्थापन, रणनीतिक
नेतृत्व, संस्थागत विकास तथा नेपालको स्वच्छ ऊर्जा
क्षेत्रमा पुऱ्याइएको योगदानलाई कदर गरेको छ ।

कार्बन उत्सर्जन न्यूनीकरण

स्वच्छ सौर्य ऊर्जा उत्पादन यस कम्पनीको मूल आधार हो र यही कारण हाम्रो सञ्चालन स्वभावले नै न्यून-कार्बनमुखी छ । तर स्वच्छ ऊर्जा उत्पादन गर्नु मात्र हाम्रो लागि अन्तिम उपलब्धि होइन । हाम्रो विश्वास छ, दिगो ऊर्जा केवल विद्युत आपूर्तिको माध्यम होइन, यो राष्ट्रको आत्मनिर्भरता, स्वच्छ वातावरण र आउने पुस्ताको सुरक्षित भविष्यको आधार हो । स्वच्छ ऊर्जा प्रति लिइएको प्रत्येक पाइलाले नेपालको वायु स्वच्छ राख्न, आयातित इन्धनमाथिको निर्भरता घटाउन र दीर्घकालीन समृद्धिको जग बलियो बनाउन मद्दत गर्दछ ।



35,164 MWh

Solar electricity generated
(Over 35.1 million units)



28,966

metric tonnes

Estimated CO₂ emissions avoided



12.77

lakh trees

Equivalent to the carbon
absorbed by this many
trees in a year



23,160

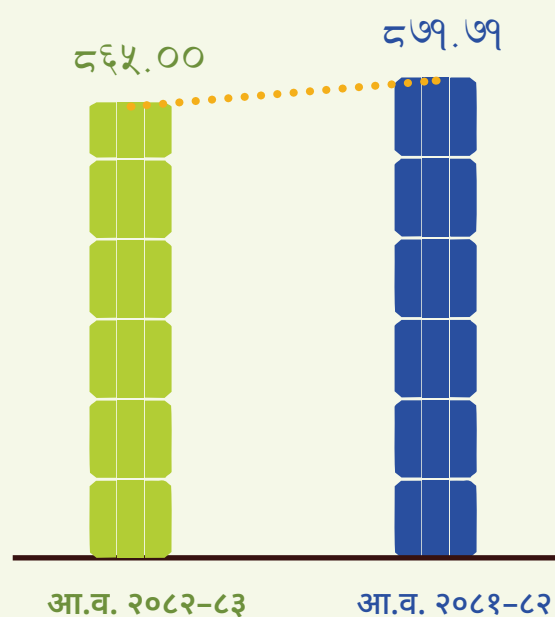
households

Equivalent to the annual
electricity consumption of the
average Nepali household

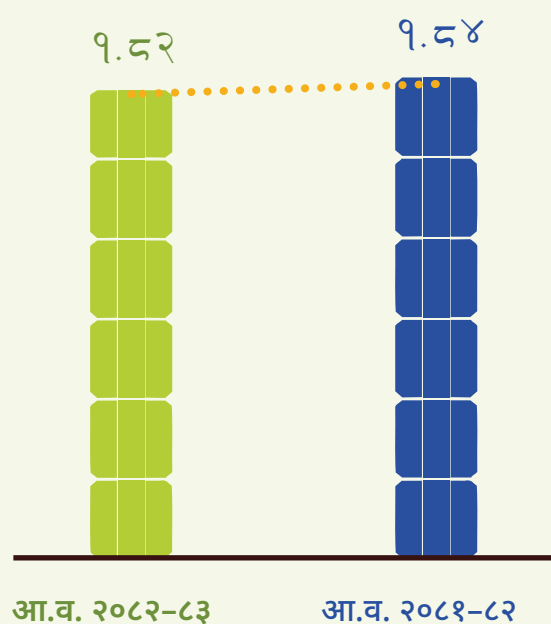
पियोर इनर्जी लिमिटेड दिगो विद्युत उत्पादनप्रति प्रतिबद्ध छ । हामी यी सूचकहरूको वार्षिक अनुगमन र साझा गर्दै जानेछौं, जुन हाम्रो कार्बन तटस्थता तथा वातावरणीय, सामाजिक र सुशासनको (ESG) एक महत्त्वपूर्ण अङ्ग हो ।

प्रमुख वित्तीय झलकहरू

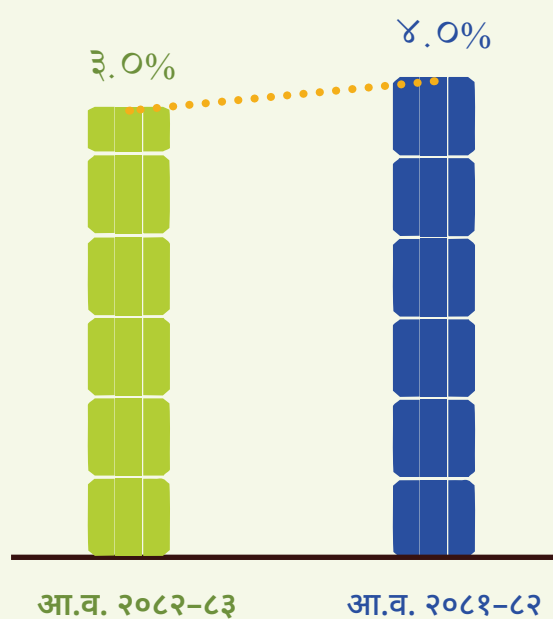
प्रति शेयर बजार मूल्य (रु.)



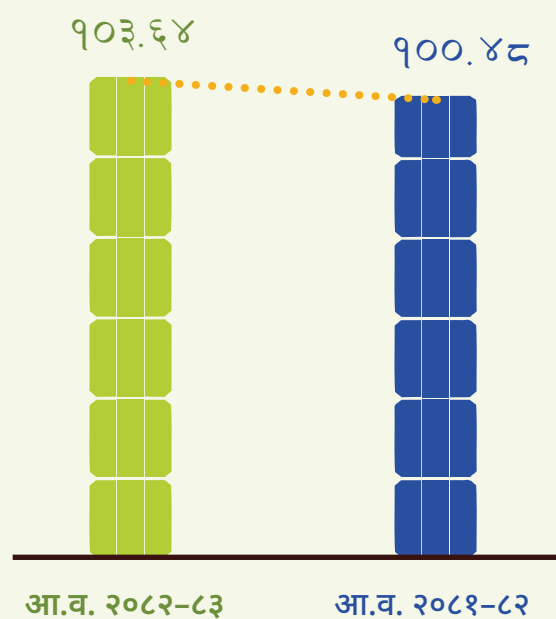
ऋण/पूँजी अनुपात (गुणा)



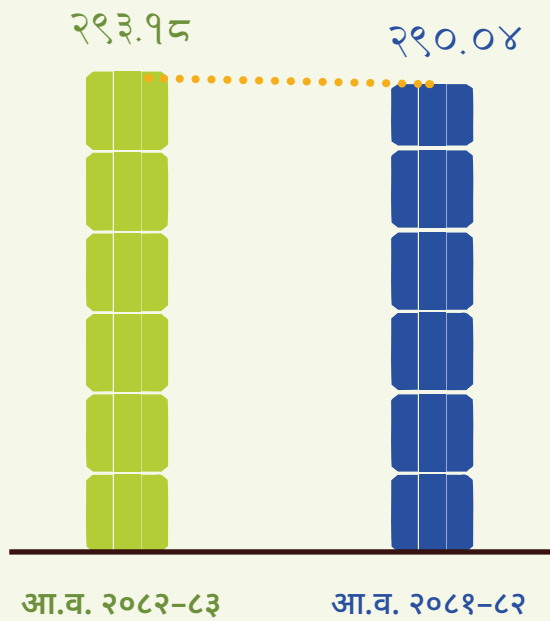
शेयरधनीको पूँजीमा प्रतिफल



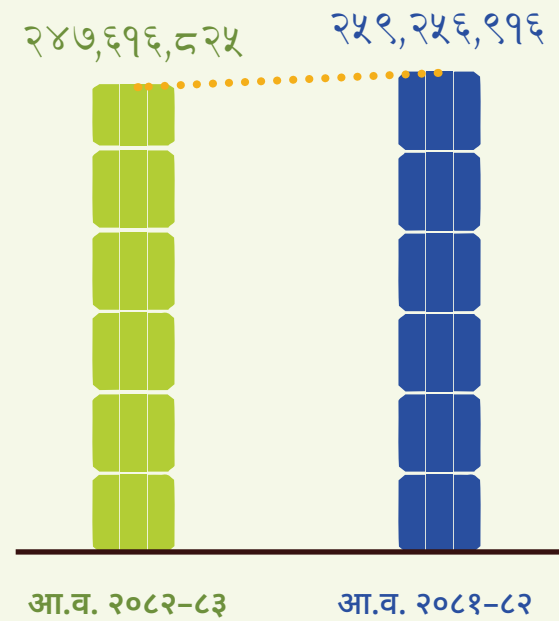
प्रति शेयर नेट वर्थ (रु.)



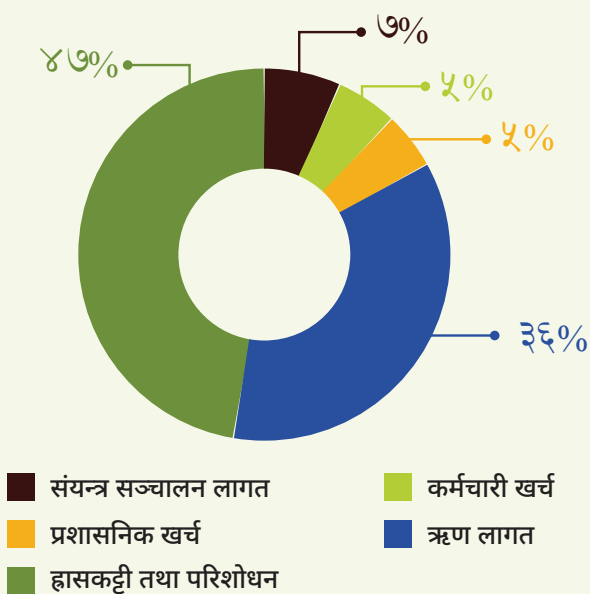
प्रति शेयर कुल सम्पत्ति (रु.)



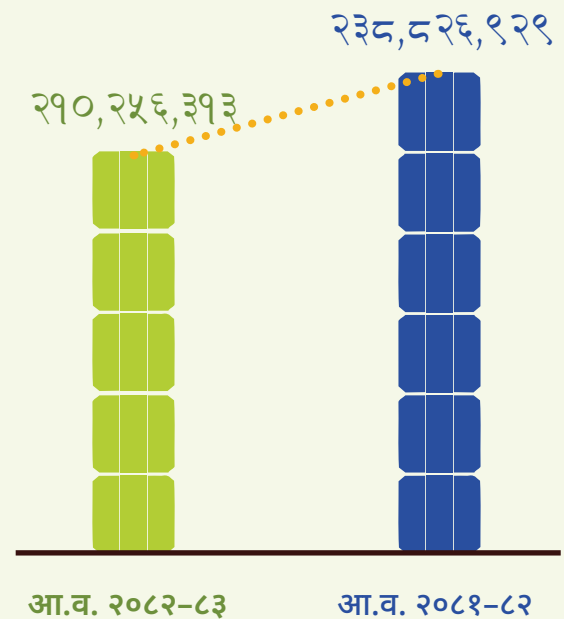
सञ्चालनबाट आम्दानी (रु.)



खर्चको विवरण



ब्याज, कर, मूल्यहास तथा परिशोधन अधिको आम्दानी (EBITDA)



सामाजिक उत्तरदायित्व



पियोर इनर्जीमा सामाजिक उत्तरदायित्व (CSR) प्रतिको प्रतिबद्धता मूल मान्यताहरूसँग गहिरो रूपमा जोडिएको छ । हामी विश्वास गर्छौं कि हाम्रो सफलता हामीले सेवा गर्ने समुदायहरूको भलाइ र हाम्रो वातावरणको स्वास्थ्यसँग अन्तरसम्बन्धित छ । स्थानीय समुदायको विकास, शिक्षा, खेलकुद, संस्कृति तथा सार्वजनिक सेवामा सहयोग पुर्याउने उद्देश्यले यस कम्पनीले सामाजिक उत्तरदायित्वसम्बन्धी गतिविधिहरू सञ्चालन गर्दै आएको छ ।

स्थानीय पूर्वाधार तथा सडक मर्मतसम्भार

परियोजना नजिकै रहेको घिया गाउँको स्थानीय सडकमा टिपर तथा जेसीबीको प्रयोग गरी ग्राभेल बिछ्याउने कार्य गरिएको छ । यसबाट स्थानीय बासिन्दालाई पैदल आवतजावत तथा दैनिक आवागमनमा सहजता पुगेको छ । साथै स्थानीय प्रहरी कार्यालयको प्रशासनिक तथा कानूनी कार्यमा सहयोग पुऱ्याइएको छ ।

संस्कृति तथा सामुदायिक सहभागिता

कम्पनीले स्थानीय तथा जातीय परम्परा, कला र संस्कृतिको संरक्षण तथा प्रवर्द्धनमा योगदान पुऱ्याउने उद्देश्यले विभिन्न सामुदायिक गतिविधिमा सहयोग गर्दै आएको छ । यसै क्रममा, गत वर्ष माघी पर्वको अवसरमा स्थानीय समुदायद्वारा आयोजित सांस्कृतिक कार्यक्रमलाई सहयोग प्रदान गरिएको थियो ।

खेलकुद प्रवर्द्धन

स्थानीय स्तरमा हुने गरेको विभिन्न खेलकुद जस्तै क्रिकेट प्रतियोगिता, कबड्डी प्रतियोगितालाई सहयोग गर्दै युवाहरुलाई प्रेरणा तथा हौसला प्रदान गरिँदै आएको छ । यस पहलले स्थानीय स्तरमा खेलकुद, खेलभावना तथा सामूहिक सहकार्यको प्रवर्द्धनमा योगदान पुऱ्याएको छ ।



शिक्षा तथा बालबालिका सहयोग

सरस्वती पूजाको अवसरमा परियोजना नजिकका तीन वटा विद्यालयहरूमा अध्ययनरत स्थानीय बालबालिकाहरूलाई शैक्षिक सामग्री, विद्यालय झोला तथा पोर्टेबल पुस्तकालय सामग्री वितरण गरिएको छ । यस पहलले बालबालिकाको अध्ययनप्रतिको रुचि बढाउन, आवश्यक शैक्षिक सामग्रीमा पहुँच पुऱ्याउन तथा विद्यालयमा सिकाइको वातावरणलाई थप प्रोत्साहित गर्न योगदान पुऱ्याएको छ ।



