



पाँचौं वार्षिक प्रतिवेदन
(आ.व. २०८१/०८२)
5TH ANNUAL REPORT 2024/025



संचालक समिति



श्री राजेश कुमार अग्रवाल
सञ्चालक अध्यक्ष



श्री विष्णु कुमार अग्रवाल
सञ्चालक सदस्य



श्री स्वीटी कुमारी अग्रवाल
सञ्चालक सदस्य



श्री यश अग्रवाल
सञ्चालक सदस्य



श्री प्रियान्शी अग्रवाल
सञ्चालक सदस्य



श्री विनय प्रकाश श्रेष्ठ
स्वतन्त्र सञ्चालक सदस्य



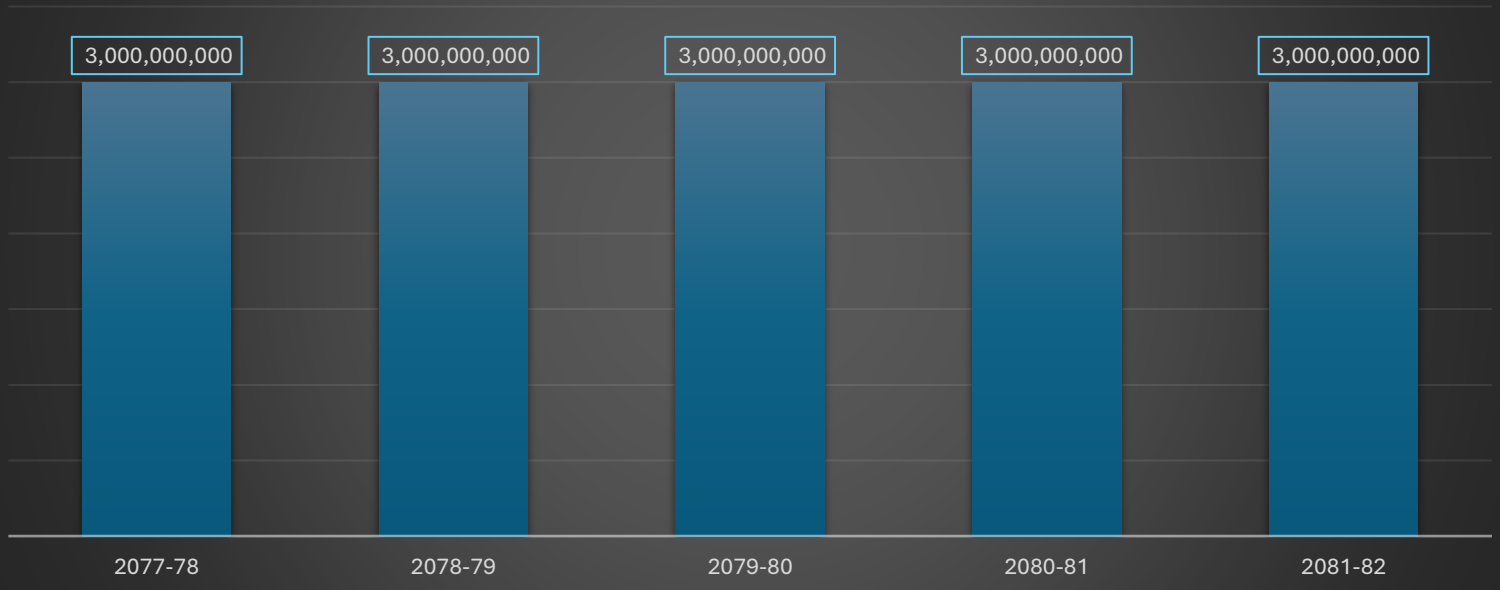
श्री दुर्गा बहादुर राइ
कम्पनी सचिव



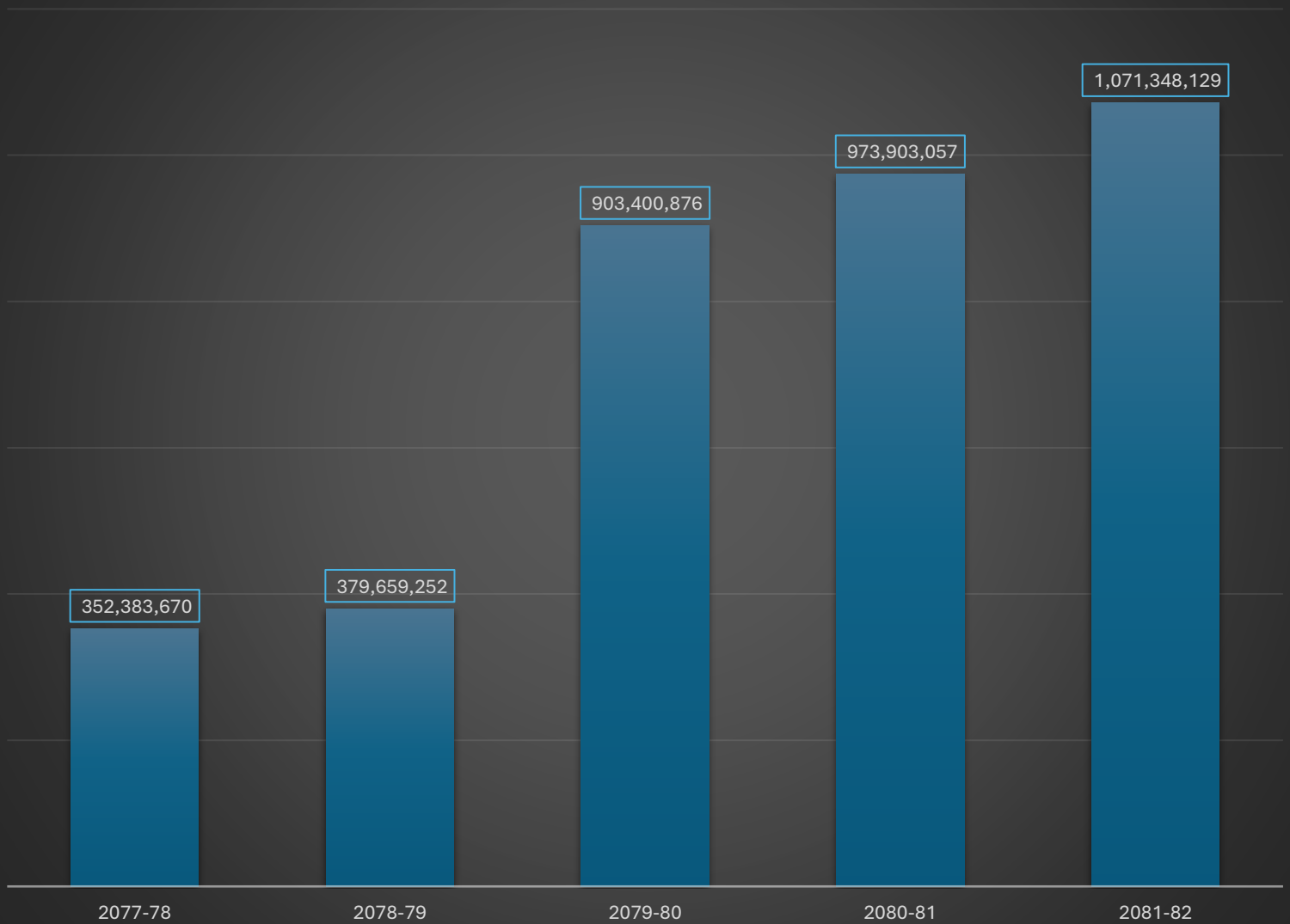
DISTRIBUTION NETWORK

KEY FINANCIAL HIGHLIGHTS

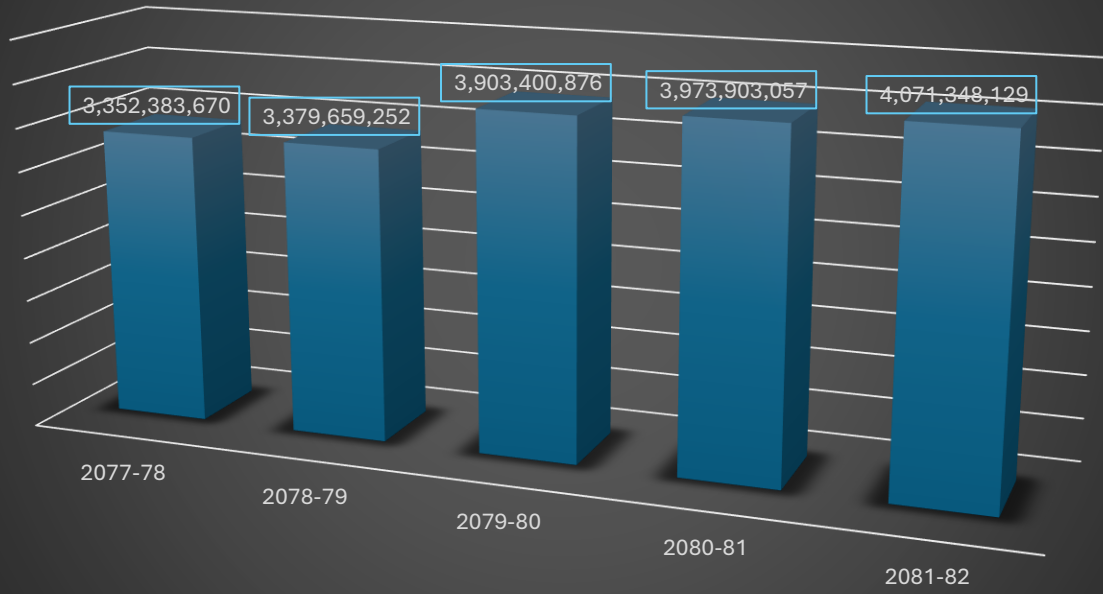
Paid-Up Capital



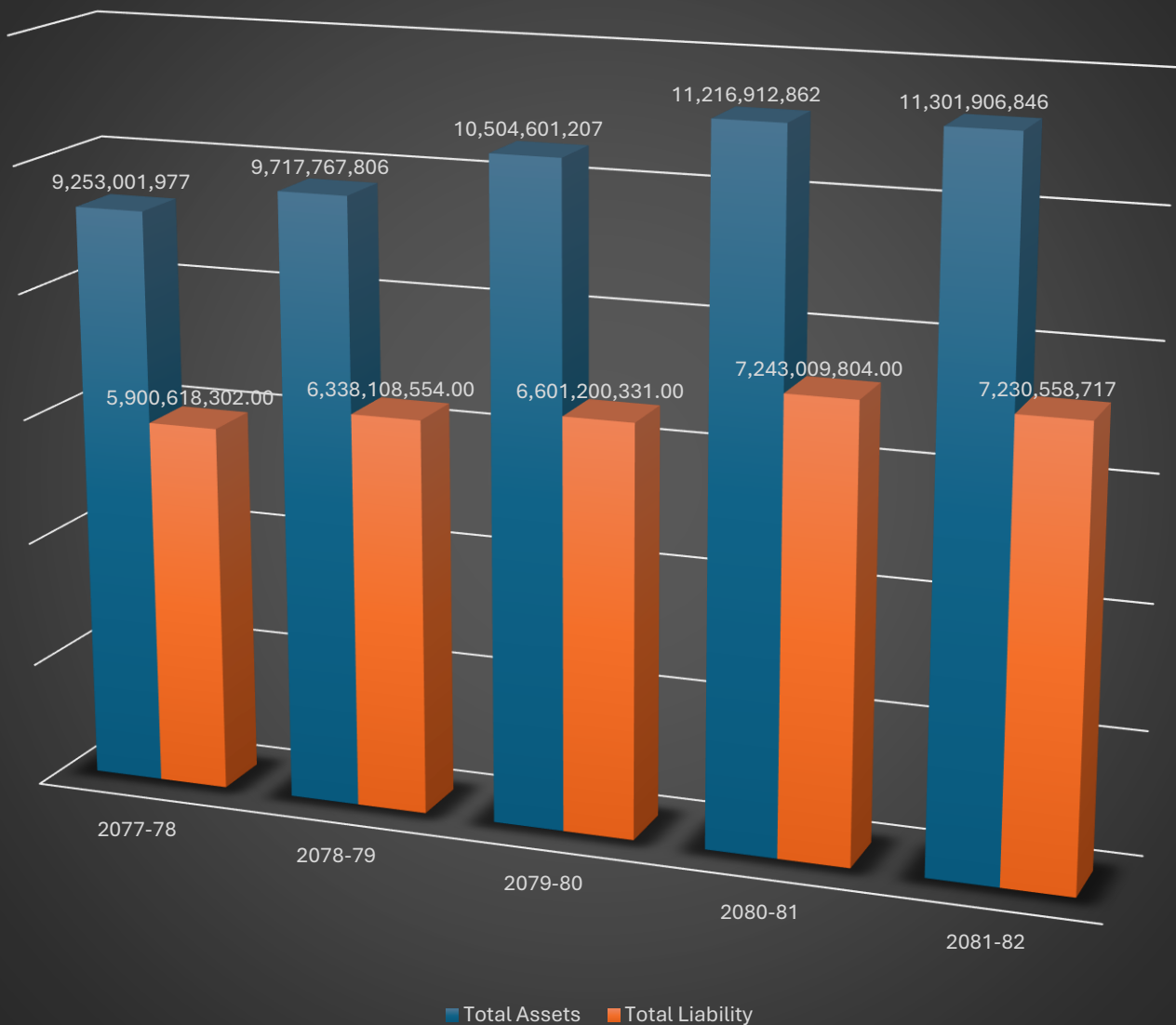
RESERVE & SURPLUS



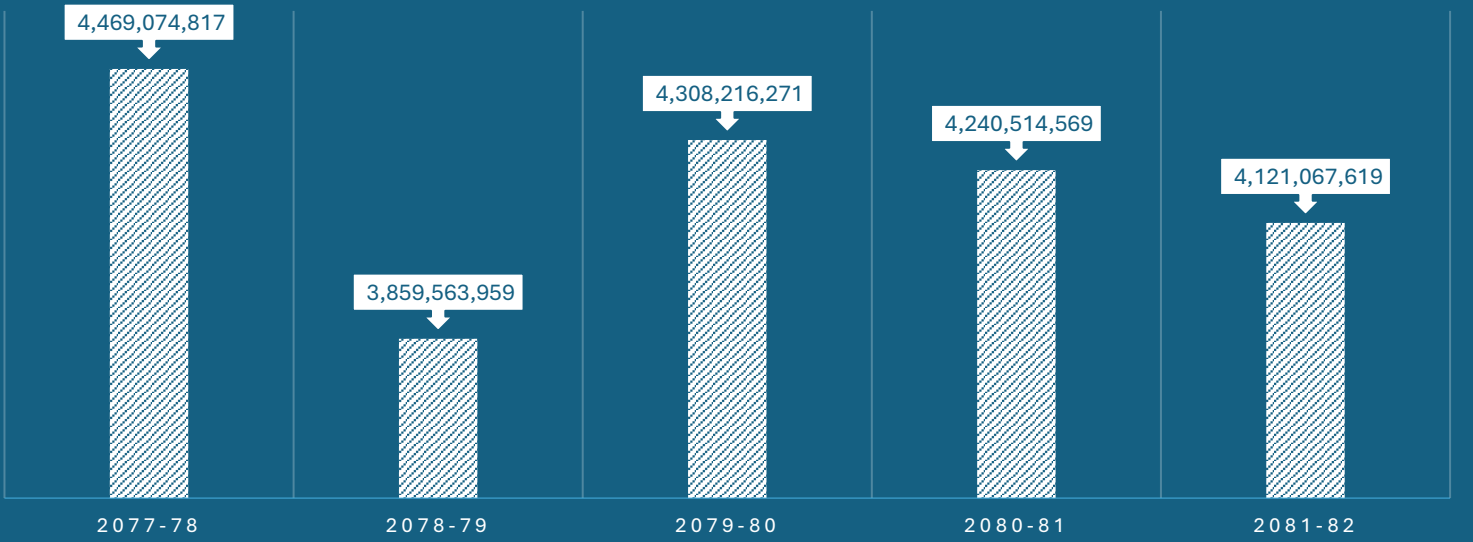
NETWORTH



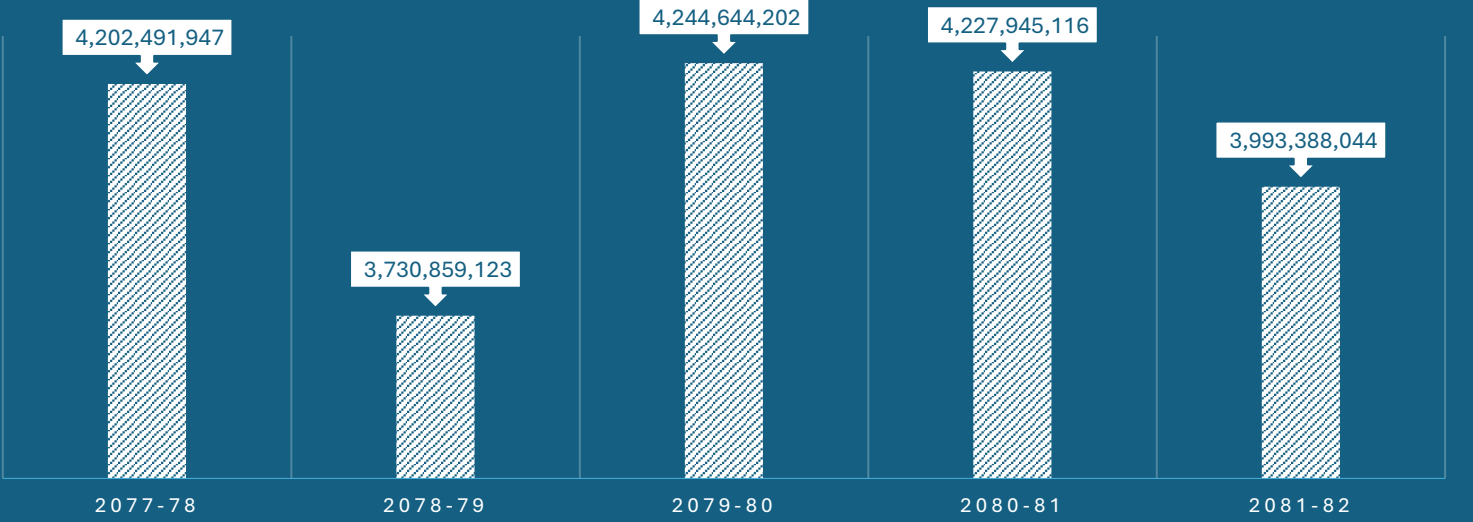
ASSETS & LIABILITIES



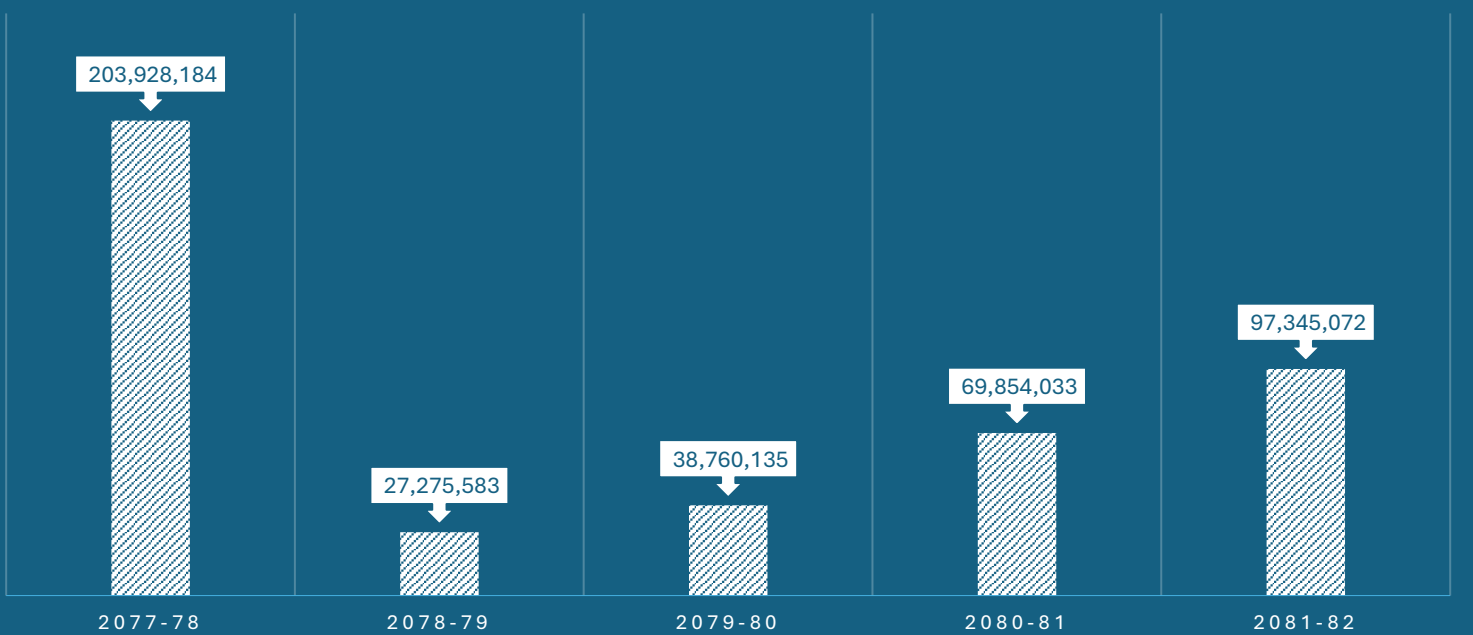
REVENUE



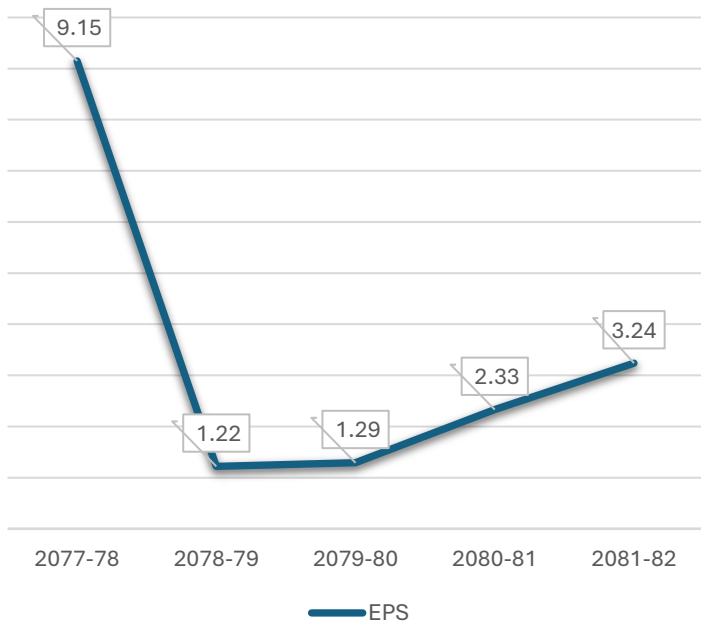
EXPENDITURE



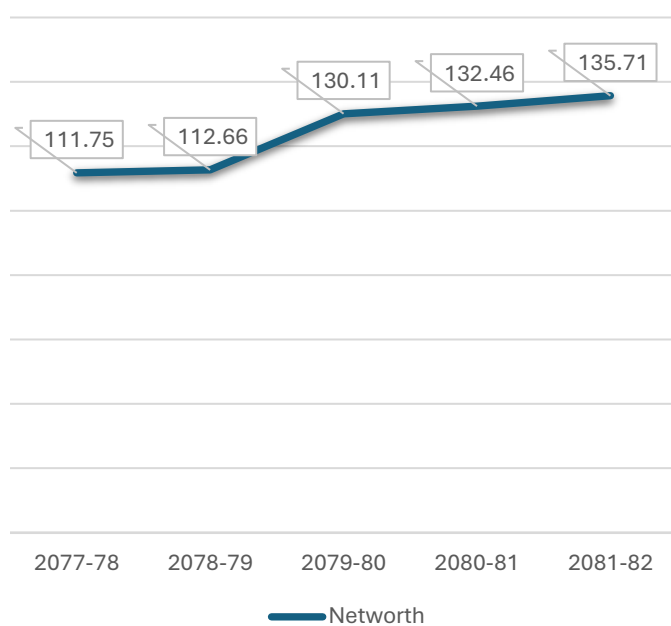
NET PROFIT



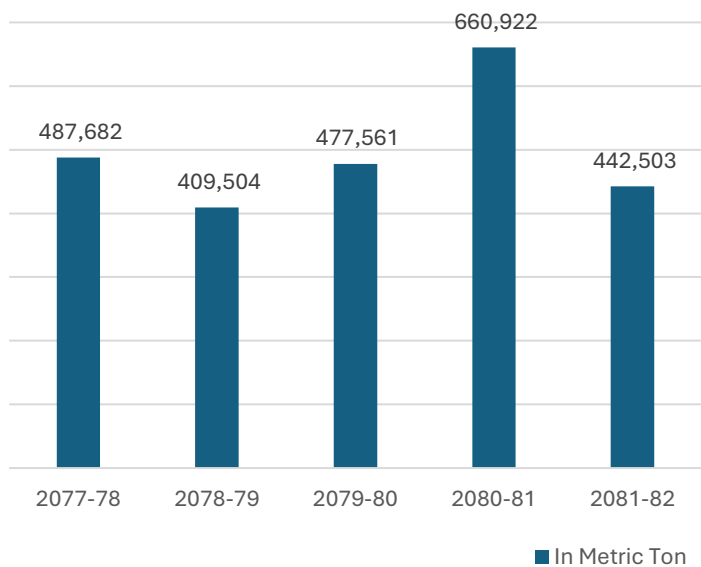
Earning Per Share



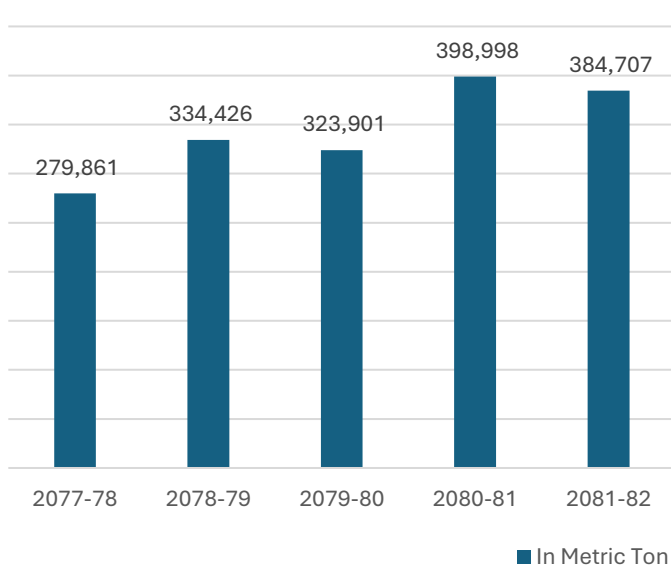
Networth Per Share



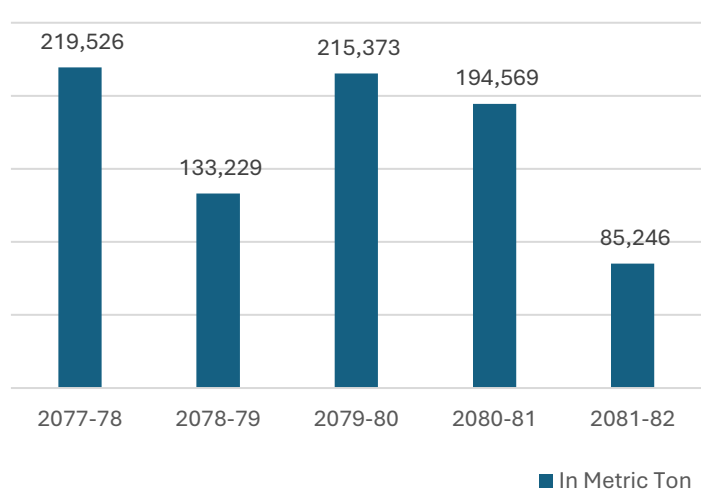
Clinker Production



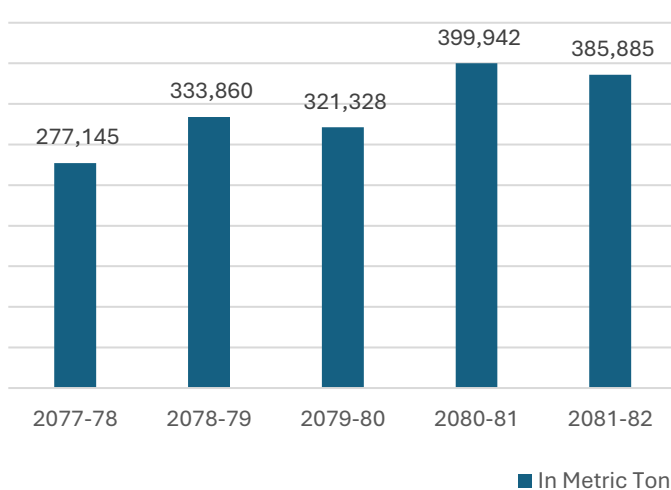
Cement Production (OPC& PPC)



Clinker Sales



Cement Sales (OPC & PPC)



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पाल्पा सिमेन्ट इन्डष्ट्रिज लिमिटेडको

प्रोक्सी फारम (प्रतिनिधि पत्र)

श्री सञ्चालक समिति,
पाल्पा सिमेन्ट इन्डष्ट्रिज लिमिटेड,
रजिष्टर्ड कार्यालय, थापाथली -११, सेन्ट्रल बिजनेस पार्क, काठमाडौं।

विषय: प्रतिनिधि नियुक्त गरेको बारे।

..... जिल्ला, म.न.पा./ उ.प.न.पा./ न.पा./ गा.पा., वडा नं.
..... बस्ने म/ हामी ले यस कम्पनीको शेयरधनीको हैसियतले मिति
२०८३/०२/१९ गते मंगलबारका दिन हुने कम्पनीको ५ औं वार्षिक साधारण सभामा म/ हामी स्वयम उपस्थित भई
छलफल तथा निर्णयमा सहभागी हुन नसक्ने भएकोले उक्त सभामा मेरो/ हाम्रो तर्फबाट भाग लिन तथा मतदान गर्नका
लागि जिल्ला, म.न.पा./ न.पा./ गा.पा., वडा नं. ... बस्ने श्री
..... लाई मेरो/ हाम्रो प्रतिनिधि नियुक्त गरी पठाएको छु/ पठाएका छौं।

प्रतिनिधि नियुक्त भएको व्यक्तिको

निवेदकको

हस्ताक्षरको नमूना:

दस्तखत:

हितग्राही खाता नं.

नाम:

मिति:

ठेगाना:

हितग्राही खाता नं.

शेयर संख्या:

द्रष्टव्य: यो निवेदन साधारण सभा हुनुभन्दा अगावै कम्पनीको रजिष्टर्ड कार्यालयमा पेश गरि सक्नु पर्नेछ। एक भन्दा बढी प्रतिनिधी
(प्रोक्सी) को नाम उल्लेख गरेमा प्रतिनिधी (प्रोक्सी) फारम स्वतः रद्द हुनेछ।

पाल्पा सिमेन्ट इन्डष्ट्रिज लिमिटेडको
वार्षिक साधारण सभामा उपस्थितिको लागि
प्रवेश-पत्र

१. शेयरधनीको नाम :

२. ठेगाना :

३. शेयरधनी नं./हितग्राही खाता नं. :

