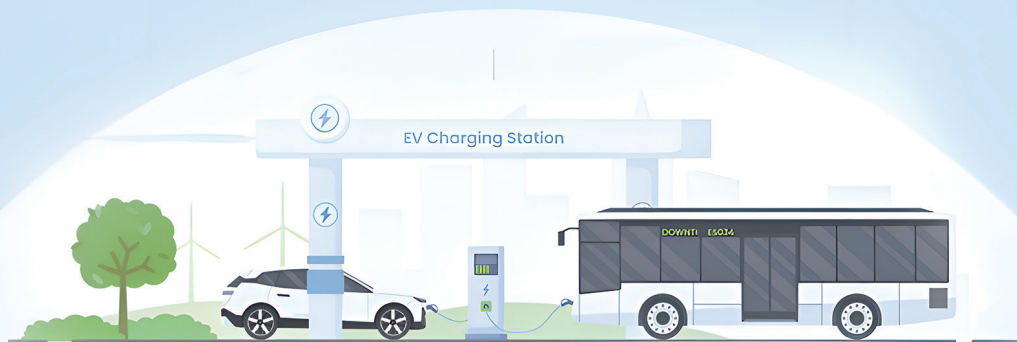




34TH ANNUAL REPORT



३४औं वार्षिक
प्रतिवेदन,
आ.ब. २०८१/८२

REDEFINE
YOUR
LIMITS



ARUN K. CHAUDHARY
Chairman



KARAN K. CHAUDHARY
Managing Director & CEO



BIJAY B. SHRESTHA
Director



CA NAGENDRA SAH
Director



DHRUBA PRASAD ARYAL
Director



SHILA CHAUDHARY
Director



NIRANJANA NEUPANE
Director



ANIL BASNYAT
Director



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अध्यक्ष ज्यूको मन्तव्य

नेपाल ल्यूब आयल लि. को यस चौतिसौं वार्षिक साधारण सभामा सहभागी हुनु भएका सम्पूर्ण शेयरधनी महानुभावहरुमा कम्पनीको सञ्चालक समिति, सम्पूर्ण कम्पनी परिवार र मेरो व्यक्तितगत तर्फबाट समेत म यहाँहरुलाई हार्दिक स्वागत तथा अभिवादन व्यक्त गर्दछु।

नेपाल ल्यूब आयल लि.को शुरुवात देखि समिक्षा वर्ष सभामा पनि विशेषतः विगत १०-१२ वर्षको अवधिलाई विश्लेषण गर्दा COVID र आर्थिक सुस्तताको वर्षबाहेक अन्य प्रत्येक वर्ष कम्पनीले निरन्तररूपमा उत्तम प्रतिफल दिन सफल भएको, कम्पनी अझ सदृढ अवस्थामा जाँदैरहेको र प्रतिस्पर्धि एवं लगानीकर्ताहरु माझ आफूलाई एउटा सफल एवं विश्वसनीय संस्थाको रूपमा स्थापित गराउन सफल हुँदै आएको यहाँ शेयरधनीहरुलाई बताईरहनु पर्दैन । यहाँहरु स्थापनाकाल देखि नै कम्पनीको प्रत्येक गतिविधि एवं कार्यप्रगति नियाल्दै आउनुभएको छ र स्वयंको लगानी रहेकोले यहाँहरु अझ संवेदनशिल भई मूल्यांकन र विश्लेषण गर्नुहुने भएकोले यस सन्दर्भमा पूर्णतः ज्ञात हुनु हुन्छ ।

समिक्षा वर्षमा हामिले लिएको लक्ष्य ३९२० के.एल. को ९२% अर्थात ३६२४ के.एल. विक्री गर्न सफल भयो, यो विक्री परिमाण अघिल्लो वर्षको तुलनामा १३% ले बढि हो । यो विक्री परिमाण गतवर्षको बजार हिस्सामा १.६%ले वृद्धि हासिल गर्न सक्षम भएको र नजिकको हाम्रो दोश्रो प्रतिस्पर्धि संगको बजार हिस्सामा १.५४ % को भिन्नता हासिल गर्न सफल हुनुले यस उपलब्धिलाई अझ उल्लेखनिय र गर्विलो बनाएको छ । ३६२४ के.एल. को यस वर्षको विक्री कम्पनीको इतिहासको सर्वाधिक विक्री परिमाण हो ।

अझ यस वर्षको खुद नाफा तर्फ हेर्ने हो भने हामिले लिएको लक्ष्य भन्दा बढी पुग्न सफल भएका छौ । यसले पनि कम्पनी सहि दिशातर्फ अग्रसर रहेको प्रस्ट पार्दछ ।

देशमा विद्युतिय सवारीसाधनको आयात एवं विक्री बढी रहेको, ठूला ठूला आयोजनाहरुको कार्य प्रगतिमा भईरहेको ढिलासूस्तीले गर्दा ट्र्याक्टर र ठूला हेभि इक्विपमेन्टको कारोवार तथा उपयोग पनि सिमित भईरहेको छ । यस्तो परिस्थितीमा हामिले नयाँ र भिन्न बजार क्षेत्रहरु पहिचान गर्दै अगाडि बढिरहेका छौ र गतवर्ष यति गरिमामय सभामा हामिले नयाँ क्षेत्रको रूपमा आउने दिनमा नेपालको भविष्यको रूपमा रहेको Hydro Power र विद्युत वितरण लाईनमा खपत हुने ट्रान्सफर्मर आयलको उत्पादन गर्ने Plant जडान गर्ने प्रतिबद्धता गरे अनुसार सोलाई पूर्णता दिई उत्पादन तथा विक्री गर्न समेत सफल भएका छौ । हाम्रो ट्रान्सफर्मर आयल विगत ३ महिना देखि नेपालका सबै ठूला ट्रान्सफर्मर उत्पादकहरु र नेपाल बिद्युत प्राधिकरण समेतले उपभोग गरि यसको गुणस्तर र कार्यक्षमता प्रति पूर्ण सन्तुष्ट व्यक्त गरेका छन । यति हौसलाले यस वर्ष हामिले १००० के.एल. भन्दा बढि त मात्र ट्रान्सफर्मर आयल विक्री गर्ने लक्ष्य लिएका छौ ।

गत वर्ष Gulf Oil International बाट हुने नियमित Plant, Process and quality audit बाट सन्तुष्ट भई GOI ले सिन्थेटिक बाहेकका हामिले थप माग गरेका सम्पूर्ण grade को formulation प्राप्त भयो र Synthetic Product हरुका लागि समेत थप केहि आवश्यक पूर्वाधार बनाएको खण्डमा सोको उत्पादन गर्न समेत स्विकृती प्रदान गर्ने प्रतिबद्धताले कम्पनीले आफ्नो उत्पादनहरु GOI को मापदण्डमा मात्र रहि कार्य गरिरहेको र विश्वस्तरीय गुणस्तरको बस्तु उत्पादनको निमित्त सक्षम रहेको देखाउदछ । त्यसैले यसवर्ष हामिले Plant and Machinery तर्फ पूर्वाधारहरु थप गर्दै जाने योजना ल्याएका छौ । त्यस्तै आउने दिनमा बिद्युतिय सवारी साधनको उपयोगमा



वृद्धि भएपनि मागमा गिरावट नभई निरन्तर माग वृद्धि भईरहने अर्को महत्वपूर्ण Product गिज हो । यसको उत्पादन गर्ने मेशिन हामि संग नभएको र देश बाहिरबाट गिज आयात गरि नेपाली बजारमा विक्री गर्दा स्थानिय प्रतिस्पर्धी हरुको मूल्यसंग धेरै अन्तर भईरहेको छ । त्यसैले हाम्रो गिजको विक्री देशको सम्पूर्ण गिजको विक्रीमा बजार हिस्सा धेरै न्यून छ । त्यसैले यस वर्ष हामीले नयां गिज प्लान्ट लगाउने योजनालाई अघि ल्याएकाछौ । यसबाट हामि आफूले चाहे अनुरूपको विभिन्न प्रकारका गिज उत्पादन गर्न सफल हुने र स्थानिय उत्पादकहरुसंग रहेको मूल्य अन्तरको Benefits लाई कम गरि आफ्नो उत्पादनको बजार हिस्सा बढाउन सफल हुने छौ । यी नयां योजना र यो संग सम्बन्धित आवश्यक Lab उपकरणहरु खरिद गर्ने, कारखानाको विस्तार र renovation यस वर्षका मुख्य कार्यहरु रहेका छन ।

माथिका योजनाहरु र बिद्युतिय सवारी साधनको निमित्त आवश्यक चार्जरहरु विक्री गर्ने र चार्जिङ्ग स्टेशन निर्माण व्यवसाय गर्ने र सोको निमित्त आवश्यक पुंजी जुटाउन भनि यहि समिक्षा अवधिमाै विशेष साधारण सभाको आह्वान भई यी योजनाहरु सम्पन्न गर्न र बांकी रकम बैंकलाई भुक्तानी गरि हाल रहेको ऋण रकम घटाउने भनी 1:2 Right share जारी गर्ने सो सभाबाट स्विकृती भए अनुरूप SEBON मा निवेदन पेश गरिएको छ । SEBON बाट स्विकृत पश्चात पुंजी जुटेपछि यी सम्पूर्ण कार्यहरु तिब्र गतिमा सम्पन्न गर्ने छौ ।

विशेष साधारण सभाबाट स्विकृत भई नेपाल ल्यूव आयल लि.को पूर्ण स्वामित्वमा रहने गरि NLOL Energy Ltd र NLOL Synergy Ltd स्थापना गरी सकिएको छ । उक्त कम्पनीहरुले कारोवार गर्ने ब्याटि व्यवसाय, चार्जर र टोल ब्लेण्डिङ्गका कार्यहरु शुरुवात गर्ने तर्फ अग्रसर छौ । चार्जरको बढीरहेको बजारबाट उत्साहित भई यस आ.ब.मा १०० वटा चार्जर विक्री गर्ने लक्ष्य लिईएको छ । ब्याटि तर्फ समेत हालको २ wheeler को मात्र विक्री गरि रहिएकोमा आफ्नै NLOL ब्राण्ड बाट सम्पूर्ण Range को ब्याटि विक्री गर्ने तर्फ अगाडि बढिरहेका छौ । त्यस्तै समिक्षा वर्षको अन्तिम ३ महिनामा ८७ के.एल. टोल ब्लेण्डिङ्ग गरि लगभग ११ लाख खूद आम्दानी गर्न सफल भएका छौ भने आगामि बर्ष ४०० के.एल. सम्मको टोल ब्लेण्डिङ्ग गर्ने लक्ष्य छ । यसले हाम्रो रणनीति विविधिकरण तर्फ उन्मुख भई विभिन्न आम्दानीका श्रोतहरु सुनिश्चित गरि अगाडि बढिरहेको प्रस्टयाउदछ । यसका साथै GULF international को Product portfolio मा नभएका र सम्भौतामा असर नपर्ने विभिन्न ग्रेडका लूब्रिकेन्ट्स र गिजहरु NLOL ब्राण्डबाट विक्री गर्न शुरुवात गरिसकेका छौ । यसले आगामि दिनमा आफ्नै ब्राण्ड विकसित गर्ने तर्फ पनि रणनीतिक सहयोग पुर्याउने छ ।

बजारमा ८०० बढि व्यक्ति तथा निकायबाट लूब्रिकेन्ट्सको कारोवार भईरहेकोमा ति प्रतिस्पर्धिहरु माझ पृथक देखाउन र अग्रस्थानमा पुग्न Brand Building का विभिन्न क्रियाकलापहरु जरुरी छ र यसमा कम्पनी कहिले पछि परेको छैन । यसअधिका वर्षहरुमा भईरहेको Brand Building को कार्यहरु मध्ये यस समिक्षा वर्षमा गरिएको पृथक कार्य Nepal Premier League (Cricket) मा Janakpur Bolt मा गरिएको Sponshorship मुख्य रहेको छ । वर्षको महत्वपूर्ण यस्ता सम्पूर्ण कार्यहरुको छोटकरी विवरणसहितका फोटोहरु यसै प्रतिवेदनमा पेश गरेका छौ । त्यस्तै गतवर्ष सम्पन्न गरिएका र यस वर्ष गरिने मुख्य मुख्य कार्यहरुको विवरण पनि यसै प्रतिवेदनमा उल्लेख गरेका छौ । यस वर्ष हाम्रो मुख्य योजना एवं कम्पनीको Theme को रुपमा Redefine your limit लिईएको छ र सोहिलाई आत्मासात गर्दै Women power लाई अधिराख्दै यस प्रतिवेदन तयार हुनु अघि कम्पनीको Brand Ambassdor को रुपमा नेपाल महिला क्रिकेट टिमको उप कप्तान एवं under 19 टिमको कप्तान सूश्री पूजा महतोलाई नियुक्त गरेका छौ । आशा छ यस सम्बन्धनले बजारमा विशेषत महिला र युवा क्रिकेट प्रेमीहरुमाझ GULF Brand, कम्पनी र यसका उत्पादनको सकारात्मक छवि विस्तार गर्न मद्दत पुग्ने विश्वास लिएका छौ ।

कम्पनीले समिक्षा वर्षमा आफ्ना कामदार तथा कर्मचारीहरूलाई कार्य दक्षता र performance अनुसार पारदर्शी रूपमा निजहरूको पारिश्रमिक वृद्धि गर्ने देखि निजहरूको कार्यस्थलको सूच्यवस्था कायम गर्ने, देश तथा विदेशमा तालिमहरू प्रदान गर्दै निजहरूको कार्यक्षमता विस्तार गर्ने र motivate गर्ने कार्य समेत पारदर्शिरूपमा निरन्तर गरिरहेका छौ । आफ्ना कामदार तथा कर्मचारीको कार्यदक्षता वृद्धि गर्ने र बजारमा रहेका हाम्रो वस्तु विक्रीमा प्रभाव पार्ने ब्यक्तिहरू जस्तै डिष्ट्रिब्यूटर, निजका कर्मचारी, रिटेलर र मेकानिक्सहरूलाई तालिम प्रदान गर्न एक तालिम विशेषज्ञ नियुक्त गरेका छौ । निजले GULF International संग समन्वय गरि विभिन्न तालिमहरू प्रदान गर्ने छन ।

माथिका यति योजनाहरू अंगाल्दै यस वर्ष अर्थात आ.ब.२०८२।८३ मा हामिले ४६९० के.एल. विक्री गर्ने लक्ष्य लिएका छौ । यो समिक्षा वर्षको हाम्रो विक्रीको तुलनामा ३०% ले बृद्धि हो । यो परिमाण अविश्वसनिय पनि लाग्न सक्छ तर यसमा हामिले ठोस रणनीति सहित सम्पूर्ण कार्ययोजना तयार पारेका छौ र सबैजना अग्रसर भई सो हि कार्ययोजना अनुरूप कार्य भईरहेकोले उक्त लक्षित परिमाण सान्दर्भिक रहेको र विश्वसनिय रहेका छ । यस विक्रीबाट ५ करोड ८७ लाख खूद नाफा हुने अपेक्षा राखेका छौ । आउने दिनमा बजारमा केहि सूधार हुने अपेक्षा र हाम्रो माथिका योजनाहरूको कार्यन्वयनबाट उक्त लक्ष्य हासिल गर्न हामि सबै आआफ्नो क्षेत्रबाट कटिबद्ध छौ ।

सेयरधनी महानूभावहरू,

यस वर्ष कम्पनीको नाफाबाट सञ्चालक समितीको निर्णयले २० प्रतिशत बोनस शेयर र १.०५२६४ प्रतिशत नगद लाभासं (नगद लाभांस कर प्रयोजनको निमित्तमात्र) वितरणको प्रस्ताव गरिएको छ । आशा छ यांहाहरूले उक्त प्रस्तावलाई सहृदयले स्विकार गरि स्विकृत गरिदिनु हुनेछ । त्यस्तै कम्पनी ऐन बमोजिम पेश गर्न पर्ने सबै विवरणहरू यस प्रतिवेदनमा पेश भएको छ । यसका साथै सञ्चालक समितीको तर्फबाट आजको यस सभामा पेश भएका सबै प्रस्तावहरू सर्वसम्मत रूपमा स्विकृत गरि पारित गरिदिनुहुने छ भन्ने आशा लिएको छु ।

S.no	Fiscal Year	Share Capital	%	Dividend
1	F.Y.69/70	20,292,200	40%	8,116,880
2	F.Y.70/71	24,371,900	20%	4,874,380
3	F.Y.71/72	24,371,900	10%	2,437,190
4	F.Y.72/73	24,371,900	20%	4,874,380
5	F.Y.73/74	26,842,500	25%	6,710,625
6	F.Y.74/75	26,842,500	40%	10,737,000
7	F.Y.75/76	29,753,200	30%	8,925,960
8	F.Y.76/77	29,753,200	10%	2,975,320
9	F.Y.77/78	29,753,200	35%	10,413,620
10	F.Y.78/79	38,758,500	30%	11,627,550
11	F.Y.79/80	48,514,900	30%	14,554,470
12	F.Y.80/81	60,718,900	25%	15,179,725
13	F.Y.81/82	72,862,680	21%	15,339,489

अन्त्यमा,

यस वर्ष पनि कम्पनीलाई आफ्नो क्षेत्रमा विगत ८ वर्ष भै अग्र स्थानमा राख्न आ.आफ्नो क्षेत्रबाट योगदान पूर याउनु हुने हाम्रा वितरक Partner, Retailer, Mechanics, OEM Partner, Projects, Industries,



व्यवसायी, DSE/PSE, आम उपभोक्ता र अन्य सम्पूर्ण सूत्रेच्छकहरु प्रति हामि सदैव आभारी छौं। त्यसैगरी कम्पनीको शुरुवातदेखि नै कम्पनीको सर्घर्षको दिनहरुका प्रत्येक पलको साक्षि रहनु भएका र कम्पनीलाई सदैव महत्वपूर्ण र रचनात्मक मार्गदर्शन प्रदान गर्ने हाम्रा शेयरधनी महानूभावहरुलाई पनि हामि हार्दिक धन्यवाद उक्त आगामि दिनहरुमा पनि यसरी नै निरन्तररूपमा सकारात्मक एवं रचनात्मक सहयोग पार्दैरहने छौं भन्ने आशा लिएका छौं। याहाहरुले कम्पनी प्रति देखाउनु भएको सद्भाव र हामि प्रति देखाउनु भएको विश्वासबाट अलिकतिपनि डगमगाउन दिने छैनौं।

यस सञ्चालक समिति तथा कम्पनीलाई प्रत्यक्ष अप्रत्यक्ष रुपमा मार्गनिर्देशन गर्ने नेपाल सरकारका विभिन्न नियमनकारी निकाय, श्री धीतोपत्र बोर्ड, श्री नेपाल स्टक एक्सेन्ज, CDS and Clearing र कम्पनीको दैनिक गतिविधिमा साथ तथा सहयोग पुर्याउने श्री एभरेष्ट बैंक लि. तथा अन्य बैंक तथा वित्तीय संस्था, RTS NIMB Ace Capital र पत्रकार मित्रहरु प्रति पनि हार्दिक आभार प्रकट गर्दछौं।

साथै कम्पनीका मेरुदण्डका रुपमा रहनु भएका हाम्रा मेहनतीकामदार तथा कर्मचारीहरु प्रति पनि सदैव भैं हार्दिक धन्यवाद प्रदान गर्दछौं।

सञ्चालक समितिको तर्फबाट
श्री अरुण कुमार चौधरी
अध्यक्ष

नेपाल ल्यूब आयल लिमिटेडको चौतिसौ वार्षिक साधारण सभाको सूचना

मिति २०८२।०६।०१ मा बसेको सञ्चालक समितिको ३८३ औं बैठकको निर्णय अनुसार यस कम्पनीको चौतिसौं वार्षिक साधारण सभा निम्नलिखित मिति, समय, र स्थानमा देहायका विषयहरू उपर छलफल गर्न बस्ने भएको हुँदा सम्पूर्ण शेयरधनी महानुभावहरूको उपस्थितिका लागि अनुरोध गरिएको छ ।

१. सभा हुने मिति, समय र स्थान:

मिति : २०८२ साल आश्विन ३१ गते (१७ अक्टोबर, २०२५), शूक्रवार

समय : बिहान ११:३० बजे

स्थान : द प्लाजा, पूल्चोक, ललितपुर

२. छलफलका विषय सूची :

- क) आ.ब.२०८१।८२को सञ्चालक समितिको प्रतिवेदन माथि छलफल गरी पारित गर्ने ।
- ख) आ.व.२०८१।८२ को लेखा परीक्षकको प्रतिवेदन, २०८२ आसाढ मसान्तको वासलात र आ.व.२०८१।८२ को आय विवरण र सोही अवधिको नगद प्रवाह विवरण छलफल गरि स्वीकृत गर्ने ।
- ग) यस कम्पनीका सहायक कम्पनीहरू NLOL Energy Ltd र NLOL synergy Ltd को वित्तीय विवरणहरू सहितको एकिकृत वित्तीय विवरण छलफल गरि पारित गर्ने ।
- घ) सञ्चालक समितिको ३८३ औं बैठकले सिफारिस गरे बमोजिम २० प्रतिशत बोनस शेयर लाभांश तथा रु. ७,६६,९८२।०० नगद लाभांश (अर्थात चुक्ता पुँजीको १.०५२६४%)(बोनस शेयर र नगद लाभांश दुवैको कर प्रयोजनको निमित्त) वितरणको निमित्त स्वीकृत गर्ने । (प्रस्तावित बोनस शेयर कम्पनीको आ.ब.२०८१।८२ को अर्थात २०८२ आसाढ मसान्तको वासलात बमोजिमको चुक्ता पुँजीमा प्रदान गर्ने र कम्पनीले यस अधि १:२ हकप्रद शेयर निश्कासनको निमित्त सम्बन्धित निकायमा कार्यवाहिको लागि पेश भएको निवेदनमा रहेको शेयर संख्यामा यस बोनस शेयरलाई गाणनामा नलिइने)
- ङ) कम्पनी ऐन २०६३ को दफा १११ बमोजिम लेखा परिक्षण समितीको सिफारिसमा आ.व.२०८२।८३ को कारोबारको लागि बाह्य लेखा परिक्षक नियुक्ति गर्ने तथा निजको पारिश्रमिक निर्धारण गर्ने । (बहालवाला लेखा परिक्षक समेत ३ वटा प्रस्ताव ICAN ले निर्धारण एवम निर्देशन अनुरूप न्युनतम पारिश्रमिक सहित प्राप्त भएको, साथै कम्पनी ऐन २०६३ को दफा १११(३) बमोजिम बहालवाला लेखा परिक्षक ए.आई. एसो सिष्टम् चार्टर्ड एकाउन्टेन्टस् पुन नियुक्तिको निमित्त योग्य रहेको)
- च) सर्वसाधारण शेयरधनीहरूको तर्फबाट संचालकहरू नियुक्ति गर्ने सम्बन्धमा ।
- छ) विविध ।



विशेष प्रस्ताव

क) यस साधारण सभाबाट पारित बोनस शेयर लाभांश र मिति २०८१।१०।२९ को विशेष साधारण सभाबाट सर्वसम्मतरूपमा स्विकृत भई हाल SEBON मा स्विकृतीको निमित्त पेश भएको कम्पनीको १:२ अनुपातको हकप्रद शेयर निष्कासन (1:2 Ratio, Right share Issue) पश्चात् प्राप्त पुँजीको व्यवसायमा उपयोग गर्ने सम्बन्धमा ।