प्रोक्सी फारम (प्रतिनिधि पत्र)

श्री पियोर इनर्जी लिमिटेड

का.म.न.पा.-१०, काठमाडौं ।

विषय: प्रतिनिधि नियुक्त गरेको बारे ।

महोदय,

..... जिल्ला म.न.पा./उ.म.न.पा./न.पा./गा.पा. वडा नं बस्ने म/हामी

..... ले तहाँ कम्पनीको शेयरधनीको हैसियतले मिति २०८३ साल असोज २३ गतेका दिन हुने कम्पनीको

नवौँ वार्षिक साधारण सभामा स्वयं उपस्थित भई छलफल तथा निर्णयमा सहभागी हुन नसक्ने भएकोले उक्त सभामा भाग

लिनको लागि जिल्ला म.न.पा./उ.म.न.पा./न.पा./गा.पा. वडा नं बस्ने यस

कम्पनीको शेयरधनी श्री लाई मेरो/हाम्रो प्रतिनिधि मनोनित गरी पठाएको छु/छौं ।

प्रतिनिधि नियुक्त भएको व्यक्ति	निवेदक
दस्तखतको नमूना:	दस्तखत:
नाम:	नाम:
शेयरधनी नं.:	शेयरधनी नं.:
हितग्राही खाता नं.:	हितग्राही खाता नं.:
शेयर संख्या:	शेयर संख्या:
मिति:	मिति:

द्रष्टव्य: यो निवेदन वार्षिक साधारणसभा हुनुभन्दा कम्तिमा ४८ घण्टा अगावै यस कम्पनीको रजिस्टर्ड कार्यालय का.म.न.पा.-१०, काठमाडौंमा पेश गरी सक्नु पर्नेछ ।

नवौं वार्षिक साधारण सभा सम्बन्धी सूचना श्री पियोर इनर्जी लिमिटेड

केन्द्रीय कार्यालय, का.म.न.पा.-१० काठमाडौं ।

फोन नं. +९७७-०१५९१२८१२/१३/१४

इमेल: info@pureenergynepal.com | वेबसाइट: www.pureenergynepal.com

नवौं वार्षिक साधारण सभा सम्बन्धी सूचना

प्रथम पटक प्रकाशित मिति: २०८३/०५/३१

दोस्रो पटक प्रकाशित मिति: २०८३/०६/०९

श्री शेयरधनी महानुभावहरु,

मिति २०८३/०५/३० मा सम्पन्न सञ्चालक समितिको बैठकको निर्णय बमोजिम पियोर इनर्जी लिमिटेडको नवौं वार्षिक साधारण सभा निम्न मिति, स्थान र समयमा देहायका विषयहरुमा छलफल तथा निर्णय गर्न बस्ने भएको हुँदा कम्पनी ऐन, २०६३ को दफा ६७ अनुसार सम्पूर्ण शेयरधनीहरुका समुपस्थितीको लागि यो सूचना प्रकाशित गरिएको छ ।

सभा हुने मिति, स्थान र समय

स्थान: अनुपम फुडल्याण्ड एण्ड बैंकवेट, बत्तीसपुतली, काठमाडौं ।

मिति: २०८३/०६/२३ गते शुक्रबार, (तदनुसार ९ अक्टोबर, २०२६)

समय: बिहान १०:०० बजे

छलफलका लागि प्रस्तावित विषयहरु:

(क) सामान्य प्रस्तावहरु:

- (१) सञ्चालक समितिको तर्फबाट अध्यक्षज्यूले प्रस्तुत गर्नु हुने आ.व. २०८२/८३ को वार्षिक प्रतिवेदन उपर छलफल गरी पारित गर्ने ।
- (२) लेखापरीक्षकको प्रतिवेदन सहितको आ.व. २०८२/८३ को लेखापरीक्षण प्रतिवेदन, वासलात, नाफा नोक्सान हिसाब र सोहि अवधिको नगद प्रवाह विवरण लगायतका वित्तीय विवरणहरु छलफल गरि पारित गर्ने ।
- (३) आ.व. २०८३/८४ को लागि लेखापरीक्षण कार्य गर्न लेखापरीक्षक नियुक्ति गर्ने तथा निजको पारिश्रमिक तोक्ने ।
- (४) सञ्चालक समिति सदस्यको कार्यकाल थप गरी सञ्चालक समिति गठन गर्ने ।
- (५) सञ्चालक समितिबाट भए गरेका निर्णय, काम कारवाहीहरु अनुमोदन गर्ने ।

(ख) विविध

साधारण सभा सम्बन्धी थप जानकारी:

- साधारण सभा प्रयोजनका लागि मिति २०८३/०६/१२ गते सोमबारका दिन यस कम्पनीको शेयर दर्ता पुस्तिका बन्द रहने छ । साथै शेयरधनी दर्ता पुस्तिका बन्द भएको मितिभन्दा अघिल्लो दिनसम्म नेपाल स्टक एक्सचेञ्ज लिमिटेडमा भएको कारोबारबाट कायम भएका शेयरधनीहरूले मात्र कम्पनीको वार्षिक साधारण सभामा भाग लिन सक्नेछन् ।
- वार्षिक साधारण सभामा भाग लिने शेयरधनी महानुभावहरूले आफ्नो परिचय खुल्ने प्रमाण वा सोको प्रतिलिपी अनिवार्य रूपमा साथमा लिई आउनु पर्नेछ ।
- शेयरधनी महानुभावहरूको उपस्थितीका लागि शेयरधनी उपस्थिती पुस्तिका बिहान ९:०० बजे देखि खुल्ला रहनेछ ।
- वार्षिक साधारण सभामा भाग लिन प्रतिनिधि (प्रोक्सी) नियुक्त गर्न चाहने शेयरधनीहरूले प्रचलित कम्पनी कानूनले तोकेको ढाँचामा प्रतिनिधिपत्र (प्रोक्सी) फारम भरी सभा सुरु हुनुभन्दा कम्तीमा ४८ घण्टा अगावै कम्पनीको केन्द्रीय कार्यालयमा दर्ता गराईसक्नुपर्नेछ । कम्पनीको शेयरधनीबाहेक अरुलाई प्रोक्सी दिन पाइने छैन ।
- एक जना शेयरधनीले एक भन्दा बढी प्रतिनिधि (प्रोक्सी) मुकरर गरेमा सबै प्रतिनिधि (प्रोक्सी) स्वतः बदर हुनेछ । तर प्रतिनिधि (प्रोक्सी) नियुक्त गरिसके पछि सम्बन्धित शेयरधनीले प्रतिनिधि फेरबदल गर्न चाहेमा यस अघि दिएको प्रतिनिधिपत्र (प्रोक्सी) बदर गरी यो प्रतिनिधिपत्र (प्रोक्सी) लाई मान्यता दिइयोस् भन्ने व्यहोराको छुट्टै पत्र सहित प्रोक्सी फारम कम्पनीको केन्द्रीय कार्यालयमा सभा सुरु हुनुभन्दा कम्तीमा २४ घण्टा अगावै दर्ता गराएको अवस्थामा अघिल्लो प्रतिनिधि (प्रोक्सी) स्वतः बदर भएको मानी पछिल्लो प्रतिनिधि (प्रोक्सी) लाई मान्यता दिइनेछ ।
- प्रतिनिधि नियुक्त गरिसकेको शेयरधनी आफै सभामा उपस्थित भई हाजिरी पुस्तिकामा दस्तखत गरेमा निजले दिएको प्रतिनिधि (प्रोक्सी) स्वतः बदर हुनेछ ।
- साधारण सभा सम्बन्धी थप जानकारी आवश्यक परेमा कार्यालय समय भित्र कम्पनीको केन्द्रीय कार्यालय, काठमाडौँमा सम्पर्क राख्नुहुन समेत अनुरोध गरिन्छ ।

सञ्चालक समितिको आज्ञाले,
कम्पनी सचिव

**पियोर इनर्जी लि.
वार्षिक साधारण सभामा
सञ्चालक समितिको तर्फबाट प्रस्तुत
नवौँ वार्षिक प्रतिवेदन**

(कम्पनी ऐन, २०६३ को दफा १०९ को उपदफा (४) बमोजिमको सञ्चालक समितिको प्रतिवेदन आ.व. २०८२/८३)

समीक्षा अवधि र चालु आ.व. को यथास्थिति बारेमा सम्पूर्ण शेयरधनी महानुभावहरूको जानकारीको लागि कम्पनी ऐन, २०६३ ले निर्दिष्ट गरेबमोजिम विवरण पेश गरिएको छ ।

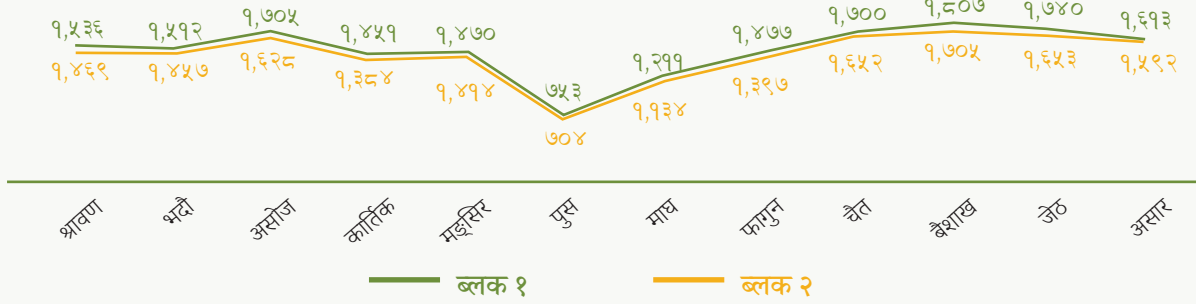
१. विगत वर्षको कारोबारको सिंहावलोकन

सौर्य ऊर्जाबाट विद्युत उत्पादन गर्ने उद्देश्यले मिति २०७८ मंसिर १२ गतेका दिन यस कम्पनी र नेपाल विद्युत प्राधिकरण बीच ग्रीडमा आबद्ध सौर्य विद्युत परियोजना, पियोर इनर्जी I र पियोर इनर्जी II को लागि विद्युत खरिद बिक्री सम्झौता सम्पन्न भएको थियो । यस कम्पनीले पियोर इनर्जी II को बैशाख १८, २०८० मा र पियोर इनर्जी I को पौष ११, २०८० मा परियोजनाको व्यावसायिक उत्पादन सुरु गरी निरन्तर रूपमा विद्युत् उत्पादन गरिरहेको छ । कम्पनीको आ.व. २०८१/८२ र आ.व. २०८२/८३ को विद्युत आम्दानी विवरण र आय व्यय विवरण निम्नानुसार रहेको जानकारी गराउँदछु ।

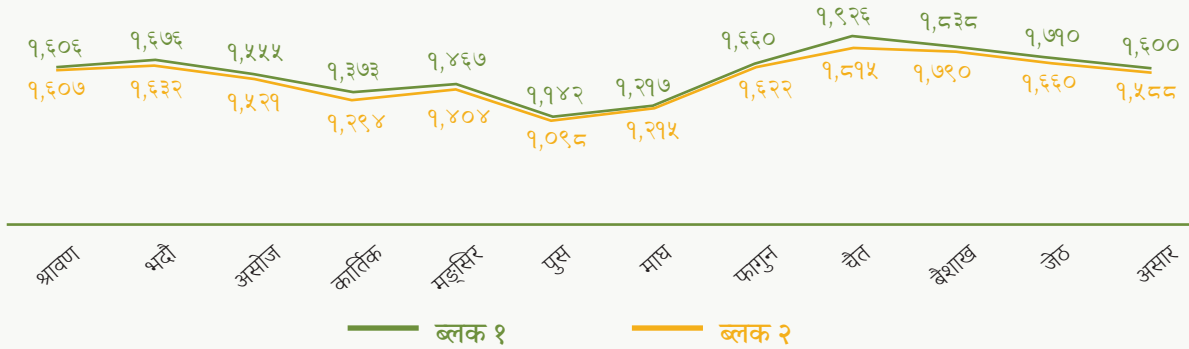
विद्युत उत्पादन विवरण (MWh)

महिना	आ.व. २०८२/८३ (पियोर इनर्जी I)	आ.व. २०८२/८३ (पियोर इनर्जी II)	आ.व. २०८१/८२ (पियोर इनर्जी I)	आ.व. २०८१/८२ (पियोर इनर्जी II)
	Block 1	Block 2	Block 1	Block 2
श्रावण	१,५३६	१,४६९	१,६०६	१,६०७
भदौ	१,५१२	१,४५७	१,६७६	१,६३२
असोज	१,७०५	१,६२८	१,५५५	१,५२१
कार्तिक	१,४५१	१,३८४	१,३७३	१,२९४
मङ्सिर	१,४७०	१,४१४	१,४६७	१,४०४
पुस	७५३	७०४	१,१४२	१,०९८
माघ	१,२११	१,१३४	१,२१७	१,२१५
फागुन	१,४७७	१,३९७	१,६६०	१,६२२
चैत	१,७००	१,६५२	१,९२६	१,८१५
बैशाख	१,८०७	१,७०५	१,८३८	१,७९०
जेठ	१,७४०	१,६५३	१,७१०	१,६६०
असार	१,६१३	१,५९२	१,६००	१,५८८