४. लिएको शेयर संख्या :

५. शेयरधनीको दस्तखत :

द्रष्टव्य :

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

... ..

कम्पनी सचिव

पाल्पा सिमेन्ट इन्डष्ट्रिज लिमिटेडको

पाचौं वार्षिक (आ.व. २०८१/०८२) साधारण सभा सम्बन्धी सूचना

आदरणीय शेयरधनी महानुभावहरु,

यस कम्पनीको मिति २०८३/०१/२५ मा सम्पन्न सञ्चालक समितिको ७२ औं बैठकको निर्णय अनुसार यस कम्पनीको पाचौं वार्षिक साधारण सभा निम्न मिति, समय र स्थानमा निम्न विषयहरुमा छलफल तथा निर्णय गर्न बस्ने भएको हुँदा कम्पनी ऐन, २०६३ को दफा ६७ बमोजिम सम्पूर्ण शेयरधनी महानुभावहरुको जानकारी एवम् उपस्थितीको लागि यो सूचना प्रकाशित गरिएको छ।

वार्षिक साधारण सभा बस्ने मिति, स्थान र समय

मिति: २०८३/०२/१९ गते, (तदनुसार २ जुन, २०२६) मंगलबार।

समय: दिउसो १:०० बजे।

स्थान: Hotel Mahamaya Crown, सुनवल -४, नवलपरासी।

साधारणसभामा पेश हुने प्रस्तावहरु:

(अ) साधारण प्रस्तावहरु:

- (१) सञ्चालक समितिको तर्फबाट अध्यक्षज्यूले पेश गर्न हुने कम्पनीको आ.व. ०८१/०८२ को प्रतिवेदन सम्बन्धमा।
- (२) कम्पनीको आ.व. २०८१/०८२ को लेखापरीक्षण प्रतिवेदन सम्बन्धमा।
- (३) कम्पनीको आ.व. २०८२/०८३ को लेखापरीक्षकको नियुक्ति गर्ने, निजको पारिश्रमिक निर्धारण सम्बन्धमा।
- (४) कम्पनीको सञ्चालक समितिबाट आ.व. २०८१/०८२ मा गरेका निर्णयहरु अनुमोदन गर्ने सम्बन्धमा।
- (५) कम्पनीको स्वीकृत नियमावलीको नियम ४७ मा भएको व्यवस्था अनुसार यस कम्पनीमा कुनै फर्म वा कम्पनीलाई गाभन वा अन्य कुनै फर्म वा कम्पनीसंग गाभिन (मर्जर/ एक्विजिसन) समेतको कार्य गर्नका लागि कम्पनीको तर्फबाट सञ्चालक समितिलाई अख्तियारी प्रदान गर्ने सम्बन्धमा।
- (६) कम्पनीको सञ्चालक समिति तथा उप-समितिहरुको पारिश्रमिक, भत्ता र सुविधा निर्धारण गरी स्वीकृत गर्ने सम्बन्धमा।
- (७) यस कम्पनीको सर्व साधारण शेयरधनीको तर्फबाट प्रतिनिधित्व गर्ने १ (एक) जना सहित जम्मा ४ जना सञ्चालकहरुको निर्वाचन/ मनोनित गर्ने सम्बन्धमा।
- (८) स्वतन्त्र सञ्चालकको नियुक्तिलाई अनुमोदन गरी पारीत गर्ने सम्बन्धमा।
- (९) विविध।

(आ) विशेष प्रस्तावहरु:

- (१) कम्पनी ऐन, २०६३ को दफा १०५(१) को खण्ड (ख) बमोजिम कम्पनीको चूक्ता पुँजी तथा सञ्चित मुनाफाको कुल रकम भन्दा बढी ऋण लिने सम्बन्धमा।
- (२) कम्पनी ऐन, २०६३ को दफा १०५(१) को खण्ड (ग) बमोजिम कम्पनीको सीमाभन्दा बढी दिएको चन्दा अनुमोदन गर्ने सम्बन्धमा।
- (३) कम्पनीको स्वीकृत प्रबन्धपत्रको दफा २ तथा स्वीकृत नियमावलीको नियम २ संशोधन गर्ने सम्बन्धमा।
- (४) कम्पनीको स्वीकृत प्रबन्धपत्रको दफा ४ (१) को खण्ड (ण) पछि खण्ड (त) थप गरी संशोधन गर्ने सम्बन्धमा।
- (५) कम्पनीको स्वीकृत प्रबन्धपत्रको दफा ६ (घ) संशोधन गर्ने सम्बन्धमा।
- (६) कम्पनीको स्वीकृत नियमावलीको नियम २३(१) संशोधन गर्ने सम्बन्धमा।
- (७) कम्पनीको स्वीकृत नियमावलीको नियम २७(२) संशोधन गर्ने सम्बन्धमा।
- (८) विविध।