ख) माथिको बोनस शेयर स्विकृत र हकप्रद शेयरबाट प्राप्त पुँजी वृद्धिको प्रस्तावहरू स्विकृत पश्चात सोहिको निमित्त कम्पनीको अधिकृत, जारी तथा चुक्ता पुँजी वृद्धि गर्न प्रबन्धपत्र संसोधन गर्ने ।

ग) अधिकृत पुँजी, जारी पुँजी तथा चुक्ता पुँजी वृद्धि गर्ने र अन्य सवै कार्यको निमित्त कम्पनीको प्रबन्धपत्र तथा नियमावलीमा आवश्यक संसोधन गर्न विवरणहरू तयार गरी श्री कम्पनी रजिष्ट्रारको कार्यालय तथा अन्य आवश्यक नियमन संस्थाहरूमा पेश गर्ने तथा आवश्यक अन्य कार्य गर्न गराउन आवश्यकता अनूसार अन्य कोई कसैलाई नियुक्ती गर्न वा कसैलाई अस्तित्वारी प्रदान गर्न संचालक समितीलाई पूर्ण रूपमा

अस्तीयारी प्रदान गर्ने ।

घ) विविध ।

३. बिबिध ।

सञ्चालक समितिको आशाले
कम्पनी सचिव

साधारण सभाहुने सम्बन्धमा सामान्य जानकारी

१. प्रतिनिधि (प्रोक्सी) नियुक्त गरिएकोमा सो प्रतिनिधिपत्र कम्पनीको कर्पोरेट कार्यालय, साकेत भवन, त्रिपुरेश्वर, काठमाण्डौंमा सभा सुरु हुनुभन्दा कम्तीमा ७२ घण्टा अगाडि दर्ता गरी सक्नु पर्नेछ ।

सेयरवालाको नाम सेयर संख्या र दस्तखत नभिलेको प्रतिनिधिपत्र रद्द हुन्छ ।

२. उपस्थित गणपुरक संख्या सभा संचालनको निमित्त निर्दिष्ट संख्या अनुसार पर्याप्त भएमा मात्र सभा संचालन हुने छ ।

३. साधारण सभा प्रयोजनका लागि कम्पनीको शेयर दाखिल सारिजको काम मिति २०८२।०६।१२ देखि २०८२।०६।३१ सम्म बन्द रहने छ ।

४. साधारण सभाको सूचना र आर्थिक विवरण सेयरधनीको दर्ता किताबमा कायम रहेको ठेगानामा पठाइने छ ।

५. साधारण सभा सम्बन्धी अन्य कुराहरूको जानकारी आवश्यक भएमा कम्पनीको कर्पोरेट कार्यालय, साकेत भवन, त्रिपुरेश्वरमा, कार्यालय समयमा सम्पर्क राखी लिन सकिने छ ।

द्रष्टव्य : निर्वाचन कार्यतालिका सम्बन्धी थप जानकारीको लागि निर्वाचन अधिकृतको कार्यालय, नेपाल ल्यूव आयल लि. को कर्पोरेट अफिस, साकेत भवन, त्रिपुरेश्वर, काठमाण्डौं बाट लिन हुन सम्बन्धित सबैको जानकारीको लागि अनुरोध छ ।

प्रोक्सी फारम

श्री सञ्चालक समिति
नेपाल ल्यूब आयल लिमिटेड
त्रिपूरेश्वर, काठमाण्डौं
विषय : प्रतिनिधि नियुक्त गरेको बारे ।

महाशय,

..... जिल्ला म.न.पा. /उ.न.पा./न.पा./जा.वि.स.
वडा नं. बस्ने म र हामी ले त्यस कम्पनीको सेयर
धनीको हैसियतले २०८२ साल आश्विन ३१ गते हुने ३४ औं वार्षिक साधारण सभामा स्वयम् उपस्थित भई
छलफल तथा निर्णयमा सहभागी हुन नसक्ने भएकोले उक्त सभामा भाग लिन तथा मतदान गर्नको लागि
..... जिल्ला म.न.पा. /उ.न.पा./न.पा./जा.वि.स. वडा नं.
बस्ने त्यस कम्पनीको सेयरवाला श्री सेयर प्रमाण पत्र नं. लाई मेरो र
हाम्रो प्रतिनिधि मनोनित गरी पठाएको छु र छौं ।

निवेदकको दस्तखत

नाम.....

ठेगाना.....

सेयर प्रमाण पत्र नं.

सेयर संङख्या

.....

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नेपाल ल्यूब आयल लिमिटेड

त्रिपुरेश्वर, काठमाडौं

प्रवेश पत्र

सेयरधनीको नाम..... सेयर प्रमाणपत्र नं.....
..... सेयर संख्या.....

सेयरधनीको सहि :

नेपाल ल्यूब आयल लि.को २०८२।०६।३१ मा हुने चौँतिसौं वार्षिक साधारण सभामा उपस्थितिका लागि जारी गरि
एको प्रवेश पत्र ।

.....

कम्पनी सचिव

(सभाकक्षमा प्रवेश गर्दा यो प्रवेश पत्र अनिवार्य रुपमा पेश गर्नु पर्ने छ ।)

नेपाल ल्यूब आयल लिमिटेडको मिति २०८२ साल आश्विन ३१ गते

बोलाइएको चौतिसौं वार्षिक साधारण सभामा सञ्चालक

समितिको तर्फबाट अध्यक्ष श्री अरुण कुमार

चौधरीज्यूद्वारा प्रस्तुत आ.व.२०८१/८२ को

वार्षिक हिसाब र प्रतिवेदन

शेयरधनी महानुभावहरु,

नेपाल ल्यूब आयल लि. को यस चौतिसौं वार्षिक साधारण सभामा सहभागी हुनु भएका सम्पूर्ण शेयरधनी महानुभावहरुमा कम्पनीको सञ्चालक समिति, सम्पूर्ण कम्पनी परिवार र मेरो व्यक्तिगत तर्फबाट समेत म यहाँहरुलाई हार्दिक स्वागत तथा अभिवादन व्यक्त गर्दछु।

नेपाल ल्यूब आयल लि.को शुरुवात देखि समिक्षा वर्ष सम्मको यात्रामा पनि विशेषतः विगत १०-१२ वर्षको अवधिलाई विश्लेषण गर्दा COVID र आर्थिक सुस्तताको वर्षबाहेक अन्य प्रत्येक वर्ष कम्पनीले निरन्तररूपमा उच्च प्रतिफल दिन सफल भएको, कम्पनी अझ सदृढ अवस्थामा गईरहेको र प्रतिस्पर्धि एवं लगानीकर्ताहरु माझ आफूलाई एउटा सफल एवं विश्वसनीय संस्थाको रूपमा स्थापित गराउन सफल हुँदै आएको यहाँ शेयरधनीहरुलाई बताईरहनु पर्दैन । यहाँहरु स्थापनाकाल देखि नै कम्पनीको प्रत्येक गतिविधि एवं कार्यप्रगति नियाल्दै आउनुभएको छ र स्वयंको लगानी रहेकोले यहाँहरु अझ संवेदनशिल भई मूल्यांकन र विश्लेषण गर्नुहुने भएकोले यस सन्दर्भमा पूर्णतः ज्ञात हुनु हुन्छ ।

समिक्षा वर्षमा हामिले लिएको लक्ष्य ३९२० के.एल. को ९२% अर्थात ३६२४ के.एल. विक्रि गर्न सफल भयौ, यो विक्री परिमाण अघिल्लो वर्षको तुलनामा १३% ले बढि हो । यो विक्री परिमाण गतवर्षको बजार हिस्सामा १.६%ले वृद्धि हासिल गर्न सक्षम भएको र नजिकको हाम्रो दोश्रो प्रतिस्पर्धि संगको बजार हिस्सामा १.५४ % को भिन्नता हासिल गर्न सफल हुनुले यस उपलब्धिलाई अझ उल्लेखनिय र गर्विलो बनाएको छ । ३६२४ के.एल. को यस वर्षको विक्री कम्पनीको इतिहासको सर्वाधिक विक्री परिमाण हो ।

अझ यस वर्षको खुद नाफा तर्फ हेर्ने हो भने हामिले लिएको लक्ष्य भन्दा बढी पुग्न सफल भएका छौ । यसले पनि कम्पनी सहि दिशातर्फ अग्रसर रहेको प्रस्ट पार्दछ ।

देशमा विद्युतीय सवारीसाधनको आयात एवं विक्रि बढी रहेको, ठूला ठूला आयोजनाहरुको कार्य प्रगतिमा भईरहेको ढिलासूस्तीले गर्दा द्याक्टर र ठूला हेमि इक्विपमेन्टको कारोवार तथा उपयोग पनि सिमित भईरहेको छ । यस्तो परिस्थितीमा हामिले नयाँ र भिन्न बजार क्षेत्रहरु पहिचान गर्दै अगाडि बढिरहेका छौ र गतवर्ष यहि गरिमामय सभामा हामिले नयाँ क्षेत्रको रूपमा आउने दिनमा नेपालको भविष्यको रूपमा रहेको Hydro Power र विद्युत वितरण लाईनमा खपत हुने ट्रान्सफर्मर आयलको उत्पादन गर्ने Plant जडान गर्ने प्रतिबद्धता गरे अनुसार सोलाई पूर्णता दिई उत्पादन तथा विक्री गर्न समेत सफल भएका छौ । हाम्रो ट्रान्सफर्मर आयल विगत ३ महिना



देखि नेपालका सबै ठूला ट्रान्सफर्मर उत्पादकहरु र नेपाल बिद्युत प्राधिकरण समेतले उपभोग गरि यसको गुणस्तर र कार्यक्षमता प्रति पूर्ण सन्तुष्ट व्यक्त गरेका छन । यहि हौसलाले यस वर्ष हामिले १००० के.एल. भन्दा बढि त मात्र ट्रान्सफर्मर आयल विक्री गर्ने लक्ष्य लिएका छौ ।

गत वर्ष Gulf Oil International बाट हुने नियमित Plant, Process and quality audit बाट सन्तुष्ट भई GOI ले सिन्थेटिक बाहेकका हामिले थप माग गरेका सम्पूर्ण grade को formulation प्राप्त भयो र Synthetic Product हरुका लागि समेत थप केहि आवश्यक पूर्वाधार बनाएको खण्डमा सोको उत्पादन गर्न समेत स्विकृतीप्रदान गर्ने प्रतिबद्धताले कम्पनीले आफ्नो उत्पादनहरु GOI को मापदण्डमा मात्र रहि कार्य गरिरहेको र विश्वस्तरिय गुणस्तरको बस्तु उत्पादनको निमित्त सक्षम रहेको देखाउदछ । त्यसैले यसवर्ष हामिले Plant and Machinery तर्फ पूर्वाधारहरु थप गर्दै जाने योजना ल्याएका छौ । त्यस्तै आउने दिनमा बिद्युतिय सवारी साधनको वृद्धि भएपनि मागमा गिरावट नभई निरन्तर माग वृद्धि भईरहने अर्को महत्वपूर्ण Product गिज हो । यसको उत्पादन गर्ने मेशिन हामि संग नभएको र देश बाहिरबाट गिज आयात गरि नेपाली बजारमा विक्री गर्दा स्थानिय प्रतिस्पर्धी हरुको मूल्यसंग धेरै अन्तर भईरहेको छ । त्यसैले हाम्रो गिजको विक्री देशको सम्पूर्ण गिजको विक्रीमा बजार हिस्सा धेरै न्यून छ । त्यसैले यस वर्ष हामीले नयां गिज प्लान्ट लगाउने योजनालाई अघि ल्याएकाछौ । यसबाट हामि आफूले चाहे अनुरूपको विभिन्न प्रकारका गिज उत्पादन गर्न सफल हुने र स्थानिय उत्पादकहरुसंग रहेको मूल्य अन्तरको Benefits लाई कम गरि आफ्नो उत्पादनको बजार हिस्सा बढाउन सफल हुने छौ । यी नयां योजना र यो संग सम्बन्धित आवश्यक Lab उपकरणहरु खरिद गर्ने, कारखानाको विस्तार र renovation यस वर्षका मुख्य कार्यहरु रहेका छन ।

माथिका योजनाहरु र बिद्युतिय सवारीसाधनको निमित्त आवश्यक चार्जरहरु विक्री गर्ने र चार्जिङ्ग स्टेशन निर्माण व्यवसाय गर्ने र सोको निमित्त आवश्यक पुंजी जुटाउन भनि यहि समिक्षा अवधिमा विशेष साधारण सभाको आह्वान भई यी योजनाहरु सम्पन्न गर्न र बांकी रकम बैकलाई भुक्तानी गरि हाल रहेको ऋण रकम घटाउने भनी 1:2 Right share जारी गर्ने सो सभाबाट स्विकृती भए अनुरूप SEBON मा निवेदन पेश गरि एको छ । SEBON बाट स्विकृत पश्चात पुंजी जुटेपछि यी सम्पूर्ण कार्यहरु तिब्र गतिमा सम्पन्न गर्ने छौ ।

विशेष साधारण सभाबाट स्विकृत भई नेपाल ल्यूव आयल लि.को पूर्ण स्वामित्वमा रहने गरि NLOL Energy Ltd र NLOL Synergy Ltd स्थापना गरी सकिएको छ । उक्त कम्पनीहरुले कारोवार गर्ने व्याट्रि व्यवसाय, चार्जर र टोल ब्लेण्डिङ्गका कार्यहरु शुरुवात गर्ने तर्फ अग्रसर छौ । चार्जरको बढीरहेको बजारबाट उत्साहित भई यस आ.ब.मा १०० वटा चार्जर विक्री गर्ने लक्ष्य लिईएको छ । व्याट्रि तर्फ समेत हालको २ wheeler को मात्र विक्री गरि रहिएकोमा आफ्नै NLOL ब्राण्ड बाट सम्पूर्ण Range को व्याट्रि विक्री गर्ने तर्फ अगाडि बढिरहेका छौ । त्यस्तै समिक्षा वर्षको अन्तिम ३ महिनामा ८७ के.एल. टोल ब्लेण्डिङ्ग गरि लगभग ११ लाख खूद आमदानी गर्न सफल भएका छौ भने आगामि बर्ष ४०० के.एल. सम्मको टोल ब्लेण्डिङ्ग गर्ने लक्ष्य छ । यसले हाम्रो रणनीति विविधिकरण तर्फ उन्मुख भई विभिन्न आमदानीका श्रोतहरु सुनिश्चित गरि अगाडि बढिरहेको प्रस्टयाउदछ । यसका साथै GULF international को Product portfolio मा नभएका र सम्भौतामा असर नपर्ने विभिन्न ग्रेडका लूब्रिकेन्ड्स र गिजहरु NLOL ब्राण्डबाट विक्री गर्न सुरुवात गरिसकेका छौ । यसले आगामि दिनमा आफ्नै ब्राण्ड विकसित गर्ने तर्फ पनि रणनीतिक सहयोग पूर्याउने छ ।

बजारमा ८०० बढि व्यक्ति तथा निकायबाट लूब्रिकेन्ड्सको कारोवार भईरहेकोमा ति प्रतिस्पर्धिहरु माझ पृथक

देखाउन र अग्रस्थानमा पूजन Brand Building का विभिन्न क्रियाकलापहरु जरुरी छ र यसमा कम्पनी कहिले पछि परेको छैन । यसअघिका वर्षहरुमा भईरहेको Brand Building को कार्यहरु मध्ये यस समिक्षा वर्षमा गरिएको पृथक कार्य Nepal Premier League (Cricket) मा Janakpur Bolt मा गरिएको Sponshorship मुख्य रहेको छ । वर्षको महत्वपूर्ण यस्ता सम्पूर्ण कार्यहरुको छोटकरी विवरणसहितका फोटोहरु यसै प्रतिवेदनमा पेश गरेका छौ । त्यस्तै गतवर्ष सम्पन्न गरिएका र यस वर्ष गरिने मुख्य मुख्य कार्यहरुको विवरण पनि यसै प्रतिवेदनमा उल्लेख गरेका छौ । यस वर्ष हाम्रो मुख्य योजना एवं कम्पनीको Theme को रुपमा Redefine your limit लिईएको छ र सोहिलाई आत्मासात गर्दै Women power लाई अधिरास्टै यस प्रतिवेदन तयार हुनु अघि कम्पनीको Brand Ambassdor को रुपमा नेपाल महिला क्रिकेट टिमको उप कप्तान एवं under 19 टिमको कप्तान सूश्री पूजा महतोलाई नियुक्त गरेका छौ । आशा छ यस सम्बन्धनले बजारमा विशेषत महिला र युवा क्रिकेट प्रेमीहरुमाभ GULF Brand, कम्पनी र यसका उत्पादनको सकारात्मक छवि विस्तार गर्न मद्दत पूजने विश्वास लिएका छौ ।

कम्पनीले समिक्षा वर्षमा आफ्ना कामदार तथा कर्मचारीहरुलाई कार्य दक्षता र performance अनुसार पारदर्शिक रुपमा निजहरुको पारिश्रमिक वृद्धि गर्ने देखि निजहरुको कार्यस्थलको सूच्यवस्था कायम गर्ने, देश तथा विदेशमा तालिमहरु प्रदान गर्दै निजहरुको कार्यक्षमता विस्तार गर्ने र motivate गर्ने कार्य समेत पारदर्शिकरुपमा निरन्तर गरिरहेका छौ । आफ्ना कामदार तथा कर्मचारीको कार्यदक्षता वृद्धि गर्ने र बजारमा रहेका हाम्रो वस्तु विक्रीमा प्रभाव पार्ने ब्यक्तिहरु जस्तै डिष्टिब्यूटर, निजका कर्मचारी, रिटेलर र मेकानिक्सहरुलाई तालिम प्रदान गर्न एक तालिम विशेषज्ञ नियुक्त गरेका छौ । निजले GULF International संग समन्वय गरि विभिन्न तालिमहरु प्रदान गर्ने छन ।

माथिका यति योजनाहरु अंगाल्दै यस वर्ष अर्थात आ.ब.२०८२।८३ मा हामिले ४६९० के.एल. विक्री गर्ने लक्ष्य लिएका छौ । यो समिक्षा वर्षको हाम्रो विक्रीको तुलनामा ३०% ले बृद्धि हो । यो परिमाण अविश्वसनीय पनि लाग्न सक्छ तर यसमा हामिले ठोस रणनीति सहित सम्पूर्ण कार्ययोजना तयार पारेका छौ र सवैजना अग्रसर भई सो हि कार्ययोजना अनुरूप कार्य भईरहेकोले उक्त लक्षित परिमाण सान्दर्भिक रहेको र विश्वसनीय रहेका छ । यस विक्रीबाट ५ करोड ८७ लाख खूद नाफा हुने अपेक्षा राखेका छौ । आउने दिनमा बजारमा केहि सूधार हुने अपेक्षा र हाम्रो माथिका योजनाहरुको कार्यन्वयनबाट उक्त लक्ष्य हासिल गर्न हामि सवै आआफ्नो क्षेत्रबाट कटिबद्ध छौ ।

सेयरधनी महानुभावहरु,

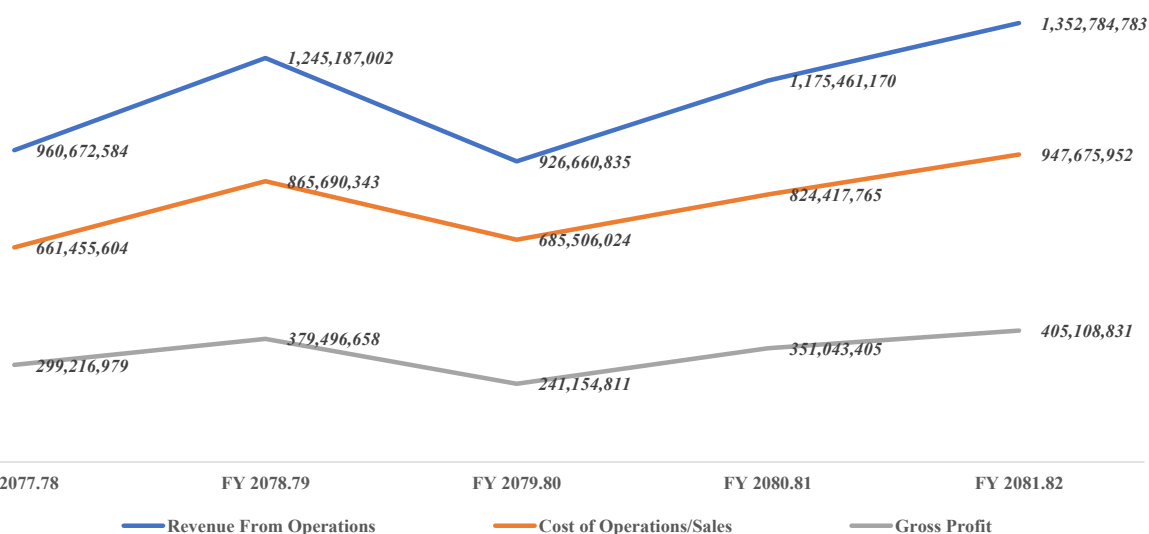
यस वर्ष कम्पनीको नाफाबाट सञ्चालक समितीको निर्णयले २० प्रतिशत बोनस शेयर र १.०५२६४ प्रतिशत नगद लाभासं (नगद लाभासं कर प्रयोजनको निमित्तमात्र) वितरणको प्रस्ताव गरिएको छ । आशा छ यांहाहरुले उक्त प्रस्तावलाई सहृदयले स्विकार गरि स्विकृत गरिदिनु हुनेछ । त्यस्तै कम्पनी ऐन बमोजिम पेश गर्न पर्ने सवै विवरणहरु यस प्रतिवेदनमा पेश भएको छ । यसका साथै सञ्चालक समितीको तर्फबाट आजको यस सभामा पेश भएका सवै प्रस्तावहरु सर्वसम्मत रुपमा स्विकृत गरि पारित गरिदिनुहुने छ भन्ने आशा लिएको छु ।

(क) विगत वर्षको कारोबारको सिंहावलोकन :

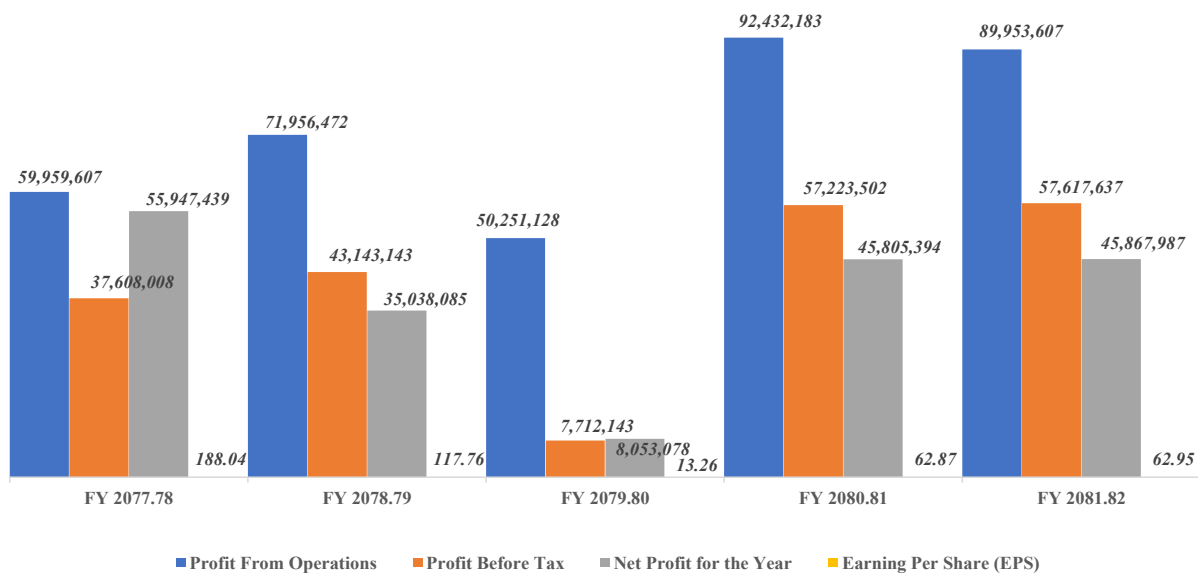
विगत पांच वर्षको तुलनात्मक वित्तीय स्थिति निम्नानुसार रहेको छ ।