ऊर्जा उत्पादन (MWh) २०८२-८३



ऊर्जा उत्पादन (MWh) २०८१-८२



आय व्यय विवरण

विवरण	आ.व. (२०८२/८३)	आ.व. (२०८१/८२)	वृद्धि/कमी	
			रकम	प्रतिशत
सञ्चालनबाट आम्दानी	२४७,६१६,८२४.९५	२५९,२५६,९१५.८०	(११,६४०,०९०.८५)	-४.४९%
अन्य आम्दानी	१८८,२४३.३२	१५,१९१,५८५.९८	(१५,००३,३४२.६६)	-९८.७६%
जम्मा	२४७,८०५,०६८.२७	२७४,४४८,५०१.७८	(२६,६४३,४३३.५१)	-९.७१%
घटाउने: कुल खर्च	३७,५४८,७५५.२४	३५,६२१,५७२.९३	१,९२७,१८२.३१	५.४१%
ब्याज, मूल्यहास, कर र अमोर्टाइजेशन अघि आम्दानी	२१०,२५६,३१३.०३	२३८,८२६,९२८.८५	(२८,५७०,६१५.८२)	-११.९६%
घटाउ: वित्तीय खर्च	७९,२७३,०९६.७६	१०१,११४,०३१.७२	(२१,८४०,९३८.९६)	-२१.६०%
मूल्यहास र कर अघि आम्दानी	१३०,९८३,२१६.२७	१३७,७१२,८९७.१३	(६,७२९,६८०.८६)	-४.८९%
घटाउ: मूल्यहास र अमोर्टाइजेशन	१०४,९५२,४१५.४९	१०४,७७४,४८७.९६	१७७,९२७.५३	०.१७%
CSR, बोनस र कर अघि नाफा/(नोक्सान)	२६,०३०,८००.७८	३२,९३८,४०९.१७	(६,९०७,६०८.३९)	-२०.९७%
बोनसको व्यवस्था	५०५,४५२.४४	६३९,५८०.७६	(१३४,१२८.३२)	-२०.९७%
CSR को व्यवस्था	२५२,७२६.२२	३१९,७९०.३८	(६७,०६४.१६)	-२०.९७%
कर अघि नाफा/(नोक्सान)	२५,२७२,६२२.१२	३१,९७९,०३८.०३	(६,७०६,४१५.९१)	-२०.९७%
चालु कर	-	-	-	-
स्थगित कर	-	-	-	-
करपश्चात शुद्ध नाफा/(नोक्सान)	२५,२७२,६२२.१२	३१,९७९,०३८.०३	(६,७०६,४१५.९१)	-२०.९७%

२. राष्ट्रिय तथा अन्तर्राष्ट्रिय परिस्थितिबाट कम्पनीको कारोबारलाई परेको असर:

राष्ट्रिय तथा अन्तर्राष्ट्रिय बजारमा नियमित मर्मत संभारका सामग्रीको मूल्यमा हुने उतारचढावबाट कम्पनीको आय-व्ययमा प्रत्यक्ष रुपमा असर पर्न गएको छ । त्यस्तै जलवायु परिवर्तनको कारणले गर्दा समेत सौर्य किरणको अस्थिरताले कम्पनीको सौर्य विद्युत उत्पादनको अवस्था अस्थिर हुन पुगेको छ । मुद्रास्फिति, विदेशी विनिमय दर, युद्ध आदिको समेत असरबाट कम्पनी अछुतो हुन सकेको छैन ।

३. प्रतिवेदन तयार भएको मितिसम्म चालु वर्षको उपलब्धी र भविष्यमा गर्नु पर्ने कुराको सम्बन्धमा सञ्चालक समितिको धारणा:

यस कम्पनीले चालु आर्थिक वर्ष २०८३/८४ को भाद्र मसान्तसम्ममा विद्युत बिक्रीबाट रु. ३९,४५६,१०९.४५ आम्दानी गरी सकेको छ ।

४. कम्पनीको औद्योगिक वा व्यावसायिक सम्बन्ध:

कम्पनीले आफ्नो औद्योगिक र व्यावसायिक क्षेत्रहरूसँग सम्बन्ध राख्ने सरोकारवाला निकायहरु जस्तै नेपाल ऊर्जा, जलस्रोत तथा सिँचाई मन्त्रालय, नेपाल विद्युत प्राधिकरण, विद्युत विकास विभाग, विद्युत नियमन आयोग, आन्तरिक राजस्व विभाग, कम्पनी रजिष्ट्रारको कार्यालय, उद्योग विभाग, भन्सार विभाग, वैकल्पिक ऊर्जा प्रवर्द्धन केन्द्र, नेपाल धितोपत्र बोर्ड, नेपाल स्टक एक्सचेन्ज लिमिटेड, आयोजना क्षेत्रका स्थानीय, सरकारी तथा गैर सरकारी निकायहरु, कम्पनीलाई आवश्यक पर्ने पाटपुर्जा तथा उपकरणहरुको स्वदेशी तथा विदेशी आपूर्तिकर्ता कम्पनीहरूसँग कम्पनीले सुमधुर सम्बन्ध कायम राख्दै आई रहेको छ ।

५. सञ्चालक समितिको हेरफेर र सोको कारण:

कम्पनीको नियमावलीमा ५ जनाको सञ्चालक समिति रहने र सञ्चालकहरुको कार्यकाल ४ वर्षको हुने व्यवस्था रहेको छ । सञ्चालक समितिमा संस्थापक समूहको शेयरधनीको तर्फबाट ३ जना र आ.व. २०८२/८३ बाट सर्वसाधारण समूहबाट १ जना र १ जना स्वतन्त्र सञ्चालक कायम गरिएको छ ।

हालको सञ्चालक समिति

सि. न.	बहालवाला सञ्चालक समितिका सदस्यको नाम थर	पद	सञ्चालक समूह	सञ्चालकमा हेरफेर तथा परिवर्तन भएको कारण
१.	अक्षय गोल्याण	अध्यक्ष	क	यथावत
२.	निशान्त गोयल	सञ्चालक	क	यथावत
३.	संजय कुमार साह	सञ्चालक	क	कम्पनी ऐन तथा कम्पनीको नियमावली बमोजिम संस्थापक सञ्चालकको तर्फबाट वार्षिक साधारण सभाबाट निर्वाचित गरिएको
४.	प्रवेश कुमार आचार्य	सर्वसाधारण सञ्चालक	ख	सूचीकृत पब्लिक कम्पनीमा परिणत भएपछि, कम्पनी ऐन तथा कम्पनीको नियमावली बमोजिम सर्वसाधारणको तर्फबाट वार्षिक साधारण सभाबाट निर्वाचित गरिएको
५.	विशाखा लक्ष्मी खड्का	स्वतन्त्र सञ्चालक		सूचीकृत पब्लिक कम्पनीमा परिणत भएपछि, कम्पनी ऐन तथा कम्पनीको नियमावली बमोजिम नियुक्ति भएको

६. कारोबारलाई असर पार्ने मुख्य कुराहरु:

क) जलवायु परिवर्तनबाट हुने असरहरुका कारणले सौर्य किरणको अस्थिरता, असाधारण वर्षाबाट सौर्य ऊर्जाको उत्पादनमा गिरावट, अत्याधिक प्रदूषण, अस्थिर ब्याजदर, विनिमयदरमा हुने परिवर्तनले गर्दा आर्थिक रुपमा प्रतिकुल असर पार्ने गरेको छ ।

ख) नियमनकारी निकायहरुबाट जारी हुने निर्देशिका, नेपालको संविधान र कानून बमोजिम जारी हुने नयाँ नियम र कानूनहरुको पालना गरिरहेको छ ।

७. लेखापरीक्षक प्रतिवेदनमा कुनै कैफियत भएको भए सोको उपर सञ्चालक समितिको प्रतिक्रिया:

यस कम्पनीले आ. व. २०८२/८३ को वित्तीय प्रतिवेदन Nepal Financial Reporting Standards (NFRS) अनुसार तयार गरेको छ । लेखापरीक्षकको आवश्यक कैफियत र सुझावहरुको सञ्चालक समिति सदैव सजग र सोको कार्यान्वयनमा प्रतिबद्ध रहेको छ ।

८. लाभांश बाँडफाँड गर्न सिफारिस गरिएको रकम:

आ.व. २०८२/८३ को लागि यस कम्पनीले कुनै लाभांशको वितरण गर्ने घोषणा गरेको छैन ।

९. शेयर जफत भएको भए जफत भएको शेयर संख्या, त्यस्तो शेयरको अंकित मूल्य, त्यसको जफत हुनु अगावै सो वापत कम्पनीले प्राप्त गरेको रकम र त्यस्तो शेयर जफत भए पछि सो शेयर विक्री गरी प्राप्त गरेको रकम तथा जफत भएको रकम फिर्ता गरेको भए सोको विवरण:

कम्पनीमा शेयर जफत सम्बन्धी कुनै कार्य भएको छैन ।

१०. विगत आर्थिक वर्षमा कम्पनीको र यसको सहायक कम्पनीको कारोबार प्रगति र सो आर्थिक वर्षको अन्त्यमा रहेको स्थितिको पुनरावलोकन:

नभएको ।

११. कम्पनी र त्यसको सहायक कम्पनीले आर्थिक वर्षमा सम्पन्न गरेको प्रमुख कारोबारहरु सो अवधिमा कम्पनीको कारोबारमा आएको कुनै महत्वपूर्ण परिवर्तन:

नरहेको ।

१२. विगत आर्थिक वर्षमा कम्पनीका आधारभूत शेयरधनीहरुले कम्पनीलाई उपलब्ध गराएको जानकारी:

विगत आर्थिक वर्षमा कम्पनीका आधारभूत शेयरधनीहरुले कम्पनीलाई कुनै जानकारी गराउनु भएको छैन ।

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

आ.व. २०८२/८३ को अन्त्यसम्ममा कम्पनीको सञ्चालक तथा पदाधिकारीहरुले लिएको शेयरको स्वामित्व निम्न बमोजिम रहेको छ र निजहरुले कम्पनीको शेयरको कारोबारमा संलग्न रहेको पाइएको छैन ।

सि. न.	बहालवाला सञ्चालकको नाम थर	पद	शेयर संख्या
१.	अक्षय गोल्याण	अध्यक्ष	४०,९९,५००
२.	निशान्त गोयल (रेनेर्गे डेभेलपर्स प्रा.लि.)	सञ्चालक	२०,००,०००
३.	संजय कुमार साह (गोल्याण पावर लि.)	सञ्चालक	३,००,०००
४.	प्रवेश कुमार आचार्य	सर्वसाधारण सञ्चालक	१२०
५.	विशाखा लक्ष्मी खड्का	स्वतन्त्र सञ्चालक	लागू नहुने

१४. विगत आर्थिक वर्षमा कम्पनीसँग सम्बन्धित सम्झौताहरुमा कुनै सञ्चालक तथा निजको नजिकको नातेदारको व्यक्तिगत स्वार्थ बारेमा उपलब्ध गराईएको जानकारीको व्यहोरा:

त्यस प्रकारको जानकारी उपलब्ध नभएको ।

१५. कम्पनीले आफ्नो शेयर आफैले खरिद गरेको भए त्यसरी आफ्नो शेयर खरिद गर्नुको कारण, त्यस्तो शेयर कम्पनीले आफ्नो शेयर आफै खरिद गरे बापत कम्पनीले भुक्तानी गरेको रकम:

कम्पनीले आफ्नो शेयर आफै खरिद गरेको छैन ।

१६. आन्तरिक नियन्त्रण प्रणाली भए वा नभएको र भएको भए सोको विस्तृत विवरण:

कम्पनीले कर्मचारी सेवा-शर्त विनियमावली, आर्थिक तथा प्रशासन विनियमावली तर्जुमा गरी सोको प्रभावकारी पालनामा जोड दिएको छ ।

१७. विगत आर्थिक वर्षको कुल व्यवस्थापन खर्चको विवरण:

आ. व. २०८२/८३ को व्यवस्थापन खर्च यसै प्रतिवेदनसाथ नाफा नोक्सान हिसाबमा उल्लेख गरिएको छ ।

१८. लेखापरीक्षण समितिका सदस्यहरुको नामावली निजहरुले प्राप्त गरेको पारिश्रमिक, भत्ता तथा सुविधा सो समितिले गरेको कामकारवाहीको विवरण र सो समितिले कुनै सुझाव दिएको भए सोको विवरण:

कम्पनीमा लेखापरीक्षण समितिको गठन भइसकेको छ । सो समितिले मुख्यतः आन्तरिक लेखापरीक्षणको काम गर्नेछ र सो समितिको सदस्यहरुले चौथो त्रैमासिक प्रतिवेदन तयार पारी सञ्चालक समितिमा पेश गरेको थियो । लेखापरीक्षण समितिलाई कुनै प्रकारको भत्ता तथा सुविधा प्रदान गरेको छैन ।

१९. सञ्चालक, प्रबन्ध सञ्चालक, कार्यकारी प्रमुख, कम्पनीको आधारभूत शेयरधनी वा निजको नातेदार वा निज संलग्न रहेको फर्म, कम्पनी वा सँगठित संस्थाले कम्पनीलाई बुझाउन बाँकी भए सो कुरा:

सञ्चालक, कार्यकारी प्रमुख, कम्पनीको आधारभूत शेयरधनी वा निजको नातेदार वा निज संलग्न रहेको फर्म, कम्पनी वा सँगठित संस्थाले कम्पनीलाई बुझाउन त्यस्तो कुनै रकम नभएको ।

२०. सञ्चालक, प्रबन्ध सञ्चालक, कार्यकारी प्रमुख तथा पदाधिकारीहरुलाई भुक्तानी गरिएको पारिश्रमिक, भत्ता तथा सुविधाको रकम:

यस कम्पनीको सञ्चालक समितिको बैठक बापत सञ्चालकहरुलाई प्रति बैठक रूपैया १०,०००/- बैठक भत्ता दिने गरिएको ।

२१. शेयरधनीले बुझिलिन बाँकी रहेको लाभांशको रकम:

नभएको ।

२२. दफा १४१ बमोजिम सम्पत्ति खरिद गरेको कुराको विवरण:

यस कम्पनीले व्यावसायिक उत्पादन सुरु गरेको मिति सम्ममा आयोजना निर्माणका लागि गरेको सम्पूर्ण खर्चहरु पूँजीगत लेखाङ्कन गरी सम्पत्ति लेखिएको विवरण यसै वार्षिक प्रतिवेदनमा समावेश गरिएको छ ।

२३. दफा १७५ बमोजिम सम्बद्ध कम्पनीबीच भएको कारोबारको विवरण:

सहायक कम्पनीसँग भएको कारोबार तपसिल बमोजिम रहेको छ ।

तपसिल:

कम्पनीको नाम	दर्ता नम्बर	लगानी भएको शेयर संख्या	लगानी भएको कुल रकम
सोल पावर लिमिटेड	३५७१३१/८१/८२	४५,५०,०००	१५,७०,१०,०००

(नोट: लगानी भएको कुल रकम मध्ये रु ५०,००,०००/- शेयर आवेदन रकम रहेको ।)