सञ्चालक समितिको आज्ञाले,
कम्पनी सचिव

वार्षिक साधारण सभा सम्बन्धी अन्य जानकारी

१. साधारण सभामा भाग लिने प्रयोजनका लागि मिति २०८३/०२/०५ गते मंगलबार एक दिन कम्पनीको शेयरधनी दर्ता किताब बन्द (Book Close) रहनेछ। नेपाल स्टक एक्सचेन्ज लि. मा मिति २०८३/०२/०४ गतेसम्म कारोबार भई शेयर खरीद गरी आफ्नो नाममा शेयर नामसरी भई आएको शेयरधनीहरु सो सभामा भाग लिन सक्ने छन्।
२. साधारण सभामा उपस्थित हुने सम्पूर्ण शेयरधनी वा प्रोक्सीले शेयर प्रमाणपत्र वा डिम्याट खाताको विवरण र आफ्नो परिचय खुल्ने सक्कल प्रमाणपत्र (जस्तै: नागरिकता प्रमाणपत्र वा अन्य कुनै सरकारी निकायबाट जारी भएको फोटो सहितको सक्कल परिचयपत्र) अनिवार्य रूपमा साथमा लिई आउनु पर्नेछ, सभा शुरु हुनुभन्दा १ घण्टा अगावै सभास्थलमा आई पुग्नु पर्नेछ। अन्यथा सभाकक्ष भित्र प्रवेश गर्न पाइने छैन।
३. साधारण सभामा भाग लिनको लागि प्रतिनिधि (प्रोक्सी) नियुक्त गर्न चाहने शेयरधनीहरुले प्रोक्सी फारम भरी सभा शुरु हुन तोकिएको समय भन्दा कम्तीमा ४८ घण्टा अगावै कार्यालय समयभित्र कम्पनीको रजिस्टर्ड कार्यालय का.म.न.पा., वडा नं. ११, सेन्ट्रल बिजनेस पार्क, थापाथली, काठमाडौंमा दर्ता गरिसक्नु पर्नेछ। त्यसरी प्रतिनिधि नियुक्त गरी सकेपछि उक्त प्रतिनिधि बदर गरी अर्को प्रतिनिधि मुकरर गर्न परेमा सभा शुरु हुने भनि तोकिएको समय भन्दा कम्तीमा ४८ घण्टा अगावै कम्पनीको कार्यालय समय भित्र दर्ता गरेमा वा आफू स्वयं साधारण सभामा उपस्थित हुन आएमा त्यस्तो शेयरधनीले गरी दिएको अधिल्लो प्रतिनिधि (प्रोक्सी) स्वतः बदर हुनेछ। कुनै शेयरधनीले एकभन्दा बढी व्यक्तिलाई प्रतिनिधि नियुक्त गरेको भएमा निज स्वयंले अन्य प्रतिनिधि (प्रोक्सी) बदर गरी एउटा कायम गरेको अवस्थामा बाहेक त्यस्ता सबै प्रतिनिधि (प्रोक्सी) हरू स्वतः बदर हुनेछन्। प्रतिनिधि (प्रोक्सी) मुकरर गर्दा आफ्नो सम्पूर्ण शेयरको प्रतिनिधि एउटै व्यक्तिलाई नियुक्त गर्नु पर्नेछ। कुनै किसिमबाट प्रोक्सी छुट्याई दिएमा छुट्याएको सबै प्रोक्सी बदर गरिनेछ।
४. नाबालक वा अशक्त शेयरधनीहरुको तर्फबाट यस कम्पनीको शेयरदर्ता किताबमा संरक्षकको रूपमा नाम दर्ता भएको व्यक्तिले मात्र सभामा भाग लिन र प्रतिनिधि नियुक्त गर्न सक्नेछ।
५. संयुक्त रूपमा शेयर खरिद गरिएको अवस्थामा शेयरधनीको दर्ता किताबमा पहिले नाम उल्लेख भएको व्यक्ति अथवा सर्वसम्मतीबाट तोकिएको एक व्यक्तिले मात्र सभामा भाग लिन, प्रतिनिधि (प्रोक्सी) नियुक्ती गर्न पाउनेछ।
६. यस कम्पनीको शेयर खरिद गरेको संगठित संस्था वा कम्पनीले सभामा भाग लिनको लागि प्रतिनिधि नियुक्त गर्न सक्नेछ। प्रतिनिधि नियुक्त गर्ने संगठित संस्था वा कम्पनीले त्यस्तो संस्था वा कम्पनीको छाप सहितको अख्तियारप्राप्त व्यक्तिको दस्तखत गरेको पत्र लिई उपस्थित हुनु पर्नेछ।
७. सभामा भाग लिन प्रतिनिधि नियुक्त गरी सकेपछि सम्बन्धित शेयरधनीले प्रतिनिधि फेरवदल गर्न चाहेमा सभा शुरु हुनुभन्दा कम्तीमा ४८ घण्टा अगावै सोको सूचना कम्पनीको रजिस्टर्ड कार्यालय, का.म.न.पा., वडा नं. ११, सेन्ट्रल बिजनेस पार्क, थापाथली, काठमाडौंमा दर्ता गरी सक्नु पर्नेछ। अन्यथा प्रतिनिधि फेरवदल हुन सक्ने छैन। तर, सभामा सम्बन्धित शेयरधनी स्वयम् उपस्थित हुन आएमा शेयरधनीले नियुक्त गरेको प्रतिनिधि (प्रोक्सी) स्वतः बदर हुनेछ।
८. छलफलका विषयसूचीमध्ये विविध शीर्षक अन्तर्गत कुनै विषयमा छलफल गर्नु पर्ने भएमा ईच्छुक शेयरधनीले सभा हुनुभन्दा ७ (सात) दिन अगावै छलफलको विषय कम्पनी सचिवमार्फत सञ्चालक समितिको अध्यक्षलाई लिखित रूपमा दिनु हुन अनुरोध छ।
९. कम्पनीको आर्थिक वर्ष २०८१/०८२ को वार्षिक प्रतिवेदन पुस्तिका यस कम्पनीको रजिस्टर्ड कार्यालय का.म.न.पा. वडा नं. ११, सेन्ट्रल बिजनेस पार्क, थापाथली, काठमाडौंमा वा शेयर रजिष्ट्रार नबिल इन्भेष्टमेन्ट बैकिङ्ग लिमिटेड, नक्साल, काठमाडौंबाट प्राप्त गर्न सक्नुहुनेछ। कम्पनी ऐन, २०६३ को दफा ८४ को प्रयोजनार्थ संक्षिप्त आर्थिक विवरण शेयरधनीको जानकारीको लागि यसै साथ प्रकाशित गरिएको छ। साथै वार्षिक प्रतिवेदन पुस्तिका लगायतका वार्षिक साधारण सभामा पेश हुने प्रस्तावहरु कम्पनीको वेबसाईट www.tansencement.com मा हेर्न र डाउनलोड गर्न सकिनेछ।
१०. सञ्चालक समितिमा प्रतिनिधित्व गर्ने सञ्चालकहरुको निर्वाचन सम्बन्धी कार्यक्रम निर्वाचन अधिकृतले तोके बमोजिम कम्पनीको केन्द्रीय/ रजिस्टर्ड कार्यालय: का.म.न.पा. -११, थापाथली काठमाडौंमा प्रकाशित गरिनेछ।
११. सञ्चालक पदको निर्वाचनमा उम्मेदवार हुन कम्पनी ऐन, २०६३, प्रचलित कानून र कम्पनीको प्रबन्ध पत्र तथा नियमावली बमोजिम सञ्चालक हुन योग्य हुनु पर्नेछ।
१२. सञ्चालक पदको निर्वाचन सम्बन्धी कार्यहरु कम्पनीको सञ्चालक निर्वाचन सम्बन्धी निर्देशीका, २०८३ तथा अन्य प्रचलित ऐन कानून बमोजिम हुनेछ।
१३. शेयरधनीहरुले व्यक्त गरेका मन्तव्य वा प्रश्नहरुको सम्बन्धमा सञ्चालक समितिको तर्फबाट सामूहिक रूपले सञ्चालक समितिको अध्यक्षले वा अध्यक्षले तोकेको व्यक्तिले जवाफ दिनु हुनेछ।

पाल्पा सिमेन्ट इन्डष्ट्रिज लिमिटेड

पाचौं वार्षिक साधारण सभा

सञ्चालक समितिको तर्फबाट प्रस्तुत अध्यक्षज्यूको मन्तव्य सहितको वार्षिक प्रतिवेदन

आर्थिक वर्ष २०८१/०८२

आदरणीय शेयरधनी महानुभावहरु,

यस पाल्पा सिमेन्ट इन्डष्ट्रिज लिमिटेडको वार्षिक साधारण सभामा उपस्थित सम्पूर्ण शेयरधनी महानुभावहरु, विभिन्न नियमनकारी निकाय तथा नेपाल सरकारका सम्बन्धित विभाग तथा कार्यालयहरुबाट पाल्नु भएका अतिथी एवं प्रतिनिधिज्यूहरु, आमन्त्रित विशिष्ट अतिथीज्यूहरु, सञ्चालक तथा व्यवस्थापन तहका साथीहरु, पत्रकार मित्रहरु लगायत यहाँ उपस्थित सम्पूर्ण महानुभावहरुलाई म पाल्पा सिमेन्ट इन्डष्ट्रिज लिमिटेडको सञ्चालक अध्यक्ष तथा सञ्चालक समितिको तर्फबाट हार्दिक स्वागत तथा अभिवादन गर्दछु। यस महत्वपूर्ण अवसरमा यहाँको गरिमामय उपस्थितीप्रति हामी कृतज्ञता प्रकट गर्दछौं।

यस उद्योगले स्थापनाकाल देखिनै वातावरणीय सन्तुलन तथा गुणस्तर व्यवस्थापनलाई उच्च प्राथमिकता दिँदै आएको छ। उद्योगको उत्पादन प्रक्रिया राष्ट्रिय तथा अन्तर्राष्ट्रिय मापदण्ड अनुसार सञ्चालन हुँदै आएको छ, जसबाट गुणस्तरीय सिमेन्ट तथा क्लिंकर उत्पादन भई रहेको छ। साथै नेपाल सरकारको सम्बन्धित निकायहरुबाट जारी भएका नीति निर्देशन, प्रचलित ऐन-कानून तथा नियमहरुको पूर्ण पालना गर्दै उद्योगले आफ्नो सम्पूर्ण गतिविधिहरु सञ्चालन गर्दै आएको व्यहोरा यो अवसरमा जानकारी गराउन चाहन्छु।

यस उद्योग भारतमा सिमेन्ट निर्यात शुरुवात गर्ने देशको प्रथम उद्योगको रूपमा स्थापित भएको छ, र हाल भारतीय गुणस्तर चिन्ह (BIS Certification) प्रमाण पत्र प्राप्त गरी गुणस्तरीय सिमेन्ट तथा क्लिंकर उत्पादन गर्दै भारतीय बजारमा निर्यात गरी बिक्री वितरण गर्दै आएको छ। उद्योगले आ.व. ०८१/०८२ मा लगभग रु ७६.५६ करोड बराबरको १ लाख १० हजार मे.टन क्लिंकर तथा सिमेन्ट भारतीय बजारमा निर्यात गर्न सफल भएको छ। आगामी दिनहरुमा निर्यातदरलाई वृद्धि गर्दै जाने योजनामा रहेको उद्योगले सोही अनुरूपको कार्ययोजना बनाई कार्यान्वयन गर्दै आएको छ।

सिमेन्टको कच्चा पदार्थको रूपमा अत्यावश्यक रहेको गुणस्तरीय चुनढुङ्गाको आपूर्तीका लागि हाल उद्योगबाट लगभग ३० किलोमिटरको दुरीमा अवस्थित पाल्पा जिल्ला, माथागढी गा.पा., वडा नं.७ रहवासमा रहेको चुनढुङ्गा खानी सञ्चालन भई रहेको छ भने थप उच्च ग्रेडका चुनढुङ्गा खानीहरुसमेत सञ्चालन अनुमतिको प्रक्रियामा रहेको जानकारी गराउन चाहन्छौं।

आ.व. २०८०/०८१ को तुलनामा आ. व. २०८१/०८२ मा उद्योगको उत्पादन बिक्री वितरण र मुनाफा समेतका विषयहरु यसैसाथ संलग्न प्रतिवेदन सहितको वासलात, नाफा नोक्सान हिसावकिताव विवरणबाट थप प्रष्ट हुने हुँदा यहाँ थप पुनरावृत्ति गरिएको छैन।

आदरणीय शेयरधनी महानुभावहरु,

केही वर्षदेखि देशको समग्र औद्योगिक उत्पादन, उपभोग, बिक्री वितरण, मुनाफा तथा सरकारी राजश्व संकलन, रोजगारीको अभिवृद्धि साथै समग्र अर्थतन्त्रको चक्र नै उत्साहजनक नरहेको र मन्दीको अवस्थाबाट गुज्रिरहेको विषय सबैलाई ज्ञात नै छ। हालै सम्पन्न निर्वाचनबाट करीब दुई तिहाई सिट संख्यामा विजय भई बनेको एउटै दलको बहुमत प्राप्त सरकारले औद्योगिक उत्पादन, लगानी र रोजगारी सिर्जनालाई प्राथमिकता दिने नीती लिई अत्यन्त सकारात्मक रूपमा लिएका छौं। समृद्ध राष्ट्र निर्माणको लागि निजीक्षेत्रको महत्वपूर्ण योगदान रहने भएकोले वर्तमान सरकारले निजीक्षेत्रलाई अगाडी बढाउन प्रोत्साहन गर्दै लगानीमैत्री वातावरणको सिर्जना गरी कानून र नीतीद्वारा संरक्षण प्रदान गर्ने छ भन्ने विश्वास लिएका छौं। सो का अलावा वर्तमान परिप्रेक्ष्यमा बैकिङ्ग क्षेत्रमा देखिदै आएको निक्षेपको उपलब्धताले ऋणको व्याजदर कम हुँदै गएको अवस्थामा ऋणको व्याज खर्च पनि कम हुँदै जाने देखिन्छ। हामीले आर्थिक मन्दी, कारोबारमा आएको शिथिलता र निर्माण कार्यमा देखिएको अन्यौलताका कारण बजारमा सिमेन्टको मागमा सोचेजस्तो वृद्धि हुन नसके तापनि आ.व. २०८१/२०८२ मा उद्योगको उत्पादन, बिक्री वितरणलाई सन्तोषजनक मानेका छौं।

साथै, आगामी दिनहरुमा पनि उद्योगले आफ्नो उद्देश्य अनुसारको कार्यहरुमा लक्ष्य हासिल गर्न सफल हुनेछ भन्ने दृढ संकल्प र आत्म विश्वासका साथ कार्य गरिरहेको व्यहोरा जानकारी गराउन चाहन्छौं।

राजेश कुमार अग्रवाल

सञ्चालक अध्यक्ष

पाल्पा सिमेन्ट इन्डष्ट्रिज लिमिटेड

सञ्चालक समिति

मिति : २०८३/०२/१९

पाल्पा सिमेन्ट इन्डष्ट्रिज लिमिटेड

कम्पनी ऐन, २०६३ को दफा १०९(४) अनुसारको अतिरिक्त विवरण
आर्थिक वर्ष २०८१/०८२

(क) विगत वर्षको कारोबारको सिंहावलोकन :

यस आ.व. २०८१/०८२ र गत आ.व. २०८०/०८१ मा कम्पनीको वित्तीय स्थितिको तुलनात्मक संक्षिप्त प्रगति विवरण:

विवरण	२०८१/०८२	२०८०/०८१	कैफियत
विक्री	४,११२,००९,७७९	४,२२६,११५,८५५	
खुद नाफा	९७,५४५,७७२	७०,०५५,५३८	
चुक्ता पूँजी	३,०००,०००,०००	३,०००,०००,०००	
सहायक कम्पनीमा लगानी	४७२,५००,०००	४७२,५००,०००	
प्रतिशेयर आम्दानी	३.२५	२.३४	
संचित मुनाफा	१,०७२,१९६,४४२	९७४,५५०,६७०	
नेटवर्थ	१३५.७४	१३२.४९	

उद्योगले यस आ.व. २०८१/०८२ मा गरेको उत्पादन तथा विक्री वितरण (गत आ.व. ०८०/०८१ संगको तुलनात्मक परिमाण) :

विवरण	२०८१/०८२	२०८०/०८१
क्लिकर उत्पादन (मे. टन)	४४२,५०२.५०	६६०,९२२.१२
क्लिकर विक्री (मे. टन.)	८५,२४६.३६	१९४,५६९.३२
सिमेन्ट उत्पादन (मे. टन.)	३८४,७०७.२५	३९८,९९८.००
सिमेन्ट विक्री (मे. टन.)	३८५,८८५.०२	३९९,९४२.३२

उपरोक्त अनुसारको तालिकाबाट गत आ.व. २०८०/०८१ र आ.व. २०८१/०८२ को तुलनात्मक विवरण, उत्पादन, विक्री वितरण परिमाण तथा कारोबार अंक र खुद मुनाफाको अवस्थालाई यथार्थ रूपमा चित्रण गर्दछ ।

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

यस पाल्पा सिमेन्ट इन्डष्ट्रिज लिमिटेडको कारोबारमा असर परेका मुख्य कारणहरूको विवरण :

- विद्यमान आर्थिक मन्दीको कारणले सिमेन्टको माग न्यून हुनु, बजारको मागको तुलनामा सिमेन्टको आपूर्ति धेरै हुनु, स्थानीय स्तरमा खपतमा कमी तथा भौतिक पुर्वाधारका योजनाहरूमा सरकारको तर्फबाट लगानी कम हुनु ।
- विद्यमान अवस्थामा सिमेन्टको कच्चा पदार्थको लागि चुनहुँदा उत्खनन् अनुमतिपत्र प्राप्तिको लागि लामो समय लाग्नु तथा उत्खनन् अनुमतिपत्रको लागि आवश्यक प्रक्रिया धेरै हुनु ।

- वन क्षेत्रमा उत्खनन् सम्बन्धी कार्य गर्नका लागि आवश्यक पर्ने वनको जग्गा भोगाधिकार सम्बन्धी प्रक्रिया लामो समय देखि पुरा हुन नसकेको कारण उत्खनन् अनुमतिपत्र प्राप्त गरिसकेका खानीहरु पनि सञ्चालनमा ल्याउन नसकिएको ।
- सिमेन्ट माग उच्च रहने समय (पौषदेखि असार मसान्तसम्म) मा अत्याधिक विद्युत लोडसेडिङ हुनु ।
- मध्य पूर्वक्षेत्र लगायत विभिन्न भू-राजनीतिक तनाव तथा अन्तर्राष्ट्रिय शक्तिहरुबीच देखिएको द्वन्द्वात्मक परिस्थितिले विश्वव्यापी आर्थिक वातावरणमा अस्थिरता सिर्जना गर्न सक्ने भएकोले यसको प्रभाव आपूर्ती शृंखला तथा लागत संरचनामा पर्ने सक्ने ।