S.no	Year	Revenue From Operations	Cost of Operations/Sales	Gross Profit
1	FY 2077.78	960,672,584	661,455,604	299,216,979
2	FY 2078.79	1,245,187,002	865,690,343	379,496,658
3	FY 2079.80	926,660,835	685,506,024	241,154,811
4	FY 2080.81	1,175,461,170	824,417,765	351,043,405
5	FY 2081.82	1,352,784,783	947,675,952	405,108,831

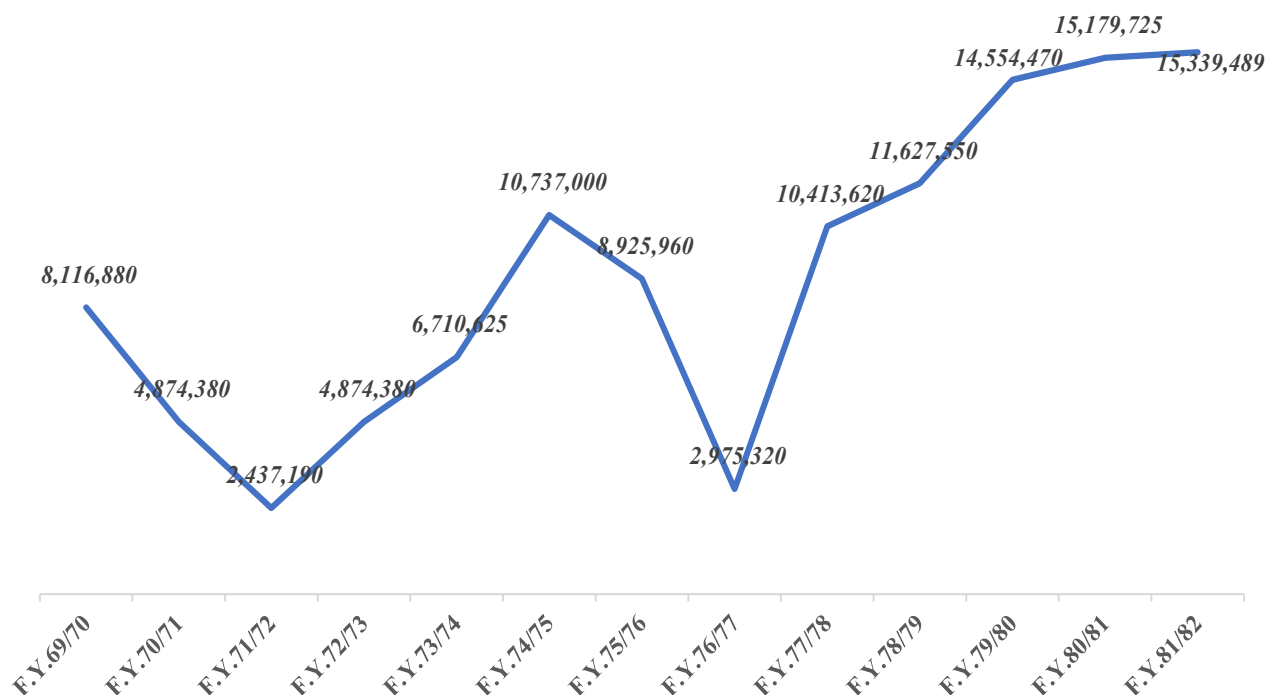


S.no	Year	Profit From Operations	Profit Before Tax	Net Profit for the Year	Earning Per Share (EPS)
1	FY 2077.78	59,959,607	37,608,008	55,947,439	188.04
2	FY 2078.79	71,956,472	43,143,143	35,038,085	117.76
3	FY 2079.80	50,251,128	7,712,143	8,053,078	13.26
4	FY 2080.81	92,432,183	57,223,502	45,805,394	62.87
5	FY 2081.82	89,953,607	57,617,637	45,867,987	62.95



S.no	Fiscal Year	Share Capital	%	Dividend
1	F.Y.69/70	20,292,200	40%	8,116,880
2	F.Y.70/71	24,371,900	20%	4,874,380
3	F.Y.71/72	24,371,900	10%	2,437,190
4	F.Y.72/73	24,371,900	20%	4,874,380
5	F.Y.73/74	26,842,500	25%	6,710,625
6	F.Y.74/75	26,842,500	40%	10,737,000
7	F.Y.75/76	29,753,200	30%	8,925,960
8	F.Y.76/77	29,753,200	10%	2,975,320
9	F.Y.77/78	29,753,200	35%	10,413,620
10	F.Y.78/79	38,758,500	30%	11,627,550
11	F.Y.79/80	48,514,900	30%	14,554,470
12	F.Y.80/81	60,718,900	25%	15,179,725
13	F.Y.81/82	72,862,680	21%	15,339,489

Dividend Distribution



(ख) राष्ट्रिय तथा अन्तर्राष्ट्रिय परिस्थितिबाट कम्पनीको कारोबारलाई कुनै असर परेको भए सोको असरको विवरण :

विश्वमा विगत केहि वर्षदेखि भईरहेको विभिन्न देशहरुविचको दण्ड तयसमा पनि हाम्रो मुख्य कच्चा पदार्थको प्रमुख उत्पादक देशहरु जस्तै रुस, यूक्रेन, इजराईल, प्यालेस्टाईन एवं अन्य अरव देशहरु यसमा संलग्न भएको कारण प्रत्येक पल अन्तराष्ट्रिय बजारमा Base Oil को मूल्य एकदम गतिशिल रुपमा



परिवर्तन भईरहेकोले धेरै असर पूग्न गएको छ ।

सधै भै कम्पनीको कारोवारलाई असर गर्ने अर्को मुख्य विषय भनेको कूनै ठोस निति नियम र गुणस्तर मापन विना विभिन्न किसिमका लुब्रिकेन्ट्स आयात हुनु हो । लुब्रिकेन्ट्सको गुणस्तरको सम्बन्धमा नियमनाकारी संस्था अर्थात नेपाल सरकारको कूनै किसिमको नियन्त्रण छैन । यस समिक्षा वर्षमा मात्र ८०० भन्दा बढि निकायले लुब्रिकेन्ट्स जन्त्य पदार्थ आयात गरेको विवरणले पनि लुब्रिकेन्ट्सको व्यापार अनियन्त्रित रहेको दर्शाउदछ ।

अर्को असर भनेको नेपालमा देखिएको Electric Vehicle को बढ्दो माग र प्रचलन पनि हो अहिले त साना कर्मशियल सवारीसाधन तर्फपनि यसको बजार हिस्सा बढदै गईरहेको छ ।

(ग) **प्रतिवेदन तयार भएको मितिसम्म चालु वर्षको उपलब्धि र भविष्यका सम्बन्धमा सञ्चालक समितिको धारणा :**

चालु आ.व. २०८२।८३ मा ४६९० के.एल. विक्री गरी सञ्चालन मुनाफा रु. ५ करोड ६८ लाख हुने लक्ष्य राखी कारोबार सञ्चालन भई रहेकोमा २०८२ श्रावण मसान्त सम्ममा जम्मा १९६ के.एल. लुब्रिकेन्ट्स विक्री वितरण भएको छ ।

यस सम्बन्धमा अझ विस्तृत विवरण तल प्रस्तुत गरिएको छ :

आ.व. २०८१।८२ को कार्यक्रमको स्थिति : **आर्थिक वर्ष २०८१।८२ मा लक्षित कार्यक्रमहरुको स्थिती :**

कम्पनीले आ.व. २०८१।८२ मा आफ्नो लक्ष्य हासिल गर्ने कटिबद्धताका साथ पहिलै देखि निरन्तर रुपमा गर्दै आएको कार्यलाई निरन्तरता दिदै नयां कार्यक्रमहरु कार्यान्वयनमा ल्याएको थियो सो कार्यक्रमहरुको स्थिती सम्बन्धमा यहा प्रस्ट पारिएको छ ।

- १ समिक्षा वर्षको मुख्य उपलब्धिमा भविष्यमा नेपालको निमित्त ठूलो परिमाणमा माग एवं खपत हुने Transformer oil को उत्पादन कारखानामा शुरू गरिएको छ । Plant खरिद गरि Installation पश्चात २०८१ चैत्र महिना देखि उत्पादन तथा विक्री शुरू गरियो । नेपालका ठूला ठूला Transformer निर्माता र नेपाल विद्युत प्राधिकरणलाई समेत ४ महिनामा २०० के.एल. भन्दा बढि विक्री गर्न सक्षम हुनुको साथै निजहरुले उपभोग पश्चात हाम्रा उत्पादनको गुणस्तरमा डूवक भई पुन माग गरिरहनुले यो रणनितिक निर्णय धेरै महत्वपूर्ण उपलब्धिको रुपमा लिन सकिन्छ । साथै यसबाट उत्साहित भई यो वर्ष Transformer oil को मात्र विक्री लक्ष्य १००० के.एल. बढि लिएका छौ ।
- २ गत वर्ष पाल्पामा नयां डिष्ट्रिब्यूटर नियुक्त गरेका छौ र यसले सो क्षेत्रमा कम्पनीको पहुचलाई अझ बढाउने छ । त्यस्तै आपसि समझदारीमा विभिन्न ५ डिष्ट्रिब्यूटरहरुलाई निजहरुको नितान्त निजी कारणहरुले बजारको Potential अनुरूप कार्य गर्न नसकिरहेकोले परिवर्तन गरि नयां डिष्ट्रिब्यूटर नियुक्त गर्न सफल भएका छौ । परिवर्तित नयां डिष्ट्रिब्यूटरहरु सवैको कार्य सराहनिय रहेको र निजहरुकै कारण पनि हामि यो वर्ष ३६२३ के.एल.विक्री गर्न सक्षम

- भएका हो ।
- ३ यस वर्षको अर्को महत्वपूर्ण कार्यको रूपमा कम्पनीले विश्वको एक प्रमुख लूब्रिकेन्ट्स ब्राण्ड DUCKHAMS संगको सहकार्य पश्चात नेपालमै Toll Blending गरि उक्त ब्राण्डको नेपाल स्थित Distributor लाई उक्त ब्राण्डको विश्वबजारमा विक्री गरिरहेको स्तरको बस्तुहरू वितरण गर्न सफल भएका छौ । यस सहकार्यबाट समिक्षा वर्षमा ८७ के.एल.विक्री गरेर लगभग ११ लाख खूद नाफा गर्न सफल भएका छौ । उक्त रकम कम देखिएतापनि आगामि दिनमा उक्त ब्राण्डले आफ्नो बजार हिस्सा र परिमाण बढाउँदै लगेमा कम्पनीको निमित्त बैकल्पिक आय श्रोतको रूपमा भरपूर मद्दत पुग्न जाने सुनिश्चित छ ।
 - ४ यस वर्ष सारा नेपालीलाई एकबद्ध रूपमा राख्न सफल भएको Event अर्थात Nepal Premier league Cricket मा Janakpur Bolt मा सह Sponsorship गरिएको छ । यसले हाम्रो Brand प्रबर्द्धनलाई धेरै फाईदा पुर्याएको छ र अझ अन्तिममा Janakpur Bolt ले उपाधी समेत जितेकोले सूनमा सुगन्ध थपिन पुगेको छ ।
 - ५ Training को निमित्त मात्र १ नयां कर्मचारी, बजार प्रबर्द्धन तर्फ १ नयां, Customer care तर्फ १ तथा बजार मा विक्री कर्मचारी २ गरि ५ नयां नियुक्ती गरिएको छ ।
 - ६ GULF International संगको सहकार्यमा ७ कामदार तथा कर्मचारीहरूले अन्तराष्ट्रिय स्तरको तालिमको पहिलो Phase पूरा गर्नु भएको छ ।
 - ७ यस वर्ष कम्पनीको सवैभन्दा बढि विक्री हुने Product लाई अन्तराष्ट्रिय बजारमा GULF को सो Product को नाम र Design सहित नेपाली बजारमा सफलतापूर्वक परिवर्तन गर्न सफल भएका छौ । बजारबाट विगत १२ वर्ष देखि चलिरहेको पहिलेकै Design र नामको माग आउन सक्छ भन्ने हाम्रो मनमा सोच रहेकोमा उत्कृष्ट नयां Design र नयां color को जारको साथै Marketing and Branding कर्मचारीहरूको मेहनतले यसलाई सफलता पूर्वक परिवर्तन गर्न सफल भएका छौ ।
 - ८ समिक्षा वर्ष भित्र विभिन्न नयां परियोजनाहरूको निमित्त आवश्यक पुंजी जूटाउन विषेस साधारण सभा सम्पन्न गरि सोबाट सर्वसम्मत रूपमा प्राप्त Mandate अनुरूप सम्बन्धित निकायमा Right share issue गर्न स्विकृतीको निमित्त निवेदन दिएका छौ ।
 - ९ समिक्षा वर्षमा कम्पनीले विशेष साधारण सभाबाट सर्वसम्मत रूपमा प्राप्त Mandate अनुरूप आफ्नो पूर्ण स्वामित्वमा वर्षको अन्त्य तिर २ नयां Subsidiary कम्पनी खोलेका छौ । यी रणनितिक महत्वका कम्पनीहरूको आउने वर्षहरूमा गर्ने कार्यले कम्पनीको साख र आय वृद्धि गर्न मद्दत गर्ने छ ।
 - १० समिक्षा वर्षमा सम्पूर्ण विक्री कर्मचारीहरू र सवै Distributors हरूलाई Motivation गर्नको निमित्त DUBAI, UAE को भ्रमण गराईएको थियो । समिक्षा वर्षको विक्री परिमाण यो कार्यबाट उत्साहीत भएको परिणामलाई पनि केहि हद सम्म लिन सकिन्छ ।
 - ११ समिक्षा वर्षमा GULF International संगको सहकार्यमा हाम्रा विभिन्न Distributors र औद्योगिक ग्राहकहरूलाई Formula 1 car race अर्न्तगतको Singapore Grand Prix को निमित्त Singapore र Indian Premier League को Chennai super king को खेलको निमित्त Chennai भ्रमण गराएका थियौ ।
 - १२ GULF International ले भौतिक रूपमा सम्पन्न गरेको विभिन्न मापदण्डको Plant, Process and Quality audit पश्चात कम्पनीलाई Synthetic oil बाहेकको सम्पूर्ण lubricants उत्पादन गर्न अनुमती दिदै formulation प्रदान गरेको छ । यसले Plant को पूर्ण क्षमतामा कार्य गर्न मद्दत



गर्नुको साथै उत्पादन मितव्ययि बनाउछ जसले नाफा वृद्धिमा सहयोग र बजारमा प्रतिस्पर्धिरुपमा मूल्य निर्धारण गर्न सहयोग पुर्याउदछ ।

१२ साथै, माथि उल्लेखित तथा अन्य कार्यहरु यसै पुस्तिकामा छै समावेश गरिएको छ ।

आर्थिक वर्ष २०८२/८३ मा लक्षित नयां कार्यक्रमहरु :

कम्पनीले आ.व. २०८२/८३ मा आफ्नो लक्ष्य हासिल गर्ने कटिबद्धताका साथ पहिलै देखि निरन्तर रुपमा गर्दै आएको कार्यलाई निरन्तरता दिदै निम्न नयां कार्यक्रमहरु कार्यान्वयनमा ल्याएको छ ।

- १ यस वर्षको निमित्त मुख्य लक्ष्य कम्पनीको विक्री तर्फ सवैभन्दा कमजोर segment को रुपमा रहेको Grease उत्पादन गर्न Grease Plant प्रतिष्ठापना गर्नु रहेको छ । यसबाट कम्पनीको विक्री परिमाण वृद्धि सहित गिजमा विविधीकरणले अन्य बस्तुहरुको विक्रीलाई समेत सूविस्ता प्रदान गर्ने छ ।
- २ त्यस्तै अर्को महत्वपूर्ण कार्यको रुपमा Synthetic product हरुको उत्पादनको निमित्त Gulf oil international ले निर्धारण गरेको मापदण्डको पालना गर्न Dedicated थप Vertical tank देखी Blending kettle / filling machine जडान गर्ने रहेको छ । यस कार्य पश्चात नेपाल ल्यूव आयल विश्वस्तरिय कूनै पनि Grade को Lubricants उत्पादन गर्न सक्षम हुने छ ।
- ३ यस वर्ष कारखानाको Lab मा महत्वपूर्ण र महंगो testing equipment Cold Crank Simulator थप गरिदै छ । (यो प्रतिवेदन तयार हुञ्जेल सम्म United states of America बाट आयात गरि जडानगरिसकिएको छ) । साथै यस वर्ष अन्य २ र गिजको केहि lab testing को निमित्त आवश्यक उपकरण जडान गरिदैछ । पहिले नै कम्पनीको LAB नेपालमा उपलब्ध अन्य LAB हरुभन्दा अग्रणी रुपमा रहेको र यी Equipment हरु जडान पश्चात उत्पादनको गुणस्तरको सुनिश्चितता त गर्ने नै छ हामि विश्वस्तरिय lubricants testing facility यूक्त LAB समेत हुने छौ ।
- ४ अन्य कार्यमा कम्पनीको साखलाई मध्यनजर गर्दै कारखानास्थलको Renovation एवं अन्य आवश्यक पूर्वाधारहरु थप गर्ने रहेको छ ।
- ५ गतवर्ष धेरै राम्रो प्रतिफल दिएको Project Sales विभाग तर्फ १ कर्मचारी नियुक्त गर्ने लक्ष्य लिईएको छ, (यहि २०८२ श्रावण १५ गते देखि नियुक्त भई कार्य सुरु भईसकेको) र यसै विक्रीतर्फ अझ राम्रो परिणाम ल्याउने आशा लिएका छौ । त्यस्तै काठमाण्डौंमा २ नयां र बिराजंजमा १ विक्री कर्मचारी नियुक्त गर्ने छौ । कारखाना तर्फ Store मा १, lab र Plant Assistant मा १ र १ थप कामदार नियुक्त गर्ने लक्ष्य छ । त्यस्तै Dealer Network Management manager समेत नियुक्त गर्ने लक्ष्य छ । यस वर्ष कम्पनीले नेपालका ५० प्रतिशत भन्दा बढी जनसंख्याको भाग रहेको महिला वर्गलाई लक्षित गरेर यस वर्ष विभिन्न योजनाहरु बनाईएको छ । त्यसैमा एक महत्वपूर्ण कार्य प्रतिष्ठित र सम्मानित महिलालाई कम्पनीको Brand Ambassdor नियुक्त गर्ने रहेको छ । (यो प्रतिवेदन तयार पार्न अघि नेपाल महिला क्रिकेट टिमकी उप कप्तान एवं अन्डर १९ महिला क्रिकेट टिम कि कप्तान सुश्री पूजा महतोलाई Brand Ambassdor नियुक्त गरिएको छ) यसले नेपालको आधा आकास आगटेको जनसंख्यामा सकारात्मक Message गई विक्री वृद्धिमा राम्रो भूमिका खेल्ने छ भन्ने आशा लिएका छौ ।
- ६ कम्पनीका विक्री कर्मचारी तथा कामदारहरुलाई लाई यस पटक पनि आकर्षक तथा व्यावहारिक



प्रोत्साहन भत्तालाई निरन्तरता दिइएको छ ।

कम्पनीका कामदार कर्मचारीहरुको निमित्त यस वर्ष पनि निजहरुको वृत्ति विकास, मानसिक विकास र उत्पादकत्व विक्तीको निमित्त धेरै तालिम तथा वर्कशपको आयोजना गर्ने लक्ष्य छ । नयाँ नियुक्त गरिएका Trainer लाई यस वर्ष १००० व्यक्तिलाई Training दिन पर्ने लक्ष्य समेत प्रदान गरिएको छ । उक्त १००० व्यक्तिको कम्पनीका कामदार, कर्मचारी, डिष्ट्रिब्यूटर, डिष्ट्रिब्यूटरका कर्मचारी, रिटेलर र मेकानिक्सहरु रहेका छन् ।

यस वर्ष कम्पनीले नयाँ र राम्रो Retailer Scheme बजारमा ल्याएको छ र यो बजारले खुशिसाथ अंगाल्ने हाम्रो विश्वास छ ।

यस वर्षको अर्को महत्वपूर्ण लक्ष्य भनेको कम्पनीको हाल विद्यमान रहेको उत्पादन क्षमताको पूर्ण उपयोग गर्दै थप आम्दानीको स्रोतको रूपमा Toll Blending को निमित्त अन्य ब्रान्डहरु संग विभिन्न तहमा वार्ता भईरहेको छ ।

हालसम्म पनि ठूलो संख्यामा गर्न नसकिरहेको ब्याट्रिको व्यवसाय यस वर्ष GULF India को सहकार्यले

वृद्धिमा अवरोध आउने देखिएमा (Gulf India संग २ पाजोको व्याट्रि मात्र रहेको कारण) अन्य देशबाट आफैं

आयात गरि NLOL ब्रान्डबाट Battery को कारोबार गर्ने वा अन्य कुनै नामचलेको प्रतिष्ठित ब्रान्ड संग सहकार्य गर्ने तर्फ अगाडि बढिरहेको छ ।

त्यस्तै EV चार्जर समेत NLOL Energy वाट कार्य थालनीको निमित्त यस वर्ष १०० वटा चार्जर आयात गरिदैछ । यसमा पूर्णरूपमा हाम्रो Logo branding सहित धेरै sophisticated चिटिक्क, बाँ लयो र टिकाउ चार्जर त्यो पनि नेपाली भाषामा प्रयोग गर्न मिल्ने गरि आयात गरिदै छ ।

साथै अन्य धेरै बजार प्रबर्द्धनका कार्यहरु गरिदै आईएको छ र यस वर्ष पनि गर्ने लक्ष्य छ ।

(घ) कम्पनीको औद्योगिक वा व्यावसायिक सम्बन्ध :

समीक्षा अवधिमा कम्पनीले आफ्ना ग्राहक, कर्मचारी तथा सम्पूर्ण सरोकारवालाहरुसंग असल व्यावसायिक सम्बन्ध कायम राखेको छ । समीक्षा वर्षमा थप २ नयाँ OEM/Project जोडन सफल भएको र यो ठूलो परिमाणमा नभए पनि बजारमा आगामि दिनको निमित्त सकारात्मक सन्देश भने प्रदान गरेको छ । त्यस्तै गतवर्षको कम्पनीको विभिन्न