कम्पनीको नाम	दर्ता नम्बर	कारोबार	कारोबार रकम
वेस्टार ग्यालेक्सी ट्रेडिङ्ग प्रा.लि.	६१५०५।६५।६६	सेवा सम्झौता	६,४३,६०१.८९।-
गोल्याण टावर प्रा.लि.	२३१३०२/६८/६९	बहाल सेवा सम्झौता	६,००,०००.००।-

२४. सँगठित संस्थाको शेयर कारोबार सम्बन्धी विश्लेषण:

कम्पनी व्यवस्थापनबाट शेयरको मूल्यमा असाधारण प्रभाव पर्ने किसिमको कुनै पनि प्रकारको गतिविधिहरु भएको पाइएको छैन । नेपाल स्टक एक्सचेन्ज लिमिटेडको वेबसाइट अनुसार आ.व. २०८२/८३ को शेयर सम्बन्धी कारोबारको विवरण देहाय बमोजिम रहेको छ ।

शेयरको अधिकतम मूल्य (रु.)	शेयरको न्यूनतम मूल्य (रु.)	शेयरको अन्तिम मूल्य (रु.)	कारोबार भएको कुल दिन	कारोबार संख्या
१,२६२	७०६.२	८६५	२२३	५१,३१,१७३

२५. कानूनी कारबाही सम्बन्धी विवरण:**१. आर्थिक वर्षमा सङ्गठित संस्थाले वा संस्थाविरुद्ध कुनै मुद्दा दायर भएको भए:**

कम्पनी तथा संस्थापक शेयरधनी समूहतर्फका केही शेयरधनीहरूले संयुक्त रूपमा श्री पाटन उच्च अदालतसमक्ष मिति २०८२/०९/२८ मा सी.डि.एस. एण्ड क्लियरिङ्ग लि. समेतलाई विपक्षी बनाई उत्प्रेषण, परमादेशलगायतको रिट निवेदन दायर गरी कम्पनीको संस्थापक शेयरधनी समूह तर्फको ६४,००,००० कित्ता शेयर सी.डि.एस. एण्ड क्लियरिङ्ग लिमिटेडबाट अभौतिकीकरण नगरिएको हुँदा उक्त शेयरहरू समेत सर्वसाधारण शेयरधनीहरूलाई जारी गरिएको ISIN नम्बरमा अभौतिकीकरण गर्न माग गरेको । उक्त रिट निवेदन उपर मिति २०८३/०३/०३ मा दुईपक्षीय सुनुवाइ भई रिट खारेज भएको र हाल यस विषयमा कुनै मुद्दा विचाराधीन नरहेको ।

२. सँगठित संस्थाको संस्थापक वा सञ्चालकले वा संस्थापक वा सञ्चालकको विरुद्धमा प्रचलित नियमको अवज्ञा वा फौजदारी अपराध गरेको सम्बन्धमा कुनै मुद्दा दायर भएको भए:

यस सम्बन्धमा जानकारी प्राप्त नभएको ।

३. कुनै संस्थापक वा सञ्चालक विरुद्ध आर्थिक अपराध गरेको सम्बन्धमा कुनै मुद्दा दायर भएको भए: नभएको ।**२६. ऐन तथा प्रचलित कानून बमोजिम सञ्चालक समितिको प्रतिवेदनमा खुलाउन पर्ने कुनै कुरा:**

नभएको ।

२७. अन्य आवश्यक कुराहरु:

यस कम्पनीले प्रवर्द्धन गरेको ग्रीडमा आबद्ध सौर्य विद्युत आयोजना, पियोर इनर्जी I र पियोर इनर्जी II ले आफ्नो व्यावसायिक उत्पादन मितिबाट सुरु गरी विद्युत उत्पादन गर्दै आईरहेको छ । यस कम्पनीको दुबै आयोजना निर्माणका लागि नबिल बैंक लिमिटेड र स्ट्याण्डर्ड चार्टर्ड बैंक नेपाल लिमिटेडको सहभागितामा लिएको रकमबाट हाल रु. १३९.८० करोड चुक्ता हुन बाँकी रहेको छ । सहवित्तीय कर्जा लिई यस कम्पनीको दुबै आयोजना निर्माण गरिएको हो ।

संस्थागत सुशासन सम्बन्धी वार्षिक अनुपालना प्रतिवेदनको ढाँचा (सूचीकृत सङ्गठित संस्थाहरुको संस्थागत सुशासन सम्बन्धी निर्देशिका, २०७४ बमोजिम)

सूचीकृत सङ्गठित संस्थाको नाम	पियोर इनर्जी लिमिटेड
ठेगाना, इमेल र वेबसाइट सहित	ठेगाना: का.म.न.पा.-१०, काठमाडौं इमेल: info@pureenergynepal.com वेबसाइट: https://pureenergynepal.com/
फोन नं.	०१-५९१२८१२/१३/१४
प्रतिवेदन पेश गरिएको आ.व.	२०८२/०८३

१. सञ्चालक समिति सम्बन्धी विवरण:

(क) सञ्चालक समितिको अध्यक्षको नाम तथा नियुक्ति मिति: श्री अक्षय गोल्याण, २०७९/०९/२५

(ख) संस्थाको शेयर संरचनासम्बन्धी विवरण (संस्थापक, सर्वसाधारण तथा अन्य): संस्थापक शेयर रु. ६४,००,००,०००/- र सर्वसाधारण निष्कासन १६,००,००,०००/- (८०% र २०% प्रतिशत) गरी कुल रु. ८०,००,००,०००/-

(ग) सञ्चालक समिति सम्बन्धी विवरण:

क्र. सं.	सञ्चालकहरुको नाम तथा ठेगाना	प्रतिनिधित्व भएको समूह	शेयर संख्या	नियुक्ति भएको मिति	पद तथा गोपनीयताको शपथ लिएको मिति	सञ्चालक नियुक्तिको तरिका (विधि)
१	श्री अक्षय गोल्याण का.म.न.पा.- १३, काठमाडौं	संस्थापक	४०,९९,५००	२०७९/०९/२५	अध्यक्ष २०७९/०९/२५	२०७८/७९ वार्षिक साधारण सभा
२	श्री निशान्त गोयल भारत	रेनेर्गो डेभेलपर्स प्रा.लि को तर्फबाट	२०,००,०००	२०७९/०९/२५	सञ्चालक २०७९/०९/२५	"
३	संजय कुमार साह गौशाला न.पा.- १, महोत्तरी	गोल्याण पावर लि. को तर्फबाट	३,००,०००	२०८२/०६/०७	सञ्चालक २०८२/०६/०७	२०८१/८२ वार्षिक साधारण सभा
४	प्रवेश कुमार आचार्य मालारानी गा.पा.-२, अर्घाखाँची	-	१२०	२०८२/०६/०७	सर्वसाधारण सञ्चालक २०८२/०६/०७	"
५	विशाखा लक्ष्मी खड्का का.म.न.पा.- ४, काठमाडौं	-	-	२०८२/०६/०७	स्वतन्त्र सञ्चालक २०८२/०६/०७	"

(घ) सञ्चालक समितिको बैठक

- सञ्चालक समितिको बैठक सञ्चालन सम्बन्धी विवरण:

क्र.सं.	यस आ.व.मा बसेको सञ्चालक समितिको बैठकको मिति	उपस्थित सञ्चालकको संख्या	बैठकको निर्णयमा भित्र मत राखी हस्ताक्षर गर्ने सञ्चालकको संख्या	गत आ.व.मा बसेको बैठकको मिति
१.	२०८२/०४/२९	३	छैन	२०८१/०४/२७
२.	२०८२/०५/१४	३	छैन	२०८१/०७/२१
३.	२०८२/०५/१५	२	छैन	२०८१/०८/२१
४.	२०८२/०७/२३	५	छैन	२०८१/०९/०३
५.	२०८२/०८/२३	५	छैन	२०८१/१०/२८
६.	२०८२/१०/२६	४	छैन	२०८१/१२/०६
७.	२०८३/०१/२३	५	छैन	२०८२/०२/०९
८.	२०८३/०२/२५	५	छैन	२०८२/०३/१७
९.	२०८३/०३/३२	५	छैन	—

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

- सञ्चालक समितिको बैठक सम्बन्धी अन्य विवरण:

सञ्चालक समितिको बैठकमा सञ्चालक वा वैकल्पिक सञ्चालक उपस्थित भए- नभएको (नभएको अवस्थामा बैठकको मिति सहित कारण खुलाउने):	सञ्चालक समितिको बैठकमा सञ्चालक उपस्थित भएको
सञ्चालक समितिको बैठकमा उपस्थित सञ्चालकहरू, छलफल भएको विषय र तत्सम्बन्धमा भएको निर्णयको विवरण (माइन्युट) को छुट्टै अभिलेख राखे/नराखेको:	राखेको
सञ्चालक समितिको दुई लगातार बसेको बैठकको अधिकतम अन्तर (दिनमा):	८५ दिन
सञ्चालक समितिको बैठक भत्ता निर्धारण सम्बन्धमा बसेको वार्षिक साधारण सभाको मिति:	२०८२/०६/०७
सञ्चालक समितिको प्रति बैठक भत्ता रु.	१०,०००/-
आ.व. २०८२/०८३ को सञ्चालक समितिको कुल बैठक खर्च रु.	२,००,०००/-

२. सञ्चालकको आचरण सम्बन्धी तथा अन्य विवरणः

सञ्चालकको आचरण सम्बन्धमा सम्बन्धित संस्थाको आचार संहिता भए/नभएकोः	नभएको
एकाघर परिवारको एक भन्दा बढी सञ्चालक भए सो सम्बन्धी विवरणः	नभएको
सञ्चालकहरुको वार्षिक रूपमा सिकाई तथा पुनर्ताजगी कार्यक्रम सम्बन्धी विवरणः	नभएको
प्रत्येक सञ्चालकले आफू सञ्चालकको पदमा नियुक्त वा मनोनयन भएको पन्ध्र दिनभित्र देहायका कुराको लिखित जानकारी गराएको/नगराएको र नगराएको भए सोको विवरणः - संस्थासँग निज वा निजको एकाघरको परिवारको कुनै सदस्यले कुनै किसिमको करार गरेको वा गर्न लागेको भए सो को विवरण, - निज वा निजको एकाघरको परिवारको कुनै सदस्यले संस्था वा सो संस्थाको मुख्य वा सहायक कम्पनीमा लिएको शेयर वा डिबेन्चरको विवरण, - निज अन्य कुनै सङ्गठित संस्थाको आधारभूत शेयरधनी वा सञ्चालक रहेको भए त्यसको विवरण,	कम्पनी ऐन, २०६३ को दफा ९२ बमोजिम सो को विवरण सम्बन्धित निकायमा जानकारी गराएको ।
सञ्चालकहरुलाई नियमन निकाय तथा अन्य निकायहरुबाट कुनै कारवाही गरिएको भए सोको विवरणः	नगरिएको ।

सञ्चालकले उस्तै प्रकृतिको उद्देश्य भएको सूचीकृत संस्थाको सञ्चालक, तलबी पदाधिकारी, कार्यकारी प्रमुख वा कर्मचारी भई कार्य गरेको भए सोको विवरणः नभएको

- निज वा निजको एकाघरको परिवारको कुनै सदस्यले संस्था वा सो संस्थाको मुख्य वा सहायक कम्पनीमा लिएको शेयर वा डिबेन्चरको विवरणः

क्र.सं.	सञ्चालकहरुको नाम तथा ठेगाना	सङ्गठित संस्थाको नाम	पद	शेयर संख्या
१.	श्री अक्षय गोल्याण का.म.न.पा-१३, काठमाडौँ	सिटि होटल लि. रिलायन्स स्पिनिङ्ग मिल्स लिमिटेड	सञ्चालक सञ्चालक	५१,१९,९८५ ४३,६५,३८६

- निज अन्य कुनै सङ्गठित संस्थाको आधारभूत शेयरधनी वा सञ्चालक रहेको भए त्यसको विवरणः कम्पनी ऐन, २०६३ को दफा ९२ बमोजिम सो को विवरण सम्बन्धित निकायमा जानकारी गराएको ।

३. संस्थाको जोखिम व्यवस्थापन तथा आन्तरिक नियन्त्रण प्रणाली सम्बन्धी विवरणः

(क) जोखिम व्यवस्थापनको लागि कुनै समिति गठन भए/नभएको गठन नभएको भए सोको कारणः जोखिम व्यवस्थापन समिति हाल गठन हुने प्रक्रियामा रहेको ।

(ख) जोखिम व्यवस्थापन समिति सम्बन्धी जानकारीः नभएको

(अ) समितिको संरचना (संयोजक तथा सदस्यहरुको नाम तथा पद) छैन ।

(आ) समितिको बैठक संख्याः छैन ।

(इ) समितिको कार्य सम्बन्धी छोटो विवरणः छैन ।

(ग) आन्तरिक नियन्त्रण कार्यविधि भए/नभएकोः भएको ।

(घ) आन्तरिक नियन्त्रण प्रणालीको लागि कुनै समिति गठन भए/नभएको गठन नभएको भए सोको कारण: भएको ।

(ङ) आन्तरिक नियन्त्रण प्रणाली समिति सम्बन्धी विवरण:

(अ) यस प्रतिवेदनको बुँदा नं ६ को (ख) मा उल्लेख भए बमोजिम ।

(आ) समितिको बैठक संख्या: कानून बमोजिम ।

(इ) समितिको कार्य सम्बन्धी छोटो विवरण: सञ्चालक समितिले कार्य गरिरहेको ।

(च) आर्थिक प्रशासन विनियमावली भए/नभएको: भएको ।

४. सूचना तथा जानकारी प्रवाह सम्बन्धी विवरण:

(क) संस्थाले सार्वजनिक गरेको सूचना तथा जानकारी प्रवाहको विवरण:

विषय	माध्यम	सार्वजनिक गरेको मिति
निर्वाचन कार्यक्रम सूची	कम्पनीको वेबसाइट, आर्थिक अभियान राष्ट्रिय दैनिक पत्रिका, NEPSE, SEBON	२०८२/०५/१४
कम्पनी सचिव नियुक्ति	कम्पनी रजिस्ट्रार कार्यालय, NEPSE, SEBON, CDSC, विद्युत विकास विभाग, विद्युत नियमन आयोग	२०८२/०५/१५
सञ्चालकको राजीनामा तथा नियुक्ति सम्बन्धमा	कम्पनी रजिस्ट्रार कार्यालय, NEPSE, SEBON	२०८२/०६/०७
वार्षिक साधारण सभाको सूचना तथा शेयरधनी दर्ता पुस्तिका बन्द गर्ने सम्बन्धमा	कम्पनीको वेबसाइट, आर्थिक अभियान राष्ट्रिय दैनिक पत्रिका, NEPSE, SEBON, CDSC	२०८२/०४/३०
त्रैमासिक प्रतिवेदन	राष्ट्रिय दैनिक पत्रिका, नेपाल स्टक एक्सचेन्ज लि., नेपाल धितोपत्र बोर्ड	२०८२/०७/२५, २०८२/१०/२७, २०८३/०१/२५, २०८३/०४/२८
अन्य	-	-