(ग) प्रतिवेदन तयार भएको मितिसम्म चालु वर्षको उपलब्धि र भविष्यमा गर्नपर्ने कुराको सम्बन्धमा सञ्चालक समितिको धारणा :

यस कम्पनीको चालु आ.व. २०८२/०८३ को चैत्र मसान्त सम्मको प्रगती विवरण :-

विवरण	उत्पादन मे.ट.	विक्री मे.ट.	विक्री रकम निकासी सहितको रकम रु.
क्लिकर	२,७३,४७०.०८	१,०८,६२१.७६	८६,८९,१७,३८९.८०
सिमेन्ट	२,८८,२३५.००	२,९०,७८८.१३	२,५१,३१,५१,८०६.६७
अन्य			२,१८,७६,६९९.४६
जम्मा			३,४०,३९,४५,८९५.९३

(घ) कम्पनीको औद्योगिक वा व्यवसायिक सम्बन्ध:

कम्पनीले आफ्नो उद्देश्य अनुसार कारोबार सञ्चालन गर्न सम्बन्धित सबै निकाय, विभाग र स्थानीय तह लगायतका निकायहरूसंग सुमधुर सम्बन्ध कायम गरी रहन सफल भएको छ ।

(ङ) सञ्चालक समितिमा भएको हेरफेर र सोको कारण :

यस कम्पनीको नियमावली को नियम २७ मा भएको व्यवस्था अनुसार मिति २०८३/०१/०३ मा बसेको सञ्चालक समिति को बैठक ले श्री विनय प्रकाश श्रेष्ठज्यूलाई स्वतन्त्र व्यवसायिक विशेषज्ञ सञ्चालक नियुक्त गरेको छ साथै हाल बहाल रहेका सञ्चालकहरुको विवरण निम्न अनुसार रहेका छन् । स्वतन्त्र सञ्चालकको नियुक्तिलाई यसै वार्षिक साधारण सभाबाट अनुमोदन गर्ने प्रस्ताव गरिएको छ ।

क्र.सं.	नाम, थर	पद	कैफियत
१	श्री राजेश कुमार अग्रवाल	सञ्चालक अध्यक्ष	
२	श्री विष्णु कुमार अग्रवाल	सञ्चालक	
३	श्रीमती स्वीटी कुमारी अग्रवाल	सञ्चालक	
४	श्री यश अग्रवाल	सञ्चालक	
५	श्री प्रियान्शी अग्रवाल	सञ्चालक	श्री आर.एम.सी कन्स्ट्रक्सन एण्ड इन्भेष्टमेन्ट प्रा.लि. को तर्फबाट
६	श्री विनय प्रकाश श्रेष्ठ	स्वतन्त्र सञ्चालक	

(च) संस्थाको कारोबारलाई असर पार्न सक्ने मुख्य समस्या तथा चुनौतीहरु :-

- देशमा विद्यमान सिमेन्ट उद्योगहरूबीचको प्रतिस्पर्धा,
- आर्थिक मन्दी वा बजारमा माग घट्नु ।
- विद्युतको नियमित आपूर्ति नहुनु साथै उद्योग सञ्चालनको लागि आवश्यक भोल्टेजको कमी हुनु तथा समय-समयमा हुने लोडसेडिङको कारणले डिजेल प्रयोग गर्नु पर्ने बाध्यता,
- राष्ट्रिय तथा अन्तर्राष्ट्रिय रुपमा उपलब्ध हुने कच्चा पदार्थको मूल्यमा भएको बृद्धि ।
- खानी तथा वन सम्बन्धी कानून लगानी मैत्री नहुनु ।
- सरकारी नीति, कर तथा कानूनी परिवर्तन ।
- मध्यपूर्वमा भईरहेको द्वन्द्वको अवधि थप लम्बिन गएमा पेट्रोलियम पदार्थको मूल्य वृद्धिले असर गर्न सक्ने ।

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

(ज) लाभांश बाँडफाँड गर्न सिफारिस गरिएको रकम: कम्पनीले आ.व. २०८१/०८२ मा लाभांश बाँडफाँड गर्न सिफारिस नगरिएको ।

(झ) शेयर जफत भएको भए जफत भएको शेयर संख्या र त्यस्तो शेयरको अंकित मूल्य, त्यस्तो शेयर जफत हुनुभन्दा अगावै सो वापत बैंकले प्राप्त गरेको जम्मा रकम र त्यस्तो शेयर जफत भएपछि सो शेयर बिक्री गरी बैंकले प्राप्त गरेको रकम तथा जफत भएको शेयरवापत रकम फिर्ता गरेको भए सोको विवरण: नभएको ।

(ञ) विगत आ.व. मा संस्था र संस्थाको सहायक कम्पनीको कारोबारको प्रगति र सो आर्थिक वर्षको अन्त्यमा रहेको स्थितिको पुनरावलोकन:

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

कम्पनीले लगानी गरेको रकम १२ वटा सहायक कम्पनीहरूको विवरण र शेयर स्वामित्व निम्न तालिकाबाट थप प्रष्ट गर्दछौं ।

क्र.सं.	कम्पनीको नाम	अधिकृत पूँजी रु.	जारी पूँजी रु.	चुक्ता पूँजी रु.	धारण प्रतिशत
१	देवदह माइन्स एण्ड मिनिरल्स प्रा.लि.	१,००,००,०००	१,००,००,०००	१,००,००,०००	१००%
२	घारी माइन्स एण्ड मिनिरल्स प्रा.लि.	१,००,००,०००	१,००,००,०००	१,००,००,०००	१००%
३	गोठादी मिनिरल्स प्रा.लि.	१,००,००,०००	१,००,००,०००	१,००,००,०००	१००%
४	पाल्पा माइन्स एण्ड मिनिरल्स प्रा.लि.	१,९०,००,०००	१,९०,००,०००	१,९०,००,०००	१००%
५	आर.के. मिनिरल्स प्रा.लि.	१,२०,००,०००	१,२०,००,०००	१,२०,००,०००	१००%
६	रहवास मिनिरल्स प्रा.लि.	१,००,००,०००	१,००,००,०००	१,००,००,०००	१००%
७	आर.एम.सि. माइन्स एण्ड मिनिरल्स प्रा.लि.	१,६५,००,०००	१,६५,००,०००	१,६५,००,०००	१००%
८	एस.ए. मिनिरल्स प्रा.लि.	१,००,००,०००	१,००,००,०००	१,००,००,०००	१००%
९	एस.आर.भि. माइन्स प्रा.लि.	१,४०,००,०००	१,४०,००,०००	१,४०,००,०००	१००%
१०	तानसेन माइन्स एण्ड मिनिरल्स प्रा.लि.	१,४५,००,०००	१,४५,००,०००	१,४५,००,०००	१००%
११	भि.के. मिनिरल्स प्रा.लि.	१,३०,००,०००	१,३०,००,०००	१,३०,००,०००	१००%
१२	यश मिनिरल्स प्रा.लि.	३,००,००,०००	३,००,००,०००	३,००,००,०००	१००%

उपरोक्त कम्पनीहरूमा खानीक्षेत्रका निजि जग्गाहरूसमेत खरिद गरिएको छ । उक्त खानी कम्पनीहरू अन्वेषण एवम् ल्याव परीक्षणको प्रारम्भिक रिपोर्ट अनुसार कम्पनीलाई दीर्घकालीन रूपमा कच्चा पदार्थ (चुनढुङ्गा) को मजबुद श्रोतको रूपमा रहने विश्वास लिएका छौं ।

- (ट) संस्थाको सहायक कम्पनीले आर्थिक वर्ष २०८१/०८२ मा सम्पन्न गरेको प्रमुख कारोबारहरू र सो अवधिमा संस्थाको कारोबारमा आएको कुनै महत्वपूर्ण परिवर्तन: नरहेको ।
- (ठ) विगत आर्थिक वर्षमा संस्थाको आधारभूत शेयरधनीहरूले संस्थालाई उपलब्ध गराएको उपलब्ध जानकारी: आ.व. २०८१/०८२ मा संस्थाको आधारभूत शेयरधनीहरूले संस्थालाई कुनै व्यहोराको जानकारी नगराएको व्यहोरा अवगत गराउँदछौं ।
- (ड) विगत आर्थिक वर्षमा संस्थाका सञ्चालक तथा पदाधिकारीहरूले लिएको शेयरको स्वामित्व विवरण र संस्थाको शेयर कारोबारमा निजहरू संलग्न रहेको भए सो सम्बन्धमा निजहरूबाट संस्थाले प्राप्त गरेको जानकारी:

सञ्चालकहरूले ग्रहण गरेको शेयरको विवरण:

नाम थर	पद	कायम रहेको शेयर संख्या	कैफियत
श्री राजेश कुमार अग्रवाल	सञ्चालक अध्यक्ष	१०,८३४,७९३ थान	
श्री विष्णु कुमार अग्रवाल	सञ्चालक	१०,८३४,७९३ थान	
श्रीमती स्वीटी कुमारी अग्रवाल	सञ्चालक	१,३८१,५८५ थान	
श्री यश अग्रवाल	सञ्चालक	१,३९६,६२२ थान	
श्री प्रियान्शी अग्रवाल (श्री आर.एम.सी कन्सट्रक्सन एण्ड इन्भेष्टमेन्ट प्रा.लि. बाट मनोनित)	सञ्चालक	छैन	
श्री विनय प्रकाश श्रेष्ठ	स्वतन्त्र सञ्चालक	छैन	

साथै सञ्चालकहरू शेयर कारोबारमा संलग्न भएको कुनै जानकारी प्राप्त भएको छैन ।

- (ढ) विगत आर्थिक वर्षमा संस्थासंग सम्बन्धित सम्झौताहरूमा कुनै सञ्चालक तथा निजको नातेदारको व्यक्तिगत स्वार्थको बारेमा उपलब्ध गराईएको जानकारीको व्यहोरा: आ.व. २०८१/०८२ मा संस्थासंग सम्बन्धित सम्झौताहरूमा सञ्चालक तथा निजको नजिकको नातेदारको व्यक्तिगत स्वार्थ नरहेको र हालसम्म संस्थामा त्यस्तो जानकारी उपलब्ध नभएको व्यहोरा जानकारी गराउँदछौं ।
- (ण) संस्थाले आफ्नो शेयर आफैले खरिद गरेको भए त्यसरी आफै खरिद गर्नको कारण, त्यस्तो शेयरको संख्या र अंकित मूल्य तथा त्यसरी शेयर खरिदवापत संस्थाले भुक्तानी गरेको रकम: हालसम्म संस्थाले आफ्नो शेयर आफै खरिद गरेको छैन ।
- (त) आन्तरिक नियन्त्रण प्रणाली भए वा नभएको र भएको भए सोको विस्तृत विवरण: कम्पनीले आन्तरिक नियन्त्रण प्रणालीको अनुसरण गर्दै सम्पूर्ण औद्योगिक, प्रशासनिक तथा आर्थिक क्रियाकलापहरू तथा कारोबारहरू गर्दै आएको छ । कम्पनीद्वारा प्रभावकारीहुने गरी आन्तरिक नीतिहरूको पालना गर्दै पारदर्शी एवम् विश्वसनीय बनाउन व्यवस्थापन समूह तथा विज्ञहरूबाट प्राप्त सुझाव अनुसार नियन्त्रण प्रणालीलाई उद्योगको हितमा हुने गरी विभिन्न अन्तरालमा पुनरावलोकन समेत गरिरहेको र निकट भविष्यमा थप सुधार गर्ने प्रतिबद्धता व्यक्त गर्दछौं ।
- (थ) विगत आर्थिक वर्षको कूल व्यवस्थापन खर्चको विवरण: आ. व. २०८१/०८२ मा कूल व्यवस्थापन खर्च जम्मा रु. ११४,४९८,१७७ रहेको छ ।

- (द) लेखापरीक्षण समितिका सदस्यहरूको नामावली, निजहरूले प्राप्त पारिश्रमिक, भत्ता तथा सुविधा, सो समितिले गरेको काम कारवाहीको विवरण र सो समितिले कुनै सुझाव दिएको भए सोको विवरण: यसै वार्षिक साधारण सभाबाट निर्वाचित सञ्चालक समितिको बैठकबाट छिट्टै लेखापरीक्षण समिति गठन गरिने व्यहोरा जानकारी गराउँदछौं ।
- (ध) सञ्चालक, प्रबन्ध सञ्चालक, कार्यकारी प्रमुख, संस्थाका आधारभूत शेरधनी वा निजका नजिकका नातेदार वा निज संलग्न रहेको फर्म कम्पनी वा संगठित संस्थाले संस्थालाई कुनै रकम बुझाउन बाँकी रहेको भए सो कुरा: यस सम्बन्धी विवरण वित्तीय विवरणमा उल्लेख गरिएको ।
- (न) सञ्चालक, प्रबन्ध सञ्चालक, कार्यकारी प्रमुख, तथा पदाधिकारीहरूलाई भूक्तान गरिएको पारिश्रमिक भत्ता तथा सुविधाको रकम: संस्थाका सञ्चालक, प्रबन्ध सञ्चालक, तथा पदाधिकारीहरूलाई भूक्तान गरिएको पारिश्रमिक, भत्ता तथा सुविधाको रकम देहाय बमोजिम रहेको छ:

क्र.सं.	विवरण	सञ्चालक समूह	व्यवस्थापन समूह (पारिश्रमिक र सुविधा)
१	बैठक भत्ता रु.	छैन	छैन
२	तलब, भत्ता तथा सुविधा रु.	छैन	१,०१,१९,५१७/-

- (प) शेरधनीहरूले बुझिलिन बाँकी रहेको लाभांशको रकम: नभएको ।
- (फ) कम्पनी ऐन, २०६३ को दफा १४१ बमोजिम सम्पत्ति खरिद वा बिक्री गरेको विवरण: छैन ।
- (ब) कम्पनी ऐन, २०६३ को दफा ९३ बमोजिम सम्बद्ध कम्पनी बीच भएको कारोवारको विवरण: कम्पनीका संस्थापक शेरधनी तथा सञ्चालकहरू सम्बद्ध रहेका अन्य संस्थासंग र यसै कम्पनीका आफ्नै सम्बद्ध अन्य संस्थाहरूसंग कम्पनीले नियमानुसार गरेको खरिद बिक्री कारोवार विवरण निम्न अनुसार रहेका छन् ।

क्र.सं.	सम्बद्ध संस्थाहरूको नाम	कारोवार रकम (मू.अ. कर बाहेक)	
		खरिद	बिक्री
१	आर.एम. सी सिमेन्ट प्रा.लि.	-	३९,७९०,६१५.४२
२	आर.एम. सी फुड्स प्रा.लि.	-	३,०८१,२३८.००
३	राजेश मेटल क्राफ्ट लि.	६,४०१,५४०.४०	३४६,५००.००

- (भ) कम्पनी ऐन, २०६३ तथा प्रचलित कानून बमोजिम सञ्चालक समितिको प्रतिवेदनमा खुलाउनु पर्ने अन्य कुनै कुरा: नभएको ।

पाल्पा सिमेन्ट इन्डष्ट्रिज लिमिटेड

धितोपत्र दर्ता तथा निष्काशन नियमावली, २०७३ को नियम २६ को
उपनियम (२) सँग सम्बन्धित
वार्षिक प्रतिवेदन

१. सञ्चालक समितिको प्रतिवेदन:

यसै वार्षिक प्रतिवेदनमा संलग्न गरिएको छ ।

२. लेखापरीक्षकको प्रतिवेदन:

यसै वार्षिक प्रतिवेदनमा संलग्न गरिएको छ ।

३. लेखापरीक्षण भएको वित्तीय विवरण:

यसै वार्षिक प्रतिवेदनमा संलग्न गरिएको छ ।

४. कानूनी कारबाही सम्बन्धी विवरण:

यस संस्थाले वा संस्थाको विरुद्ध कुनै मुद्दा दायर भएको जानकारी:

(क) कम्पनीले सिमेन्ट विक्री गर्न नियुक्त गरेका वितरक र अन्य सिमेन्ट खरिदकर्ता व्यक्ति तथा संस्थाहरूले समयमा रकम भुक्तानी नगरेको कारण कम्पनीको रकम भुक्तानी नगर्ने वितरक, व्यक्ति तथा संस्थाहरूका विरुद्धमा कम्पनीको रकम असुलीका लागि श्री काठमाडौं जिल्ला अदालत र अन्य जिल्ला अदालतहरूमा फिराद दायर गरेकोमा हाल केही मुद्दाहरू विचाराधिन अवस्थामा रहेका छन् ।

(ख) कुनै संस्थापक वा सञ्चालक विरुद्ध आर्थिक अपराध गरेको सम्बन्धमा कुनै मुद्दा दायर गरेको वा भएको बारे कुनै जानकारी प्राप्त भएको छैन ।

५. कुनै संस्थापक वा सञ्चालक विरुद्ध आर्थिक अपराध गरेको सम्बन्धमा कुनै मुद्दा दायर गरेको वा भएको बारे : कुनै जानकारी प्राप्त भएको छैन ।

६. संगठित संस्थाको शेयर कारोबार तथा प्रगतिको विश्लेषण

(क) धितोपत्र बजारमा भएको संगठित संस्थाको शेयरको कारोबार सम्बन्धमा व्यवस्थापनको धारणा: शेयर कारोबार धितोपत्र बोर्डको नीति नियमबाट निर्देशित भई खुला बजारले निर्धारण गर्ने विषय रहेको हुँदा यस संस्थाको शेयर कारोबार सोही अनुरूप हुने गरेको छ ।

(ख) आ.व. २०८१/०८२ प्रत्येक त्रैमासिक अवधिमा संगठित संस्थाको शेयरको अधिकतम, न्यूनतम र अन्तिम मूल्यका साथै कुल कारोबार शेयर संख्या र कारोबार दिन: सो अवधिमा धितोपत्र दर्ता नभएको हुँदा कुनै कारोबार नभएको ।

७. समस्या तथा चुनौती :

(क) देशको आर्थिक तथा मौद्रिक नीति, नियम, विदेशी मुद्राको सटही दरमा हुने वृद्धि, तिनै तहका सरकारद्वारा विनियोजित विकास निर्माणका बजेटको न्यून खर्च हुने परिपाटी रहनु, समयमा ठेक्का नलाग्ने ठेक्का लागेपनि तोकीएको समय सीमाभित्र निर्माण सम्पन्न गर्नमा हुने गरेको ढिलाई, आर्थिक मन्दीको असर र बजार माग वृद्धि नहुनुको असर, ढुवानी भाडाको वृद्धि, घरजग्गा कारोबार र हाउजिङ्ग लगायतका भवनको कारोबार र निर्माणमा आउने शिथिलता साथै सिमेन्टजन्य उद्योगहरूबाट उत्पादित सिमेन्टको उपलब्धता, बजार मागको तुलनामा पूर्तीको दर बढी हुनुका कारण पूर्णक्षमता र उत्पादन लागतमा मुनाफा जोडी विक्री गर्न बजारको अभाव हुनु समस्या र चुनौती रहने अवस्था छ ।