औद्योगिक तथा व्यवसायिक कम्पनीहरु संगको विक्रि वृद्धिले पनि कम्पनीको औद्योगिक व्यावसायिक एवं समाजिक सम्बन्ध विस्तार भइरहेको छ भन्ने प्रमाणित गर्दछ र यसलाई आफ्नो हित प्रवर्द्धन र कारोबार विस्तारका लागि समेत उपयोग गरिएको छ ।

(ङ.) सञ्चालक समितिमा भएको हेरफेर र सोको कारण :

यस समीक्षा वर्षमा रोलक्रम बमोजिम राष्ट्रिय बाणिज्य बैंकको तर्फबाट प्रतिनिधित्व गर्ने सञ्चालकको रूपमा श्री ध्रुव प्रसाद अर्याल सञ्चालकको रूपमा नियुक्त हुनु भएको छ

(च) कारोबारलाई असर पार्ने मुख्य कुराहरु :



कम्पनीको कारोबारलाई असर पार्ने मुख्य कुराहरु निम्न बमोजिम रहेका छन् ।

- १) सीमित बजारभित्र प्रतिस्पर्धीहरुको संख्यामा हुने वृद्धि र निजहरुबाट बजारमा बेला बखत प्रदान गरिने प्रलोभनबाट सिर्जित व्यक्तिहित प्रतिस्पर्धात्मक व्यवहार र यसबाट केहि समयको निमित्त भएपनि सम्भावित वित्री सम्बन्धि जोखिमहरु ।
- २) बजार भित्रको अस्वस्थ प्रतिस्पर्धाले कर्मचारी, डिष्ट्रिब्युटर, रिटेलर, मेकानिक्स र OEM लाई लामो समय सम्म आबद्ध गरिरहन कठिनाई ।
- ३) ठूलो मात्राको बजार क्षेत्र हुने अनियन्त्रित र सस्ता लूब्रिकेन्ट्स आयातकर्ताले अन्तराष्ट्रिय स्तरमा हुने कच्चा पदार्थको मूल्य वृद्धिलाई समायोजन गर्न नचाहने स्थितीको कारण उत्पन्न हुने परिस्थिती जसले मूल्यतया कम्पनीको नाफा नोक्सानमा प्रत्यक्ष असर पारिरहेको हुन्छ ।

(ख) लेखा परीक्षण प्रतिवेदनमा कुनै कौफियत भए सोउपर सञ्चालक समितिको धारणा :

आ.व.२०८१।८२ को लेखा परीक्षण प्रतिवेदनमा कम्पनीको सामान्य कारोबारको सिलसिलामा देखिएका सामान्य टिप्पणीबाहेक प्रतिकूल टिप्पणी छैन । लेखा परीक्षण प्रतिवेदनमा उल्लेखित सुझावहरु कार्यान्वयन गर्न व्यवस्थापन लाई निर्देशन दिई सकिएको छ ।

(ज) लाभान्श बाँडफाँड गर्न सिफारिस गरिएको रकम :

आ.व. २०८१।८२ को कारोबार मुनाफा तथा सञ्चित मुनाफाबाट चुक्ता पुँजीको २० प्रतिशत बोनस शेयर लाभान्श र १.०५२६४ प्रतिशत नगद लाभान्श (नगद लाभान्श कर प्रयोजनको निमित्तमात्र) वितरण गर्ने प्रस्ताव गरेका छौं । आशा छ शेयरधनी महानुभावहरुले यसलाई सहर्ष स्वीकृत गर्नु हुनेछ ।

उपरोक्त विवरणका अतिरिक्त कम्पनी ऐन, २०६३ को दफा १०९ (४) सम्बन्धी दिनु पर्ने अन्य जानकारी यसै साथ संलग्न गरिएको छ ।

अन्त्यमा,

यस वर्ष पनि कम्पनीलाई आफ्नो क्षेत्रमा विगत ८ वर्ष भै अग्र स्थानमा राख्न आ.आफ्नो क्षेत्रबाट योगदान पुर्याउनु हुने हाम्रा Distributor, Retailer, Mechanics, OEM Partner, Projects, Industries, व्यवसायी, DSE, आम उपभोक्ता र अन्य सम्पूर्ण सूभेच्छकहरु प्रति हामि सदैव आभारी छौं ।

त्यसैगरी कम्पनीको शुरुवातदेखि नै कम्पनीको संघर्षको दिनहरुका प्रत्येक पलको साक्षि रहनु भएका र सदैव महत्वपूर्ण र रचनात्मक मार्गदर्शन प्रदान गर्ने हाम्रा शेयरधनी महानुभावहरुलाई पनि हामि हार्दिक धन्यवाद टर्क्याउदै आगामि दिनहरुमा पनि यसरी नै निरन्तररुपमा सकारात्मक एवं रचनात्मक सहयोग पार्दैरहने छौं भन्ने आशा लिएका छौं । याहाहरुले कम्पनी प्रति देखाउनु भएको सदभाव र हामि प्रति देखाउनु भएको विश्वासलाई किन्चित मात्र बिचलित हुन दिने छैन ।

यस सञ्चालक समिती तथा कम्पनीलाई प्रत्यक्ष अप्रत्यक्ष रुपमा मार्गनिर्देशन गर्ने नेपाल सरकारका विभिन्न नियमनकारी निकाय, श्री धीतोपत्र बोर्ड, श्री नेपाल स्टक एक्सेन्ज, CDS and Clearing र कम्पनीको दैनिक गतिविधिमा साथ तथा सहयोग पुर्याउने श्री एभरेष्ट बैंक लि. तथा अन्य बैंक तथा वित्तिय संस्था, RTS NIMB ace

capital र पत्रकार मित्रहरु प्रति पनि हार्दिक आभार प्रकट गर्दछौ ।

साथै कम्पनीका मेरुदण्डका रुपमा रहनू भएका हाम्रा कर्त्यव्यनिष्ठ, मेहनती, रणनितिज्ञ र उर्जावान सम्पूर्ण कामदार तथा कर्मचारीहरुको परिश्रमको कदर गर्दै उहांहरुसवैमा सदैव भैं हार्दिक धन्यवाद प्रदान गर्दछौ ।

सञ्चालक समितिको तर्फबाट

श्री अरुण कुमार चौधरी
अध्यक्ष

श्री करण कुमार चौधरी
प्रबन्ध सञ्चालक तथा प्रमुख कार्यकारी अधिकृत

श्री बिजय बहादुर श्रेष्ठ
सञ्चालक

सि ए श्री नागेन्द्र साह
सञ्चालक

श्री धूब प्रसाद अर्याल
सञ्चालक

श्रीमती शिला चौधरी
सञ्चालक

श्री निरञ्जन नेउपाने
सञ्चालक

श्री अनिल बस्न्यात
सञ्चालक

मिती : २०८२ आश्विन १ गते



नेपाल ल्यूब आयल लि.

चौतिसौं बार्षिक साधारण सभा

कम्पनी ऐन, २०६३ को दफा १०९ (४) सम्बन्धी अन्य जानकारी

- (अ) सेयर जफत भएको भए जफत भएको सेयर संख्या, त्यस्तो सेयरको अंकित मूल्य, त्यस्तो सेयर जफत हुनुभन्दा अगावै सो बापत कम्पनीले प्राप्त गरेको जम्मा रकम र त्यस्तो सेयर जफत भएपछि सो सेयर विक्री गरी कम्पनीले प्राप्त गरेको रकम तथा जफत भएको सेयर वापत रकम फिर्ता गरेको भए सो को विवरण ।
आ.व. २०८१/८२ मा कुनै सेयर जफत नभएको ।
- (ज) बिगत आर्थिक वर्षमा कम्पनी र यसको सहायक कम्पनीको कारोबारको प्रगति र सो आर्थिक वर्षको अन्त्यमा रहेको स्थितिको पुनरावलोकन ।
कम्पनीको कारोबारको विवरण माथि प्रस्ट गरिएको छ भने कम्पनीको नयां खोलिएको सहायक कम्पनीहरुको विवरण यसै प्रतिवेदनमा उल्लेख गरिएको छ ।
- (ट) कम्पनी तथा त्यसको सहायक कम्पनीले आर्थिक वर्षमा सम्पन्न गरेको प्रमुख कारोबारहरु र सो अवधिमा कम्पनीको कारोबारमा आएको कुनै महत्वपूर्ण परिवर्तन ।
कम्पनीको कारोबारको विवरण माथि प्रस्ट गरिएको छ भने कम्पनीको सहायक कम्पनीबाट यस समिक्षा वर्षमा खरिद वित्री कारोबार भएको छैन ।
- (ठ) विगत आर्थिक वर्षमा कम्पनीका आधारभूत सेयरधनीहरुले कम्पनीलाई उपलब्ध गराएको जानकारी ।
गत वर्षमा आधारभूत सेयरधनीहरुबाट कुनै जानकारी प्राप्त भएको छैन ।
- (ड) विगत आर्थिक वर्षमा कम्पनीका सञ्चालक तथा पदाधिकारीहरुले लिएको सेयरको स्वामित्वको विवरण र कम्पनीको सेयर कारोबारमा निजहरु संलग्न रहेको भए सो सम्बन्धमा निजहरुबाट कम्पनीले प्राप्त गरेको जानकारी :
कम्पनीको सेयर कारोबारमा कम्पनीका सञ्चालक एवं पदाधिकारी संलग्न रहेको जानकारी कम्पनीलाई नभएको ।
- (ढ) विगत आर्थिक वर्षमा कम्पनीसंग सम्बन्धित सम्झौताहरुमा कुनै सञ्चालक तथा निजको नातेदारको व्यक्तिगत स्वार्थको बारेमा उपलब्ध गराइएको जानकारी व्यहोरा :
कम्पनीको कारोबार सम्बन्धमा कुनै सञ्चालक वा निजका नातेदारसंग कुनै प्रकारको सम्झौता नभएको ।
- (ण) कम्पनीले आफ्नो सेयर आफैले खरिद गरेको भए त्यसरी आफ्नो सेयर खरिद गनुको कारण, त्यस्तो सेयरको संख्या र अङ्कित मूल्य तथा त्यसरी सेयर खरिद गरे वापत कम्पनीले भुक्तानी गरेको रकम :

कम्पनीले २०८२ असार मसान्तसम्म आफ्नो सेयर आफैँले खरिद गरेको छैन ।

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

कम्पनीका अध्यक्ष, सञ्चालक, प्रबन्ध सञ्चालक तथा प्रमुख कार्यकारी अधिकृत, महा प्रबन्धक एवं विभागीय प्रमुखहरू रहेको व्यवस्थापन समितिबाट कम्पनी कारोबारको आन्तरिक नियन्त्रणको अनुगमन तथा मूल्याङ्कन हुने गरेको छ । साथै कम्पनीको लेखा परिक्षण समिती मार्फत विभिन्न आन्तरिक नियन्त्रण निर्देशिकाहरू जारी गर्ने तर्फ अध्ययन भईरहेको अवस्था छ ।

(थ) विगत आर्थिक वर्षको कल व्यवस्थापन खर्चको विवरण :

कम्पनीको विगत आ.व. २०८१/८२ को कुल व्यवस्थापन खर्च आय विवरणको अनुसूची १२ अनुसार रु.५,७७,५०,८९७।- रहेको छ ।

(द) लेखा परीक्षण समितिका सदस्यहरूको नामावली, निजहरूले प्राप्त गरेको पारिश्रमिक भत्ता तथा सुविधा सोसमितिले गरेको काम कारवाहीको विवरण र सो समितिले कुनै सुझाव दिएको भए सो को विवरण :

कम्पनी ऐन, २०६३ को दफा १६४ अनुसार कम्पनी ऐन बमोजिम हाल तपसिलमा उल्लेखित सदस्यहरू समावेश भएको ४ सदस्यीय लेखा परिक्षण समिती गठन भई ऐनबाट निर्दिष्ट कार्य भईरहेको छ ।

तपसिल

श्री निरञ्जन न्यौपाने, सञ्चालक : संयोजक

सिए श्री नागेन्द्र साह, सञ्चालक : सदस्य

श्री अनिल बस्नेत, सञ्चालक : सदस्य

श्री गंगा राज भ राई, महाप्रबन्धक तथा कम्पनी सचिव : आमन्त्रित सदस्य ।

गतवर्ष कम्पनीको लेखा परिक्षण समितीको ३ वटा बैठक सम्पन्न भएको छ भने उक्त बैठक सहित संक्षिप्त कार्य विवरणको जानकारी यसै प्रतिवेदनमा छै समावेश गरिएको छ ।

(ध) सञ्चालक, प्रबन्ध सञ्चालक, कार्यकारी प्रमुख, कम्पनीका आधारभूत सेयरधनी वा निजको नजिकका नातेदार वा निज संलग्न रहेको फर्म कम्पनी वा संगठित संस्थाले कम्पनीलाई कुनै रकम बुझाउन बाँकी भए सो कुरा :

कम्पनीका सञ्चालक, कार्यकारी प्रमुख, कम्पनीका आधारभूत सेयरधनी वा निजका नजिकका नातेदार वा निज संलग्न रहेको फर्म कम्पनी वा संगठित संस्थाले कुनै रकम बुझाउन बाँकी रहेको छैन ।

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

अध्यक्ष एवं प्रबन्ध सञ्चालक, सञ्चालक एवं पदाधिकारीहरू र बरिष्ठ कर्मचारी (उप प्रबन्धक सम्मको) लाई आ.व.२०८१/८२ मा भुक्तान भएको पारिश्रमिक रकम रु. ३,४६,४६,००५।०० रहेको छ ।



- (प) सेयरधनीहरूले बुकि लिन बांकी रहेको लाभांश रकम :
सानिमा क्यापिटलले पेश गरेको विवरण बमोजिम २०८२ आषाढ मसान्त सम्ममा जम्मा बुकिलिन बांकी लाभांश रकम रु. ३१,८७,८८४।७५ (२०८१ आषाढ मसान्तमा रु.३०,४२,७१८।००) ।
- (फ) कम्पनी ऐन, २०६३ को दफा १४१ बमोजिम सम्पत्ति खरिद वा बिक्री गरेको कुराको विवरण :
आ.व. २०८१।८२ मा रु.५,९६,५९,९६९।०० मूल्य बराबरको सम्पत्ति खरिद भएको छ । यो सवै खर्च कार खाना स्थलमा उत्पादनको निमित्त प्लान्ट र मेशिनरी, कर्मचारीहरूका निमित्त सवारी साधन र उपकरणहरूको निमित्त भएको हो ।
- (ब) कम्पनी ऐन, २०६३ को दफा १७५ बमोजिम सम्बद्ध कम्पनी बीच भएको कारोबारको विवरण :
कम्पनी ऐन, २०६३ को दफा १७५ बमोजिम सम्बद्ध कम्पनी बीच कारोबार भएको छैन ।
- (अ) कम्पनी ऐन, २०६३ तथा प्रचलित कानून बमोजिम सञ्चालक समितिको प्रतिवेदनमा खुलाउनु पर्ने अन्य कुनै कुरा रहेको छ र छैन ।
छैन ।
- (म) अन्य आवश्यक कुराहरू ।
छैन ।

नेपाल ल्युब आयल लिमिटेड

लेखा समितिको वार्षिक प्रतिवेदन

आर्थिक वर्ष: २०८१/८२ (वि.सं.)

प्रतिवेदन मिति: २०८२।०५।१३

१. प्रस्तावना

लेखा समिति आर्थिक वर्ष २०८१/८२ को वार्षिक प्रतिवेदन सञ्चालक समितिमा पेश गर्न पाउँदा खुशी व्यक्त गर्दछौं। आगामी वार्षिक साधारण सभामा शेयरधनीहरू समक्ष प्रस्तुत गर्ने वार्षिक प्रतिवेदनमा यस प्रतिवेदनलाई समेत समावेश गर्नको लागि सञ्चालक समिति समक्ष पेश गरेकाछौं। लेखा समितिले आफू लाई सुम्पेको जिम्मेवारीहरू कम्पनी ऐन, २०६३, सम्बन्धित नियामक प्रावधानहरू, र सञ्चालक समितिबाट तोकेको निर्देशन अनुरूप निर्वाह गरेको छ।

२. लेखा समितिको संरचना :

प्रस्तुत आर्थिक वर्षको अवधिमा लेखा समिति निम्न सदस्यहरूबाट गठन भएको थियो ।

नाम	पद (समितिमा भूमिका)	उपस्थिति (बैठक संख्या: ३)
श्री निरञ्जन न्यौपाने	अध्यक्ष (सञ्चालक समिति सदस्य)	३/३
सि.ए. नागेन्द्र साह	सदस्य (सञ्चालक समिति सदस्य)	३/३
श्री अनिल बस्नेत	सदस्य (सञ्चालक समिति सदस्य)	३/३
अन्य सहभागी (सदस्य बाहेक):		
श्री गंगा राज मट्टराई	महाप्रबन्धक, नेपाल ल्युब आयल	३/३

समितिको बैठकहरूमा आवश्यकताअनुसार महाप्रबन्धक तथा वित्त विभागका प्रतिनिधिहरूको पनि सहभागिता रहेको थियो ।

३. बैठकहरू :

लेखा समितिको आर्थिक वर्ष २०८१/८२ मा तीन (३) वटा बैठकहरू बसेको थियो। बैठकहरूमा मुख्यतया वित्तीय विवरणको समीक्षा, लेखापरीक्षण प्रतिवेदन, बाह्य लेखापरीक्षकको समन्वय, नियमअनुपालन स्थिति, र जोखिम व्यवस्थापन सम्बन्धी विषयहरू उपर गहन छलफल गरिएको थियो । समितिका सम्पूर्ण सदस्यहरूको उपस्थिति १००% थियो, जसले समिति सदस्यहरूको प्रतिबद्धता लाई जनाउँदछ ।

४. लेखा समितिको कार्य क्षेत्र

४.१. वित्तीय विवरणको समीक्षा

- त्रैमासिक, अर्धवार्षिक तथा वार्षिक वित्तीय विवरणको समीक्षा ।
- नेपाल वित्तीय प्रतिवेदन मापदण्ड (NFRS) अनुरूप को सुनिश्चिता ।
- लेखांकन नीतिहरू र महत्वपूर्ण अनुमानहरूको मूल्यांकन ।
- व्यवस्थापन तथा बाह्य लेखापरीक्षकसँग निर्णय र छलफल ।

४.२. आन्तरिक लेखापरीक्षण

- आर्थिक वर्ष २०८१/८२ मा आन्तरिक लेखापरीक्षण कम्पनीले आफ्नै ईकाइ द्वारा सम्पन्न गरेको छ ।

४.३. बाह्य लेखापरीक्षण समन्वय

- बाह्य लेखापरीक्षकको नियुक्ति/पुनः नियुक्तिको सिफारिस गरियो ।
- लेखापरीक्षणको दायरा, योजना, र कार्यान्वयनको अनुगमन गरियो ।
- लेखापरीक्षकको प्रारम्भिक व्यवस्थापन अवलोकन, सुझाव , निष्कर्ष तथा व्यवस्थापनको प्रतिक्रिया, छलफल गरियो ।
- लेखापरीक्षकको स्वतन्त्रता तथा कानुनी/नियामक पालना बिषयमा पनि छलफल गरियो ।

४.४. नियामकीय अनुपालन / अग्राधिकार शेयर जारी सम्बन्धमा

- कम्पनी ऐन, SEBON को निर्देशिका र अन्य सम्बन्धीत कानूनहरूको पालना , अनुपालन तथा आन्तरिक नियन्त्रण प्रतिवेदनहरूको मूल्याङ्कन, आवश्यक कानूनत पेश गर्नु पर्ने प्रतिवेदन तथा खुलासाहरू समयमै पेश गरिएको पाईयो । साथै अग्राधिकार शेयर जारी सम्बन्धमा आवश्यक कागजात हरु धितो पत्र बोर्डमा समयमा नै पेश भई सकेको देखिन्छ, सो को स्विकृती पत्र हाल सम्म प्राप्त भएको छैन ।

४.५. जोखिम व्यवस्थापन तथा आन्तरिक नियन्त्रण

- कम्पनीको जोखिम व्यवस्थापन अभ्यास र आन्तरिक नियन्त्रण प्रणालीको समीक्षा गरियो ।
- जोखिम पहिचान, मूल्याङ्कन तथा न्यूनीकरण रणनीतिहरूको प्रभावकारिता बारे छलफल तथा मूल्याङ्कन गरियो ।
- “व्यवसायिक जोखिम व्यवस्थापन” (Enterprise Risk Management – ERM) रूपरेखा विकास गर्न प्रोत्साहित गरियो ।

५. प्रमुख निष्कर्षहरू र सिफारिसहरू

५.१. निष्कर्षहरू

- २०८१/८२ वर्षको लागि लेखापरीक्षक द्वारा प्राप्त प्रतिवेदनको आधारमा वित्तीय कम्पनीको वित्तीय स्थिति र प्रदर्शनको सही र उचित दृष्टिकोण प्रस्तुत गरेको देखिन्छ ।
- बाह्य लेखापरीक्षकद्वारा लेखापरीक्षणक्रममा कुनै गम्भीर किसिम को अनियमितता औंलाईएको छैन ।
- आन्तरिक नियन्त्रण प्रणालीहरू सामान्यतः सन्तोषजनक देखिन्छ ।
- व्यवस्थापनले लेखा समितिको सिफारिसहरू समयमै कार्यान्वयन गरेको पाईयो ।

५.२. सिफारिसहरू

- आन्तरिक लेखापरीक्षणको दायरा लाई विस्तार गर्नु पर्ने ।
- आन्तरिक नीतिहरू र निर्देशिकाहरू अद्यावधिक र समय साभेप संशोधन गर्नु पर्ने ।
- डिजिटाइजेसन मार्फत अनुपालन अनुगमन प्रणालीलाई सुदृढ गर्नु पर्ने ।
- वित्तीय नियन्त्रण र अनियमितता न्यूनीकरण सम्बन्धमा कर्मचारी प्रशिक्षण लाई निरन्तरता दिनु पर्ने ।

६. निष्कर्ष

लेखा समितिले आर्थिक वर्ष २०८१/८२ मा कम्पनीको लेखा प्रक्रिया, आन्तरिक नियन्त्रण प्रणाली, जोखिम व्यवस्थापन तथा वित्तीय प्रतिवेदनहरूमा छलफल र उचित निर्देशन दिँदै आफ्नो जिम्मेवारी कर्मठतापूर्वक सम्पन्न गरे को ब्योहोरा अनुरोध छ ।

समितिको मूल्याङ्कन र छलफल को आधारमा, सञ्चालक समितिबाट स्वीकृति गरी आर्थिक वर्ष २०८१/८२ लेखा

परीक्षण गरिएका वित्तीय विवरणहरू सहित यो लेखा समिति को वार्षिक प्रतिवेदन वार्षिक साधारण सभामा प्रस्तुत गर्न समेत सिफारिस गर्दछौं।

हामी नेपाल ल्युब आयल लिमिटेडका सञ्चालक समिति, व्यवस्थापन र बाह्य लेखापरीक्षक समेत लाई संस्थागत सुशासनप्रतिको प्रतिबद्धता, पारदर्शिता र सहकार्यको लागि आभार व्यक्त गर्दछौं।

निरञ्जन न्यौपाने , अध्यक्ष, लेखा समिति

सि.ए. नागेन्द्र साह , सदस्य, लेखा समिति

अनिल बस्नेत , सदस्य, लेखा समिति



A.I. ASSOCIATES
CHARTERED ACCOUNTANTS

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617956028

**INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF
NEPAL LUBE OIL LIMITED (GROUP)**

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the accompanying consolidated financial statements of Nepal Lube Oil Limited and its subsidiaries ("the group"), which comprise the consolidated statement of financial position as at Ashad 32, 2082 (July 16, 2025), and the consolidated statement of profit or loss, the consolidated statement of other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a Summary of Significant Accounting Policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material aspects the financial position of the group as at Ashad 32, 2082 (July 16, 2025), and its financial performance and the cash flows for the year ended in accordance with the Nepal Financial Reporting Standards (NFRSs).