(ख) सूचना सार्वजनिक नगरेको वा अन्य कारणले धितोपत्र बोर्ड तथा अन्य निकायबाट कारबाहीमा परेको भए सो सम्बन्धी जानकारी: छैन ।

(ग) पछिल्लो वार्षिक तथा विशेष साधारण सभा सम्पन्न भएको मिति: २०८२/०६/०७

५. संस्थागत संरचना र कर्मचारी सम्बन्धी विवरण:

(क) कर्मचारीहरूको संरचना, पदपूर्ति, वृत्ति विकास, तालिम, तलब, भत्ता तथा अन्य सुविधा, हाजिर र विदा, आचारसंहिता लगायतका कुराहरू समेटिएको कर्मचारी सेवा शर्त विनियमावली/व्यवस्था भए नभएको: कर्मचारी सेवा शर्त विनियमावली भएको ।

(ख) साङ्गठनिक संरचना संलग्न गर्ने: संलग्न गरिएको ।

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

(घ) कर्मचारी सम्बन्धी अन्य विवरण:

संरचना अनुसार कर्मचारी पदपूर्ति गर्ने गरे/नगरेको:	गरेको ।
नयाँ कर्मचारीहरूको पदपूर्ति गर्दा अपनाएको प्रक्रिया:	विज्ञापन ।
व्यवस्थापन स्तरका कर्मचारीको संख्या:	३
कुल कर्मचारीको संख्या:	१८
कर्मचारीहरूको सक्सेसन प्लान भए/नभएको:	भएको ।
आ. व. कर्मचारीहरूलाई दिइएको तालिम संख्या तथा सम्मिलित कर्मचारीको संख्या:	१७
आ. व. को कर्मचारी तालिम खर्च रु:	५१,७६५/-
कुल खर्चमा कर्मचारी खर्चको प्रतिशत:	५.३४%
कुल कर्मचारी खर्चमा कर्मचारी तालिम खर्चको प्रतिशत:	०.४४%

६. संस्थाको लेखा तथा लेखापरीक्षण सम्बन्धी विवरण:

(क) लेखा सम्बन्धी विवरण:

संस्थाको पछिल्लो आ. व.को वित्तीय विवरण NFRS अनुसार तयार गरे/नगरेको, नगरेको भए सोको कारण:	NFRS अनुसार भएको ।
सञ्चालक समितिबाट पछिल्लो वित्तीय विवरण स्वीकृत भएको मिति:	२०८३/०४/२६, त्रैमासिक वित्तीय विवरण स्वीकृत भएको
त्रैमासिक वित्तीय विवरण प्रकाशन गरेको मिति:	२०८२/०७/२५, २०८२/१०/२७, २०८३/०१/२५, २०८३/०४/२८
अन्तिम लेखापरीक्षण सम्पन्न भएको मिति:	२०८३/०५/३०
साधारण सभाबाट वित्तीय विवरण स्वीकृत भएको मिति:	२०८२/०६/०७
संस्थाको आन्तरिक लेखापरीक्षण सम्बन्धी विवरण: (अ) आन्तरिक रूपमा लेखापरीक्षण गर्ने गरिएको वा बाह्य विज्ञ नियुक्त गर्ने गरिएको (आ) बाह्य विज्ञ नियुक्त गरिएको भए सोको विवरण- (इ) आन्तरिक लेखापरीक्षण कति अवधिको गर्ने गरिएको (त्रैमासिक, चौमासिक वा अर्धवार्षिक)	कम्पनीले आन्तरिक लेखापरीक्षण समिति गठन गरेको । आन्तरिक रूपमा लेखापरीक्षण गर्ने गरेको । बाह्य विज्ञ नियुक्त नगरेको । आन्तरिक लेखापरीक्षण त्रैमासिक अवधिमा गर्ने गरिएको ।

(ख) लेखापरीक्षण समिति सम्बन्धी विवरण:

संयोजक तथा सदस्यहरूको नाम, पद तथा योग्यता:	निशान्त गोयल, संयोजक, स्नातकोत्तर तह सदस्यहरू: संजय कुमार साह, स्नातकोत्तर तह, चार्टर्ड एकाउन्टेन्ट (FCA) राजेश अग्रवाल, आन्तरिक लेखापरीक्षण प्रमुख, चार्टर्ड एकाउन्टेन्ट (FCA)
बैठक बसेको मिति तथा उपस्थित सदस्य संख्या:	बैठक बसेको मिति: २०८२/०७/२५, २०८२/१०/२६, २०८३/०१/२२, २०८३/०४/२५ (कुल चार) उपस्थित सदस्य संख्या: ३

७. अन्य विवरण:

संस्थाले सञ्चालक तथा निजको एकाघरका परिवारको वित्तीय स्वार्थ भएको व्यक्ति, बैंक तथा वित्तीय संस्थाबाट ऋण वा सापटी वा अन्य कुनै रूपमा रकम लिए/नलिएको	संस्थाले अध्यक्ष श्री अक्षय गोल्याणबाट ब्याजरहित ऋण प्राप्त गरेको थियो र उक्त ऋण पूर्ण रूपमा भुक्तानी गरिसकेको ।
प्रचलित कानून बमोजिम कम्पनीको सञ्चालक, शेयरधनी, कर्मचारी, सल्लाहकार, परामर्शदाताको हैसियतमा पाउने सुविधा वा लाभ बाहेक सूचीकृत सङ्गठित संस्थाको वित्तीय स्वार्थ भएको कुनै व्यक्ति, फर्म, कम्पनी, कर्मचारी, सल्लाहकार वा परामर्शदाताले संस्थाको कुनै सम्पत्ति कुनै किसिमले भोगचलन गरे/नगरेको	प्रचलित कानून बमोजिम कम्पनीको सञ्चालक, शेयरधनी, कर्मचारी, सल्लाहकार, परामर्शदाताको हैसियतमा पाउने सुविधा वा लाभ बाहेक सूचीकृत सङ्गठित संस्थाको वित्तीय स्वार्थ भएको कुनै व्यक्ति, फर्म, कम्पनी, कर्मचारी, सल्लाहकार वा परामर्शदाताले संस्थाको कुनै सम्पत्ति कुनै किसिमले भोगचलन नगरेको ।
नियामक निकायले इजाजतपत्र जारी गर्दा तोकेको शर्तहरूको पालना भए/नभएको	नियामक निकायले इजाजतपत्र जारी गर्दा तोकेको शर्तहरूको पालना भएको ।
नियामक निकायले संस्थाको नियमन निरीक्षण वा सुपरिवेक्षण गर्दा संस्थालाई दिइएको निर्देशन पालना भए/नभएको	नियामक निकायबाट संस्थाको नियमन निरीक्षण वा सुपरिवेक्षण नभएको ।
संस्था वा सञ्चालक विरुद्ध अदालतमा कुनै मुद्दा चलिरहेको भए सोको विवरण:	संस्था वा सञ्चालक विरुद्ध अदालतमा कुनै मुद्दा नचलेको ।
आ.व.को सञ्चालक समितिको कुल बैठक खर्च रु.	२,००,०००/-

परिपालना अधिकृत

नाम: रशना श्रेष्ठ

पद: परिपालना अधिकृत

मिति: २०८३/०५/३०

दस्तखत:

संस्थाको छाप:

प्रतिवेदन सञ्चालक समितिबाट स्वीकृत मिति: २०८३/०५/३०

लेखापरीक्षक

बि.के. अग्रवाल एण्ड कम्पनी

मिति: २०८३/०५/३०

दस्तखत:

नोट: यो प्रतिवेदन सूचीकृत सङ्गठित संस्थाहरूको परिपालना अधिकृतले तयार गरी सञ्चालक समितिबाट स्वीकृत गराई लेखा परीक्षकबाट प्रमाणित गराई नेपाल धितोपत्र बोर्डमा लेखापरीक्षण प्रतिवेदनसँग पेश गर्नुपर्ने छ ।

वित्तीय विवरणहरू



Independent Auditors' Report to the Members of Pure Energy Limited

Opinion:

We have audited the accompanying Financial Statements of M/s Pure Energy Limited (hereinafter referred to as 'the Company') which comprise the Statement of Financial Position as at Ashad 32, 2083 (July 16, 2026), and the Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows attached thereto, for the year then ended and notes to the Financial Statements, including a summary of Significant Accounting Policies and other Explanatory Notes & information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements read together with Notes forming part of the Financial Statement give the information required by the provisions of Nepal Companies Act, 2063, as amended ("the Act") in the manner so required and, give a true and fair view in conformity with the Nepal Financial Reporting Standards (NFRS), of the state of affairs of the Company as at Ashad 32, 2083 (July 16, 2026), its Profit including its Other Comprehensive Income, Cash Flows and the Changes in Equity for the year ended on that date.

Basis of Opinion:

We conducted our audit in accordance with Nepal Standards on Auditing (NSA). Our responsibilities under those Standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statement* section of our report. We are independent of the Entity in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of Nepal together with the ethical requirements that are relevant to our audit of the Financial Statement under the provisions of the Companies Act, 2063 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with those requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters:

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Based on the circumstances and facts of the audit, we consider following as key audit matters:

S.N.	Details of Key Audit Matters	How the matters were addressed in our audit
1.	Revenue Recognition (Refer Note 3.11 "Revenue Recognition" and Note 19 of the financial statements)	
	The company applies NFRS 15 for recognition of revenue from sale of goods. The Company generated revenues of NPR.247 millions for the year ended Ashad 32, 2083. Revenue is a key indicator for measuring performance, and this implies the presence of inherent risks by overstatement of revenue recognition to increase profitability. Therefore, revenue recognition was considered a key audit matter.	Our audit procedures in this are included, among others, based on our judgment, the following: - An examination of the revenue recognition process, taking into account the requirements of the relevant accounting standards, and an assessment of the appropriateness of the accounting policies used. - Test the design and implementation of internal control procedures related to revenue recognition and their operational effectiveness, including anti-fraud control procedures



S.N.	Details of Key Audit Matters	How the matters were addressed in our audit
		- Conducting analytical audit procedures for revenues, by comparing sales quantities and prices for the current year with the previous year, and determining whether there are any significant trends or fluctuations that need additional examination in light of our understanding of the current market conditions. - On sample basis, test revenue transactions with the supporting documents, to verify that the revenues are recorded in their correct periods.
2	Property, Plant and Equipment and Investment Property (Refer Note 3.2, 3.3, 3.4, 4, 5 and 6 of the Financial Statements)	
	There are areas where management judgement impacts the carrying value of property, plant and equipment and investment property and their respective depreciation or amortization rates. These include the decision to capitalize or expense the costs, the annual asset life review: the timeliness of the capitalization of assets and the use of management assumptions and estimates for the determination or the measurement and recognition criteria for assets retired from active use. Due to the materiality in the context of the balance sheet of the company and the level of judgment and estimates required, we consider this to be a Key Audit Matter.	We assessed the controls in place over the fixed asset, evaluated the appropriateness of capitalization process, performed tests on costs capitalized, the timeliness of the capitalization of the assets and the derecognition criteria for assets retired from active use. In performing these procedures, we reviewed the judgments made by the management including the nature of underlying costs capitalized, impairment, determination of realizable value of the assets retired from the active use, the appropriateness of useful life of assets. We have observed that the management has regularly reviewed the aforesaid judgements and there are no material misstatement of impairment and capitalization of assets

Other Information:

The directors are responsible for the other information such as "Report of Board of Director's/Chairman's Statement" to be presented in the Annual Report and Accounts for FY 2082/83 (2025/26) of the Pure Energy Limited. Our opinion on the Financial Statements does not cover the other information and, accordingly, we do not express any audit opinion or, except as explicitly stated above, any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether, based on audit work done by us on financial statement, the information therein is materially misstated or inconsistent with the financial statements. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the Financial Statements:

The company's Management and Board of Directors are responsible for the preparation and fair presentation of these Financial Statements in accordance with Nepal Financial Reporting Standards. This responsibility also includes maintenance of adequate accounting records for safeguarding the assets of the Entity and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.



In preparing the Financial Statement, the respective management and Board of Directors are responsible for assessing the Entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Auditors' Responsibility for the Audit of the Financial Statements

Our responsibility is to express an opinion on these Financial Statements based on our audit. We conducted our audit in accordance with Nepal Standards on Auditing (NSAs). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Financial Statements are free of material misstatement. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Nepal Standards on Auditing 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 on the basis of these financial information.

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

- Identify and assess the risks of material misstatement of Financial Statement, 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 in order to design audit procedures that are appropriate in the circumstances. We are also responsible for expressing our opinion on whether the Company has adequate internal financial controls in place and the operating effectiveness of such controls.
- 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 auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statement, including the disclosures, and whether the Financial Statement represents 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 considered to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current period and are therefore the key audit matters.

We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a reasonable basis for our audit opinion.

Report on Other Legal and Regulatory Requirements

On the basis of our examination, we would like to further report that:

- i. We have obtained information and explanations, which, to the best of our knowledge and belief, were necessary for the purposes of our audit.
- ii. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of such books;
- iii. In our opinion, the Statement of Financial Position, Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Cash Flows and Statement of Changes in Equity attached thereto, for the year then ended and notes to the Financial Statements, including a summary of Significant Accounting Policies and other Explanatory Notes & information dealt with by this report are in compliance with the provisions of the Companies Act, 2063 and are in agreement with the books of account maintained by the company;
- iv. In our opinion, so far as appeared from our examination of the books, the business of the Company has been conducted satisfactorily; and
- v. To the best of our information and according to the explanations given to us and from our examination of the books of accounts of the Company necessary for the purposes of the audit, we have not come across cases where the Board of Directors or any employees of the Company have acted contrary to legal provisions relating to accounts, or committed any misappropriation or caused loss or damage to the company or committed any accounting frauds in the company.

Kathmandu
Date: 2083.05.30


CA. Gaurav Agrawal
Partner
For: B.K. Agrawal & Co.
Chartered Accountants
UDIN: 260915CA01953QTnun



Pure Energy Limited

Statement of Financial Position

As on Ashad 32, 2083 (July 16, 2026)

Amount in NPR.