(ख) राष्ट्रको औद्योगिक, आर्थिक, मौद्रिक तथा वित्तीय नीति परिवर्तनबाट सिर्जना हुन सक्ने संभावित जोखिमहरू रहने नै छन् । कम्पनीले सरकारी नीति परिवर्तनका कारण जोखिम हुने छैन भन्ने विश्वास लिएका छन् ।

(ग) रणनीति:

माथी उल्लेखित चुनौती र समस्याका अतिरिक्त वर्तमान अवस्थामा, अन्य उद्योगका उत्पादनको उपस्थितिले हुनसक्ने प्रतिस्पर्धा, आर्थिक मन्दीको असर र निर्माण उद्योग क्षेत्रको विस्तार हुन नसक्नु, विकास निर्माणमा तिव्रता नआउनु आदी अवस्था आउन सक्ने भए तापनि हालसम्म यस्ता घटनाबाट पर्नसक्ने असरबाट संस्था सचेत भई संस्थालाई प्रगति उन्मुख बनाउन विभिन्न रणनीतिहरू अवलम्बन गरी आएको छ ।

८. संस्थागत सुशासन :

संस्थागत सुशासनका लागि कम्पनी प्रतिबद्ध रहेको छ संस्थागत सुशासनसंग प्रचलित ऐन, नियम, निर्देशिकाहरूको पूर्णपालना गर्दै उद्योग सञ्चालन गरिएको छ । सञ्चालक समितिका काम कारवाहीहरू तथा संस्थाको अन्य सबै क्रियाकलापहरू पारदर्शी रूपमा सञ्चालन गरी संस्थागत सुशासनको विकास गर्न एवम् सोको अनुभूती गराउन संस्था सदैव क्रियाशील छ ।

९. विवरणपत्रमा प्रक्षेपण गरिएका र लेखापरीक्षण भएको विवरणमा पर्न गएको फरक र त्यसको कारण: छैन ।

पाल्पा सिमेन्ट इन्डष्ट्रिज लिमिटेड वातावरणीय मापदण्डको परिपालना

कम्पनीले नवलपरासी जिल्ला, सुनवल नगरपालिका, वडा नं. ७ मा कारखाना स्थापना गरी सिमेन्ट उत्पादन गर्दै आएकोमा उद्योग सञ्चालन गर्दा वातावरण संरक्षण ऐन, २०७६, वातावरण संरक्षण नियमावली, २०७७ तथा अन्य प्रचलित कानून बमोजिम प्रदुषण नियन्त्रण र वातावरणीय मापदण्डको पूर्ण परिपालना गरी उद्योग सञ्चालन गर्दै आएको छ । साथै, पाल्पा जिल्लाको रहवास लगायतका स्थानमा रहेको चुनढुङ्गा उत्खनन र ढुवानी गरी मुख्य कच्चापदार्थको आपूर्ति गरिँदै आएको छ । खानी सञ्चालन अनुमति क्षेत्रमासमेत वातावरणीय प्रतिवेदन स्वीकृत गराई तोकिएको मापदण्डहरू पालना गरी खानी सञ्चालन हुँदै आएको छ ।

उद्योगले वातावरण प्रदुषण न्यूनिकरण गर्नका लागि तोकिएका सम्पूर्ण मापदण्डहरू पुरा गरेको छ । कम्पनी आगामी दिनहरूमा पनि वातावरणमैत्री नीतिको अवलम्बन गर्दै वातावरणमैत्री प्रविधिको प्रयोग गरी समाज र राष्ट्रप्रति आफ्नो जिम्मेवारी निर्वाह गर्न प्रतिबद्ध रहेको छ । कम्पनीले आफ्नो व्यवसायिक क्रियाकलापबाट वातावरणमा पर्न सक्ने प्रभावलाई न्यूनिकरण गर्दै वातावरणमैत्री अभ्यासहरू अपनाउन निम्न नीतिहरूको अवलम्बन गरेको छ ।

- वातावरण संरक्षण सम्बन्धी प्रचलित कानून, नीति नियम तथा मापदण्डहरूको पूर्णरूपमा पालना गर्ने ।
- कम्पनीले वायु, पानी, धुलो र ध्वनी प्रदुषण नियन्त्रणका लागि यथोचित व्यवस्था गरेको छ । कारखानाभित्र धुलो नियन्त्रणका लागि ESP(Electrostatic Precipitator), Air Bag Filter, Dust Collector जडान गरिएको छ भने प्रदुषणको मापन परीक्षणलाई नियमितता दिई तोकिएको मापदण्ड भित्र राखिएको छ ।
- खानी स्थलदेखि उद्योग स्थलसम्मको कच्ची सडकमा धुलो नियन्त्रण गर्न पानी छर्कने कार्य गर्दै आएको छ ।
- वातावरण संरक्षण सम्बन्धी अभिमुखीकरण तथा तालिम सञ्चालन गरी कर्मचारीहरूमा वातावरणीय सचेतना अभिवृद्धि गर्ने ।
- वातावरण संरक्षणलाई प्राथमिकता दिने नीति अवलम्बन गरिएको छ।

**INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF PALPA CEMENT INDUSTRIES LIMITED
REPORT ON THE AUDIT OF CONSOLIDATED FINANCIAL STATEMENTS**

Opinion

We have audited the accompanying Consolidated Financial Statements of Palpa Cement Industries Limited. ("the Parent") & its subsidiaries, (the Parent and its subsidiaries together referred to as "the Group") which includes the Group's share of profit in its associates, which comprises the Consolidated Statement of Financial Position as at Ashadh 32, 2082 (July 16, 2025), and the Consolidated Statement of Profit or Loss & Other Comprehensive Income, Consolidated Statement of Changes in Equity & Consolidated Statement of Cash Flows for the year ended Ashadh 32, 2082 (July 16, 2025), and Notes to Financial Statement including Summary of Significant Accounting Policies.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of the subsidiaries and associates referred to in the Other Matters section below, the aforesaid Consolidated Financial Statements give a true and fair view in conformity with Nepal Financial Reporting Standards (NFRSs), of the Consolidated state of affairs of the Group as at Ashadh 32, 2082 (July 16, 2025), and their consolidated Profit or Loss & Other Comprehensive Income, their consolidated Cash Flows and their Consolidated Changes in Equity for the year ended on that date.

Basis of Opinion

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

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

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

Key Audit Matters

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

We have determined that there are no key audit matters to communicate in our report.



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

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

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

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information, compare with the Financial Statements of the subsidiaries audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries, is traced from their financial statements audited by the other auditors.

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

Managements Responsibility for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for preparation and fair presentation of the Consolidated Financial Statements in accordance with the Nepal Financial Reporting Standards (NFRSs) and for such internal control as management determines is necessary to enable the preparation of Consolidated Financial Statements that are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates are also responsible for overseeing the financial reporting process of the Group and of its associates.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

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

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

- i) Identify and assess the risk of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentation, or the override of internal controls.



- ii) Obtain an understanding of Internal Control relevant to audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Company's Internal Control.
- iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on its ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, Future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- v) Evaluate the overall presentation, structure, and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance of the Parent and such other entities included in the consolidated financial statements of which we are the independent auditors 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 communicate with those charged with governance that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

In case of subsidiaries, they are audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the financial information and disclosures included in respect of the subsidiaries are based solely on such audited financial statements by other auditor.

Our opinion on the Consolidated Financial Statements above and our report on the Other Legal & Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.



Report on the Other Legal & Regulatory Requirements

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

Place: Kathmandu

Date: 2025-08-18

UDIN: 250822CA02109DaWyj

For Neha & Agrawal
Chartered Accountants



CA. Neha Agrawal
Proprietor

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF PALPA CEMENT INDUSTRIES LTD.

Opinion

We have audited the accompanying Financial Statements of Palpa Cement Industries Ltd. which comprises the Statement of Financial Position as at Ashad 32, 2082, Statement of Profit or Loss & Other Comprehensive Income, Statement of Changes in Equity & Statement of Cash Flows for the year ended Ashad 32, 2082, and Notes to Financial Statement including Summary of Significant Accounting Policies.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give a true and fair view in conformity with Nepal Financial Reporting Standards (NFRSs), of the state of affairs of Palpa Cement Industries Ltd. as at Ashad 32, 2082, and its profit, cash flows for the year ended on that date.

Basis of Opinion

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

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of Nepal (ICAN), and we have fulfilled our ethical responsibilities in accordance with these requirements.

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

Key Audit Matter(s)

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 year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our report.

Managements Responsibility for the Financial Statements

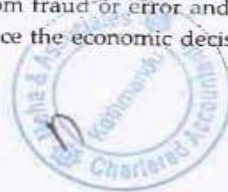
Management is responsible for preparation and fair presentation of the Financial Statements in accordance with the Nepal Financial Reporting Standards (NFRSs) and for such internal control as management determines is necessary to enable the preparation of Financial Statements that are free from material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

In preparing the Financial Statements, management is responsible for assessing its ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibility for the Audit of the Financial Statements

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



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

- i) Identify and assess the risk of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentation, or the override of internal controls.
- ii) Obtain an understanding of Internal Control relevant to audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Company's Internal Control.
- iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on its ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our Auditor's Report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion.

Our conclusions are based on the audit evidence obtained up to the date of our Audit Report. However, Future events or conditions may cause the Company to cease to continue as a going concern.

- v) Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on the Other Legal & Regulatory Requirements

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

CA. Neha Agrawal
Proprietor
Neha & Associates
Chartered Accountants



Place: Kathmandu

Date: 2025-08-18

UDIN: 250822CA02109PnHrm

Palpa Cement Industries Ltd.
Statement of Financial Position
As At July 16, 2025 (Ashad 32, 2082)

Fig. in NPR

Particulars	Notes	Consolidation		Standalone	
		16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Assets					
Non Current Assets					
Property, Plant & Equipment	4	8,208,847,724	8,270,739,156	7,744,471,498	7,806,362,930
Intangible Assets	5	0	298,995	0	298,995
Investment	6	-	-	472,500,000	472,500,000
Deferred Tax Assets	7	-	-	-	-
Other Non-Current Assets	8	6,359,748	4,359,748	6,359,748	4,359,748
Total Non Current Assets		8,215,207,472	8,275,397,899	8,223,331,246	8,283,521,673
Current Assets					
Inventories	9	2,253,134,378	2,044,792,809	2,253,134,378	2,044,792,809
Financial Assets					
Trade Receivables	10	512,917,123	523,447,635	512,917,123	523,447,635
Cash & Cash Equivalent	11	160,868,743	174,059,490	160,016,796	172,943,218
Financial Asset at amortised Cost	12	3,000,000	3,000,000	3,000,000	3,000,000
Others	13	84,011,454	77,071,259	84,011,454	77,071,259
Other Current Assets	14	67,395,806	114,121,457	73,395,806	120,121,457
Income Tax Assets (Net)	23	5,371,869	5,022,313	5,371,869	5,022,313
Total Current Assets		3,086,699,374	2,941,514,963	3,091,847,427	2,946,398,691
Total Assets		11,301,906,846	11,216,912,862	11,315,178,673	11,229,920,364
Equity & Liabilities					
Equity					
Equity Share Capital	15 (a)	3,000,000,000	3,000,000,000	3,000,000,000	3,000,000,000
Other Equity	15 (b)	1,071,348,129	973,903,057	1,072,196,442	974,550,670
Total Equity		4,071,348,129	3,973,903,057	4,072,196,442	3,974,550,670
Non Current Liabilities					
Financial Liabilities					
Long Term Borrowings	16	5,667,701,697	5,157,646,202	5,667,701,697	5,157,646,202
Other Financial Liabilities	17	11,693,977	11,654,097	11,693,977	11,654,097
Provisions	18	-	-	-	-
Deferred Tax Liabilities	7	200,189,444	170,992,997	200,472,216	171,208,869
Total Non Current Liabilities		5,879,585,118	5,340,293,296	5,879,867,890	5,340,509,168
Current Liabilities					
Financial Liabilities					
Trade Payables	19	137,421,992	112,000,919	137,421,992	112,000,919
Short Term Borrowings	20	757,969,749	1,303,581,249	757,969,749	1,303,581,249
Other Current Financial Liabilities	21	71,455,273	73,796,517	83,867,215	86,228,459
Other Current Liabilities	22	382,791,458	413,208,146	382,520,258	412,920,221
Provisions	18	1,335,128	129,678	1,335,128	129,678
Income Tax Liabilities (Net)	23	-	-	-	-
Total Current Liabilities		1,350,973,599	1,902,716,508	1,363,114,341	1,914,860,525
Total Liabilities		7,230,558,717	7,243,009,804	7,242,982,231	7,255,369,693
Total Equity and Liabilities		11,301,906,846	11,216,912,862	11,315,178,673	11,229,920,364

Summary of Significant Accounting Policies &
Accompanying Notes are an Integral Part of Financial Statements

1 | 3

As per our attached Report of the even date
For Neha & Associates
Chartered Accountants

For & On Behalf of the Board

Rajesh Kumar Agrawal
Chairman

Vishnu Kumar Agrawal
Director

CA. Neha Agrawal
Proprietor

Sweety Kumari Agrawal
Director

Begam KC
CFO

Place: Kathmandu
Date:

Palpa Cement Industries Ltd.
Statement of Profit or Loss & Other Comprehensive Income
For the Year ended on July 16, 2025 (Ashad 32, 2082)

Fig. in NPR

Particulars	Notes	Consolidated		Standalone	
		16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Income:					
Revenue From Operations	24	4,112,009,779	4,226,115,855	4,112,009,779	4,226,115,855
Cost of Sales	24	3,103,837,217	3,181,777,983	3,103,837,217	3,181,777,983
Gross Profit		1,008,172,563	1,044,337,873	1,008,172,563	1,044,337,873
Other Income	26	9,057,840	14,398,714	9,053,739	14,395,189
Expenses:					
Administration Expenses	27	114,689,877	134,989,964	114,418,177	134,717,765
Selling and Distribution Expenses	27	216,375,079	215,923,067	216,375,079	215,923,067
Operating Profit		686,165,447	707,823,555	686,433,046	708,092,229
Finance Cost	29	558,485,871	695,254,102	558,485,871	695,254,102
Profit/(Loss) Before Tax		127,679,576	12,569,454	127,947,175	12,838,128
Tax Expense					
Current Tax	30	1,138,056	110,942	1,138,056	110,942
Deferred Tax	30	29,196,448	(57,395,521)	29,263,347	(57,328,352)
Net Profit/(Loss) For The Year		97,345,072	69,854,033	97,545,772	70,055,538
Other Comprehensive Income					
Actuarial Gain/Loss on Defined Benefit Pension Schemes					
Tax Relating to Components of Other Comprehensive Income					
Total Other Comprehensive Income (OCI)		-	-	-	-
Basic/ Diluted Earnings Per Share (NPR)		3.24	2.33	3.25	2.34
Summary of Significant Accounting Policies & Accompanying Notes are an Integral Part of Financial Statements			1 3		

As per our attached Report of the even date
For Neha & Associates
Chartered Accountants

For & On Behalf of the Board

Rajesh Kumar Agrawal
Chairman

Vishnu Kumar Agrawal
Director

CA. Neha Agrawal
Proprietor

Place: Kathmandu

Date:

Sweety Kumari Agrawal
Director

Begam KC
CFO

Palpa Cement Industries Ltd.
Statement of Cash Flow
For the Year ended on July 16, 2025 (Ashad 32, 2082)

Fig. in NPR

Particulars	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Cash Flow From Operating Activities:				
Profit/(Loss) For the Year	97,345,072	69,854,033	97,545,772	70,055,538
Adjustment of Non Cash Charges				
Depreciation on Property, Plant & Equipment	321,735,821	291,466,805	321,735,821	291,466,805
Amoritzation of Intangible Assets	298,995	313,995	298,995	313,995
Provision of CSR written Back	100,000	648,150	100,000	648,150
Profit/(Loss) on Sale of PPE	(25,685)	(393,463)	(25,685)	(393,463)
Interest Income	(165,081)	(335,750)	(165,081)	(335,750)
Interest Cost	558,485,871	695,254,102	558,485,871	695,254,102
Deferred Tax	29,196,448	(57,395,521)	29,263,347	(57,328,352)
Current Tax	1,138,056	110,942	1,138,056	110,942
Cash Flow Before Working Capital Change	1,008,109,497	999,523,292	1,008,377,096	999,791,966
Changes In Working Capital				
Decrease/(Increase) In Inventory	(208,341,569)	(392,050,222)	(208,341,569)	(392,050,222)
Decrease/(Increase) In Trade Receivables	10,530,512	147,670,076	10,530,512	147,670,076
Decrease/(Increase) In Other Financial Assets	(6,940,195)	(58,577,511)	(6,940,195)	(58,577,511)
Decrease/(Increase) In Other Assets	44,725,651	(76,654,933)	44,725,651	(82,654,933)
Increase/(Decrease) In Trade Payables	25,421,073	(62,694,186)	25,421,073	(62,694,186)
Increase/(Decrease) In Financial Liabilities	(2,301,364)	10,567,127	(2,321,364)	15,065,794
Increase/(Decrease) In Other Liabilities	(30,416,689)	304,201,280	(30,399,963)	304,184,781
Increase/(Decrease) In Provisions	1,205,450	(518,472)	1,205,450	(518,472)
	(166,117,131)	(128,056,840)	(166,120,405)	(129,574,673)
Cash Generated From Operations	841,992,366	871,466,451	842,256,691	870,217,293
Income Tax Paid	(1,487,612)	(841,342)	(1,487,612)	(841,342)
Net Cash Flow From Operating Activities [1]	840,504,754	870,625,110	840,769,079	869,375,952
Cash Flow From Investing Activities				
Acquisitions of Property, Plant & Equipments	(266,986,845)	(591,026,140)	(266,986,845)	(585,174,393)
Proceeds From Sale of Property, Plant & Equipments	7,168,142	1,221,239	7,168,142	1,221,239
Acquisitions of Intangible Assets	-	-	-	-
Interest Income	165,081	335,750	165,081	335,750
Investment	-	-	-	(4,500,000)
Total Cash Flow From Investing Activities [2]	(259,653,623)	(589,469,151)	(259,653,623)	(588,117,404)
Cash Flow From Financing Activities				
Proceeds/(Repayment) - Long Term Borrowings	510,055,495	(125,932,005)	510,055,495	(125,932,005)
Changes in Short-term Borrowings	(545,611,501)	573,581,249	(545,611,501)	573,581,249
Interest Cost	(558,485,871)	(695,254,102)	(558,485,871)	(695,254,102)
Fixed Deposit	-	-	-	-
Total Cash Flow From Financing Activities [3]	(594,041,877)	(247,604,858)	(594,041,877)	(247,604,858)
Net Increase/(Decrease) In Cash & Cash Equivalents [1+2+3]	(13,190,746)	33,551,101	(12,926,421)	33,653,690
Cash & Cash Equivalents At Beginning of The Year/Period	174,059,490	140,508,388	172,943,218	139,289,527
Cash & Cash Equivalents At End of The Year/Period	160,868,743	174,059,490	160,016,796	172,943,218
Components of Cash & Cash Equivalents				
Cash In Hand	1,311,157	522,267	1,311,157	522,267
Balance With Banks	159,557,586	173,537,223	158,705,639	172,420,951
Total Cash & Cash Equivalents	160,868,743	174,059,490	160,016,796	172,943,218