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of consolidated financial statements for the financial year ended on Ashad 32, 2082 (July 16, 2025). These matters were addressed in the context of our audit of 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 the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	How our audit addressed the key audit matter
1. Physical Verification and Asset Coding of Property, Plant, and Equipment (PPE) The group holds a significant amount of Property, Plant, and Equipment (PPE) on its balance sheet. However, during the audit, it	- We reviewed the management's rationale for not conducting physical verification and assessed any compensating controls in place to ensure the accuracy of PPE records. - We performed alternative audit procedures,



Key Audit Matters	How our audit addressed the key audit matter
<p>was noted that the physical verification of PPE had not been conducted, and asset coding had not been implemented. The lack of physical verification and coding presents a risk of misstatement in the consolidated financial statements as there may be unrecorded or inaccurately recorded assets, and the potential for existence or completeness issues is increased.</p> <ul style="list-style-type: none"> - PPE represents a material balance in the consolidated financial statements, and any misstatements could significantly impact the group's financial position. - The absence of periodic physical verification increases the risk of errors, loss, or misuse of assets, and it limits the ability to detect impairments or unrecorded disposals. - Asset coding is important for tracking and identifying individual assets; without this, there is a heightened risk of misclassification or incomplete records, which may lead to incorrect depreciation or impairment calculations. - The issue may also affect the accuracy of insurance coverage and the adequacy of asset safeguarding controls. 	<p>including sample-based testing of PPE additions and disposals, to verify the existence and accuracy of recorded assets.</p> <ul style="list-style-type: none"> - We conducted physical verification of sampled property, plant and equipment, after the reporting date, reconciled the balances and ensured the assets exists in working condition to derive economic value addition to the group. - We inspected key documents such as purchase invoices, maintenance of records, and other evidence supporting the existence and condition of PPE. - We assessed the adequacy of management's internal controls over PPE and asset tracking, considering the lack of physical verification and asset coding. - We reviewed the group's depreciation policies and tested their application to ensure that assets were being depreciated appropriately in the absence of specific asset coding. - We evaluated the group's disclosures on PPE in the consolidated financial statements to ensure they provide sufficient information regarding the physical verification and asset coding processes, or lack thereof.
<p>2. Accounts Receivables</p> <p>As at the reporting date, the group had account receivables that were subject to litigation. The litigation of the cases has been concluded by the competent authorities.</p> <p>The assessment of recoverability of receivables under litigation involves judgment, including evaluation of legal outcomes and potential impairment under applicable financial reporting standards. The favorable decisions and subsequent realization significantly affect the balances of account receivables. Given the financial significance and judgment involved, we considered this area to be a key audit matter.</p>	<p>Our audit procedures included, among others:</p> <ul style="list-style-type: none"> - Obtaining confirmations and reviewing legal correspondence regarding the status of litigation and judgments delivered. - Inspecting evidence of realization of substantial portion of such account receivables, including bank receipts and settlement documentation during the year. - Assessing the adequacy of management's disclosures relating to litigation and receivable recoverability. <p>Based on the audit procedures performed, we found management's assessment of recoverability of receivables under litigation, and the related disclosures, to be reasonable.</p>





A.I. ASSOCIATES **CHARTERED ACCOUNTANTS**

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617956028

OTHER INFORMATION

The management of the group is responsible for the other information presented in the Nepal Lube Oil Limited Annual Report 2081/82 (2024-25) together with the consolidated financial statements. This report is expected to be made available to us after the date of this auditor's report. Our opinion on the consolidated financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

RESPONSIBILITY OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The management of the group is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with Nepal Financial Reporting Standards (NFRS), 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, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with Governance are responsible for overseeing the Group's financial reporting process.

AUDITOR'S RESPONSIBILITIES 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 high level of assurance, but is not a guarantee that an audit conducted in accordance with Nepal Standards on Auditing (NSAs) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

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

- Identify and assess the 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 obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the Group's internal control.



- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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 identified during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter, or when, in extremely rare circumstances we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON THE OTHER LEGAL AND REGULATORY REQUIREMENTS

- a. We have obtained satisfactory information and explanations asked for, which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b. The financial statements including the Statement of Financial Position, Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows including a Summary of Significant Accounting Policies and other explanatory notes have been prepared in all material respect in accordance with the provisions of the Companies Act, 2063, and they are in agreement with the books of accounts of the Company; and the accounts and records of the Company are properly maintained in accordance with the prevailing laws.






A.I. ASSOCIATES
CHARTERED ACCOUNTANTS

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617956028

- c. To the best of our information and according to the explanations given to us, in the course of our audit, we observed that the business of the Group was conducted satisfactorily, and the Group's transactions were found to be within the scope of its authority except reported in this report.
- d. We did not come across cases of accounting related fraud and the cases where the board of directors or any director or any office bearer of the Group has acted contrary to the provisions of law except reported in this report or caused loss or damage to the Group or committed any misappropriation of the funds of the Group.
- e. We have not come across any accounting fraud, so as far as it appeared from our examination of the books of accounts.


CA. Ayush Nepal
Partner
A.I. Associates,
Chartered Accountants
COP No: 1174
UDIN: 250928CA01723BF3ES
Date: 25 September 2025



Nepal Lube Oil Limited

Kathmandu, Nepal

Consolidated Statement of Financial Position

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

Figures in NPR

Particulars	Note No.	32.03.2082	31.03.2081
ASSETS			
Non-Current Assets:			
Property, Plant and Equipment	5	212,971,435	203,412,845
Capital Works in Progress	5	-	4,194,855
Right of Use Assets	5	2,836,958	2,876,848
Prepayments & Other Advances	7	-	-
Deferred Tax Assets	8	-	-
Total Non-Current Assets		215,808,393	210,484,548
Current Assets:			
Assets Held For Sale	5	45,916,057	-
Inventories	9	279,557,344	218,033,268
Prepayments & Other Advances	7	54,662,001	39,618,690
Financial Assets	6		
Trade & Other Receivables		445,050,880	368,647,059
Other Margins/ Deposits	6	1,314,929	1,362,638
Cash and Cash Equivalents		12,666,102	23,086,264
Current Tax Assets	8	8,663,386	13,819,354
Total Current Assets		847,830,698	664,567,273
Total Assets		1,063,639,090	875,051,821
EQUITY AND LIABILITIES			
Equity			
Share Capital	10	72,862,680	60,718,900
Retained Earnings		274,348,828	245,824,121
Other Component of Equity		76,096,724	69,191,211
Total Equity		423,308,232	375,734,232
LIABILITIES			
Non-Current Liabilities:			
Financial Liabilities	11		
Loans and Borrowings		-	-
Trade & Other Payables		-	-
Employee Benefits Liabilities	12	47,915,418	39,478,588
Lease Liability	13	1,710,605	1,705,208
Other Non-Current Liabilities	13.1	-	-
Deferred Tax Liabilities	8	11,568,903	13,301,916
Total Non-current Liabilities		61,194,927	54,485,712
Current Liabilities:			
Financial Liabilities	11		
Loans and Borrowings		401,652,033	306,935,406
Trade & Other Payables		77,054,610	61,608,676
Employee Benefits Liabilities	12	23,976,959	29,194,251
Lease Liability	13	1,322,587	1,302,087
Other Current Liabilities	13.1	14,074,031	6,073,557
Provisions	14	61,055,712	39,717,900
Current Tax Liabilities	8	-	-
Total Current Liabilities		579,135,932	444,831,876
Total Liabilities		640,330,859	499,317,589
Total Equity and Liabilities		1,063,639,090	875,051,821

The accompanying notes form an integral part of the financial statements.

As Per Our Report of Even Date



Arun Kumar Chaudhary
Chairman

Karan Kumar Chaudhary
MD & CEO

CA Ayush Nepal
A.I. & Associates
Chartered Accountants

Bijay Bahadur Shrestha
Director

CA Nagendra Sah
Director

Dhruba Prashad Aryal
Director

Shila Chaudhary
Director

Niranjana Neupane
Director

Anil Basnyat
Director

Date:
Place:

Ganga Raj Bhattarai
General Manager

Nepal Lube Oil Limited

Kathmandu, Nepal

Consolidated Statement of Profit or Loss and Other Comprehensive Income As on Ashadh 32, 2082 (July 16, 2025)

Figures in NPR

Particulars	Note No.	32.03.2082	31.03.2081
Revenue From Operations	15	1,352,784,783	1,175,461,170
Cost of Operations/Sales	16	(947,675,952)	(824,417,765)
Gross Profit		405,108,831	351,043,405
Other Operating Income	17	9,520,597	7,138,748
Selling & Distribution Expenses	20	(259,876,702)	(217,630,348)
Administrative & General Expenses	21	(58,000,169)	(41,119,215)
Other Operating Expenses	22	(7,018,558)	(7,000,406)
Profit From Operations		89,734,000	92,432,183
Finance Cost	23	(33,145,716)	(38,186,859)
Other Income	24	783,597	2,978,178
Profit Before Tax		57,371,881	57,223,502
Income Tax (Expenses)/Income:	8		
- Current Tax		(15,195,462)	(9,530,407)
- Deferred Tax		3,488,060	(1,887,701)
Profit From Continuing Operations	3	45,664,479	45,805,394
Profit/ (Loss) on Discontinued Operations(net of tax)		-	-
Net Profit for the Year		45,664,479	45,805,394
Other Comprehensive Income:			
Other Comprehensive Income that is subsequently not reclassified to profit or loss			
Actuary gain/(loss) on Defined Benefit Obligation		349,676	(11,585,584)
Revaluation Gain on Land & Building		8,310,883	12,035,951
-Income Tax Relating to Components of Other Comprehensive Income		(1,755,047)	(90,239)
Total Other Comprehensive Income, Net of Tax		6,905,512	360,128
Total Comprehensive Income for the Period		52,569,991	46,165,523
Earning per Equity share			
Basic (NPR)	25	62.67	62.87
Diluted (NPR)	25	62.67	62.87

The accompanying notes form an integral part of the financial statements.

As Per Our Report of Even Date

Arun Kumar Chaudhary
Chairman

Karan Kumar Chaudhary
MD & CEO

CA Ayush Nepal
A.I. & Associates

Bijay Bahadur Shrestha
Director

CA Nagendra Sah
Director

Dhruba Prashad Aryal
Director

Shila Chaudhary
Director

Niranjan Neupane
Director

Anil Basnyat
Director

Date:
Place:

Ganga Raj Bhattarai
General Manager



Nepal Lube Oil Limited

Kathmandu, Nepal

Consolidated Statement of Cash Flow

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

Figures in NPR

Particulars	32.03.2082	31.03.2081
Cash Flows from Operating Activities		
Profit for the Year	45,664,479	45,805,394
Adjustment for: Non-Cash Items & Non-Operating items		
Income Tax Expenses for the year	11,707,402	11,418,108
Depreciation/amortisation on PPE,ROU,Investment Property & Intangible Assets	17,471,550	7,311,572
Finance Cost on Leases	329,096	335,265
Revaluation loss charged to profit or loss	249,829	-
Finance Income	(783,597)	(2,978,178)
Finance Cost	28,762,748	34,329,340
Prior Year Adjustment	(84,706)	(2,301,222)
Adjustment for: Working Capital Changes except cash & Cash equivalent		
Increase / Decrease in Inventories	(61,524,076)	(2,650,450)
Increase / Decrease in Prepayments & other Advances	(15,043,310)	(11,601,563)
Increase / Decrease in Trade & other receivables	(76,403,821)	18,278,296
Increase / Decrease in Deposits	47,710	244,407
Increase/Decrease in Current Loan & Borrowings	54,523,435	(38,775,482)
Increase/Decrease in Trade & Other Payables	15,445,934	(1,950,282)
Increase/Decrease in Current Employee Benefits	3,569,214	7,086,807
Increase / Decrease in other Liabilities	8,000,474	(7,114,456)
Increase/Decrease in Provisions	21,337,812	(2,076,083)
Cash generated from Operations.	53,270,173	55,361,475
Finance Cost on Working Capital Loan	(26,702,771)	(34,329,340)
Payment of Rent	(1,764,000)	(1,400,000)
Income Tax Paid	(11,911,834)	(12,892,623)
Net Cash Flows from Operating Activities (A)	12,891,567	6,739,511
Cash Flow from Investing Activities		
Acquisition of Property, Plant and Equipment	(59,192,597)	(6,388,670)
Finance Income	783,597	2,978,178
Net Cash flows from Investing Activities (B)	(58,409,000)	(3,410,492)
Cash Flow from Financing Activities		
Finance Cost Paid	(2,059,977)	-
Proceeds from loan & borrowings	43,995,131	-
Repayment of loan & borrowings	(3,801,939)	-
Dividend Paid (Both Interim & Final)	(3,035,945)	(2,350,470)
Dividend Tax Paid	-	-
Net Cash Flows from Financing Activities (C)	35,097,270	(2,350,470)
Net Increase in Cash and Cash Equivalents (A+B+C)	(10,420,162)	978,550
Cash and Cash Equivalents at the beginning	23,086,264	22,107,713
Cash and Cash Equivalents at the end	12,666,102	23,086,264

The accompanying notes form an integral part of the financial statements.

As Per Our Report of Even Date

Nepal Lube Oil Limited

Kathmandu, Nepal

Consolidated Statement of Change in Equity

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

Figures in NPR

Particulars	Equity Share Capital	Retained Earnings	Other Component of Equity		Total Equity
			Actuarial Reserve	Revaluation Reserve	
Restated Balance as of Shrawan 1, 2080	48,514,900	216,887,121	(8,806,335)	77,637,418	334,233,104
Changes in Accounting Policies	-	-	-	-	-
Prior Period Adjustment	-	(2,313,924)	-	-	(2,313,924)
Restated Balance as of Shrawan 1, 2080	48,514,900	214,573,197	(8,806,335)	77,637,418	331,919,179
Changes in equity for the year ended Ashad 31, 2081					
Profit / (Loss) for the year	-	45,805,394	-	-	45,805,394
Revaluation Surplus/(Deficit) for the Year	-	-	-	12,035,951	12,035,951
Actuarial Gain/(loss) on defined benefit plan	-	-	(11,585,584)	-	(11,585,584)
Revaluation Gain on Land & Building	-	-	-	-	-
Effect of tax on Actuarial Valuation & Revaluation	-	-	2,321,371	(2,411,610)	(90,239)
Issue of Ordinary Share	-	-	-	-	-
Cash Dividend	-	(2,350,470)	-	-	(2,350,470)
Issue of Bonus Share (Dividend)	12,204,000	(12,204,000)	-	-	-
Cash Dividend for Tax Purpose	-	-	-	-	-
Balance as of Ashad 31, 2081	60,718,900	245,824,121	(18,070,548)	87,261,759	375,734,232
Changes in Accounting Policies	-	-	-	-	-
Prior Period Adjustment	-	(1,960,047)	-	-	(1,960,047)
Restated Balance as of Shrawan 1, 2081	60,718,900	243,864,074	(18,070,548)	87,261,759	373,774,185
Changes in equity for the year ended Ashad 32, 2082					
Profit / (Loss) for the year	-	45,664,479	-	-	45,664,479
Revaluation Surplus/(Deficit) for the Year	-	-	-	8,310,883	8,310,883
Actuarial Gain/(loss) on defined benefit plan	-	-	349,676	-	349,676
Revaluation Gain on Land & Building	-	-	-	-	-
Effect of tax on Actuarial Valuation & Revaluation	-	-	(70,861)	(1,684,186)	(1,755,047)
Issue of Ordinary Share	-	-	-	-	-
Cash Dividend	-	(3,035,945)	-	-	(3,035,945)
Issue of Bonus Share (Dividend)	12,143,780	(12,143,780)	-	-	-
Cash Dividend for Tax Purpose	-	-	-	-	-
Balance as of Ashad 32, 2082	72,862,680	274,348,828	(17,791,733)	93,888,457	423,308,232

The accompanying notes form an integral part of the financial statements.

As Per Our Report of Even Date

Arun Kumar Chaudhary
Chairman

Karan Kumar Chaudhary
MD & CEO

CA Ayush Nepal
A.I. & Associates

Bijay Bahadur Shrestha
Director

CA Nagendra Sah
Director

Dhruba Prashad Aryal
Director

Shila Chaudhary
Director

Niranjan Neupane
Director

Anil Basnyat
Director

Date:
Place:

Ganga Raj Bhattarai
General Manager



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 31, 2081 (July 15, 2024)

Notes to the Financial Statements

(All Amount are stated in NPR, unless otherwise provided)

5 Property Plant & Equipment

For the year ended Ashad 32, 2082

Particulars	Assets Held For Sale	Right of Use Assets	Land & Land Improvement	Office Building	Office Work In Progress	Factory Building	Plant & Machinery	Plant & Machinery WIP	Furniture & Fixture	Vehicle	Computing Equipment	Other Office Equipment	Software	Total
Cost														
Balance at Sharawan 1 2081		4,072,030	142,102,095	10,924,983	-	20,658,458	35,722,516	4,194,855	521,572	12,924,729	1,036,764	3,073,276	1,121,756	238,353,034
Additions		1,460,802	-	1,092,952	-	1,916,807	1,391,197	-	-	49,989,266	423,993	4,378,382	-	60,653,398
Reclassification	45,916,057	-	-	-	-	-	4,194,855	(4,194,855)	-	(45,916,057)	-	-	-	-
Acquisition Through Business Combination		-	-	-	-	-	-	-	-	-	-	-	-	-
Revaluation Adjustments		-	7,204,605	1,400,750	-	(634,301)	-	-	-	-	-	-	-	8,061,054
Disposals		-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 32, 2082	45,916,057	5,532,831	149,306,700	13,508,685	-	21,940,664	41,308,566	-	521,572	16,997,938	1,460,757	7,451,658	1,121,756	305,067,486
Depreciation & Impairment Losses														
Balance at Sharawan 1 2081		1,195,182	-	2,169,333	-	4,022,257	7,492,041	-	271,928	8,269,457	1,011,119	1,405,780	31,390	25,888,486
Depreciation charged for the Year		-	-	-	-	-	-	-	-	-	-	-	-	-
Opening		-	-	436,999	-	1,032,923	7,983,474	-	52,157	1,615,591	207,353	614,655	-	11,943,153
Addition		1,500,692	-	37,401	-	39,036	118,006	-	-	3,749,927	19,922	62,814	-	5,528,397
Adjustment due to Impairment losses		-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals		-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 32, 2082	-	2,695,874	-	2,643,733	-	5,094,216	15,594,121	-	324,085	13,634,975	1,238,984	2,083,249	31,390	43,340,036
Carrying Amount														
Balance at Sharawan 1 2081	-	2,876,848	142,102,095	8,756,650	-	16,636,201	28,230,474	4,194,855	249,645	4,655,272	25,645	1,667,496	1,090,367	210,484,548
Balance at Ashad 32, 2082	45,916,057	2,836,658	149,306,700	10,864,952	-	16,846,748	25,714,447	-	197,487	3,362,963	222,963	5,388,409	1,090,367	261,727,450

Property Plant Equipment under Construction

There is no Property Plant Equipment under Construction

For the year ended Ashad 31, 2081

Particulars	Assets Held For Sale	Right of Use Assets	Land & Land Improvement	Office Building	Office Work In Progress	Factory Building	Plant & Machinery	Plant & Machinery WIP	Furniture & Fixture	Vehicle	Computing Equipment	Other Office Equipment	Software	Total
Cost														
Balance at Sharawan 1 2080		-	130,054,000	10,709,731	-	20,674,069	34,857,556	4,194,855	506,572	12,684,906	1,010,277	2,611,434	747,638	213,856,383
Additions		4,072,030	-	211,784	-	-	864,960	-	15,000	239,823	26,487	461,842	373,919	10,460,699
Reclassification		-	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition Through Business Combination		-	-	-	-	-	-	-	-	-	-	-	-	-
Revaluation Adjustments		-	12,046,095	3,467	-	(15,611)	-	-	-	-	-	-	-	12,035,951
Disposals		-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 31, 2081	-	4,072,030	142,102,095	10,924,983	-	20,658,458	35,722,516	4,194,855	521,572	12,924,729	1,036,764	3,073,276	1,121,756	238,353,034
Depreciation & Impairment Losses														
Balance at Sharawan 1 2080		-	-	1,740,920	-	2,988,554	5,163,800	-	169,841	6,677,339	975,118	828,638	12,703	18,556,914
Opening Balance Depn		-	-	428,389	-	1,033,703	2,324,999	-	101,314	1,595,613	35,159	542,192	12,713	18,556,914
Addition Asset Depn		1,195,182	-	23	-	-	3,242	-	773	6,505	842	34,949	5,973	7,311,572
Depreciation charged for the Year		-	-	428,412	-	1,033,703	2,328,241	-	102,087	1,592,118	36,001	577,142	18,687	7,311,572
Opening		-	-	-	-	-	-	-	-	-	-	-	-	-
Adjustment due to Impairment losses		-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals		-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 31, 2081	-	1,195,182	-	2,169,333	-	4,022,257	7,492,041	-	271,928	8,269,457	1,011,119	1,405,780	31,390	25,888,486
Carrying Amount														
Balance at Sharawan 1 2080	-	-	130,054,000	8,968,811	-	17,665,457	28,693,755	-	336,732	6,007,567	35,159	1,782,796	735,135	195,312,172
Balance at Ashad 31, 2081	-	2,876,848	142,102,095	8,756,650	-	16,636,201	28,230,474	4,194,855	249,645	4,655,272	25,645	1,667,496	1,090,367	210,484,548

Property Plant Equipment under Construction

There is no Property Plant Equipment under Construction

Nepal Lube Oil Limited

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Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

6 Financial Assets

Particulars	32.03.2082	31.03.2081
Financial Assets at Amortized Cost		
Cash & Cash Equivalents	12,885,182	23,885,254
Cash in hand	578,348	21,888
Balance with Banks	12,306,733	23,864,566
Trade & Other Receivables	445,858,888	388,647,858
Sundry Debtors	421,712,832	334,571,255
Under Negotiation	24,146,056	37,135,804
Provisions on Debtors As per NFRS 9	(89,601)	-
Other Financial Deposits	1,314,928	1,382,538
LC Margin at Bank	1,314,928	1,382,538
Total	459,031,911	393,095,961

Trade receivables are placed as security against loan & borrowings

7 Prepayments & Other Advances

Particulars	32.03.2082	31.03.2081
Staff Welfare Deduction	87,600	77,228
Staff Advances	12,315,471	13,752,756
Prepaid Employee Benefits	1,384,641	-
Deposits against Admin/Finance & Reserve Tribunal appeal	36,885,687	22,882,517
Other Advances and Deposits	2,238,216	2,238,216
Prepaid Expenses	1,798,385	955,478
Total	54,662,001	39,618,690

8 Taxation (Current/Deferred)

8.1 Current Tax Expenses/Income:

Particulars	32.03.2082	31.03.2081
Taxable Profit for the Year	74,954,438	47,584,704
Current Tax for the Year (*)	15,195,462	9,530,407
Prior Years Income Taxes	-	-
Total Current Tax Expenses changes to Profit or loss	15,195,462	9,530,407

(*) Current tax has been calculated based on rate for special industry (manufacturing) and general industry (trading) at the rates of 20 percent and 25 percent respectively.