Particular	Notes	As at Ashad 32, 2083 (July 16, 2026)	As at Ashad 32, 2082 (July 16, 2025)
Assets			
Non Current Assets			
Property, Plant and Equipment	4	1,996,840,400.71	2,094,635,033.09
Intangible Assets	5	3,658,650.79	4,235,002.77
Right-of-use Assets	6	127,206,478.36	133,066,678.36
Other Assets	10.1	3,502,382.54	1,456,839.61
Investment	11	157,010,000.00	27,010,000.00
Total Non Current Assets		2,288,217,912.40	2,260,403,553.83
Current Assets			
Inventories		5,069,750.19	3,365,129.37
Cash and Cash Equivalents	7	3,327,549.99	7,906,434.11
Trade Receivables	8	45,634,622.00	45,407,804.00
Prepayments	9	2,661,119.11	3,203,066.79
Other Assets	10.2	514,548.65	24,549.83
Total Current Assets		57,207,589.94	59,906,984.10
Total Assets		2,345,425,502.34	2,320,310,537.93
Equity and Liabilities			
Equity			
Share Capital	12	800,000,000.00	800,000,000.00
Other Equity	13	29,110,523.79	3,837,901.67
Total Equity		829,110,523.79	803,837,901.67
Non Current Liabilities			
Long Term Borrowings	14	1,405,494,175.61	1,393,957,454.61
Total Non Current Liabilities		1,405,494,175.61	1,393,957,454.61
Current Liabilities			
Trade Payables	15	3,782,521.62	4,128,714.85
Short Term Borrowings	16	102,462,984.00	86,969,424.00
Other Liabilities	17	3,467,622.66	30,270,505.66
Provisions	18	1,107,674.66	1,146,537.14
Total Current Liabilities		110,820,802.94	122,515,181.65
Total Equity and Liabilities		2,345,425,502.34	2,320,310,537.93

Summary of Significant Accounting Policies
and explanatory notes form integral part
of the Financial Statement

For and on Behalf of Board

1 to 30

As per our report of even date

Akshay Golyan

Chairman

Place: Kathmandu, Nepal

Date: 2083.05.30

Nishant Goyal

Director

Bishal Gupta

Sr. Finance Manager

CA Gaurav Agrawal

Partner

B.K. Agrawal & Co.

Chartered Accountants

Pure Energy Limited

Statement of Profit or Loss

For the year ended Ashad 32, 2083 (July 16, 2026)

Amount in NPR.

Particular	Notes	For the year ended Ashad 32, 2083 (July 16, 2026)	For the year ended Ashad 32, 2082 (July 16, 2025)
Income:			
Revenue From Operations	19	247,616,824.95	259,256,915.80
Other Income		188,243.32	15,191,585.98
Total Income		247,805,068.27	274,448,501.78
Expenses:			
Cost of Plant Operation	20	14,623,636.06	14,158,724.43
Employee Cost	21	11,832,568.60	11,935,023.58
Administration Expenses	22	11,092,550.58	9,527,824.92
Borrowing Cost	23	79,273,096.76	101,114,031.72
Depreciation and Amortization	24	104,952,415.49	104,774,487.96
Total Expenditure		221,774,267.49	241,510,092.61
Profit/(Loss) Before CSR, Bonus and Tax		26,030,800.78	32,938,409.17
Provision for Bonus		505,452.44	639,580.76
Provision for CSR		252,726.22	319,790.38
Profit/(Loss) Before Tax		25,272,622.12	31,979,038.03
Less:			
Current Tax		-	-
Deferred Tax		-	-
Prior Year Taxes		-	-
Net Profit/(Loss) After Tax		25,272,622.12	31,979,038.03

Summary of Significant Accounting Policies and explanatory notes form integral part of the Financial Statement

1 to 30

For and on Behalf of Board

As per our report of even date

Akshay Golyan

Chairman

Place: Kathmandu, Nepal

Date: 2083.05.30

Nishant Goyal

Director

Bishal Gupta

Sr. Finance Manager

CA Gaurav Agrawal

Partner

B.K. Agrawal & Co.

Chartered Accountants

Pure Energy Limited

Statement of Other Comprehensive Income

For the year ended Ashad 32, 2083 (July 16, 2026)

Amount in NPR.

Particular	For the year ended Ashad 32, 2083 (July 16, 2026)	For the year ended Ashad 32, 2082 (July 16, 2025)
Profit/(Loss) for the Year	25,272,622.12	31,979,038.03
Other Comprehensive Income		
Income that will not be reclassified to profit or loss	-	-
Revaluation of Land	-	-
Items that are or may be reclassified subsequently to profit or loss	-	-
Total Other Comprehensive Income, net of tax	-	-
Total Comprehensive Income of the year	25,272,622.12	31,979,038.03

Summary of Significant Accounting Policies
and explanatory notes form integral part
of the Financial Statement

1 to 30

For and on Behalf of Board

As per our report of even date

Akshay Golyan

Chairman

Nishant Goyal

Director

Bishal Gupta

Sr. Finance Manager

CA Gaurav Agrawal

Partner

Place: Kathmandu, Nepal

Date: 2083.05.30

B.K. Agrawal & Co.

Chartered Accountants

Pure Energy Limited

Statement of Cash Flows

For the year ended Ashad 32, 2083 (July 16, 2026)

Amount in NPR.

Particular	For the year ended Ashad 32, 2083 (July 16, 2026)	For the year ended Ashad 32, 2082 (July 16, 2025)
Cash Flow from Operating Activities:		
Profit/(Loss) after Tax	25,272,622.12	31,979,038.03
Adjustments for:		
Borrowing Cost	79,273,096.76	101,114,031.72
Depreciation	104,952,415.49	104,774,487.96
Cash generated from Operation before W/C change	209,498,134.37	237,867,557.71
Add/Less:		
(Increase)/Decrease in Trade Receivables	(226,818.00)	655,266.63
(Increase)/Decrease in Inventories	(1,704,620.82)	(3,228,074.39)
(Increase)/Decrease in Prepayments	541,947.68	(536,344.74)
(Increase)/Decrease in Other Assets	(489,998.82)	510,276.17
Increase/(Decrease) in Trade Payables	(346,193.23)	(20,727,389.91)
Increase/(Decrease) in Other Liabilities - Current	(26,802,883.00)	(213,369.13)
Increase/(Decrease) in Provision	(38,862.48)	1,146,537.14
Net Cash Flow From Operating Activities	180,430,705.70	215,474,459.48
Cash Flow from Investing Activities :		
(Increase)/Decrease in Property, Plant and Equipment	(721,231.13)	(824,946.00)
(Increase)/Decrease in Investment	(130,000,000.00)	(27,010,000.00)
(Increase)/Decrease in Other Assets - Non Current	(2,045,542.93)	1,571,785.04
Net Cash Flow From Investing Activities	(132,766,774.06)	(26,263,160.96)
Cash Flow from Financing Activities :		
Receipt from Share issue	-	160,000,000.00
Share Issue Charges	-	(5,446,439.92)
Borrowing Cost	(79,273,096.76)	(101,114,031.72)
Increase/(Decrease) in Short Term Borrowings	15,493,560.00	(36,307,941.07)
Increase/(Decrease) in Long Term Borrowings	11,536,721.00	(201,844,424.39)
Net Cash Flow From Financing Activities	(52,242,815.76)	(184,712,837.10)
Net Increase in cash & cash equivalents	(4,578,884.12)	4,498,461.42
Opening Cash & Cash Equivalents	7,906,434.11	3,407,972.69
Closing Cash & Cash Equivalents	3,327,549.99	7,906,434.11

For and on Behalf of Board

As per our report of even date

Akshay Golyan

Nishant Goyal

Bishal Gupta

CA Gaurav Agrawal

Chairman

Director

Sr. Finance Manager

Partner

Place: Kathmandu, Nepal

Date: 2083.05.30

B.K. Agrawal & Co.

Chartered Accountants

Pure Energy Limited

Statement of Change in Equity

For the year ended Ashad 32, 2083 (July 16, 2026)

Amount in NPR.

Particulars	Equity Share Capital	Advance for Share Capital	Accumulated Profit/(Loss)	Total
Balance as at Ashad 31, 2081	640,000,000.00	-	(22,694,696.44)	617,305,303.56
Change in accounting policy	-	-	-	-
Restated Balance as at Ashad 31, 2081	640,000,000.00	-	(22,694,696.44)	617,305,303.56
Net Profit/(loss) for the period	-	-	31,979,038.03	31,979,038.03
Transfer to general reserve	-	-	-	-
Dividend	-	-	-	-
Transfer to Share capital	-	-	-	-
Share Issuance Expenses	-	-	(5,446,439.92)	(5,446,439.92)
Issue of Share Capital	160,000,000.00	-	-	160,000,000.00
Balance as at Ashad 32, 2082	800,000,000.00	-	3,837,901.67	803,837,901.67
Net Profit/(loss) for the period	-	-	25,272,622.12	25,272,622.12
Transfer to general reserve	-	-	-	-
Dividend	-	-	-	-
Advance for Share Capital	-	-	-	-
Share Issuance Expenses	-	-	-	-
Issue of Share Capital	-	-	-	-
Balance as at Ashad 32, 2083	800,000,000.00	-	29,110,523.79	829,110,523.79

For and on Behalf of Board

As per our report of even date

Akshay Golyan

Chairman

Place: Kathmandu, Nepal

Date: 2083.05.30

Nishant Goyal

Director

Bishal Gupta

Sr. Finance Manager

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Partner

B.K. Agrawal & Co.

Chartered Accountants

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

Significant Account Policies

1 General Information:

Pure Energy Limited ("the Company") is a limited liability company domiciled in Nepal with Registration No. 293685/78/079. The address of its registered office is Tanka Prasad Ghumti Marga, Kathmandu Metropolitan Ward No. 10, Kathmandu. The principal objective of the company is to generate Solar-Electricity and sell the same to Nepal Electricity Authority (NEA). The company has obtained license for 10 MW each (Block I and II - total capacity of 20 MW). Block II-10 MW and Block I-10 MW have achieved their Commercial Operation Date (COD) on 1 May 2023 and on 27 December, 2023 respectively.

2 Basis of Preparation:

2.1 Basis of Preparation:

The Financial Statement of the company which comprises components mentioned above have been prepared in accordance with Nepal Financial Reporting Standards comprising of Nepal Financial Reporting Standards and Nepal Accounting Standards (hereafter referred to as NFRSs), laid down by the Institute of Chartered Accountants of Nepal and in compliance with the requirements of the Companies Act, 2063/2006.

2.2 Responsibility of Financial statements:

The Management is responsible for the preparation and presentation of Financial Statements of the entity as per the provisions of the Companies Act, 2063/2006.

2.3 Basis of Measurement:

The financial statements are prepared under historical cost conventions on an accrual concept and are in accordance with NFRS. The accounting policies are consistently applied by the company.

2.4 Functional and Reporting Currency:

The Financial Statements of the company are presented in Nepalese Rupees (Rs), which is the currency of the primary economic environment in which the company operates. Financial information presented in Nepalese

Rupees. There was no change in the company's presentation and functional currency during the year under review.

2.5 Materiality and Aggregation:

In compliance with Nepal Accounting Standard - NAS 01 (Presentation of Financial Statements), each material class of similar items is presented separately in the Financial Statements. Items of dissimilar nature or functions too are presented separately unless they are immaterial. Income and expenses are not offset in the Statement of Profit or Loss unless required or permitted by an Accounting Standard.

3 Significant Accounting Policies:

3.1 Going Concern:

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

3.2 Property, Plant & Equipment:

Property, plant and equipment are initially measured at cost in the statement of financial position. These are inclusive of all cost less any subsequent accumulated depreciation and subsequent accumulated impairment losses, if applicable for each class of assets. Property, plant and equipment are recognized as an asset, if and only if 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.

Cost includes the purchase price and other directly attributable costs of property, plant and equipment. Cost also includes the cost of replacing part of the plant and equipment and

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred. If an item of property, plant and equipment consists of several components with different estimated useful lives, those components that are significant are depreciated over their individual useful lives. Subsequent costs that do not qualify the recognition criteria under NFRS are expensed as and when incurred.

3.2.1 Depreciation:

Depreciation on items of property plant and equipment is calculated on the straight-line method based on the useful life of the assets estimated by the management. Depreciation on additions to property plant and equipment is provided on pro-rata basis in the year of purchase when the asset is ready to use. The residual values, useful lives and the depreciation methods of assets are reviewed at least at each financial year end and if expectations differ from previous estimates, are accounted for as a change in accounting estimates in accordance with NAS 8. If an item of property plant and equipment consist of several components with different useful lives, those components that are significant are depreciated over their individual useful life.

Particulars	"Estimated Useful Life (In Years)"
Office Equipments	5
Furniture and Fixtures	5
Vehicles	7
Guard House and Watch Tower	5
Solar Project - Block I	22
Solar Project - Block II	23
Right of Use Assets - Land	25

3.3 Intangible Assets:

Intangible assets are recognized on the basis of costs incurred to acquire and bring to use the specific intangible assets such as, software, where it is probable that such asset will generate future economic benefits in excess of its cost.

Computer software cost are amortized on the basis of expected useful life which is estimated as 10 years (the estimate is being reviewed periodically). Costs associated with maintaining software are recognized as expenses as and when incurred. At each statement of financial position date, these assets are assessed for indication of impairment. In the event that an asset's carrying amount being greater than its recoverable amount, the asset is considered to be impaired and is written down immediately.

3.4 Impairment of Assets:

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs to sell and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. 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. In determining fair value less costs to sell, an appropriate valuation model is used.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased.

If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

reversed, only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceeds the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of income.

3.5 Deferred Tax:

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized except where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that

have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside the statement of profit or loss is recognized outside statement of profit or loss. Deferred tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Since the entity is in a tax holiday period, losses are not allowed to be carried forward, and the applicable tax rate is zero. Therefore, no deferred tax is recognized despite the existence of differences between the accounting base and the tax base.

3.6 Financial Instrument:

As per NFRS 9 Financial instrument are classified into following types;

- Financial instrument measured at amortized cost
- Financial instrument at fair value through profit and loss
- Financial instrument at fair value through other comprehensive income

3.6.1 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax.

Financial Liabilities:

Financial Liabilities are those liabilities which are contractually or otherwise to be discharged by outgo of financial assets or will be settled against similar Financial Assets either as per contract or otherwise.