Notes:

Cash Flow Statement has been prepared using Indirect Method In Accordance with NAS 7 [Statement of Cash Flows]
The Accompanying Notes are an Integral Part of Financial Statements

Palpa Cement Industries Ltd.
Statement of Changes In Equity
For the Year ended on July 16, 2025 (Ashad 32, 2082)

Fig. in NPR

Particulars	Share Capital	Share Premium	Revaluation Reserve	Retained Earnings	Total
Balance as on 2080 04 01	3,000,000,000	-	483,677,265	420,169,718	3,903,846,983
Addition In Capital					-
Profit/(Loss) For the Year				70,055,538	70,055,538
Other Comprehensive Income for the Year					-
Provision for CSR writtten back				648,150	648,150
Dividend Paid					-
Balance as on 2081 03 31	3,000,000,000	-	483,677,265	490,873,405	3,974,550,670
Balance as on 2081 04 01	3,000,000,000	-	483,677,265	490,873,405	3,974,550,670
Addition In Capital					-
Profit/(Loss) For the Year				97,545,772	97,545,772
Other Comprehensive Income for the Year					-
Provision for CSR writtten back				100,000	100,000
Dividend Paid					-
Balance as on 2082 03 32	3,000,000,000	-	483,677,265	588,519,177	4,072,196,442

Palpa Cement Industries Ltd.
Statement of Changes In Equity
For the Year ended on July 16, 2025 (Ashad 32, 2082)

Consolidated

Fig. in NPR

Particulars	Share Capital	Share Premium	Revaluation Reserve	Retained Earnings	Total
Balance as on 2080 04 01	3,000,000,000		483,677,265	419,723,610	3,903,400,875
Addition In Capital					-
Profit/(Loss) For the Year				69,854,033	69,854,033
Other Comprehensive Income for the Year			-		-
Provision for CSR writtten back				648,150	648,150
Dividend Paid					-
Balance as on 2081 03 31	3,000,000,000	-	483,677,265	490,225,792	3,973,903,057
Balance as on 2081 04 01	3,000,000,000	-	483,677,265	490,225,792	3,973,903,057
Addition In Capital					-
Profit/(Loss) For the Year				97,345,072	97,345,072
Other Comprehensive Income for the Year					-
Provision for CSR writtten back				100,000	100,000
Dividend Paid					-
Balance as on 2082 03 32	3,000,000,000	-	483,677,265	587,670,864	4,071,348,129

Palpa Cement Industries Ltd.
Notes to the Financial Statements
For the Year ended on July 16, 2025 (Ashad 32, 2082)

Significant Information, Accounting Policies & Notes to the Accounts

1 General Information

Palpa Cement Industries Pvt. Ltd. (Herein after referred to as 'The Company') is a Private Limited Company domiciled in Nepal registered under the Company Act, 2053 vide registration No. 67018/066/067 on 2009-10-26. The manufacturing unit is located at Sunwal - VDC 7, Sisauni ToI, Nawalparasi with its registered corporate office at Central Business Park, Thapathali, Kathmandu Metropolitan City, Ward No. 11, Nepal. The main objectives of company is to manufacture Cement & Clinker.

Further to that it has been now converted to a Limited Company under the name "Palpa Cement Industries Ltd." vide registration No. 264286/77/078 on 2021-07-05 through letter no. 62754.

2 Basis of Preparation

(a) Statement of Compliance

The Financial Statements have been prepared in accordance with the Nepal Financial Reporting Standards (NFRS) issued by the Nepal Accounting Standards Board (NASB), as per the provisions of The Institute of Chartered Accountants of Nepal Act, 1997. These confirm, in material respect, to NFRS as issued by the Nepal Accounting Standards Board. The Financial Statements have been prepared on a going concern basis. The term NFRS, includes all the standards and the related interpretations which are consistently used.

(b) Basis of Measurement

The Financial Statements have been prepared on the historical cost basis except for certain Financial Assets & Liabilities which have been measured at Fair Value amount:

Historical cost is generally Fair Value of the consideration given in exchange for goods & services.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the Fair Value of an Asset or a Liability, the Company takes into account the characteristics of the Asset or Liability if market participants would take those characteristics into account when pricing the Asset or Liability at the measurement date. Fair Value for measurement and/or disclosure purposes in these Financial Statements is determined on such a basis, except for, measurements that have some similarities to Fair Value but are not Fair Value, such as Net Realizable Value in NAS 2 "Inventories" or Value in use in NAS 36 "Impairment of Assets".

In addition, for Financial Reporting purposes, Fair Value measurements are categorized into Level 1, or 2, or 3 based on the degree to which the inputs to the Fair Value measurements are observable & the significance of the inputs to the Fair Value measurement in its entirety, which are described as follows:

- 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; and
- Level 3 - Inputs are unobservable inputs for the Asset or Liability.

(c) Use of Estimates

The preparation of these Financial Statements in conformity with NFRS requires management to make estimates, judgements and assumptions. These estimates, judgments and assumptions affect the reported balances of Assets & Liabilities, disclosures relating to Contingent Liabilities as at the date of the Financial Statements and the reported amounts of Income & Expenses for the years presented. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Changes in estimates are reflected in the Financial Statements in the period in which changes are made and, if material, their effects are disclosed in the Notes to the financial statements.

(d) Going Concern

The Financial Statements are prepared on a going concern basis. The Board of Directors have considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources while assessing the going concern basis. Furthermore, Board is not aware of any material uncertainties that may cast significant doubt upon Company's ability to continue as a going concern and they do not intend either to liquidate or to cease operations of it.

(e) Functional and Presentation Currency

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

(f) Changes in Accounting Policies

Accounting policies are the specific principles, bases, conventions, rules and practices applied by the Company in preparing and presenting financial statements. The Company is permitted to change an accounting policy only if the change is required by a standard or interpretation; or results in the Financial Statements providing reliable and more relevant information about the effects of transactions, other events or conditions on the entity's financial position, financial performance, or cash flows.

3 Significant Accounting Policies

(a) Property, Plant & Equipment & Depreciation

i) Recognition

Freehold land is carried at revalued amount and other items of property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation when, it is probable that future economic benefits associated with the item will flow to the Company and it can be used for more than one year and the cost can be measured reliably.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it meets the recognition criteria as mentioned above. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to statement of profit or loss during the reporting period in which they are incurred.

On transition to NFRS, the Company has elected to continue with the carrying value of all of its Property, Plant & Equipment recognized as at 1st Shrawan, 2075 (July 17, 2018) measured as per the Previous Local GAAP & have disclosed its Gross Acquisition Value along with Accumulated Depreciation separately.

ii) Depreciation

Depreciation on Property, Plant and Equipment other than Freehold Land is provided on "Straight Line Method (SLM)" based on Useful Life estimated by technical expert of the management.

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

Useful Life of Property, Plant and Equipment based on SLM is categorised as stated below:

List of Asset Categories	Life of Assets
Computer & Accessories	3 Years
Office Equipment	5 Years
Other Assets	5 Years
Furniture & Fixture	8 Years
Vehicles	8 Years
Heavy Equipments	15 Years
Plant & Machinery	30 Years
Mines Development	15 Years
Building	40 Years

iii) Derecognition

An item of Property, Plant & Equipment is derecognized upon disposal or when no Future Economic Benefits are expected to arise from the continued use of the Asset. Any Gain or Loss arising on the disposal or retirement of an item of Property, Plant & Equipment is determined as the difference between the sales proceeds and the carrying amount of the Asset and is recognized in the Statement of Profit or Loss.

iv) Impairment of Assets

The Company assesses at each reporting date as to whether there is any indication that Property, Plant & Equipment may be impaired. If any such indication exists, the recoverable amount of an asset is estimated to determine the extent of impairment, if any. An impairment loss is recognised in the Statement of Profit or Loss to the extent, asset's carrying amount exceeds its recoverable amount.

Where the recoverable amount is higher of an asset's fair value less cost of disposal & value in use. Whereas Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

v) Capital Work-In-Progress

These are expenses of capital nature directly incurred in the construction of buildings and major plant and machinery which are to be capitalized. Capital Work in Progress would be transferred to the relevant asset when it is available for use. Capital Work in Progress is stated at cost less any accumulated impairment losses.

(b) Intangible Assets**i) Recognition**

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment losses. Internally generated intangibles, excluding capitalized development costs are not capitalized and the related expenditure is reflected in Statement of profit or loss in the year in which the expenditure is incurred.

Subsequent expenditure on intangible assets is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is reflected in Statement of profit or loss in the year in which the expenditure is incurred.

ii) Amortization

The useful lives of intangible assets are assessed to be either finite or indefinite. An intangible asset shall be regarded as having an indefinite useful life when, based on an analysis of all of the relevant factors, there is no foreseeable limit to the period over which the asset is expected generate net cash inflow for the entity.

Amortization is recognised in Statement of Profit or Loss on straight line method (SLM) over the estimated useful life of the intangible assets from the date that it is available for use since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit or Loss.

Useful Life of Intangible Assets based on SLM is categorised as stated below:

List of Asset Categories	Life of Assets
Softwares	5

iii) Derecognition

An Intangible Asset is derecognised when no Future Economic Benefits are expected to arise from the continued use of the Asset. Any Gain or Loss arising on the derecognition is determined as the difference between the sales proceeds and the carrying amount of the Asset and is recognized in the Statement of Profit or Loss.

iv) Impairment of Assets

The Company assesses at each reporting date as to whether there is any indication that Intangible Asset may be impaired. If any such indication exists, the recoverable amount of an asset is estimated to determine the extent of impairment, if any. An impairment loss is recognised in the Statement of Profit or Loss to the extent, asset's carrying amount exceeds its recoverable amount.

Here the recoverable amount is higher of an asset's fair value less cost of disposal & value in use. Whereas Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

(c) Cash & Cash Equivalent

For the purpose of presentation in the Statement of Cash Flows, Cash & Cash Equivalents includes Cash In Hand, Bank Balances & Positive Balance of Cash Credit Accounts.

(d) Financial Assets**i) Initial Recognition & Measurement**

Financial Assets are recognized when, and only when, the Company becomes a party to the contractual provisions of the Financial Instrument. The Company determines the classification of its Financial Assets at initial recognition.

When Financial Assets are recognized initially, they are measured at Fair Value, plus, in the case of Financial Assets not "at Fair value through Profit or Loss", transaction costs that are attributable to the acquisition of the Financial Asset. Transaction costs of Financial Assets carried "at Fair Value through Profit or Loss" are expensed in the Statement of Profit or Loss.

ii) Subsequent Measurement**a) Financial Assets carried at Amortized Cost (AC)**

A Financial Asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income from these financial assets is measured using effective interest rate method.

b) Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI)

A Financial Asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These financial assets are measured at fair value and changes are taken to statement of other comprehensive income.

c) Financial Assets at Fair Value through Profit or Loss (FVTPL)

A Financial Asset which is not classified in any of the above categories are measured at FVTPL. These financial assets are measured at fair value and changes are taken to statement of profit or loss.

iii) De-Recognition

A Financial Asset is derecognized only when the Company has transferred the rights to receive cash flows from the Financial Asset. Where the Company has transferred an Asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the Financial Asset. In such cases, the Financial Asset is derecognized. Where the Company has not transferred substantially all risks and rewards of ownership of the Financial Asset, the Financial Asset is not derecognized. Where the Company retains control of the Financial Asset, the Asset is continued to be recognized to the extent of continuing involvement in the Financial Asset.

iv) Impairment of Financial Assets

The Company assesses at each reporting date whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is deemed to be impaired if, there is objective evidence of impairment as a result of one or more events that has occurred since the initial recognition of the asset (an incurred 'loss event') and that loss event has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that a financial asset or a group of financial assets is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization and observable data indicating that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

(e) Financial Liabilities**i) Initial Recognition & Measurement**

Financial Liabilities are recognized when, and only when, the Company becomes a party to the contractual provisions of the Financial Instrument. The Company determines the classification of its Financial Liabilities at initial recognition.

All Financial Liabilities are recognized initially at Fair Value, plus, in the case of Financial Liabilities not at fair value through profit or loss, transaction costs that are attributable to the issue of the Financial Liability.

ii) Subsequent Measurement

After initial recognition, Financial Liabilities are subsequently measured at amortized cost.

For trade and other payables maturing within one year from the date of Statement of Financial Position, the carrying amounts approximate Fair value due to short maturity of these instruments.

iii) De-Recognition

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

(f) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the statement of financial position where there is legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(g) Inventories

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 estimated cost of completion and the estimated costs necessary to make the sale.

The cost is determined on weighted average method and includes expenditure incurred in acquiring the inventories and bringing them to their present location and condition. In the case of manufactured inventories and work in progress, cost includes an appropriate share of overheads based on normal operating capacity.

Raw Material (Except Limestone), Packing Material, Power & fuel, Stores & Spares	FIFO
Limestone	Weighted Average
WIP	Weighted Average
Finished Goods	At Cost

(h) Share Capital

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.

(i) Reserves & Funds

i) Retained Earnings: Retained earnings includes the accumulated Profit or Loss and amount retained by Company after distribution of dividends.

(j) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any differences between the proceeds (net of transaction costs) and the redemption amount is recognised in Statement of Profit or Loss over the period of the borrowings using the effective interest method. Borrowings are derecognized from the Statement of Financial Position when the obligation specified in the contract is discharged, cancelled or expired.

(k) Provisions, Contingent Liabilities & Contingent Assets

(i) Provisions

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

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate to determine the present value is a Pre-Tax Rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

(ii) Contingent Liabilities

Contingent liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

(iii) Contingent Assets

Contingent assets where it is probable that future economic benefits will flow to the Company are not recognized but disclosed in the Financial Statements.

(l) Employee Benefits

i) Short Term Obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the Statement of Financial Position.

ii) Staff Bonus

As per Section 5 of Bonus Act, 10% bonus needs to be provisioned on profit during the year as per Income Tax Act, 2058. Since, company does not have taxable profit this year, bonus has not been provisioned.

(m) Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue and associated costs incurred or to be incurred can be reliably measured. Revenue is measured at fair value of the consideration received or receivable net of Value Added Tax & Excise Duty.

Revenue is recognized upon transfer of ownership of goods to the customers, provided pervasive evidence of an arrangement exists whereby collectability of revenue is reasonably certain and no performance revenue from sales of goods or rendering of services is net of indirect taxes, returns & discounts.

i) Revenue from Sale of Goods

Revenue from sale of goods are recognized when the significant risks and rewards of ownership have been transferred to the Customers. Revenue is measured at the value of the consideration received or receivable, net of excise, trade discounts if any & Value Added Tax.

(n) Leases

The lease liability needs to be accounted for under NFRS 16 "Leases". For all the significant lease, the Right-of-Use assets has to be recognized at its initial recognition under cash model. The Lease liability needs to be recognized at the present value of the lease payments that are not paid at that date. The lease payment needs to be discounted.

Since condition of lease applicability under NFRS 16 is not satisfied, Right of use of asset is not recognised and expenses are shown in profit & loss account.

(o) Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognized in Profit or Loss in the period in which they are incurred.

(p) Income Taxes

Income Tax Expense represents the sum of the tax currently payable & Deferred Tax.

i) Current Tax

Current Tax Expenses are accounted in the same period to which the revenue and expenses relate. Provision for Current Income Tax is made for the Tax Liability payable on Taxable Income after considering tax allowances, deductions and exemptions determined in accordance with the applicable tax rates and the prevailing tax laws.

ii) Deferred Tax

Deferred Tax is recognized on Temporary differences between the carrying amounts of Assets & Liabilities. Deferred Tax is recognized using the Statement of Financial Position and its Tax Base. Deferred Tax Assets & Liabilities are recognized for deductible and taxable temporary differences arising between the tax base of Assets & Liabilities and their carrying amount in Financial Statements, except when the Deferred Tax arises from the initial recognition of goodwill, an Asset or Liability in a transaction that is not a business combination and affects neither accounting nor taxable Profits or Loss at the time of the transaction.

Deferred Tax Assets are recognized 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.

Deferred Tax Liabilities are generally recognized for all taxable Temporary differences.

The 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 profits will be available to allow all or part of the Deferred Tax Asset to be utilized.

(q) Cash Flow Statement

Cash Flows are reported using the indirect method, whereby Net Profit Before Tax is adjusted for the effects of transactions of a non-cash nature and any deferrals of accruals of past or future cash receipts or payments.

(r) Functional Currency & Foreign Currency Transactions

The Financial Statements of the Company are presented in Nepalese Rupees, which is the Company's Functional Currency. In preparing the Financial Statements of the Company, transactions in currencies other than the Company's Functional Currency i.e. Foreign Currencies are recognized at the rates of exchange prevailing at the dates of the transactions.

(s) Earnings Per Share

Earning per share is calculated by dividing the profit attributable to owners of the company by the Weighted Average Number of equity shares outstanding during the Financial Year.

Palpa Cement Industries Ltd.