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Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

8.2 Current Tax liability/(Assets)

Particulars	32.03.2082	31.03.2081
Balance at the beginning of the period	(13,819,354)	(10,457,138)
Prior Year Assessment	1,872,341	966,956
Charged during the Year	15,195,462	9,530,407
Total Current Tax Liabilities	3,248,448	40,225
Current Tax Assets		
Amount Paid During the Year	(11,911,834)	(13,859,580)
Current Tax Liabilities/(Assets)	(8,663,386)	(13,819,354)

Current Tax Assets has been offsetted to the current tax liability since payment is made on net basis.

8.3 Deferred Tax Liability/(Assets)

For the Year 2081-082

Particulars	Tax Base	Carrying Amount	Temporary Taxable/(Deductible) Differences	Deferred Tax Liability/(Assets) (*)
Property, Plant & Equipment				
Depreciable	88,285,170	109,580,792	21,295,622	4,315,520
Non-Depreciable	748,827	149,306,700	148,557,873	30,104,986
Right of Use Assets	-	2,836,958	2,836,958	574,904
Inventories	279,557,344	279,557,344	-	-
Leave Payable	-	(11,496,513)	(11,496,513)	(2,329,748)
Gratuity Payable	-	(40,016,429)	(40,016,429)	(8,109,257)
Provisions	-	(61,055,712)	(61,055,712)	(12,372,830)
Lease Liability	-	(3,033,192)	(3,033,192)	(614,671)
Balance at Ashad 32, 2082				11,568,903
Balance at Shrawan 1, 2081				13,301,916
Deferred Tax Expenses/(Income)				(1,733,013)
Recognized in Profit or Loss for the year ended Ashad 32, 2082				(3,488,060)
Recognized in Other Comprehensive Income for the year ended Ashad 32, 2082				1,755,047
Recognized in Equity for the year ended Ashad 32, 2082				-

For the Year 2080-081

Particulars	Tax Base	Carrying Amount	Temporary Taxable/(Deductible) Differences	Deferred Tax Liability/(Assets) (*)
Property, Plant & Equipment				
Depreciable	50,653,950	65,505,605	14,851,654	2,975,784
Non-Depreciable	748,827	142,102,095	141,353,268	28,322,559
Inventories	218,033,268	218,033,268	-	-
Leave Payable	-	(9,260,345)	(9,260,345)	(1,855,469)
Gratuity Payable	-	(40,838,983)	(40,838,983)	(8,182,793)
Provisions	-	(39,717,900)	(39,717,900)	(7,958,165)
Balance at Ashad 31, 2081				13,301,916
Balance at Shrawan 1, 2080				11,323,977
Deferred Tax Expenses/(Income)				1,977,940
Recognized in Profit or Loss for the year ended Ashad 31, 2081				1,887,701
Recognized in Other Comprehensive Income for the year ended Ashad 31, 2081				90,239
Recognized in Equity for the year ended Ashad 31, 2081				-

(*) Deferred tax has been calculated based on rate for special industry(manufacturing) and normal industry (trading) at the rates of 20 percent and 25 percent respectively

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Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

9 Inventories

Particulars	32.03.2082	31.03.2081
Trading/Manufacturing Goods		
Raw Materials	114,122,315	103,872,586
Finished Goods	157,695,920	112,073,768
Spare Parts	7,739,108	2,086,913
Total (A)	279,557,344	218,033,268

10 Share Capital

Particulars	32.03.2082		31.03.2081	
	Number	NPR	Number	NPR
Ordinary Shares of NPR 100 each				
Authorized Share Capital	1,000,000	100,000,000	1,000,000	100,000,000
Issued & Fully Paid				
At the Beginning of the Year	607,189	60,718,900	485,149	48,514,900
Bonus Issues during the Year			122,040	12,204,000
Total	607,189	60,718,900	607,189	60,718,900

Particulars	32.03.2082		31.03.2081	
	Number	NPR	Number	NPR
Ordinary Shares of NPR 100 each				
Per share Rs. 100.00 each	168,361	16,836,100	168,361	16,836,100
(i) Bonus share 34,561 Nos	34,561	3,456,100	34,561	3,456,100
(i) Bonus share 65,503 Nos	65,503	6,550,300	65,503	6,550,300
(ii) Bonus share 29,107 Nos.	29,107	2,910,700	29,107	2,910,700
(iii) Bonus share 90,053 Nos.	90,053	9,005,300	90,053	9,005,300
(iv) Bonus share 97,564 Nos.	97,564	9,756,400	97,564	9,756,400
(v) Bonus share 122,040 Nos.	122,040	12,204,000	122,040	12,204,000
(vi) Bonus share 121,438 Nos.	121,438	12,143,780	-	-
Total	728,627	72,862,680	607,189	60,718,900

11 Financial Liabilities

Particulars	32.03.2082	31.03.2081
Borrowings from Bank	401,652,033	306,935,406
Over Draft Loan	44,989,384	37,253,406
Trust Receipt Loan	131,422,000	139,682,000
Demand Loan	182,400,000	130,000,000
Letter of Credit	2,647,457	-
Vehicle Loan(Short Term Loan)	36,253,113	-
Fixed Assets EMI Loan A/c	3,940,079	-
Trade & Other Payables	77,054,610	61,608,676
Trade Payables	76,081,559	61,162,707
Other Payables	973,051	445,969
Total	478,706,643	368,544,082



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Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

12 Employee Benefits Liabilities

Particulars	32.03.2082	31.03.2081
Defined Benefit Obligation		
Gratuity Payable	40,016,429	40,838,983
Defined Contribution Scheme		
Provident Fund Payable	4,219	123,787
Social Security Fund	298,690	620,582
CIT Payable	347,534	247,854
Other Employee Benefits Payable		
Leave Payable	11,496,513	9,260,345
Staff Bonus Payable	6,454,044	6,422,391
Salary Payable	517,194	777,251
Other Staff Payables (Incentives to Staff)	12,757,754	10,381,646
Total	71,892,377	68,672,839
Categorized as:		
Current	23,976,959	29,194,251
Non-Current	47,915,418	39,478,588
Total	71,892,377	68,672,839

Disclosure Related to Employment Benefit Liabilities

Gratuity

Particulars	32.03.2082	31.03.2081
Opening Defined Benefit Obligation	40,838,983	31,092,845
Net Current Service Cost	2,082,697	2,140,428
Past Service Cost	(1,146,074)	-
Interest Cost on Defined Benefit Obligation	3,236,771	2,506,471
Actuarial (Gain)/Losses - Experience Adjustment	(349,676)	11,585,584
Benefits Paid	(4,646,272)	(6,486,345)
Losses/Gain on Curtailment Settlements	-	-
Defined Benefit Obligation at the end of the Period	40,016,429	40,838,983

Reconciliation of Statement of Financial Position Amount

Particulars	32.03.2082	31.03.2081
Balance at the Beginning of the Period	40,838,983	31,092,845
Total Charge Recognized in P & L	4,173,394	4,646,899
Total Remeasurement Recognized in OCI	(349,676)	11,585,584
Benefit Paid by Company During the Year	(4,646,272)	(6,486,345)
Balance at the End of the Period	40,016,429	40,838,983

Current / Non-Current Bifurcation

Particulars	32.03.2082	31.03.2081
Current Benefit Obligation	2,708,437	9,749,730
Non Current Benefit Obligation	37,307,992	31,089,253
Liability Recognized in the Statement of Financial Position	40,016,429	40,838,983

Nepal Lube Oil Limited

Kathmandu, Nepal
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Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

Fair Value of Plan Assets

Particulars	32.03.2082	31.03.2081
Opening Plan Assets	-	-
Employers Contribution	-	-
Benefits Paid	-	-
Actuarial (Gain)/Losses - Experience Adjustment	-	-
Closing plan assets at the end of the Period	-	-

Financial Assumption Used to Determine the Defined Benefit Obligation

Discount Rate p.a.	9.00%
Salary Escalation Rate p.a.	6.67%

Financial Assumption Used to Determine the Profit & Loss Charge

Discount Rate	9.00%
Salary Escalation Rate	6.67%
Expected Return on Plan Assets	N.A

Demographic Assumption Used to Determine the Defined Benefit Obligation

Withdrawal Rate	5%
Mortality Rate	Nepali Assured Lives Mortality 2009
Retirement Age	60 Years

Expected Future Cash Flows

Year	Cash Flow
2026	-
2027	-
2028-2030	-

Breakup of Actuarial (Gain) / Losses

Change in Defined Benefit Obligation

Particulars	Previous Year	Current Year
Opening Defined Benefit Obligation	40,838,983	31,092,845
Service Cost	936,623	2,140,428
Interest Cost	3,236,771	2,506,471
Actual Plan participant Contribution	-	-
Total Actuarial (Gain) / Losses	(349,676)	11,585,584
a. Effect of Change in Financial Assumption	-	-
b. Effect of Change in Demographic Assumption	-	-
c. Experience (Gain)/ Losses	(349,676)	11,585,584
Benefit Paid	(4,646,272)	(6,486,345)
Past Service Cost	-	-
Loss/(Gain) on Curtailment Settlement	-	-
Defined Benefit Obligation at the end of the Period	40,016,429	40,838,983



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Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

Leave Encashment

Particulars	32.03.2082	31.03.2081
Casual Leave	-	-
Home Leave	5,979,776	4,675,093
Sick Leave	5,516,737	4,585,252
Total	11,496,513	9,260,345

Reconciliation of Amount Recognized in Statement of Financial Position

Particulars	32.03.2082		
	Casual Leave	Home Leave	Sick Leave
Amount at the Beginning of the Period	-	4,675,093	4,585,252
Total Expenses/(income) Recognized in P&L	-	1,354,867	995,740
Actuarial (Gain)/Loss Recognized in P&L	-	137,869	110,562
Benefit Payout	-	(188,053)	(174,817)
Liabilities at the End of the Period	-	5,979,776	5,516,737

Current/ Non Current Bifurcation

Particulars	32.03.2082		
	Casual Leave	Home Leave	Sick Leave
Current Benefit Obligation	-	463,795	425,292
Non-Current Benefit Obligation	-	5,515,981	5,091,445
Total Liabilities	-	5,979,776	5,516,737

Particulars	31.03.2081		
	Casual Leave	Home Leave	Sick Leave
Amount at the Beginning of the Period	59,838	4,459,892	7,939,811
	(59,838)	(722,030)	781,868
Total Expenses/(income) Recognized in P&L	-	877,732	1,247,391
Actuarial (Gain)/Loss Recognized in P&L	-	763,341	(3,741,519)
Benefit Payout	-	(703,842)	(1,642,299)
Liabilities at the End of the Period	-	4,675,093	4,585,252

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Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

Current/ Non Current Bifurcation

Particulars	31.03.2081		
	Casual Leave	Home Leave	Sick Leave
Current Benefit Obligation	-	470,808	400,203
Non-Current Benefit Obligation	-	4,204,285	4,185,049
Total Liabilities	-	4,675,093	4,585,252

Actuarial Valuation Assumptions Used for Valuation

Particulars	32.03.2082		
	Casual Leave	Home Leave	Sick Leave
Economic Assumptions			
Discount Rate	9%	9%	9%
Salary Escalation Rate	6.67%	6.67%	6.67%
Demographic Assumptions			
Mortality	Nepali Assured Lives Mortality 2009	Nepali Assured Lives Mortality 2009	Nepali Assured Lives Mortality 2009
Employee Turnover / Withdrawal Rate	5%	5%	5%
Leave Availment Ratio	1%	1%	1%
Retirement Age	60 Years	60 Years	60 Years

13 Lease Liability

Particulars	32.03.2082	31.03.2081
Non-Current		
Lease Liability-Non Current	1,710,605	1,705,208
Total	1,710,605	1,705,208
Current		
Lease Liability- Current	1,322,587	1,302,087
Total	1,322,587	1,302,087

Reconciliation of Statement of Financial Position Amount

Particulars	32.03.2082	31.03.2081
Opening balance	3,007,295	-
Initial Reconition	1,460,802	4,072,030
Finance Cost	329,096	335,265
Lease Paymnet	(1,764,000)	(1,400,000)
Closing balance	3,033,192	3,007,295

Current / Non-Current Bifurcation

Particulars	32.03.2082	31.03.2081
Current	1,710,605	1,302,087
Non Current	1,322,587	1,705,208
Liability Recognized in the Statement of Financial Position	3,033,192	3,007,295



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Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

3.1 Other Liabilities

Particulars	32.03.2082	31.03.2081
Non-Current		
Total	-	-
Current		
TDS Payable	3,150,072	4,901,543
Interest Payable	-	705,888
Audit Fee Payable	295,500	295,500
Net Value Added Tax Payables	10,528,459	170,626
VAT Payables	175,881,036	152,601,081
VAT Receivables	(165,352,577)	(152,430,455)
Total	13,974,031	6,073,557

14 Provisions

Particulars	32.03.2082	31.03.2081
Provision for CSR Expenses	1,160,011	578,015
Provision for Expenses Payables	7,385,683	12,169,282
Provision for Selling & Distribution Expenses	52,512,500	26,970,603
Total	61,058,194	39,717,900

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Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

15 Revenue from Operations

Particulars	32.03.2082	31.03.2081
Sale of goods	1,359,168,260	1,184,031,438
Less: Sales Return	(6,383,477)	(8,570,269)
Total	1,352,784,783	1,175,461,170

16 Cost of Operations/Sales

Particulars	32.03.2082	31.03.2081
Opening Stock of goods	218,033,268	215,382,818
Purchase during the period	951,725,215	784,036,743
Direct & Manufacturing Expenses (16.1)	57,474,812	43,031,471
Less: Closing Stock of goods	(279,557,344)	(218,033,268)
Total	947,675,952	824,417,765

16.1 Direct & Manufacturing Expenses

Particulars	32.03.2082	31.03.2081
Depreciation & Amortization	9,174,039	3,361,944
Equipment Calibration Charge	18,221	45,050
Machinery Repair & Maintenance	373,121	435,255
Renewal Charges	-	30,000
Royalty Expenses	21,772,807	15,395,515
Travelling Expenses	307,999	120,000
Production Cost	-	-
Electricity, Fuel, Water	2,661,900	2,333,314
Plant Insurance	2,375,946	2,265,486
Lab Chemical	125,025	13,048
Telephone Expenses	21,541	21,513
Printing & Stationary	43,053	-
Production Employee Benefit Expenses	20,601,160	19,010,345
Total	57,474,812	43,031,471

17 Other Operating Income

Particulars	32.03.2082	31.03.2081
Interest Income	4,298,013	6,825,393
Miscellaneous income	5,222,584	313,355
Total	9,520,597	7,138,748



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18 Depreciation & Amortization

Particulars	32.03.2082	31.03.2081
Depreciation & Amortization Expenses	17,471,550	7,311,572
Total	17,471,550	7,311,572
Allocated to		
Administrative & General Expenses	8,297,511	3,949,628
Selling & Distribution Expenses	-	-
Manufacturing Expenses & Cost of Sales	9,174,039	3,361,944
Total	17,471,550	7,311,572

19 Employee Benefit Expenses

Particulars	32.03.2082	31.03.2081
Short-Term Employee Benefits		
Wages & Salaries	42,882,649	32,898,404
Allowances	26,477,868	23,035,662
Insurance & Medical Expenses	4,704,621	4,808,152
Staff Bonus Expenses	-	6,422,391
Labour Welfare & Uniform Expenses	321,040	466,105
Gratuity Cost	-	-
Defined Contribution	1,843,482	2,633,190
Defined Benefits	5,260,224	7,756,247
Total Employee Benefit Expenses	81,489,883	78,020,151

20 Selling & Distribution Expenses

Particulars	32.03.2082	31.03.2081
Advertisement & Event Expenses	19,024,113	6,287,546
Wall Painting & Flex printing expenses	8,128,922	10,922,054
Gift and Present Distribution Expenses	933,450	299,120
Marketing Staff Travelling Expenses	12,441,076	8,527,513
Telephone, Printing, Stationary etc of Marketing	318,190	202,474
SSF & Medical Expenses of Marketing	2,213,786	2,015,924
Sales Incentive of Marketing	10,202,500	8,232,505
Scheme Expenses (Retailer & PGM)	65,425,122	46,307,188
Lubricants Outward transportation expenses	28,428,445	19,652,239
Service Camp Expenses	-	570,502
Third party Testing Expenses	-	286,800
Testing Fee	796,810	238,087
Local level sport branding expenses	-	5,396,430
Sales Target Bonus (Distributors)	43,229,868	34,865,322
Interest Expenses	7,574,655	7,119,591
Market promotion expenses	26,241,731	27,437,881
Industrial, Distributors, Retailer Meet Expenses	6,575,362	6,833,902
Training Expenses	389,405	339,706
Leakage Expenses	-	-
Private Garage Mechanics Meet Expenses	-	7,849,110
Repair & Maintenance Selling & Distribution	27,026	-
Sales & Marketing Employee Benefits Expenses	27,926,241	24,246,456
Total	259,876,702	217,630,348

Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

21 Administrative and General Expenses

Particulars	32.03.2082	31.03.2081
Depreciation & Amortization	8,297,511	3,949,628
House/Godown Rent	25,890	256,522
Repair & Maintenance (Building)	-	-
Electricity, Fuel & Water Expenses	820,565	755,060
Vehicle Fuel Expenses	1,128,719	876,395
Repair & Maintenance (Vehicle)	130,773	-
Audit Fee	400,000	300,000
Other Certifications	399,100	-
Legal Court Fee & Other legal expenses	17,000	442,578
Right Share Issue & Rating expenses	582,136	-
Property Tax & Other Taxes	826,424	-
Board Meeting Allowance	1,298,303	1,454,796
Bank charge & Commission	948,301	660,462
Annual General Meeting Expenses	800,105	661,163
Repair Plant & Machinery of Amlekhgunj	151,366	94,471
Insurance Expenses (Staff & office assets)	-	-
Communication (Postage,Courier, Telephone, Internet)	443,946	333,670
Printing & Stationary Expenses	415,021	421,613
Notice Publication expenses	-	-
Charity & Donation	235,000	734,801
Books & Magzine Expenses	-	-
Professional Fees	510,000	150,000
Uniform Expenses	-	75,214
Guest Entertainment & Fooding Expenses	71,909	38,330
Mics. Expenses	285,639	471,611
Revaluation loss charged to profit or loss	249,829	-
Tender form purchase expenses	36,000	5,000
Nepse, RTS, Security Board, NFRS, Share Reg. Expenses	322,760	59,000
Advertisement Expenses	8,765	4,500
Annual renewal Expenses	741,744	275,380
Puja Expenses	205,763	211,955
Office & Factory Tea & food Expenses	606,260	563,027
Consumable Goods	221,475	154,724
Travelling Expenses	1,364,986	1,014,051
Security Guard Expenses	1,932,743	1,740,000
Board of Directors' Expenses	640,000	1,053,000
Employee Benefit Expenses	32,962,483	24,362,264
Allowances on Debtors (NFRS 9)	919,651	-
Total	58,000,169	41,119,215



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

22 Other Operating Expenses

Particulars	32.03.2082	31.03.2081
CSR Expenses	579,514	578,015
Staff Bonus	6,439,044	6,422,391
Total	7,018,558	7,000,406

23 Finance Cost

Particulars	32.03.2082	31.03.2081
Interest on Borrowings	28,762,748	34,329,340
Finance Cost		
Lease Liabilities	329,096	335,265
Employee Benefits Liabilities	4,053,873	3,522,254
Total	33,145,716	38,186,859

24 Other Income/Gains

Particulars	32.03.2082	31.03.2081
Actuarial Gain on Other Long term Employee Benefit (Home & Sick Leave)	-	2,978,178
Finance Income on Staff Loan	783,597	-
Total	783,597	2,978,178

Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

25 Earning Per Share

Particulars	32.03.2082	31.03.2081 (Restated)	31.03.2081
Profit from Continuing Operations	45,664,479	45,805,394	45,805,394
Profit/ (Loss) on Discontinued Operations(net of tax)	-	-	-
Profit for the Year (A)	45,664,479	45,805,394	45,805,394
Weighted Average No. of Shares			
No of Shares at the Beginning of the period	607,189	607,189	485,149
Weighted Average No. of Shares Issued during the Year	-	-	-
Bonus Shares Issued During the Year	121,438	121,438	122,040
Total Weighted Average No. of Shares(B)	728,627	728,627	607,189
Adjustment for potential Shares			
No of Potential Equity Shares	-	-	-
Total Weighted Average No. of Shares for Diluted EPS (C)	728,627	728,627	607,189
Earning per Share (NPR)			
a) Basic EPS	62.67	62.87	75.44
b) Diluted EPS	62.67	62.87	75.44

26 Disclosures Related to Financial Instruments Risk

Financial instruments risk management objectives and policies

The Entity's principal financial liabilities, other than derivatives, comprise loans and borrowings, and trade and other payables. The main purpose of these financial liabilities is to finance the Entity's operations. The Entity's principal financial assets include trade receivables, and cash and short-term deposits that derive directly from its operations. The Entity also holds investments in debt and equity instruments .transactions.

The Entity is exposed to **market risk, credit risk and liquidity risk**. The Entity's senior management oversees the management of these risks. The Entity's senior management is supported by a financial risk advisors that advises on financial risks and the appropriate financial risk governance framework for the Entity. The financial risk advisors provides assurance to the Entity's senior management that the Entity's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Entity's policies and risk objectives. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Entity's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

27 Related Party Transactions

Major Key Related Parties: Entity

Name of Parties	Nature of Relationships
ABB Investment Pvt Ltd	Holder
Nepal Oil Corporation	Holder
Rastriya Beema Company Ltd.	Share Holder
Himal Cement Company Ltd	Share Holder
National Trading Company Ltd	Share Holder
Rastriya Banijya Bank Ltd	Share Holder

Major Key Related Parties: Natural Person

Name of Parties	Nature of Relationships	Positions
Arun Kumar Chaudhary	Key Management Personnel	Chairman
Bijaya Bahadur Shrestha	Key Management Personnel	Directors
Representative- Nepal Oil Corporation Company Ltd.	Key Management Personnel	Directors
Nirajan Neupane	Key Management Personnel	Directors
Anil Basnyat	Key Management Personnel	Directors
Shila Chaudhary	Key Management Personnel	Directors
Karan Kumar Chaudhary	Key Management Personnel	MD/CEO
Ganga Raj Bhattarai	Key Management Personnel	General Manager

Related Parties listed above does not include close family members of Key Management Personnel, controlling person and person with significant influence unless there is material transaction with them.

The following table provides the total amount of sales, purchase and balances that have been entered into with related parties for the relevant financial year.