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

Initial Recognition:

Financial liabilities are recognized initially at transaction price at its fair value net of transaction cost and are subsequently measured at its amortized cost.

For Trade and other payables maturing within one year from the transaction date, the carrying amount approximates fair value due to short maturity of these Financial Liabilities.

Subsequent measurement

Financial liabilities measured at amortised cost: Financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in the statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in the statement of profit and loss.

Financial liabilities measured at fair value through profit or loss (FVTPL):

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Financial liabilities at fair value through profit or loss are carried in the financial statements at fair value with changes in fair value recognized in other income or finance costs in the statement of profit and loss.

Impairment of financial assets

The Company assesses on a forward-looking basis the expected credit losses associated with its assets carried at amortized cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

3.6.2 Investments and other financial assets

Classification

The Company classifies its financial assets in the following measurement categories:

- those measured at amortized cost

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Measurement

All financial assets are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets (other than financial assets at fair value through profit and loss) are added to or deducted from the fair value of the financial assets, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets at fair value through profit and loss are recognised immediately in the statement of profit and loss.

- Amortized cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.

- Fair value through other comprehensive income (FVOCI)

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the asset's cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

- Fair value through profit or loss

Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt instrument that is subsequently measured at fair value through profit or loss and is not part of hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

3.7 Determination of fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants at the measurement date. In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis or available quoted market prices, as applicable. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

3.8 Current tax assets & liabilities:

As per Income tax Act, 2058 section 11 "Business Exemption and Concession" subsection 3Gha, Person or entity having a license to generate, transmit or distribute electricity (electricity generated from hydro, solar, wind or organic material) shall be provided concession if the commercial operation commences before mid-April 2028 (chaitra end 2084).

Since the entity is solar based project, the commercial operation of the entity started during for F/Y 2079-80, hence the entity is eligible to 100% tax holiday till F/Y 2088-89 and 50% tax rebate thereafter for further 5 years.

3.9 Cash & Cash equivalents:

Cash and cash equivalent in the statement of financial position comprise cash at banks and on hand.

3.10 Inventories (As taken, valued and certified by the management):

Inventories are assets:

- Held for sale in the ordinary course of business;
- In the process of production for such sale; or
- In the form of materials or supplies to be consumed in the production process or in the rendering of services

Inventories are initially recognized at cost and subsequently at the lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and the estimated cost necessary to make the sale. The cost of inventories is determined on FIFO method which comprises all costs of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition

3.11 Revenue Recognition:

The company applies accrual basis of accounting for recognition of revenues. Revenue comprises the fair value for the sale of goods, net of value added tax & Excise. Specific criteria for major revenue component's revenue recognition are as follows:

i) Sale of Power(Energy):

Revenue from the sale of Power is recognised in the income statement when the significant risks and rewards of ownership have been transferred to the buyer and are stated at net of Value Added Tax, Rebates & Discounts.

Entity has Power Purchase Agreement with Nepal Electricity Authority (NEA), based on which entity is selling power @ Rs. 7.30 per kWh for the Dedicated contracted power and @ Rs. 3.65 per kWh for the power over such contracted power.

ii) Insurance & Other Claims:

Insurance and other claims, to the extent considered recoverable, are accounted for in the year of claim. However, claims and refunds,

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

whose recovery can not be ascertained with reasonable certainty, are accounted for on acceptance basis.

iii) Dividend Income:

The dividend income is recognized on right to receive basis and stated net of TDS.

iv) Interest Income:

The interest income is recognized on accrual basis and stated gross of TDS.

3.12 Retirement Benefits Obligations:

Defined Contribution Plan:

A Defined Contribution Plan includes post-employment benefit plan under which the company pays fixed contribution into a separate Institution (or own fund) and will have no legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits relating to employee services in the current and prior periods, as defined in Nepal Accounting Standards - NAS 19 (Employee Benefits).

The company has Social Security Fund (SSF) as Defined contribution Plan.

3.13 Foreign currency transaction:

Transactions in foreign currency are recorded at the original rates of exchange in force at the time transactions are effected.

Foreign currency denominated assets and liabilities are reported as follows:

Monetary items are translated into rupees at the exchange rates prevailing at the reporting date. Non-Monetary items such as fixed assets are carried at their historical rupee values. Gains/losses arising on the settlement of foreign currency transactions or restatement of foreign currency denominated assets and liabilities (monetary items) are recognized in the statement of profit & loss (SOPL).

3.14 Provisions, Contingent Liability and Contingent Assets:

Provisions are recognized when the Company has a present obligation as a result of past event; it is more likely than not that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the reporting date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A contingent liability is disclosed where there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

Contingent assets are not recognized in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an economic benefit will arise, the assets and related income are recognized in the period in which the charge occurs.

3.15 Events occurring after balance sheet date:

Events after the reporting period are those events, favorable and unfavorable, that occur between the reporting date and the date when the financial statements are authorized for issue.

All material post reporting date events have been considered and where appropriate, adjustments or disclosures have been made in the respective notes to the financial statements.

3.16 Related party transactions:

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

3.17 Share Based Payments:

Share based payment transaction is a transaction in which entity receives goods and services as consideration for equity instruments (including shares or share options) of the entity (referred to as

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

“equity-settled share-based payment transaction”). There were no share-based payment transactions during the Year.

3.18 Leases:

The Company has adopted NFRS 16 ‘Leases’ with the date of initial application of 1 Shrawan, 2078. NFRS 16 introduces significant changes to lessee accounting. It requires a lessee to recognize a right-of-use asset and a lease liability at lease commencement for all leases, except for short term leases and leases of low value assets.

The Company has not entered into any lease contracts in the capacity of the lessor.

It has applied NFRS 16 using the modified retrospective approach and therefore the comparative information has not been restated

Initial Recognition :

At the commencement date, right-of-use asset is measured at cost. It includes:

- Initial measurement of lease liability measured at the present value of lease payments payable over the lease term, discounted at the rate implicit in the lease if that can be readily determined. If it is not readily determinable, incremental borrowing rate is used;
- The lease payments made before or after the commencement date, less lease incentive received;
- Any initial direct cost incurred; and
- An estimate of cost incurred by the lessee upon disassembling or eliminating the underlying asset, restoring the place where it was located or restoring the underlying asset to the condition required by the terms of the lease. The lessee may incur obligations as a result of these costs either at the commencement date or as a result of having used the underlying asset during the specific period.

Subsequent measurement of right-of-use asset:

At the commencement date, the right-of-use

asset is measured using cost model. If the right-of-use asset relates to the class of property, plant and equipment to which the lessee applies NFRS 16’s revaluation model, the lessee may opt to use that revaluation model for all right-of-use assets related to this class of property, plant and equipment.

Subsequent measurement of lease liability:

After the commencement date, the lease liability is measured as follows:

- Increasing the carrying amount to reflect the interest on the lease liability;
- Reducing the carrying amount to reflect the lease payments made; and
- Measuring the carrying amount again to reflect the new measurements and changes in the lease and also to reflect the in-substance fixed lease payments that have been reviewed.

3.19 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest expense recognised in the profit and loss account over the period of borrowing using effective interest method and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

3.20 Significant Accounting Judgments, Estimates and Assumptions:

The preparation of Financial Statements in conformity with Nepal Accounting Standards requires the management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

4. Property, Plant and Equipment

Particulars	"Freehold Land - Block 2"	Office Equipments & Furnitures	Vehicles	Solar PV Project Block II	Solar PV Project Block I	Watch Tower & Guard house	Total
Cost							
Gross Block As on July 16, 2025	97,058,592.55	1,341,543.50	3,152,250.00	1,069,880,728.21	1,106,829,641.56	962,946.00	2,279,225,701.82
Additions For the year	-	721,231.13	-	-	-	-	721,231.13
Revaluation Surplus of PPE	-	-	-	-	-	-	-
Transfer to PPE	-	-	-	-	-	-	-
Revaluation & Adjustments	-	-	-	-	-	-	-
Disposals/Adjustments	-	-	-	-	-	-	-
Gross Block As on July 16, 2026	97,058,592.55	2,062,774.63	3,152,250.00	1,069,880,728.21	1,106,829,641.56	962,946.00	2,279,946,932.95
Depreciation & Impairment Losses							
Accumulated Depreciation as on July 16, 2025	-	518,681.20	1,417,901.28	104,366,197.41	78,171,227.14	116,661.70	184,590,668.73
Charge for the year	-	359,269.46	450,321.43	47,203,245.16	50,310,438.26	192,589.20	98,515,863.51
Adjustment due to Revaluations & others	-	-	-	-	-	-	-
Impairment Losses	-	-	-	-	-	-	-
Transfer to PPE	-	-	-	-	-	-	-
Disposals/Adjustments	-	-	-	-	-	-	-
Accumulated Depreciation as on July 16, 2026	-	877,950.66	1,868,222.71	151,569,442.57	128,481,665.40	309,250.90	283,106,532.24
Net Block							
As on July 16, 2026	97,058,592.55	1,184,823.97	1,284,027.29	918,311,285.64	978,347,976.16	653,695.10	1,996,840,400.71
As on July 16, 2025	97,058,592.55	822,862.30	1,734,348.72	965,514,530.80	1,028,658,414.42	846,284.30	2,094,635,033.09

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

5. Intangible Assets

Amount in NPR.

Particulars	Softwares/ Licences	Others	Total
Cost			
Gross Block As on July 16, 2025	5,763,519.80	-	5,763,519.80
Additions	-	-	-
Revaluation Surplus of Intangible Assets	-	-	-
Transfer to PPE	-	-	-
Revaluation & Adjustments	-	-	-
Disposals/Adjustments	-	-	-
Gross Block As on July 16, 2026	5,763,519.80	-	5,763,519.80
Amortization			
Accumulated Amortization as on July 16, 2025	1,528,517.03	-	1,528,517.03
Charge for the year	576,351.98	-	576,351.98
Adjustment due to Revaluations & others	-	-	-
Impairment Losses	-	-	-
Transfer to PPE	-	-	-
Disposals/Adjustments	-	-	-
Accumulated Amortization as on July 16, 2026	2,104,869.01	-	2,104,869.01
Net Block			
As on July 16, 2026	3,658,650.79	-	3,658,650.79
As on July 16, 2025	4,235,002.77	-	4,235,002.77

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

6. Right-of-use Assets

Amount in NPR.

Particulars	Land	Building	Total
Cost			
Gross Block As on July 16, 2025	146,505,000.00	-	146,505,000.00
Additions	-	-	-
Revaluation Surplus of In- ROU Assets	-	-	-
Transfer to PPE	-	-	-
Revaluation & Adjustments	-	-	-
Disposals/Adjustments	-	-	-
Gross Block As on July 16, 2026	146,505,000.00	-	146,505,000.00
Accumulated Amortisation			
Accumulated Depreciation as on July 16, 2025	13,438,321.64	-	13,438,321.64
Charge for the year	5,860,200.00	-	5,860,200.00
Adjustment due to Revaluations & others	-	-	-
Impairment Losses	-	-	-
Transfer to PPE	-	-	-
Disposals/Adjustments	-	-	-
Accumulated Depreciation as on July 16, 2026	19,298,521.64	-	19,298,521.64
Net Block			
As on July 16, 2026	127,206,478.36	-	127,206,478.36
As on July 16, 2025	133,066,678.36	-	133,066,678.36

7. Cash and Cash Equivalents

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Cash Balances (As Certified by the Management)	576.00	576.00
Balances with Banks:		
Balances with Banks	3,326,973.99	7,905,858.11
	3,327,549.99	7,906,434.11

8. Trade Receivables

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Nepal Electricity Authority	45,634,622.00	45,407,804.00
	45,634,622.00	45,407,804.00

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

8.1 Trade receivables

Trade receivables comprises of amount receivable from customers and are non-interest bearing and are generally receivable on terms of 45 days in the ordinary course of business.

9. Prepayments

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Prepaid Insurance	2,420,039.24	3,068,066.79
Prepaid Rent	154,733.60	135,000.00
Prepaid Others	86,346.27	-
	2,661,119.11	3,203,066.79

10. Other Assets**10.1 Other Assets - Non Current**

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Bank Margin	51,000.00	119,835.00
Advance to Vendor	3,451,382.54	1,337,004.61
	3,502,382.54	1,456,839.61

10.2. Other Assets - Current

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Advance for Expenses	500,000.00	23,759.83
Advance Tax	14,548.65	790.00
	514,548.65	24,549.83

11. Investment

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Sol Power Limited		
260,000 shares @ Rs.100 each, fully paid-up		26,000,000.00
4,550,000 shares @ Rs.100 each, Rs.33.41 paid-up	152,010,000.00	
Share Application Money to Sol Power Limited		
10,100 shares @ Rs.100 each		1,010,000.00
50,000 shares @ Rs.100 each	5,000,000.00	
	157,010,000.00	27,010,000.00

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

11.1 The Company has subscribed for 4,550,000 equity shares of Sol Power Ltd. having a face value of Rs. 100 per share. As at the reporting date, Rs. 152,010,000 has been paid towards share capital (equivalent to Rs. 33.41 per share), and Rs. 5,000,000 has been paid as share application money pending allotment. The balance commitment remains payable in accordance with the terms of the subscription agreement.

12. Share Capital

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Authorised:		
8,000,000 Equity Shares of Rs.100/- each	800,000,000.00	800,000,000.00
Issued:		
8,000,000 Equity Shares of Rs.100/- each	800,000,000.00	800,000,000.00
Paid Up:		
8,000,000 Equity Shares of Rs.100/- each	800,000,000.00	800,000,000.00
	800,000,000.00	800,000,000.00

12.1 Financial Instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's equity shares are classified as equity instruments.

12.2 Numbers and value of equity shares outstanding at the end of the year is as per follows:

Amount in NPR.