Significant Accounting Policies & Notes to Financial Statements For the Year ended on July 16, 2025 (Ashad 32, 2082)

Consolidated Fig. in NPR

4.1 Property, Plant & Equipments (PPE)

Particular	Land	Building	Furniture & Fixture	Computer & Accessories	Office Equipment	Plant & Machinery	Heavy Equipments	Vehicles	Mines Development	Other Assets	Total
Gross Block											
As on Shrawan, 2081	1,063,470,630	2,862,976,230	21,643,732	10,357,692	12,446,687	4,625,750,573	405,243,615	39,760,382	894,890,076	2,373,577	9,938,913,204
Addition During the Year											
Acquisition	-	40,825,485	60,389	168,061	923,723	39,932,620	12,088,496	4,453,205	168,534,866	-	266,986,845
Capitalization											
Disposal During the Year											
Adjustment/Revaluation								(12,791,949)			(12,791,949)
Balance as on Ashad, 2082	1,063,470,630	2,903,801,715	21,704,121	10,525,753	13,370,419	4,665,683,193	417,332,111	31,421,639	1,063,424,943	2,373,577	10,193,108,101
Depreciation and Impairment											
As on Shrawan, 2081	-	391,871,833	11,925,886	9,779,430	10,680,398	976,704,658	179,422,571	20,457,884	64,957,812	2,373,577	1,668,174,049
Depreciation Charge For the Year	-	71,991,115	2,399,233	405,374	842,457	152,917,983	27,461,801	3,699,587	62,018,270	-	321,735,821
Impairment For the Year											
Disposals											
Adjustment								(5,649,492)			(5,649,492)
Balance as on Ashad, 2082	-	463,862,948	14,325,119	10,184,804	11,522,856	1,129,622,641	206,884,371	18,507,979	126,976,082	2,373,577	1,984,260,378
Capital Work in Progress											
Balance as on Ashad, 2081											-
Balance as on Ashad, 2082											-
Net Book Value											
Balance as on Ashad, 2081	1,063,470,630	2,471,104,397	9,717,846	578,262	1,766,298	3,649,045,915	225,821,045	19,302,498	829,932,265	-	8,270,739,156
Balance as on Ashad, 2082	1,063,470,630	2,439,938,767	7,379,003	340,949	1,847,564	3,536,060,552	210,447,740	12,913,660	936,448,861	-	8,208,847,724

Palpa Cement Industries Ltd.

Significant Accounting Policies & Notes to Financial Statements For the Year ended on July 16, 2025 (Ashad 32, 2082)

5 Intangible Assets

Categories	Accounting Software - I	Accounting Software - II	Accounting Software - III	Accounting Software - IV	Total Ashad End
Gross Block					
As on Shrawan, 2081	27,000	53,000	45,000	1,505,000	1,630,000
Addition During the Year					-
Acquisition					-
Capitalization					-
Disposal During the Year					-
Adjustment/Revaluation					-
Balance As on Ashad, 2082	27,000	53,000	45,000	1,505,000	1,630,000
Amortisation & Impairment					
As on Shrawan, 2081	27,000	53,000	45,000	1,206,005	1,331,005
Amortisation Charge For the Year				298,995	298,995
Impairment For the Year					-
Disposals					-
Adjustment					-
Balance As on Ashad, 2082	27,000	53,000	45,000	1,505,000	1,630,000
Capital Work in Progress					
Balance As on Ashad, 2081					-
Balance As on Ashad, 2082					-
Net Book Value					
Balance As on Ashad, 2081	-	-	-	298,995	298,995
Balance As on Ashad, 2082	-	-	-	0	0

Palpa Cement Industries Ltd.

Significant Accounting Policies & Notes to Financial Statements For the Year ended on July 16, 2025 (Ashad 32, 2082)

5 Intangible Assets

Consolidated

Categories	Accounting Software - I	Accounting Software - II	Accounting Software - III	Accounting Software - IV	Total Ashad End
Gross Block					
As on Shrawan, 2081	27,000	53,000	45,000	1,505,000	1,630,000
Addition During the Year					-
Acquisition					-
Capitalization					-
Disposal During the Year					-
Adjustment/Revaluation					-
Balance As on Ashad, 2082	27,000	53,000	45,000	1,505,000	1,630,000
Amortisation & Impairment					
As on Shrawan, 2081	27,000	53,000	45,000	1,206,005	1,331,005
Amortisation Charge For the Year	-	-	-	298,995	298,995
Impairment For the Year					-
Disposals					-
Adjustment					-
Balance As on Ashad, 2082	27,000	53,000	45,000	1,505,000	1,630,000
Capital Work in Progress					
Balance As on Ashad, 2081					-
Balance As on Ashad, 2082					-
Net Book Value					
Balance As on Ashad, 2081	-	-	-	298,995	298,995
Balance As on Ashad, 2082	-	-	-	0	0

Palpa Cement Industries Ltd.
Notes to the Financial Statements
For the Year ended on July 16, 2025 (Ashad 32, 2082)

6 Investment	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Particulars				
Subsidiary				
Devdah Mines And Minerals Pvt Ltd	-	-	10,000,000	10,000,000
Ghari Mines & Minerals Pvt Ltd	-	-	10,000,000	10,000,000
Gothadi Minerals Pvt Ltd	-	-	10,000,000	10,000,000
Palpa Mines & Minerals	-	-	190,000,000	190,000,000
R.K. Minerals Pvt Ltd	-	-	12,000,000	12,000,000
R.M.C. Mines & Minerals	-	-	18,500,000	18,500,000
Rahabas Minerals Pvt Ltd	-	-	10,000,000	10,000,000
S.A. Minerals Pvt Ltd	-	-	10,000,000	10,000,000
S.R.V. Mines Pvt Ltd	-	-	14,000,000	14,000,000
Tansen Mines & Minerals	-	-	145,000,000	145,000,000
V.K. Minerals Pvt Ltd	-	-	13,000,000	13,000,000
Yash Minerals Pvt Ltd	-	-	30,000,000	30,000,000
Total	-	-	472,500,000	472,500,000
7 Deferred Tax Assets	Consolidated		Standalone	
Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Deferred Tax Asset/(Liability)				
Property, Plant & Equipment	(588,779,206)	(523,777,348)	(588,779,206)	(523,777,348)
Changes in OH Component Incl. in Cost of Conversion	(13,415,549)	(8,430,470)	(13,415,549)	(8,430,470)
Carried Forward of Losses	401,738,285	361,188,885	401,455,513	360,973,013
CSR Provision	267,026	25,936	267,026	25,936
Total	(200,189,444)	(170,992,997)	(200,472,216)	(171,208,869)
8 Other Non Current Assets	Consolidated		Standalone	
Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Capital Advances	-	-	-	-
Security Deposits	6,359,748	4,359,748	6,359,748	4,359,748
Total	6,359,748	4,359,748	6,359,748	4,359,748
9 Inventories	Consolidated		Standalone	
Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
As Certified By Management				
Raw Materials	570,514,930	296,131,651	570,514,930	296,131,651
Power & Fuel	407,403,308	808,522,320	407,403,308	808,522,320
Packing Material	14,314,503	15,522,723	14,314,503	15,522,723
Semi Finished Goods [WIP]	5,022,748	2,658,011	5,022,748	2,658,011
Finished Goods	852,222,171	587,122,069	852,222,171	587,122,069
Stores and Spares	403,656,720	334,836,037	403,656,720	334,836,037
Total	2,253,134,378	2,044,792,809	2,253,134,378	2,044,792,809
10 Trade Receivables	Consolidated		Standalone	
Particulars	16th July, 2025 (Ashad 32, 2082)	16th July, 2025 (Ashad 32, 2082)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Trade Receivables From Related Parties	6,343,436	12,171,371	6,343,436	12,171,371
Trade Receivables From Other Parties	506,573,688	511,276,264	506,573,688	511,276,264
Provision for Impairment of Trade Receivables	-	-	-	-
Total	512,917,123	523,447,635	512,917,123	523,447,635

11 Cash & Cash Equivalent	Consolidated		Standalone	
	Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)
Cash in Hand (As Certified By Management)	1,311,157	522,267	1,311,157	522,267
Bank Balance:				
Bank of Kathmandu Lumbini Ltd.	1,864,983	39,248	1,864,983	39,248
Citizens Bank International Ltd.	242,465	1,722,530	242,465	1,722,530
Civil Bank Ltd.	-	77,758	-	77,758
Everest Bank Ltd.	20,613,216	24,226,228	20,613,216	24,226,228
Global IME Bank Ltd.	15,312,104	21,005,922	14,460,157	19,931,750
Kumari Bank Ltd.	1,441,869	538,917	1,441,869	538,917
Laxmi Sunrise Bank Ltd. [Hattisar]	-	17,198,852	-	17,198,852
Machhapuchchhre Bank Ltd.	14,334	1,862,211	14,334	1,862,211
Nepal Investment Mega Bank Ltd. [Kamaladi]	-	2,050,491	-	2,050,491
NCC Bank Ltd.	-	187,976	-	187,976
Nepal Bank Ltd.	324,210	2,814,712	324,210	2,814,712
Nepal Investment Mega Bank Ltd. [Durbarmarg]	76,642,633	6,246,609	76,642,633	6,246,609
Nepal SBI Bank Ltd.	802,916	2,263,299	802,916	2,263,299
NIC Asia Bank Ltd.	400,271	1,354,104	400,271	1,312,004
NMB Bank Ltd.	981,317	1,410,662	981,317	1,410,662
Prabhu Bank Ltd.	9,575,861	15,205,019	9,575,861	15,205,019
Prime Commercial Bank Ltd.	1,024,902	527,163	1,024,902	527,163
Rastriya Banijya Bank Ltd.	1,355,260	837,493	1,355,260	837,493
Sanima Bank Ltd.	8,664,822	9,507,648	8,664,822	9,507,648
Siddhartha Bank Ltd.	7,078,314	2,076,821	7,078,314	2,076,821
Laxmi Sunrise Bank Ltd. [Kupondole]	83,258	2,366,345	83,258	2,366,345
Overdraft				
Himalayan Bank Ltd.	6,583,045	33,250,228	6,583,045	33,250,228
Nepal Investment Mega Bank Ltd.	104,668	16,946,075	104,668	16,946,075
Nabil Bank Ltd.	6,447,139	9,820,912	6,447,139	9,820,912
Total	160,868,743	174,059,490	160,016,796	172,943,218
12 Financial Asset at amortised Cost	Consolidated		Standalone	
Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Nepal Investment Bank Ltd. [Fixed Deposit]	3,000,000	3,000,000	3,000,000	3,000,000
Total	3,000,000	3,000,000	3,000,000	3,000,000
13 Other Financial Assets	Consolidated		Standalone	
Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Current				
Custom Dharauti (Returnable Goods)	287,157	276,000	287,157	276,000
Bank Guarantee Margin	697,900	697,900	697,900	697,900
Export Incentive Receivable	62,338,046	62,883,630	62,338,046	62,883,630
Letter of Credit Margin	11,733,873	10,700,089	11,733,873	10,700,089
Letter of Credit Advance	8,954,478	2,513,640	8,954,478	2,513,640
Total	84,011,454	77,071,259	84,011,454	77,071,259

14 Other Current Assets	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Prepaid Expenses	2,390,300	1,027,633	2,390,300	1,027,633
Pre Ipo Expenses	3,000,000		3,000,000	
Advance to Suppliers	-	-	-	-
Advance to Related Parties	-	-	-	-
Advance to Other Parties	39,150,183	37,861,044	39,150,183	37,861,044
Custom Deposit	16,868,682	28,654,090	16,868,682	28,654,090
Advance Against Staff & Labors	4,436,641	2,575,869	4,436,641	2,575,869
Other Receivables	1,550,000	1,550,000	7,550,000	7,550,000
VAT Receivable	-	42,452,822	-	42,452,822
Total	67,395,806	114,121,457	73,395,806	120,121,457

15	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
(a) Equity Share Capital				
Authorised Capital:				
37,500,000 Ordinary Shares @ Rs.100 Each	3,750,000,000	3,750,000,000	3,750,000,000	3,750,000,000
Issued Capital:				
37,500,000 Ordinary Shares @ Rs.100 Each	3,750,000,000	3,750,000,000	3,750,000,000	3,750,000,000
Paid Up Capital:				
30,000,000 Ordinary Shares of NPR 100 Each	3,000,000,000	3,000,000,000	3,000,000,000	3,000,000,000
Total	3,000,000,000	3,000,000,000	3,000,000,000	3,000,000,000
(b) Other Equity				
(i) Free Reserve				
Retained Earnings				
Balance at the Beginning of the Year	490,225,792	419,723,610	490,873,405	420,169,718
(+) Profit For the Year	97,345,072	69,854,033	97,545,772	70,055,538
(+) Provision for CSR written back	100,000	648,150	100,000	648,150
(+) Other Comprehensive Income	-	-	-	-
Available For Distribution	587,670,864	490,225,792	588,519,177	490,873,405
(-) Dividend Paid				
Balance at the End of the Year	587,670,864	490,225,792	588,519,177	490,873,405
(ii) Revaluation Reserve				
Balance at the Beginning of the Year	483,677,265	483,677,265	483,677,265	483,677,265
Land Revaluation Reserve	-	-	-	-
Balance at the End of the Year	483,677,265	483,677,265	483,677,265	483,677,265
Grand Balance at the End of the Year	1,071,348,129	973,903,057	1,072,196,442	974,550,670

16 Long Term Borrowings	Consolidated		Standalone	
	Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)
Hire Purchase Loan				
Himalayan Bank Ltd.	8,730,000	15,714,000	8,730,000	15,714,000
Nepal Investment Bank Ltd.	9,466,262	4,460,103	9,466,262	4,460,103
Permament working capital				
Global Bank Ltd.	280,500,000	314,500,000	280,500,000	314,500,000
Himalayan Bank Ltd.	198,000,000	222,000,000	198,000,000	222,000,000
Nabil Bank Ltd.	140,000,000	156,000,000	140,000,000	156,000,000
Nepal Investment Bank Ltd.	321,750,000	360,750,000	321,750,000	360,750,000
Sanima Bank Ltd.	222,750,000	249,750,000	222,750,000	249,750,000
Long Term Loan				
Global Bank Ltd.	1,396,972,206	1,171,849,621	1,396,972,206	1,171,849,621
Himalayan Bank Ltd.	933,103,564	781,382,082	933,103,564	781,382,082
Nabil Bank	609,629,396	510,529,908	609,629,396	510,529,908
Nepal Investment Bank Ltd.	924,971,920	791,843,607	924,971,920	791,843,607
Sanima Bank Ltd.	959,634,614	803,514,400	959,634,614	803,514,400
(-) Term Loan Current Portion	(337,806,266)	(224,647,518)	(337,806,266)	(224,647,518)
Total	5,667,701,697	5,157,646,202	5,667,701,697	5,157,646,202
17 Other Non Current Financial Liabilities				
Particulars	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Retention Money	11,693,977	11,654,097	11,693,977	11,654,097
Total	11,693,977	11,654,097	11,693,977	11,654,097
18 Provisions				
Particulars	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Non - Current				
Provision For Leave Encashment	-	-	-	-
Provision For Gratuity	-	-	-	-
Non Current Provisions	-	-	-	-
Current				
Provision For Corporate Social Responsibility	1,335,128	129,678	1,335,128	129,678
Provision For Bonus	-	-	-	-
Current Provisions	1,335,128	129,678	1,335,128	129,678
19 Trade Payable				
Particulars	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Trade Payable From Related Parties	-	2,252,222	-	2,252,222
Trade Payable From Others	137,421,992	109,748,696	137,421,992	109,748,696
Total	137,421,992	112,000,919	137,421,992	112,000,919

20	Short Term Borrowings	Consolidated		Standalone	
		16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
	OverDraft				
	Global Bank Ltd.	3,963,482	14,103,731	3,963,482	14,103,731
	Sanima Bank Ltd.	189,600,000	114,600,000.00	189,600,000	114,600,000
	Short Term Loan				
	Himalayan Bank Ltd.	110,000,000	140,000,000.00	110,000,000	140,000,000
	Nabil Bank Ltd.	116,600,000	98,000,000	116,600,000	98,000,000
	Nepal Investment Bank Ltd.	-	662,230,000	-	662,230,000
	Working Capital Loan				
	Global Bank Ltd.	-	50,000,000	-	50,000,000
	(+) Current Maturity of LTL	337,806,266	224,647,518	337,806,266	224,647,518
	Total	757,969,749	1,303,581,249	757,969,749	1,303,581,249
21	Other Current Financial Liabilities	Consolidated		Standalone	
	Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
	Other Payable	427,616	827,616	12,839,558	13,259,558
	Customer Deposit	708,918	183,918	708,918	183,918
	Retention Money	7,012,756	9,886,806	7,012,756	9,886,806
	Other Employee Related Payable				
	Salaries & Wages Payable	13,184,495	14,603,656	13,184,495	14,603,656
	Staff Deposit Payable	50,121,487	48,294,520	50,121,487	48,294,520
	Total	71,455,273	73,796,517	83,867,215	86,228,459
22	Other Current Liabilities	Consolidated		Standalone	
	Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
	Interest Payable	-	27,516,666.98	-	27,516,667
	Audit Fee Payable	1,267,375	1,267,375	999,775	999,775
	Advance From Customers				
	From Related Parties	-	-	-	-
	From Others	38,125,980	31,436,315	38,125,980	31,436,315
	Statutory Dues				
	TDS Payable	10,076,452	11,266,911	10,072,852	11,263,311
	Excise Payable	9,040,372	4,360,356	9,040,372	4,360,356
	VAT Payable	18,330,195	-	18,330,195	-
	Royalty Payable	6,914,166	5,657,722	6,914,166	5,657,722
	Reverse VAT Payable	22,069	-	22,069	-
	Other Liabilities				
	Payable Against Letter of Credit	297,674,453	331,686,075	297,674,453	331,686,075
	Expenses Payable	1,340,396	16,725	1,340,396	-
	Total	382,791,458	413,208,146	382,520,258	412,920,221
23	Income Tax (Assets)/Liabilities (Net)	Consolidated		Standalone	
	Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
	Income Tax Liabilities	(1,138,056)	(110,942.00)	(1,138,056)	(110,942)
	Income Tax Assets	6,509,925	5,133,255	6,509,925	5,133,255
	Total	5,371,869	5,022,313	5,371,869	5,022,313

Palpa Cement Industries Ltd.
Notes to the Financial Statements
For the Year ended on July 16, 2025 (Ashad 32, 2082)