Particulars	Sales to Related Parties		Purchase from Related Parties		Receivables Balance		Payable Balance	
	32.03.2082	31.03.2081	32.03.2082	31.03.2081	32.03.2082	31.03.2081	32.03.2082	31.03.2081
a) A.I.T PVT.LTD	11,945,362.84	12,888,323.61	-	-	2,665,420.42	685,652.49	-	-
Total	11,945,362.84	12,888,323.61	-	-	2,665,420.42	685,652.49	-	-

Goods are sold based on the price lists in force and terms that would be available to third parties.

Related Parties Transactions

Particulars	Payable at year end		Interest Income		Receivable at year end	
	2081-082	2080-081	2081-082	2080-081	2081-082	2080-081
a) its Parent Entity	-	-	-	-	-	-
b) Its Subsidiaries	-	-	-	-	-	-
NLOL Synergy	-	-	-	-	-	-
NLOL Energy	-	-	-	-	-	-
c) Key Management Personnel	-	-	-	-	-	-
Total	-	-	-	-	-	-

There is no loan and advance to related parties during the above mentioned fiscal year

Key Management Personnel Compensation

Key management includes the Board of Directors (executive and non-executive), all members of Entity Management and the Company Secretary. The compensation paid or payable to key management for employee services is shown below:

Particulars	32.03.2082			31.03.2081		
	Directors	MD & CEO	Key Manager	Directors	G.M	Key Manager
Short-term Employee Benefits						
Remuneration Benefits and Allowances	1,818,303.38	6,880,000.00	27,246,005.21	2,376,529.41	6,627,160.28	21,857,473.34
Total	1,818,303.38	6,880,000.00	27,246,005.21	2,376,529.41	6,627,160.28	21,857,473.34

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel.

28 Contingencies

Contingent Liabilities

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

29 Events After the end of the Reporting Date

There are no significant events after reporting period.

Nepal Lube Oil Limited (Group)

Kathmandu, Nepal

Significant Accounting Policies and Explanatory Notes

For the year ended Ashadh 32, 2082 (July 16, 2025)

(All amounts are stated in NPR, unless otherwise stated)

1. Reporting Entity/ Corporate Information

The consolidated financial statements of Nepal Lube Oil Limited (Group), including the Statement of Financial Position as at 32 Ashadh 2082 (16 July 2025), Statements of Profit or Loss, Other Comprehensive Income, Changes in Equity, and Cash Flows for the year ended 32 Ashadh 2082 (16 July 2025), along with related Significant Accounting Policies and Notes.

Nepal Lube Oil Limited (Group), hereinafter referred to as “group”, comprises of Nepal Lube Oil Limited (the parent company) and two subsidiary companies namely N.L.O.L. Energy Limited and N.L.O.L. Synergy Limited.

Nepal Lube Oil Limited (NLOL) operates under the brand name "Gulf" and is one of Nepal's leading lubricant manufacturing and distribution companies. Established in 1983, NLOL specializes in producing a wide range of high-quality lubricants, such as engine oils, greases, and industrial oils. NLOL is registered under the Nepal Company Act 2021 (1964 AD) in 15 July, 1984. and operates in close collaboration with Gulf Oil International, a globally recognized leader in lubricants, which provides the company access to cutting-edge technologies and expertise. NLOL was privatized in 2051/2052 (1994/1995) as per the Government's Privatization Policy.

NLOL's products cater to various sectors, including automotive and industrial applications, and are distributed across Nepal. The company's primary focus is on delivering lubricants that enhance vehicle and machinery performance while maintaining environmental responsibility. NLOL's commitment to sustainability is evident through its adherence to global standards and its emphasis on producing fuel-efficient and low-emission lubricants. With its continued innovation and expansion, NLOL aims to support the economic and industrial development of Nepal.

The shares of the company are listed and traded on the Nepal Stock Exchange Limited (NEPSE) and its stock symbol is “NLO” The company has its registered office at Saket Complex, Tripureshwor, Kathmandu.

N.L.O.L. Synergy Limited (“Company”) is a public limited company incorporated under Companies Act, 2063 of Nepal. The registered office of the Company is located at



- spective notes as applicable.

2.4. Reporting Dates

Particulars	Nepalese Calendar Date / Period	Gregorian Calendar Date / Period
Comparative SOFP* Date	31 Ashadh 2081	15 July 2024
Comparative reporting period	1 Shrawan 2080 - 31 Ashadh 2081	17 July 2023 - 15 July 2024
SOFP* Date	32 Ashadh 2082	16-Jul-2025
Financial reporting period	1 Shrawan 2081 - 32 Ashadh 2082	16 July 2024 - 16 July 2025

*SOFP = Statement of Financial Position

2.5. Basis of Measurement

The group financial statements have been prepared under the historical cost convention, as modified by revaluation of Land, Buildings and Physical Structure, along with fair value measurement of financial assets and liabilities. The financial statements are prepared on accrual basis.

2.6. Functional & Presentation Currency

The financial statements are prepared in Nepalese Rupees (NPR), which is the company's functional currency. All the financial information presented in Nepalese Rupees have been rounded to the nearest rupees, except otherwise stated.

2.7. Principle of Consolidation

Financial statements of the parent company Nepal Lube Oil Limited (NLOL) and two subsidiaries N.L.O.L. Energy Limited and N.L.O.L. Synergy Limited. has been consolidated in accordance Financial Reporting Framework issued by Accounting Standard Board Nepal and as pronounced by Institute of Chartered Accountants Of Nepal. The consolidated financial statements have been prepared on the following basis:

a) The financial statements of the parent and its subsidiaries have been combined on a line-by-line basis by adding together the carrying values of assets, liabilities, revenues and expenses after eliminating intra-Group balances / transactions and resulting profits in full. Unrealized profit / losses resulting from intra-Group transactions has also been eliminated except to the extent that recoverable value of related assets is lower than their cost to the Group.

b) The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are to the extent possible, in the same manner as the Companies' separate financial statements. Differences in accounting policies, if any, has been disclosed separately.

c) The extent of the group's control on the subsidiaries is reflected by the entitlement to issued share capital committed to be held in the subsidiaries. The details of which is as under.

Name	Country of Incorporation	As at 32 Ashad, 2082
N.L.O.L. Energy Limited	Nepal	100%
N.L.O.L. Energy Limited	Nepal	100%

d) The financial statements of the subsidiaries used for consolidation are drawn for the same reporting date as that of the parent company i.e. year ended 32 Ashad, 2082. (16 July 2025)

2.8. Going Concern

The financial statements are prepared on a going concern basis, as the Board of Directors of the Company are satisfied that the Company has resources to continue the business for foreseeable future. In making this assessment, 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. 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.

2.9. Materiality

Each material class of similar items is presented separately in the financial statements. Items of dissimilar nature or functions are presented separately unless they are immaterial

2.10. Changes in Accounting Policies

The company has applied its accounting policies consistently from year to year except for some comparatives elsewhere disclosed separately that have been grouped or re-grouped to facilitate comparison, corrections of errors and such exceptions have been disclosed explicitly with detail explanations in the relevant sections of this notes to the financial statements

2.11. Re-grouping & Re-classification

The figures for the previous period have been regrouped/rearranged/ re-classified wherever necessary to make them more reliable, fair and comparable with the current period's figures.



3. Significant Accounting Policies

NFRS requires the company to adopt accounting policies that are most appropriate to the company's circumstances. In determining and applying accounting policies, management is required to make judgements in respect of items where the choice of specific policy, accounting estimate or assumption to be followed could materially affect the company's reported financial position, results or cash flows.

The accounting policies adopted by the company are applied consistently. The accounting policies have been disclosed in the following sections of these notes to the financial statements. Effect and nature of the changes, if any, have been disclosed at appropriate places.

The principal accounting policies adopted in the preparation of the financial statements are set out below.

3.1. Current/Non-current Classification

The entity presents assets and liabilities in the statement of financial position based on current/non-current classification.

An asset is current when it is:

- Expected to be realized in the normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

Other than the above, assets are classified as non-current.

A liability is current when:

- Expected to be settled in the normal operating cycle
- Due to be settled within twelve months after the reporting period or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

Other than specified above, the liabilities are classified as non-current.

3.2. Property, Plant and Equipment

Property, Plant and Equipment (PPE) are stated in the Statement of Financial Position at their cost and are inclusive of all expenses necessary to bring the assets to working condition for its intended use less any subsequent accumulated depreciation and subsequent accumulated impairment losses, if applicable. PPE are recognized as an asset, if and only if it is probable that future economic benefits associated with the item will flow to the company; and the cost of the item can be measured reliably. The depreciation period is based on the expected useful life of an asset.

Plant and Machinery shall be capitalized as and when they are available for use. Nepal Accounting Standard (NAS) 16 and International Financial Reporting Interpretations Committee (IFRIC) 1 require cost of PPE to include the estimated cost for dismantling and removal of the assets, and restoring the site on which they are located. Management perceives that such costs are difficult to estimate and considering the past practice the amount of such costs is not material to affect the economic decision of the user as a result of such non-inclusion. Therefore, asset retirement obligation (ARO) has not been recognized in the financial statements.

Freehold land properties, building and physical structure held by the company is recognized and reported at fair value conducting periodic revaluation. If an asset's carrying amount is increased as a result of a revaluation, the increase shall be recognized in other comprehensive income and accumulated in equity under the heading of revaluation surplus. However, the increase shall be recognized in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognized in profit or loss.

If an asset's carrying amount is decreased as a result of a revaluation, the decrease shall be recognized in profit or loss. However, the decrease shall be recognized in other comprehensive income to the extent of any credit balance existing in the surplus in respect of that asset. The decrease recognized in other comprehensive income reduces the amount accumulated in equity under the heading of revaluation surplus. The accumulated depreciation on revalued building and physical structure is eliminated against the gross carrying amount of the assets and net amount is restated to the revalued amount of the assets.

Assets Held for Sale

During the current financial year, the company (NLOL) has classified certain fixed assets as held for sale in accordance with NFRS 5 - Non-current Assets Held for Sale and Discontinued Operations. Such assets meet the criteria for classification as held for sale as their carrying amounts will be recovered principally through a sale transaction rather than through continuing use.

These assets are available for immediate sale in their present condition, and the sale is highly probable. Management is committed to the plan to sell these assets, actively engaged in seeking buyers, and expects completion of the sale within one year from the date of classification.

The assets are measured at the lower of their carrying amount and fair value less costs



to sell, and as such, no depreciation has been charged on these assets since such classification. As at the reporting date, such assets held for sale include vehicle/s only. These are presented separately in the statement of financial position as current assets. There were no significant changes to the plan for disposal subsequent to the reporting date and such assets have been sold after reporting date.

Depreciation

Depreciation is charged so as to expense off the cost of assets, other than land, using straight line method over their estimated useful lives. The depreciation is charged on revalued amount of building and physical structure over the remaining useful life. The residual values, useful life and depreciation methods are reviewed at least at each financial year end. If expectations differ from the previous estimates the changes are accounted for as changes in estimates in accordance with NAS 8.

Items of PPE are depreciated on pro rata basis in the year of acquisition. The residual values, useful lives and the depreciation methods of assets are reviewed at least at each financial year end and, if expectations differ from previous estimates, they are accounted for as a change in accounting estimates in accordance with NAS 8. Freehold land is not depreciated. Depreciation on assets under construction does not commence until they are complete and available for use. Depreciation is provided on all other items of property, plant and equipment so as to write-off their carrying value over the expected useful economic lives.

Depreciation has been computed on Straight Line Method. The estimate useful lives for the assets are as follows:

Class of Property Plant & Equipment	Useful life	Depreciation Rates	Depreciation Method	Measurement Basis
Factory Buildings	20 Years	5%	SLM	Revaluation Model
Office Building	25 Years	4%	SLM	Revaluation Model
Plant and Machinery				
-Machine, Equipment	15 Years	6.67%	SLM	Cost Model
-Storage Tanks	20 Years	5%	SLM	Cost Model
-Fixtures and Fittings	10 Years	10%	SLM	Cost Model
-Other Office Equipment	5 Years	20%	SLM	Cost Model
Computer Equipment				
-Desktop Computer	5 Years	20%	SLM	Cost Model
-Laptop Computer	4 Years	25%	SLM	Cost Model
Motor Vehicles				
-2 Wheelers	10 Years	10%	SLM	Cost Model
-4 Wheelers	8 Years	12.5%	SLM	Cost Model

3.3. Leases

Leases are recognized as ROU asset and a corresponding liability on which the leased asset is available for use by the company. In the current year two of the such leases have been recognized as assets as right to use assets along with its corresponding liabilities. These leases pertain to the premises used in the business operation.

Right of Use (ROU) Assets

It consists of the cost of initial measurement of lease liability and any initial direct costs related to such recognition. They are measured at cost less accumulated depreciation and impairment loss (if any).

These assets are generally depreciated over straight line method over the asset's useful life or lease term whichever is earlier.

Lease Liabilities

They are measured at the present value of lease payments outstanding as on the date. This payment includes fixed payments less incentives along with any modification clauses for payments based on the contract. Lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing is used. This is the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the ROU in a similar economic environment with similar term, security and conditions.

Lease payments are allocated between principal and finance cost. The finance cost is charged to the statement of comprehensive income over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Remeasurement of Lease Liabilities

- There is a change in future lease payments arising from changes in an index or rate changes.
- In case the company exercised extension after termination of lease period
Modification to the scope to the contract

3.4. Intangible Assets

Computer Software

Purchased computer software licenses are capitalized on the basis of the costs incurred to acquire and bring to use the software. These costs are amortized over the estimated useful lives.

Other Intangible Assets

Other intangible assets that are acquired by the company are stated at cost less



accumulated amortization and impairment losses.

Amortization

Amortization is charged to the statement of profit or loss on a straight-line basis over the estimated useful lives of intangible assets.

3.5. Financial Assets

A financial asset is any asset that is:

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

A. Classification and Measurement of Financial Assets

1. Financial Assets at Amortized Cost

- If Business Model is to held Financial Assets to collect contractual cash flows & if it is held for solely payment of principal and interest on outstanding principal, financial assets are classified under this category.
- It is initially measured at fair value plus transactions costs.
- It is subsequently measured at amortized cost using effective interest method. Interest charges shall be calculated on opening balance of amortized cost

2. Financial Assets at Fair Value through profit or loss

- Following Financial Assets are classified under this category:

- (a) If Financial Assets does not meet the condition of measured at amortized cost or if made irrevocable election to reduce the accounting mismatch,
 - (b) Compulsory classified under this category:
 - (i) Financial Assets held for trading,
 - (ii) All derivatives except held for hedging
 - It is initially measured at Fair value and any transactions costs is charged to Profit or loss.
 - It is subsequently measured at Fair value with changes recognized in profit or loss.
- 3. Financial Assets at Fair Value through Other comprehensive income**
- If made irrevocable election and it is investment in equity instrument not held for trading, i.e. entity has strategic intent to hold the investment in equity instruments.
 - It is initially measured at Fair value plus transactions costs.
 - It is subsequently measured at Fair value with changes recognized in other comprehensive income under equity (Subsequently not reclassified to profit or loss).
- B. Reclassification of Financial Assets**
- Reclassification on Financial Assets is made only when there is changes in business model for managing financial assets.
 - New Carrying amount of financial assets is Fair value at the date of reclassification.
 - Any gain/loss on reclassification is recognized in profit or loss.
- C. Impairment of Financial Assets that is measured at amortized Cost**
- Financial asset is tested for impairment if objective evidence of impairment exists at the end of every reporting period.
 - Impairment losses are recognized if it carrying amount exceeds the present value of future cash flows discounted at original effective interest.
 - For the purpose of impairment test financial assets are grouped if significant on the basis on similar credit risks and other financial assets are tested on stand-alone basis.

3.6. Financial Liabilities

A financial liability is any liability having:

- (a) contractual obligation:
 - (i) to deliver cash or another financial asset from another entity; or
 - (ii) to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the entity; or
- (b) a contract that will or may be settled in the entity's own equity instruments and is:
 - (i) a non-derivative for which the entity is or may be obliged to deliver a variable number of the entity's own equity instruments; or



- (ii) a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments.

A. Recognition of Financial Liabilities

A financial Liabilities is recognized when the entity become party to the contractual provision of financial instruments.

B. Derecognition of Financial Liabilities

- A financial Liabilities is de-recognized when:
 - (a) Contractual obligation to pay Cash flows extinguished or
 - (b) There is a substantial modification of term of contract or exchange of financial liabilities with substantial different terms.
- Gain/ (loss) on derecognition of Financial Liabilities is recognized in profit or loss.

C. Classification and Measurement of Financial Liabilities

1. Financial Liabilities at Amortized Cost

- All financial liabilities are measured at amortized cost except otherwise stated.
- It is initially measured at Fair value plus transactions costs.
- It is subsequently measured at amortized cost using effective interest method.
- Interest Charges shall be calculated on opening balance of amortized cost.

2. Exception of Financial Liabilities at Amortized Cost

Classification	Measurement
Financial liabilities at Fair Value Through Profit or Loss (including Derivatives held for trading)	<ul style="list-style-type: none"> • Measured at Fair Value on initial recognition & subsequently • Changes are recognized in profit or loss
Liabilities created on transfer of Financial Assets	<ul style="list-style-type: none"> • Measured at Fair of Consideration received for transfer of financial assets if it does not qualify for recognition
Financial Guarantee Contract	Subsequently Measure at higher of <ul style="list-style-type: none"> • Amount as per NAS 37: provision, contingent liabilities & contingent assets • Initial amount less Cum amortization as per NAS 18 Revenue
Subsidized loan (loan at below-market interest rates)	Subsequently Measure at higher of <ul style="list-style-type: none"> • Amount as per NAS 37: provision, contingent liabilities & contingent assets • Initial amount less Cum amortization as per NAS 18 Revenue

Entity made irrevocable election to classify financial liability at Fair Value through Profit or Loss on following condition:

- If it reduces the accounting mismatch.
- Financial liability is evaluated on fair value basis.
-

D. Reclassification of Financial liabilities

No Financial liabilities shall be reclassified

3.7. Presentation of Financial Instruments

A. Offsetting of Financial assets and financial liabilities

Financial Assets & liabilities are offset in Statement of financial position only if the entity

- Has legally enforceable rights to set off the recognized amount
- Nets basis or simultaneous basis settlement of the respective assets with liabilities

B. Interest Dividend, losses & gains

- Interest dividends, losses & gains relating to financial instrument or component that is FL shall be recognized as expenses or income in PL
- Distribution to holders of equity instruments shall be debited in equity (net of tax benefit)
- Transaction cost (net of tax benefit) related to equity instrument is deducted from equity
- Transaction cost related to compound instrument is allocated to both equity & liability component in pro-rata of value of both component

3.8. 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 the variable selling expenses.

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.

3.9. Cash and Cash Equivalents

Cash and cash equivalents comprises cash balances, call deposits and other short term highly liquid investments.

3.10. Impairment

Non-financial assets (other than biological assets measured at fair value less cost to sell, investment property measured at fair value, Financial Assets, inventories and deferred



tax assets) are subject to impairment tests whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. Where the carrying value of an asset exceeds its recoverable amount (i.e. the higher of value in use and fair value less costs to sell), the asset is written down accordingly.

Where it is not possible to estimate the recoverable amount of an individual asset, the impairment test is carried out on the smallest parts of assets to which it belongs for which there are separately identifiable cash flows and its cash generating units ('CGUs').

Impairment charges are included in the statement of profit or loss.

3.11. Share Capital

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

All the issued shares are fully paid and have equal voting rights.

The details of shareholdings holding more than 0.5% of total paid up capital are as follows:

Name	32.03.2082	31.03.2081
A.B.B. Investment Pvt Ltd	39.92%	39.92%
Arun Kumar Chaudhary	5.14%	5.14%
Bijay Bahadur Shrestha	0.60%	0.60%
Himal Cement Co.	4.23%	4.23%
Karan Kumar Chaudhary	5.68%	5.68%
Mandira Amatya Joshi	4.12%	4.12%
National Trading Ltd.	2.81%	2.81%
Nepal Oil Corporation Ltd	14.50%	14.50%
Rajendra Kumar Khetan	1.07%	1.07%
Rastriya Banijya Bank Limited	1.61%	1.61%
Rastriya Beema Company Limited	4.23%	4.23%
Shila Chaudhary	1.10%	1.10%
Shree Himalayan Enterprises Pvt.Ltd	1.08%	1.08%
Sonam Chuki Shrestha	1.64%	1.64%
Others	12.29%	12.29%
Total	100.00%	100.00%

3.12. Employee Benefits

Short-term employee benefits, such as salaries, paid leave, and social security costs, are recognized over the period in which the employees provide the related services. The company operates several post-retirement benefit schemes for its employees, including

both defined benefit and defined contribution plans.

A defined benefit scheme specifies an amount of pension, gratuity, or leave compensation benefit that an employee will receive on retirement, dependent on factors such as age, years of service, and salary. A defined contribution plan involves fixed contributions by the company with no further payment obligation once contributions are made.

Full actuarial valuations of the company's defined benefit schemes are carried out periodically by qualified independent actuaries, with interim reviews in between. Scheme assets are included at fair value, and scheme liabilities are measured on an actuarial basis using assumptions updated at each valuation date. The liabilities are discounted using market yields at the reporting date.

In the current financial year, significant changes in the retirement age from 58 to 60 with respect to the post employment benefit and other long term employee benefit has resulted in change in defined benefit obligation due to the extension of expected service period before retirement.

Remeasurements, comprising actuarial gains and losses, the return on plan assets (excluding amounts included in net interest expense), and any changes to the asset ceiling, are recognized immediately in other comprehensive income and reflected in retained earnings without subsequent recycling to profit or loss.

The statement of financial position includes the net surplus or deficit, defined as the difference between the fair value of scheme assets and the discounted value of scheme liabilities. Surpluses are recognized only to the extent that they can be recovered through reduced future contributions or refunds.

3.13. Taxation

The company applies NAS 12 for accounting and reporting income taxes. Income tax on the profit for the year comprises current and deferred tax. Income tax is recognized directly in the statement of profit or loss except to the extent that it relates to items recognized directly in equity or other comprehensive income.

Current tax

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



Deferred tax

Deferred tax is the tax expected to be payable or recoverable in future arising from temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in computation of taxable profit.

It is computed using statement of financial position liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets recognized to the extent that it is probable that the temporary differences or taxable profit will be available against which deductive temporary differences can be utilized.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized, based on the level of future taxable profit forecasts and tax planning strategies.

Current and deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis or to realize the asset and settle the liability simultaneously.

Additional income taxes that arise from the distribution of dividends are recognized at the same time as the liability to pay the related dividend.

Value Added Tax

Value Added Tax is an indirect tax payable on sales of goods or services (except specifically exempted). Entity is VAT registered party. Entity pays VAT liabilities after reducing VAT on purchase from VAT on sales which is allowed by VAT Act 2052.

3.14. Trade & Other Payables

Trade payables represent liabilities which are unpaid. Trade payables are classified as current liabilities unless payment is not due within twelve (12) months after the reporting period. Otherwise, they are presented as non-current liabilities. Trade payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

3.15. Provisions

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

be made of the amount of the obligation.

3.16. Revenue

Revenue from the sales of goods is recognized when:

- There is transfer of significant risk and reward of ownership and related control over goods
- the amount of revenue and cost incurred on transaction can be reliably measured;
- It is probable that future economic benefits will flow to the entity.