Particulars	No. of Shares	Paid up Value
Akshay Golyan	4,099,500.00	409,950,000.00
Renargo Developers Pvt. Ltd.	2,000,000.00	200,000,000.00
Pawan Kumar Golyan	100.00	10,000.00
Basu Dev Golyan	100.00	10,000.00
Surabhi Golyan	100.00	10,000.00
Kumud Golyan	100.00	10,000.00
Shakti Kumar Golyan	100.00	10,000.00
Golyan Power Limited	300,000.00	30,000,000.00
Total Promoter's Share (A)	6,400,000.00	640,000,000.00
Ordinary Shares - Public Offering (B)	1,600,000.00	160,000,000.00
Total Shares Outstanding at 16 July 2026 (A+B)	8,000,000.00	800,000,000.00

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

13. Other Equity

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Upto Last Year	3,837,901.67	(22,694,696.44)
For the Year	25,272,622.12	31,979,038.03
IPO Issuance Charges	-	(5,446,439.92)
	29,110,523.79	3,837,901.67

14. Long Term Borrowings

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Term Loan (Nabil Bank)	403,837,895.61	405,807,895.61
Term Loan (Standard Chartered Bank)	1,006,129,264.00	1,075,118,983.00
Bridge Gap Loan (Nabil Bank)	93,990,000.00	-
Less:		
Current Maturity of Term Loan	(98,462,984.00)	(86,969,424.00)
Total	1,405,494,175.61	1,393,957,454.61

Credit facilities have been secured against the following:

- First legal charge by way of registered mortgage/pledge/hypothecation over the entire present and future fixed assets, created with or without financing owned by the Borrower solely in favour of the financing Banks.
- First charge over entire current assets of the project including receivables from Nepal Electricity Authority, compensation/ incentives paid to the borrower etc solely in favour of the Banks.
- Assignment of Power Purchase Agreements signed between Nepal Electricity Authority and the Borrower for supply and delivery of energy (electricity) produced by the Borrower from the two Grid Tied Solar PV Electricity Projects of 10 MW each (Block I and Block II) located at Raniyapur, Khajura Rural Municipality of Banke District, Lumbini Province (Province No. 5), Nepalgunj,
- Assignment of Power generation/transmission license.
- Assignment of Project Guarantees.
- Personal Guarantee of Mr. Akshay Golyan till the tenure of loan.

15. Trade Payables

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Sundry Creditors	3,782,521.62	4,128,714.85
	3,782,521.62	4,128,714.85

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

16. Short Term Borrowings

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Secured Loans:		
Short Term Loan (Nabil Bank)	4,000,000.00	-
Current Maturity of Non-Current Borrowings	98,462,984.00	86,969,424.00
	102,462,984.00	86,969,424.00

17. Other Liabilities

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Withholding Taxes	61,006.67	154,883.66
Audit Fee Payable	111,500.00	111,500.00
Salary & Wages Payable	694,734.50	928,737.50
Advance from Director	-	26,000,000.00
Retirement Fund Payables	152,144.42	111,839.42
Expenses Payable	82,186.73	117,937.84
Interest Payable	2,332,558.34	2,836,837.24
Meeting Allowance Payable	25,500.00	-
Other Payable	7,992.00	8,770.00
	3,467,622.66	30,270,505.66

18. Provision

Amount in NPR.

Particulars	As on Ashad 32, 2083 (July 16, 2026)	As on Ashad 32, 2082 (July 16, 2025)
Provision for Bonus	505,452.44	639,580.76
Provision for Corporate Social Responsibility	252,726.22	319,790.38
Provision for Leave encashment	349,496.00	187,166.00
	1,107,674.66	1,146,537.14

19. Revenue From Operations

Amount in NPR.

Particulars	For the year ended Ashad 32, 2083 (July 16, 2026)	For the year ended Ashad 32, 2082 (July 16, 2025)
Sale of Electricity	247,616,824.95	259,256,915.80
	247,616,824.95	259,256,915.80

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

20. Cost of Plant Operation

Amount in NPR.

Particulars	For the year ended Ashad 32, 2083 (July 16, 2026)	For the year ended Ashad 32, 2082 (July 16, 2025)
Control Panel Operational Charges	719,899.72	582,804.67
Maintenance Consumables	622,882.81	875,843.77
Internal Consumption of Electricity	2,326,860.05	2,402,243.98
Insurance Expenses	5,778,354.24	5,682,841.79
Labour Wages	1,290,020.24	665,640.22
Security Expenses	3,796,800.00	3,949,350.00
Site Utilities	88,819.00	-
	14,623,636.06	14,158,724.43

21. Employee Cost**21.1 Employee Cost charged to Statement of Profit and Loss**

Amount in NPR.

Particulars	For the year ended Ashad 32, 2083 (July 16, 2026)	For the year ended Ashad 32, 2082 (July 16, 2025)
Short Term Employee benefits:		
Salary & Allowances	10,998,146.50	11,134,749.58
Long Term Employee benefits:		
Contribution to Social Security Fund	666,111.10	613,108.00
Leave Encashment	168,311.00	187,166.00
	11,832,568.60	11,935,023.58

22. Administration Expenses

Amount in NPR.

Particulars	For the year ended Ashad 32, 2083 (July 16, 2026)	For the year ended Ashad 32, 2082 (July 16, 2025)
Office Expenses	255,143.48	1,074,071.05
Site Office Expenses	866,282.12	-
Rent Expenses	764,666.64	1,623,628.47
Audit Fee	113,000.00	113,000.00
Bank Charges	21,675.00	455,516.00
Printing & Stationery	47,951.30	31,620.25
Repair and Maintenance	1,647,413.36	691,359.24
Annual Maintenance Charges	28,206.21	-
Staff Welfare Expense	190,212.96	84,545.38
Donation and Charity	202,844.97	67,450.00
Site Office Setup	-	26,489.39
Festival Expenses	121,670.00	251,780.02

Contd...

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

Contd...

Particulars	For the year ended Ashad 32, 2083 (July 16, 2026)	For the year ended Ashad 32, 2082 (July 16, 2025)
Transportation and Courier Charges	70,909.63	252,668.24
Fuel Expenses	604,500.62	573,502.18
Communication Expenses	141,450.01	84,748.93
Site Visit Expenses	266,649.99	135,932.95
Insurance Cost Staff and Vehicle	66,454.04	50,273.82
Management and Consultancy Charges	609,944.00	2,474,700.00
Certification & Translation	28,250.00	85,350.00
Registration and Renewal	457,237.80	58,300.00
Advertisement and Promotional Cost	250,085.58	921,114.00
Legal Fees	2,392,775.00	471,775.00
Compliance Advisory Fee	415,912.90	-
AGM Expenses	323,251.59	-
Share Registrar Fees	95,000.00	-
Land Valuation Expenses	42,050.00	-
Meeting Allowance	200,000.00	-
Issuer Rating Expenses	86,189.74	-
Loan Rating Expenses	98,257.96	-
Membership Fees	654,822.68	-
Rates & Taxes	29,743.00	-
	11,092,550.58	9,527,824.92

23. Borrowing Cost

Amount in NPR.

Particulars	For the year ended Ashad 32, 2083 (July 16, 2026)	For the year ended Ashad 32, 2082 (July 16, 2025)
Interest on Bank Borrowings	78,798,096.76	101,114,031.72
Loan Processing Fee	475,000.00	-
	79,273,096.76	101,114,031.72

24. Depreciation and Amortization

Amount in NPR.

Particulars	For the year ended Ashad 32, 2083 (July 16, 2026)	For the year ended Ashad 32, 2082 (July 16, 2025)
Depreciation on PPE	98,515,863.51	98,337,935.98
Depreciation on ROU Assets	5,860,200.00	5,860,200.00
Amortization of Intangible Assets	576,351.98	576,351.98
Less: Depreciation on ROU Asset Capitalized to Block I	-	-
	104,952,415.49	104,774,487.96

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

25. Earnings Per Share

Amount in NPR.

Particulars	For the year ended Ashad 32, 2083 (July 16, 2026)	For the year ended Ashad 32, 2082 (July 16, 2025)
Numerator		
Profit/(Loss) for the year	25,272,622.12	31,979,038.03
Denominator (Weighted Avg No. of Shares)		
Basic	8,000,000	6,798,164
Diluted	8,000,000	6,798,164
Earning Per Share (in NRs) (Face Value Rs 100/- each)		
Basic	3.16	4.70
Diluted	3.16	4.70

Earning Per Share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all diluted potential equity shares.

position since the company has not yet received the goods or services from the supplier.

26.3 Contingent Assets

Contingent asset where it is probable that future economic benefits will flow to the company are not recognized but disclosed in the financial statements.

27. Related Party Transactions

27.1 A related party is a person or entity that is related to the entity that is preparing its financial statements

- A person or a close member of that person's family is related to a reporting entity if that person:
 - has control or joint control of the reporting entity
 - has significant influence over the reporting entity or
 - is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.
- An entity is related to a reporting entity if any of the following conditions applies:

26. Contingent Liabilities, Capital Commitment & Contingent Assets:

26.1 Contingent Liabilities

Contingent liabilities are potential future cash out flows, where the likelihood of payment is considered more than remote but is not considered probable or cannot be measured reliably.

26.2 Commitment

A commitment is a contractual obligation to make a payment in the future. These amounts are not recorded in the statement of financial

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

- (i) The entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
- (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
- (iii) Both entities are joint ventures of the same third party.
- (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
- (v) The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
- (vi) The entity is controlled or jointly controlled by a person identified in (a).
- (vii) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

Entity has following Related party transaction:

27.2 List of Related Parties

Name of Related Parties	Nature of Relationship
a. Key Management personnel (KMP):	
Mr. Akshay Golyan	Chairman
Representative Director	
Mr. Nishant Goyal (Renergo Developers Pvt Ltd, Delhi, India)	Director
b. Other Related Parties:	
Westar Galaxy Trading Pvt. Ltd.	Common Shareholder
Renergo Developers Pvt. Ltd. (India)	Shareholder
Nexus Engineering Consultancy and Construction Pvt. Ltd.	Significant Influence by KMP
Clear Energy Pvt. Ltd.	Common Shareholder
Pious Energy Pvt. Ltd.	Common Shareholder
Sol Power Ltd.	Significant Influence
Golyan Tower Pvt. Ltd.	Common Shareholder

27.3 Transactions with Directors & Key Management Personnel

The Company had obtained a non-interest-bearing loan of Rs. 2.6 crore from Mr. Akshay Golyan to meet its temporary working capital requirements. The loan was fully repaid during the current year.

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

27.4 Other Related Party Transaction and Balances

Amount in NPR.

Related Party Identified	Nature of Transaction	Opening Balance	Transaction during the Year		Closing Balance
		Receivable/ (Payable)	Purchase/ (Sales)	Settlement	Receivable/ (Payable)
Westar Galaxy Trading Pvt. Ltd.	Service Agreement	-	643,601.89	(643,601.89)	-
Golyan Tower Pvt. Ltd.	Rental Services	694,733.60	600,000.00	(1,140,000.00)	154,733.60
Nexus Engineering Consultancy and Construction Pvt. Ltd.	Repair Service	(1,685,165.87)	-	-	(1,685,165.87)

28. Financial risk management objectives and policies

The Company's business activities expose to a variety of risks, namely primarily to, liquidity and interest rate risk, which may adversely impact the fair value of its financial instruments. The Company's Board and senior management has overall responsibility for the establishment and oversight of the Company's risk management. The Company's risk management policies are established to identify and analyze 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.

28.1 Market risk

In spite of having a very high potentiality of Hydropower and Solar energy sector, it is volatile to geopolitical and domestic incidents. With stabilization in the geopolitical and domestic issues, the energy sector looks for bright future. However, there is risk that any domestic/ international or geopolitical incidents would impact the business of the company. However, the company through its experienced management and strong promoters will sustain through such risks.

28.2 Credit risk

The company provides 45 days credit to Nepal Electricity Authority. NEA being a government enterprise, the company estimates no credit risk.

28.3 Liquidity risk

The Company monitors its risk to a shortage of funds on a regular basis through fund forecast. The Company's objective is to maintain a balance between continuity of funding through equity and cash flows from operations to meet its operational cost and debt servicing. The company estimates that it will generate sufficient revenue from sale of electricity to meet its fund requirement.

28.4 Interest Rate Risk

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 has borrowings from banks to fund the construction of the project. Company's interest rate on such borrowing is determined based on the quarterly base rate published by the bank. Such base rate changes with the change in market scenario. Hence company is exposed to Interest Rate risk.

28.5 Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is less exposed to foreign currency risk.

28.6 Operational Risk

The company has prepared and implemented various Standard Operating Procedures (SOPs) in the form of clear cut delegation of authority for the activities, guidelines regulations etc. Company believes that the controls implemented by The company has minimized the operational risk to acceptably low level.

Pure Energy Limited

Notes forming part of the Accounts

For the year ended Ashad 32, 2083 (July 16, 2026)

29. Financial Instruments Classification and Fair value measurements

Financial Instruments are classified in accordance with Note 3.6. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair values are determined according to the following hierarchy:

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs are unobservable inputs for the asset or liability. Company has used its own data (accounting value) and considered if there exist factors that would otherwise result in changes to the book value of assets or liabilities. Such factors did not exist as per management evaluation and accordingly, book value has been considered as fair value.

Amount in NPR.

Particulars	As on Ashad 32, 2083		As on Ashad 32, 2082	
	FVTPL	Amortised cost	FVTPL	Amortised cost
Financial assets				
Cash and cash equivalents	-	3,327,549.99	-	7,906,434.11
Investments	-	157,010,000.00	-	27,010,000.00
Trade receivables	-	45,634,622.00	-	45,407,804.00
Total Financial assets	-	205,972,171.99	-	80,324,238.11
Financial liabilities				
Borrowings	-	1,507,957,159.61	-	1,480,926,878.61
Trade Payables	-	3,782,521.62	-	4,128,714.85
Other Liabilities	-	3,467,622.66	-	30,270,505.66
Lease liabilities	-	-	-	-
Total Financial liabilities	-	1,515,207,303.89	-	1,515,326,099.12

30. Miscellaneous:

30.1 Bonus Provision:

Provision for Bonus has been made @2% of profit as per Electricity Act, 2049.

30.2 Provision for CSR:

Provision of CSR as required under Industrial Enterprises Act, 2076 has been made during the Year @1% of the Profit.

30.3 Classification of Bridge Gap Loan

Bridge Gap Loan amounting to Rs. 93,990,000 has been classified as a long-term loan as the outstanding balance is to be converted into a term loan in accordance with the agreed terms and repayment arrangement.

30.4 Retention Money Written back:

The company has decided to write back the retention money payable to vendors as the same stands not payable and stated under other income in the profit or loss statement.

30.5 Income Tax:

The provision for income tax has not been made in view of tax holiday being enjoyed by the company as per the provision of applicable Income Tax Law.

30.6 Regrouping and Round off:

Figures have been regrouped and rearranged so as to facilitate comparison. Insignificant rounding off differences may exist.



पियोर इनर्जी लिमिटेड

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