Fig.in NPR

24 Revenue From Operations	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Particulars				
Revenue From Cement Sales	3,342,088,439	2,903,491,522	3,342,088,439	2,903,491,522
Revenue From Clinker Sales	700,826,789	1,249,847,266	700,826,789	1,249,847,266
Other Operating Income				
Revenue From Trading & Service	15,270,101	7,800,088	15,270,101	7,800,088
Revenue From Scrap Sales	2,580,014	2,093,350	2,580,014	2,093,350
Export Incentive	51,244,437	62,883,630	51,244,437	62,883,630
Total	4,112,009,779	4,226,115,855	4,112,009,779	4,226,115,855
25 Cost of Sales	Consolidated		Standalone	
Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Raw Materials Consumed	992,388,058	1,190,418,835	992,388,058	1,190,418,835
Packing Materials Consumed	111,968,349	115,890,040	111,968,349	115,890,040
Cost of Sales	9,206,264	2,142,463	9,206,264	2,142,463
Production Expenses [Sch 25A]	2,257,739,385	2,376,748,909	2,257,739,385	2,376,748,909
(+) Opening Stock - FG	587,122,069	82,498,346	587,122,069	82,498,346
(+) Opening Stock - WIP	2,658,011	3,859,470	2,658,011	3,859,470
(-) Closing Stock - WIP	(5,022,748)	(2,658,011)	(5,022,748)	(2,658,011)
(-) Closing Stock - FG	(852,222,171)	(587,122,069)	(852,222,171)	(587,122,069)
Total	3,103,837,217	3,181,777,983	3,103,837,217	3,181,777,983
25A Production Expenses [Sch 25A]	Consolidated		Standalone	
Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Electricity Power & Fuel	1,620,859,750	1,778,861,377	1,620,859,750	1,778,861,377
Generator Running Expenses	83,776,544	72,200,859	83,776,544	72,200,859
Security	6,468,000	5,370,000	6,468,000	5,370,000
Insurance Premium	10,214,230	10,397,578	10,214,230	10,397,578
Repair & Maintenance Expense Block A	322,311	809,452	322,311	809,452
Repair & Maintenance Expense Block D	60,805,662	53,422,553	60,805,662	53,422,553
Cleaning & Maintenance Expenses	222,945	652,630	222,945	652,630
Salaries & Allowances	87,679,543	89,783,519	87,679,543	89,783,519
Wages	66,523,354	72,753,297	66,523,354	72,753,297
Mess Expenses	2,585,676	2,732,777	2,585,676	2,732,777
Depreciation on Building & Plant & Machinery	314,389,170	281,340,712	314,389,170	281,340,712
Other Manufacturing Expenses	3,892,201	8,424,154	3,892,201	8,424,154
Total	2,257,739,385	2,376,748,909	2,257,739,385	2,376,748,909
26 Other Income	Consolidated		Standalone	
Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Insurance Claim	587,191	5,612,700	587,191	5,612,700
Interest Income	165,081	335,750	165,081	335,750
Profit on Sale of Fixed Assets	25,685	393,463	25,685	393,463
Miscellaneous Income	8,279,883	8,056,801	8,275,783	8,053,276
Total	9,057,840	14,398,714	9,053,739	14,395,189

27 Administration Expenses	Consolidated		Standalone	
	16th July, 2025	15th July, 2024	16th July, 2025	15th July, 2024
	(Ashad 32, 2082)	(Ashad 31, 2081)	(Ashad 32, 2082)	(Ashad 31, 2081)
Electricity	346,271	205,631	346,271	205,631
Salaries & Allowances	41,358,275	43,389,364	41,358,275	43,389,364
Staff Welfare	1,730,677	2,639,255	1,730,677	2,639,255
Insurance Premium	4,356,466	4,372,777	4,356,466	4,372,777
Repair & Maintenance Expense Block B	1,828,030	2,678,312	1,828,030	2,678,312
Repair & Maintenance Expense Block C	2,947,254	2,709,848	2,947,254	2,709,848
Rent	5,190,889	4,844,777	5,190,889	4,844,777
Rates & Taxes	6,248,073	5,555,170	6,248,073	5,555,170
Consultancy Fees	7,240,874	7,522,226	7,240,874	7,522,226
Audit Fee	1,203,400	1,203,400	1,000,000	1,000,000
Tax Audit Fee	82,800	82,800	15,000	15,000
Local Conveyance	27,756	27,603	27,756	27,603
Printing & Stationery	1,739,780	2,101,677	1,739,780	2,101,677
Travelling	6,407,729	6,505,311	6,407,729	6,505,311
Bank Charges & Commission	6,374,071	6,399,693	6,373,571	6,398,693
Membership & Subscription	507,050	155,000	507,050	155,000
Donation	105,000	6,614,627	105,000	6,614,628
Communication Charges	2,019,762	2,212,322	2,019,762	2,212,322
Guest Entertainment	207,348	266,059	207,348	266,059
Miscellaneous Expenses	139,563	101,291	139,563	101,291
Office Upkeep & Maintenance	453,988	567,477	453,988	567,477
Annual Maintenance Charges	504,994	224,548	504,994	224,548
Vehicles Running Expenses	13,300,600	21,124,076	13,300,600	21,124,076
Postage & Courier Charge	182,775	278,162	182,775	278,162
Pooja Expenses	247,488	747,501	247,488	747,501
Cleaning & Maintenance Expenses	198,867	228,984	198,867	228,984
Exchange Gain/(Loss)	-	80,001	-	80,001
Corporate Social Responsibility (CSR)				
CSR Expenses	100,000	648,150	100,000	648,150
CSR Provision	1,305,450	129,678	1,305,450	129,678
Certificate of Origin	689,000	934,156	689,000	934,156
Depreciation of Property, Plant and Equipments	7,346,652	10,126,093	7,346,652	10,126,093
Amortization of Intangible Assets	298,995	313,995	298,995	313,995
Total	114,689,877	134,989,964	114,418,177	134,717,765

28 Selling & Distribution Expenses	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Salaries & Allowances	26,469,296	26,738,507	26,469,296	26,738,507
Advertisement & Business Promotion	32,235,085	24,071,232	32,235,085	24,071,232
Distribution & Freight Outward	25,324,884	24,067,676	25,324,884	24,067,676
Export Expenses	13,179,950	20,402,178	13,179,950	20,402,178
Repair & Maintenance (S&D)	3,060,559	5,837,152	3,060,559	5,837,152
Commission	116,105,306	114,806,323	116,105,306	114,806,323
Total	216,375,079	215,923,067	216,375,079	215,923,067
29 Finance Cost	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Interest On Term Loan	378,782,555	494,217,514	378,782,555	494,217,514
Interest On Working Loan	179,703,316	201,036,588	179,703,316	201,036,588
Interest On Security Deposit				
(-) Finance Cost Capitalized to Property, Plant & Equipment				
Total	558,485,871	695,254,102	558,485,871	695,254,102
30 Income Tax Expense	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Current Tax on Profit For The Year	1,138,056	110,942	1,138,056	110,942
Deferred Tax For The Year	29,196,448	(57,395,521)	29,263,347	(57,328,352)
Income Tax Expense	30,334,504	(57,284,579)	30,401,403	(57,217,410)

Palpa Cement Industries Ltd.
Notes to the Financial Statements
For the Year ended on July 16, 2025 (Ashad 32, 2082)

31 Fair Value Measurements

(i) Financial Instruments by Category & Hierarchy

This section explains the judgements and estimates made in determining the Fair Values of the Financial Instruments that are measured at Amortised Cost and at which Fair Values are disclosed in the Financial Statements. The Company doesn't have any Financial Instruments which are to be measured at Fair Value through Profit & Loss or Fair Value through Other Comprehensive Income.

To provide an indication about the reliability of the inputs used in determining Fair Value, the Company has classified its financial instruments into Three Levels prescribed as per applicable NFRS. However, all the Financial Instruments held by the Company fall under Level 3 Category.

Level 1: Level 1 Hierarchy includes Financial Instruments measured using Quoted Prices.

Level 2: Fair Value of Financial Instruments that are not traded in an active market is determined using valuation techniques which maximises the use of observable market data & rely as little as possible on entity-specific estimates. If all significant inputs required to determine Fair Value of an instrument are observable, the instrument is included in Level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

There is no transfer of Financial Instruments between different levels as mentioned above during the year.

32 Financial Risk Management

The Company's activities expose it to Credit Risk, Liquidity Risk & Market Risk.

i) Credit Risk

The Company is exposed to credit risk for various Financial Instruments, For Example Customer Receivables, Loans or Advances given. The Company continuously monitors Receivables and defaults with customers & other counterparties. Appropriate Security Deposits along with Bank Guarantee are kept against the supplies to customers.

Credit Risk with respect to Trade Receivable is managed by the Company through setting up Credit Limits for customers & also periodically reviewing the Credit worthiness of major customers.

Impairment for Trade Receivables:

Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Gross Carrying Amount	512,917,123	523,447,635
Impairment Losses	-	-
Carrying Amount of Trade Receivables	512,917,123	523,447,635

The credit risk for cash & cash equivalents is considered negligible, since the counterparties are Nepal Rastra Bank approved Financial Institutions.

ii) Liquidity Risk

Prudent Liquidity Management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of internal and external financing to meet obligations when due. The Company monitors its risk to a shortage of funds on a regular basis through cash forecast for scheduled debts servicing payments and considering maturity profiles of Financial Assets & Other Financial Liabilities.

a) Financing Arrangements:

The Company had availed Financing Arrangements as categorised below. Closing balances of the same stands as follows:

Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Short Term Borrowings	757,969,749	1,303,581,249
Long Term Borrowings	5,667,701,697	5,157,646,202
Total Borrowings	6,425,671,446	6,461,227,451

b) Maturity of Financial Liabilities:

The table below summarises the Company's Financial Liabilities into Relevant Maturity Groupings based on their Contractual Maturities for all Financial Liabilities.

Particulars	16th July, 2025 (Ashad 32, 2082)		15th July, 2024 (Ashad 31, 2081)	
	< 1 Year	> 1 Year	< 1 Year	> 1 Year
Trade Payables	137,421,992		112,000,919	
Borrowings	757,969,749	5,667,701,697	1,303,581,249	5,157,646,202
Other Non Current Financial Liabilities		11,693,977		11,654,097
Other Current Financial Liabilities	83,867,215		86,228,459	
Total Financial Liabilities	979,258,955	5,679,395,674	1,501,810,627	5,169,300,299

iii) Market Risk**a1) Foreign Currency Risk Exposure**

The Company imports are predominantly denominated in INR. As the exchange rate between India & Nepal is fixed, Company doesn't have foreign currency risk for its transactions.

b1) 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 Rates. The Company's policy is to minimise Interest Rate Cash Flow risk exposure on borrowings. Company also have interest rate risk in terms of opportunity cost on Interest Income.

b2) Interest Rate Sensitivity

Profit or Loss is Sensitive to changes in Interest Rate for Borrowings. A change in Market Interest Level by 100 Basis Points which is reasonably possible based on Management's Assessment would have the following effect on the Profit After Tax.

Particulars	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Interest Rate - Increase By 100 Basis Points*	64,434,494	62,374,028
Interest Rate - Decrease By 100 Basis Points*	(64,434,494)	(62,374,028)

* Holding all other Variable Constant

33 Capital Management

The Company has Equity Share Capital & Reserves as the source of capital. The primary objective of the Company's capital management is to maximize the shareholder value & provide adequate return to shareholders. To maintain or adjust the Capital Structure, the company may issue new shares for further capital infusion.

Palpa Cement Industries Ltd.
Notes to the Financial Statements
For the Year ended on July 16, 2025 (Ashad 32, 2082)

34 Related Party Disclosure

Key Managerial Personnel

Chairman - Mr. Rajesh Kumar Agrawal
 Director - Mr. Vishnu Kumar Agrawal
 Director - Mrs. Sweety Kumari Agrawal
 CEO - Mr. Atul Dalmia
 CFO - Mr. Begam KC

Subsidiary Entities

Devdah Mines And Minerals Pvt. Ltd.
 Ghari Mines & Minerals Pvt. Ltd.
 Gothadi Minerals Pvt. Ltd.
 Palpa Mines & Minerals Pvt. Ltd.
 R.K. Minerals Pvt. Ltd.
 R.M.C. Mines & Minerals Pvt. Ltd.

Subsidiary Entities

Rahabas Minerals Pvt. Ltd.
 S.A. Minerals Pvt. Ltd.
 S.R.V. Mines Pvt. Ltd.
 Tansen Mines & Minerals Pvt. Ltd.
 V.K. Minerals Pvt. Ltd.
 Yash Minerals Pvt. Ltd.

Related Entities

RMC Cement Pvt. Ltd.
 Rajesh Metal Crafts Pvt. Ltd.
 RMC Foods Pvt. Ltd.
 RMC Construction Pvt. Ltd.
 Purvanchal Cement Pvt. Ltd.
 RMC Investment Pvt. Ltd.
 RMC Exim Pvt. Ltd.

Fig. in NPR

(a) Key Management Personnel Compensation:

Particulars	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Short Term Employee Benefits	4,866,873	5,147,420	4,866,873	5,147,420
	4,866,873	5,147,420	4,866,873	5,147,420

(b) Related Party Transactions:

Particulars	Consolidated			Standalone		
	KMP	Other Related Entities	Total	KMP	Other Related Entities	Total
Sales						
For The Year Ended 16th July, 2025 (Asadh 32, 2082)		65,653,805	65,653,805		65,653,805	65,653,805
For The Year Ended 15th July, 2024 (Asadh 31, 2081)		97,292,148	97,292,148		97,292,148	97,292,148
Purchases						
For The Year Ended 16th July, 2025 (Asadh 32, 2082)		5,757,169	5,757,169		5,757,169	5,757,169
For The Year Ended 15th July, 2024 (Asadh 31, 2081)		13,482,975	13,482,975		13,482,975	13,482,975
Services Purchase						
For The Year Ended 16th July, 2025 (Asadh 32, 2082)	4,200,000		4,200,000	4,200,000		4,200,000
For The Year Ended 15th July, 2024 (Asadh 31, 2081)	3,600,000		3,600,000	3,600,000		3,600,000

(c) Related Party Balances:

Particulars	Consolidated			Standalone		
	KMP	Other Related Entities	Total	KMP	Other Related Entities	Total
Trade Receivables						
As at 16th July, 2025 (Asadh 32, 2082)		6,343,436	6,343,436		6,343,436	6,343,436
As at 15th July, 2024 (Asadh 31, 2081)		12,171,371	12,171,371		12,171,371	12,171,371
Trade Payables						
As at 16th July, 2025 (Asadh 32, 2082)		-	-		-	-
As at 15th July, 2024 (Asadh 31, 2081)		2,252,222	2,252,222		2,252,222	2,252,222
Net Staff Payable						
As at 16th July, 2025 (Asadh 32, 2082)	3,569,771		3,569,771	3,569,771		3,569,771
As at 15th July, 2024 (Asadh 31, 2081)	3,217,700		3,217,700	3,217,700		3,217,700

35 Legal Matters & Contingent Liabilities

Claims against the company not acknowledged as liability - Inland Revenue Department

Particulars	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Claims against the Company not acknowledged as debts:				
For Income Tax/VAT/Excise*	4,706,538	4,706,537	4,706,538	4,706,537

Note:

1. Company has not recognized any form of contingent liability for Income Tax & VAT so assessed for FY: 2075 | 76 & 2078 | 79 as the same is under review/appeal at respective legal forums.
2. Management believes that chances of these matters going against the company are remote and there will not be any probable cash outflow.

36 Corporate Social Responsibility

Provision for Corporate Social Responsibility, as required under the provision of Industrial Enterprise Act, 2076 Sec: 54 has been created.

37 Earnings Per Share

Particulars	Consolidated		Standalone	
	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)	16th July, 2025 (Ashad 32, 2082)	15th July, 2024 (Ashad 31, 2081)
Profit For the Year	97,345,072	69,854,033	97,545,772	70,055,538
Weighted Avg. No. of Equity Shares O/S During the Year	30,000,000	30,000,000	30,000,000	30,000,000
Nominal Value of Equity Shares	100	100	100	100
Earnings Per Share	3.24	2.33	3.25	2.34

38 Assets Pledged**To Collateralize its borrowings following arrangements has been done:**

Entity has entered into Pari Passu agreement where it has pledged all its movable/non movable assets (Existing & Future Expansions), Individual Guarantee has also been provided by Directors along with that first charge over income so generated from project has also been given to the consortium banks.

39 Regrouping of Figures:

Previous Year's figures have been regrouped/rearranged as and where necessary.

40 Miscellaneous:

(i) All amounts are in Nepalese Rupees unless otherwise stated.

(ii) All figures are in the Nearest Rupee & Rounded off.

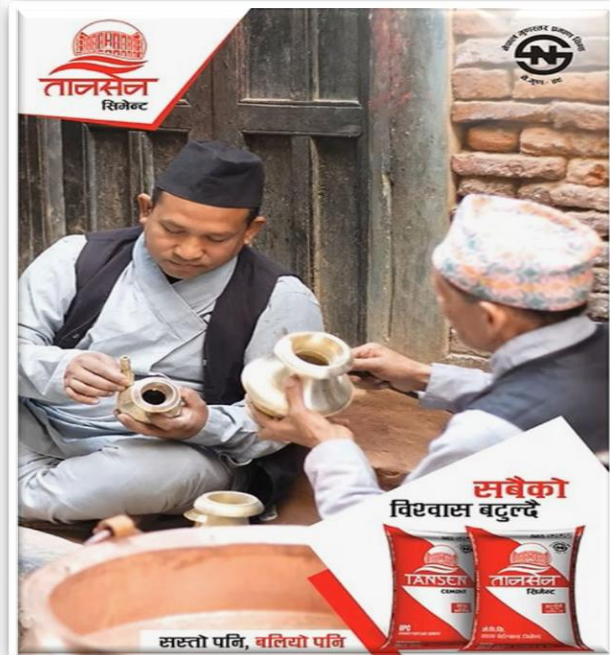
(ii) As per Section 5 of Bonus Act, 10% bonus needs to be provisioned on profit during the year as per Income Tax Act, 2058. Since, company does not have taxable profit this year, bonus has not been provisioned.

(iii) Sales reconciliation is as under:

Particulars	Amount
Sales as per Profit & Loss	4,112,009,779
(+) Vehicle sales	7,168,142
(-) Export Incentive	(51,244,437)
(+) Excise	72,519,045
(-) Export Sales mistakenly omitted in Vat Return	(19,942,710)
Sales As Per VAT Return	4,120,509,819

संस्थाका विभिन्न क्रियाकलापहरुका केही भलकहरु

ब्राण्डिङ्ग कार्यक्रम




ताजसेज
सिमेन्ट


भारत उपरोक्त कंपनी लिमिटेड
बैंगलूरु - ५६



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सस्तो पनि, बलियो पनि

भारतीय बजार मा देशको पहिलो सिमेन्ट निर्यातको कार्यक्रम





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