Revenue comprises the fair value of the consideration received or receivable for the sale of goods in the ordinary course of the group's activities. Revenue is shown net of sales/value-added tax, excise duty, returns, rebates and discounts and after eliminating sales within the group.

Where the buyer has a right of return, the company defers recognition of revenue until the right to return has lapsed. However, where high volumes of sales are made to established wholesale customers, revenue is recognized in the period where the goods are delivered less an appropriate provision for returns based on past experience. The same policy applies to warranties, provided the amount of revenue can be measured reliably and it is probable that the company will receive any consideration, revenue for services is recognized in the period in which they are rendered.

Interest income

Interest income is recognized in the statement of profit or loss on accrual basis.

3.17. Expenses

All expenses are recognized in the statement of profit or loss on accrual basis.

4. Significant Accounting Judgments, Estimates and Assumptions

The preparation of the financial statements in accordance with NFRS requires the management to make judgements, estimates and assumptions applying the accounting policies that affect the reported amounts of assets, liabilities, income and expenses, including contingencies and commitments. Due to the inherent uncertainty in making estimates, actual results reported in future periods may differ from those estimates. The estimates and the underlying assumptions are reviewed on on-going basis based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revision to accounting estimates is recognized in the period in which estimates are revised, if the revision affects only that period; they are recognized in the period of revision and future periods if the revision affects both current and future periods.



The significant judgements made by the management in applying the company's accounting policies and key sources of estimation uncertainty in these financial statements, which together are deemed critical to the company's results and financial position, are given in the respective sections of the notes wherever they have been applied.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Entity. Such changes are reflected in the assumptions when they occur.

In the process of applying the Entity's accounting policies, management has made the followings estimates, assumptions and judgements:

(a) Use of Fair Value as deemed cost at reporting date

Management has made a judgment to use fair value of property for land, building and physical structures at the reporting dates. Other property, plant and equipment are measured at historical cost. The company has revalued and reassessed Land, Building and Physical infrastructure from an independent valuator as on reporting date which has been reflected in the financials statement of the company.

(b) Impairment of financial assets-Sundry Debtors

The management deems that all the outstanding receivable as on date of statement of financial position (Ashad, 32 2082) are recoverable. No impairment has been made to account receivables in the current year unless otherwise stated.

(c) Actuarial Valuation

The measurement of defined benefits obligations and defined benefits contributions is done as per the valuation made by actuary and such valuation shall be reassessed every year.

The company has conducted actuary valuation as on reporting date which has been reflected in the financials statement of the of the company.

**INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF
NEPAL LUBE OIL LIMITED**

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying Financial Statements of Nepal Lube Oil Limited ("the company"), which comprise the Statement of Financial Position as at Ashad 32, 2082 (July 16, 2025), and the Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and Notes to the Financial Statements, including a Summary of Significant Accounting Policies.

In our opinion, the accompanying financial statements present fairly, in all material aspects the financial position of the company as at Ashad 32, 2082 (July 16, 2025), and its financial performance and the cash flows for the year ended in accordance with the Nepal Financial Reporting Standards (NFRS).

BASIS FOR OPINION

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

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of financial statements for the financial year ended on Ashad 32, 2082 (July 16, 2025). These matters were addressed in the context of our audit of financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.





A.I. ASSOCIATES **CHARTERED ACCOUNTANTS**

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617956028

Key Audit Matters	How our audit addressed the key audit matter
<p>1. Physical Verification and Asset Coding of Property, Plant, and Equipment (PPE) The company holds a significant amount of Property, Plant, and Equipment (PPE) on its balance sheet. However, during the audit, it was noted that the physical verification of PPE had not been conducted, and asset coding had not been implemented. The lack of physical verification and coding presents a risk of misstatement in the financial statements as there may be unrecorded or inaccurately recorded assets, and the potential for existence or completeness issues is increased.</p> <ul style="list-style-type: none"> - PPE represents a material balance in the financial statements, and any misstatements could significantly impact the company's financial position. - The absence of periodic physical verification increases the risk of errors, loss, or misuse of assets, and it limits the ability to detect impairments or unrecorded disposals. - Asset coding is important for tracking and identifying individual assets; without this, there is a heightened risk of misclassification or incomplete records, which may lead to incorrect depreciation or impairment calculations. - The issue may also affect the accuracy of insurance coverage and the adequacy of asset safeguarding controls. 	<ul style="list-style-type: none"> - We reviewed the management's rationale for not conducting physical verification and assessed any compensating controls in place to ensure the accuracy of PPE records. - We performed alternative audit procedures, including sample-based testing of PPE additions and disposals, to verify the existence and accuracy of recorded assets. - We conducted physical verification of sampled property, plant and equipment, after the reporting date, reconciled the balances and ensured the assets exists in working condition to derive economic value addition to the company. - We inspected key documents such as purchase invoices, maintenance of records, and other evidence supporting the existence and condition of PPE. - We assessed the adequacy of management's internal controls over PPE and asset tracking, considering the lack of physical verification and asset coding. - We reviewed the company's depreciation policies and tested their application to ensure that assets were being depreciated appropriately in the absence of specific asset coding. - We evaluated the company's disclosures on PPE in the financial statements to ensure they provide sufficient information regarding the physical verification and asset coding processes, or lack thereof.
<p>2. Accounts Receivables As at the reporting date, the Company had account receivables that were subject to litigation. The litigation of the cases has been concluded by the competent authorities.</p> <p>The assessment of recoverability of receivables under litigation involves judgment, including evaluation of legal outcomes and potential impairment under applicable financial reporting standards. The favorable decisions and subsequent realization significantly affect the balances of account receivables. Given the financial significance and judgment involved, we considered this area to be a key audit matter.</p>	<p>Our audit procedures included, among others:</p> <ul style="list-style-type: none"> - Obtaining confirmations and reviewing legal correspondence regarding the status of litigation and judgments delivered. - Inspecting evidence of realization of substantial portion of such account receivables, including bank receipts and settlement documentation during the year. - Assessing the adequacy of management's disclosures relating to litigation and receivable recoverability. <p>Based on the audit procedures performed, we found management's assessment of recoverability of receivables under litigation, and the related disclosures, to be reasonable.</p>



OTHER INFORMATION

The management is responsible for the other information presented in the Nepal Lube Oil Limited Annual Report 2081/82 (2024-25) together with the Financial Statements. This report is expected to be made available to us after the date of this auditor's report. Our opinion on the Financial Statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

RESPONSIBILITY OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

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

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

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements 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 high level of assurance, but is not a guarantee that an audit conducted in accordance with Nepal Standards on Auditing (NSAs) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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





A.I. ASSOCIATES **CHARTERED ACCOUNTANTS**

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617956028

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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 identified during our audit.

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


From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter, or when, in extremely rare circumstances we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON THE OTHER LEGAL AND REGULATORY REQUIREMENTS

- a. We have obtained satisfactory information and explanations asked for, which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b. The financial statements including the Statement of Financial Position, Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows including a Summary of Significant Accounting Policies and other explanatory notes have been prepared in all material respect in accordance with the provisions of the Companies Act, 2063, and they are in agreement with the books of accounts of the Company; and the accounts and records of the Company are properly maintained in accordance with the prevailing laws.



- c. To the best of our information and according to the explanations given to us, in the course of our audit, we observed that the business of the Company was conducted satisfactorily, and the Company's transactions were found to be within the scope of its authority except reported in this report.
- d. We did not come across cases of accounting related fraud and the cases where the board of directors or any director or any office bearer of the Company has acted contrary to the provisions of law except reported in this report or caused loss or damage to the Company or committed any misappropriation of the funds of the Company.
- e. We have not come across any accounting fraud, so as far as it appeared from our examination of the books of accounts.


CA. Ayush Nepal
Partner
A.I. Associates,
Chartered Accountants
COP No: 1174
UDIN: 250928CA01723AjWXy
Date: 25 September 2025





Nepal Lube Oil Limited

Kathmandu, Nepal

Statement of Financial Position As on Ashadh 32, 2082 (July 16, 2025)

Figures in NPR

Particulars	Note No.	32.03.2082	31.03.2081
ASSETS			
Non-Current Assets:			
Property, Plant and Equipment	5	212,971,435	203,412,845
Capital Works in Progress	5	-	4,194,855
Right of Use Assets	5	1,893,200	2,876,848
Prepayments & Other Advances	7	-	-
Deferred Tax Assets	8	-	-
Total Non-Current Assets		214,864,635	210,484,548
Current Assets:			
Assets Held For Sale	5	45,916,057	-
Inventories	9	279,557,344	218,033,268
Prepayments & Other Advances	7	54,662,001	39,618,690
Financial Assets	6		
Trade & Other Receivables		445,760,880	368,647,059
Other Margins/ Deposits	6	1,314,929	1,362,638
Cash and Cash Equivalents		12,116,102	23,086,264
Current Tax Assets	8	8,623,766	13,819,354
Total Current Assets		847,951,077	664,567,273
Total Assets		1,062,815,713	875,051,821
EQUITY AND LIABILITIES			
Equity			
Share Capital	10	72,862,680	60,718,900
Retained Earnings		274,552,336	245,824,121
Other Component of Equity		76,096,737	69,191,211
Total Equity		423,511,753	375,734,232
LIABILITIES			
Non-Current Liabilities:			
Financial Liabilities	11		
Loans and Borrowings		-	-
Trade & Other Payables		-	-
Employee Benefits Liabilities	12	47,915,418	39,478,588
Lease Liability	13	1,565,862	1,705,208
Other Non-Current Liabilities	13.1	-	-
Deferred Tax Liabilities	8	11,571,518	13,301,916
Total Non-current Liabilities		61,052,799	54,485,712
Current Liabilities:			
Financial Liabilities	11		
Loans and Borrowings		401,652,033	306,935,406
Trade & Other Payables		77,054,610	61,608,676
Employee Benefits Liabilities	12	24,004,541	29,194,251
Lease Liability	13	507,752	1,302,087
Other Current Liabilities	13.1	13,974,031	6,073,557
Provisions	14	61,058,194	39,717,900
Current Tax Liabilities	8	-	-
Total Current Liabilities		578,251,161	444,831,876
Total Liabilities		639,303,960	499,317,589
Total Equity and Liabilities		1,062,815,713	875,051,821

Arun Kumar Chaudhary
Chairman

Karan Kumar Chaudhary
MD & CEO

CA Ayush Nepal
A.I. & Associates
Chartered Accountants

Bijay Bahadur Shrestha
Director

CA Nagendra Sah
Director

Dhruba Prashad Aryal
Director

Shila Chaudhary
Director

Niranjana Neupane
Director

Anil Basnyat
Director

Date:
Place:

Ganga Raj Bhattarai
General Manager



Nepal Lube Oil Limited

Kathmandu, Nepal

Statement of Profit or Loss and Other Comprehensive Income As on Ashadh 32, 2082 (July 16, 2025)

Figures in NPR

Particulars	Note No.	32.03.2082	31.03.2081
Revenue From Operations	15	1,352,784,783	1,175,461,170
Cost of Operations/Sales	16	(947,675,952)	(824,417,765)
Gross Profit		405,108,831	351,043,405
Other Operating Income	17	9,520,597	7,138,748
Selling & Distribution Expenses	20	(259,876,702)	(217,630,348)
Administrative & General Expenses	21	(57,750,497)	(41,119,215)
Other Operating Expenses	22	(7,048,622)	(7,000,406)
Profit From Operations		89,953,607	92,432,183
Finance Cost	23	(33,119,567)	(38,186,859)
Other Income	24	783,597	2,978,178
Profit Before Tax		57,617,637	57,223,502
Income Tax (Expenses)/Income:	8		
- Current Tax		(15,235,082)	(9,530,407)
- Deferred Tax		3,485,432	(1,887,701)
Profit From Continuing Operations	3	45,867,987	45,805,394
Profit/ (Loss) on Discontinued Operations(net of tax)		-	-
Net Profit for the Year		45,867,987	45,805,394
Other Comprehensive Income:			
Other Comprehensive Income that is subsequently not reclassified to profit or loss			
Actuary gain/(loss) on Defined Benefit Obligation		349,676	(11,585,584)
Revaluation Gain on Land & Building		8,310,883	12,035,951
-Income Tax Relating to Components of Other Comprehensive Income		(1,755,033)	(90,239)
Total Other Comprehensive Income, Net of Tax		6,905,526	360,128
Total Comprehensive Income for the Period		52,773,513	46,165,523
Earning per Equity share			
Basic (NPR)	25	62.95	62.87
Diluted (NPR)	25	62.95	62.87

The accompanying notes form an integral part of the financial statements.

As Per Our Report of Even Date

Arun Kumar Chaudhary
Chairman

Karan Kumar Chaudhary
MD & CEO

CA Ayush Nepal
A.I. & Associates

Bijay Bahadur Shrestha
Director

CA Nagendra Sah
Director

Dhruba Prashad Aryal
Director

Shila Chaudhary
Director

Niranjan Neupane
Director

Anil Basnyat
Director

Date:
Place:

Ganga Raj Bhattarai
General Manager

Nepal Lube Oil Limited

Kathmandu, Nepal
Statement of Cash Flow
As on Ashadh 32, 2082 (July 16, 2025)

Figures in NPR

Particulars	32.03.2082	31.03.2081
Cash Flows from Operating Activities		
Profit for the Year	45,867,987	45,805,394
Adjustment for: Non-Cash Items & Non-Operating items		
Income Tax Expenses for the year	11,749,650	11,418,108
Depreciation/amortisation on PPE,ROU,Investment Property & Intangible Assets	17,421,879	7,311,572
Finance Cost on Leases	302,946	335,265
Revaluation loss charged to profit or loss	249,829	-
Finance Income	(783,597)	(2,978,178)
Finance Cost	28,762,748	34,329,340
Prior Year Adjustment	(84,706)	(2,301,222)
Adjustment for: Working Capital Changes except cash & Cash equivalent		
Increase / Decrease in Inventories	(61,524,076)	(2,650,450)
Increase / Decrease in Prepayments & other Advances	(15,043,310)	(11,601,563)
Increase / Decrease in Trade & other receivables	(77,113,821)	18,278,296
Increase / Decrease in Deposits	47,710	244,407
Increase/Decrease in Current Loan & Borrowings	54,523,435	(38,775,482)
Increase/Decrease in Trade & Other Payables	15,445,934	(1,950,282)
Increase/Decrease in Current Employee Benefits	3,596,796	7,086,807
Increase / Decrease in other Liabilities	7,900,474	(7,114,456)
Increase/Decrease in Provisions	21,340,294	(2,076,083)
Cash generated from Operations.	52,660,173	55,361,475
Finance Cost on Working Capital Loan	(26,702,771)	(34,329,340)
Payment of Rent	(1,704,000)	(1,400,000)
Income Tax Paid	(11,911,834)	(12,892,623)
Net Cash Flows from Operating Activities (A)	12,341,567	6,739,511
Cash Flow from Investing Activities		
Acquisition of Property, Plant and Equipment	(59,192,597)	(6,388,670)
Finance Income	783,597	2,978,178
Net Cash flows from Investing Activities (B)	(58,409,000)	(3,410,492)
Cash Flow from Financing Activities		
Finance Cost Paid	(2,059,977)	-
Proceeds from loan & borrowings	43,995,131	-
Repayment of loan & borrowings	(3,801,939)	-
Dividend Paid (Both Interim & Final)	(3,035,945)	(2,350,470)
Dividend Tax Paid	-	-
Net Cash Flows from Financing Activities (C)	35,097,270	(2,350,470)
Net Increase in Cash and Cash Equivalents (A+B+C)	(10,970,162)	978,550
Cash and Cash Equivalents at the beginning	23,086,264	22,107,713
Cash and Cash Equivalents at the end	12,116,102	23,086,264

The accompanying notes form an integral part of the financial statements.

As Per Our Report of Even Date



Arun Kumar Chaudhary
Chairman

Karan Kumar Chaudhary
MD & CEO

CA Ayush Nepal
A.I. & Associates
Chartered Accountants

Bijay Bahadur Shrestha
Director

CA Nagendra Sah
Director

Dhruba Prashad Aryal
Director

Shila Chaudhary
Director

Niranjana Neupane
Director

Anil Basnyat
Director

Date:
Place:

Ganga Raj Bhattarai
General Manager

Nepal Lube Oil Limited

Kathmandu, Nepal
Statement of Change in Equity
As on Ashadh 32, 2082 (July 16, 2025)

Figures in NPR

Particulars	32.03.2082	31.03.2081
Cash Flows from Operating Activities		
Profit for the Year	45,867,987	45,805,394
Adjustment for: Non-Cash Items & Non-Operating items		
Income Tax Expenses for the year	11,749,650	11,418,108
Depreciation/amortisation on PPE,ROU,Investment Property & Intangible Assets	17,421,879	7,311,572
Finance Cost on Leases	302,946	335,265
Revaluation loss charged to profit or loss	249,829	-
Finance Income	(783,597)	(2,978,178)
Finance Cost	28,762,748	34,329,340
Prior Year Adjustment	(84,706)	(2,301,222)
Adjustment for: Working Capital Changes except cash & Cash equivalent		
Increase / Decrease in Inventories	(61,524,076)	(2,650,450)
Increase / Decrease in Prepayments & other Advances	(15,043,310)	(11,601,563)
Increase / Decrease in Trade & other receivables	(77,113,821)	18,278,296
Increase / Decrease in Deposits	47,710	244,407
Increase/Decrease in Current Loan & Borrowings	54,523,435	(38,775,482)
Increase/Decrease in Trade & Other Payables	15,445,934	(1,950,282)
Increase/Decrease in Current Employee Benefits	3,596,796	7,086,807
Increase / Decrease in other Liabilities	7,900,474	(7,114,456)
Increase/Decrease in Provisions	21,340,294	(2,076,083)
Cash generated from Operations.	52,660,173	55,361,475
Finance Cost on Working Capital Loan	(26,702,771)	(34,329,340)
Payment of Rent	(1,704,000)	(1,400,000)
Income Tax Paid	(11,911,834)	(12,892,623)
Net Cash Flows from Operating Activities (A)	12,341,567	6,739,511
Cash Flow from Investing Activities		
Acquisition of Property, Plant and Equipment	(59,192,597)	(6,388,670)
Finance Income	783,597	2,978,178
Net Cash flows from Investing Activities (B)	(58,409,000)	(3,410,492)
Cash Flow from Financing Activities		
Finance Cost Paid	(2,059,977)	-
Proceeds from loan & borrowings	43,995,131	-
Repayment of loan & borrowings	(3,801,939)	-
Dividend Paid (Both Interim & Final)	(3,035,945)	(2,350,470)
Dividend Tax Paid	-	-
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Net Increase in Cash and Cash Equivalents (A+B+C)	(10,970,162)	978,550
Cash and Cash Equivalents at the beginning	23,086,264	22,107,713
Cash and Cash Equivalents at the end	12,116,102	23,086,264

The accompanying notes form an integral part of the financial statements.

As Per Our Report of Even Date



Arun Kumar Chaudhary
Chairman

Karan Kumar Chaudhary
MD & CEO

CA Ayush Nepal
A.I. & Associates
Chartered Accountants

Bijay Bahadur Shrestha
Director

CA Nagendra Sah
Director

Dhruba Prashad Aryal
Director

Shila Chaudhary
Director

Niranjana Neupane
Director

Anil Basnyat
Director

Date:
Place:

Ganga Raj Bhattarai
General Manager

For the year ended Ashad 31, 2081 (July 15, 2024)

Kathmandu, Nepal
For the year ended Ashad 32, 2082 (July 15, 2025)

Notes to the Financial Statements
Amount are stated in NPR, unless otherwise provided)
Property Plant & Equipment
For the year ended Ashad 32, 2082

Particulars	Assets Held For Sale	Right of Use Assets	Land & Land Improvement	Office Building	Office Work in Progress	Factory Building	Plant & Machinery	Plant & Machinery WIP	Furniture & Fixture	Vehicle	Computing Equipment	Other Office Equipment	Software	Total
Cost														
Balance at Sharawan 1 2081		4,072,030	142,102,095	10,924,983	-	20,658,458	35,722,516	4,194,855	521,572	12,924,729	1,036,764	3,073,276	1,121,756	236,353,034
Additions		467,373	-	1,992,952	-	1,916,807	1,391,197	-	-	49,983,266	423,993	4,378,382	-	59,659,989
Reclassification	45,916,057	-	-	-	-	-	4,194,855	(4,194,855)	-	(45,916,057)	-	-	-	-
Acquisition Through Business Combination	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Revaluation Adjustments	-	-	7,204,695	1,490,750	-	(634,301)	-	-	-	-	-	-	-	8,061,054
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 32, 2082	45,916,057	4,539,402	149,306,790	13,308,685	-	21,940,964	41,308,568	-	521,572	16,997,938	1,460,757	7,451,658	1,121,756	304,074,057
Depreciation & Impairment Losses														
Balance at Sharawan 1 2081	-	1,195,182	-	2,169,333	-	4,022,257	7,492,041	-	271,928	8,269,457	1,011,119	1,405,780	31,390	25,868,486
Depreciation charged for the Year	-	-	-	436,999	-	1,032,923	7,983,474	-	52,157	1,615,591	207,353	614,655	-	11,943,153
Opening	-	1,451,020	-	37,401	-	39,036	118,606	-	-	3,749,927	19,922	62,814	-	5,478,726
Adjustment due to Impairment losses	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 32, 2082	-	2,646,202	-	2,643,733	-	5,094,216	15,594,121	-	324,085	13,634,975	1,238,394	2,093,249	31,390	43,290,365
Carrying Amount														
Balance at Sharawan 1 2081	-	2,876,848	142,102,095	8,755,650	-	16,636,201	28,230,474	4,194,855	249,645	4,655,272	25,645	1,667,498	1,090,367	210,484,548
Balance at Ashad 32, 2082	45,916,057	1,893,200	149,306,790	10,864,952	-	16,646,748	25,714,447	-	497,487	3,362,963	222,363	5,388,409	1,090,367	260,785,692

Property Plant Equipment under Construction
There is no Property Plant Equipment under Construction

For the year ended Ashad 31, 2081

Particulars	Assets Held For Sale	Right of Use Assets	Land & Land Improvement	Office Building	Office Work in Progress	Factory Building	Plant & Machinery	Plant & Machinery WIP	Furniture & Fixture	Vehicle	Computing Equipment	Other Office Equipment	Software	Total
Cost														
Balance at Sharawan 1 2080	-	-	130,054,000	10,709,731	-	20,674,069	34,857,556	-	506,572	12,684,906	1,010,277	2,611,434	747,838	213,856,383
Additions	4,072,030	-	-	211,784	-	-	864,960	4,194,855	15,000	239,823	26,487	461,842	373,919	10,460,699
Reclassification	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition Through Business Combination	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Revaluation Adjustments	-	-	12,048,095	3,467	-	(15,611)	-	-	-	-	-	-	-	12,035,951
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 31, 2081	-	4,072,030	142,102,095	10,924,983	-	20,658,458	35,722,516	4,194,855	521,572	12,924,729	1,036,764	3,073,276	1,121,756	236,353,034
Depreciation & Impairment Losses														
Balance at Sharawan 1 2080	-	-	-	1,740,920	-	2,988,554	5,163,800	-	169,841	6,677,339	975,118	828,638	12,703	18,556,914
Opening Balance Depn	-	-	-	428,389	-	1,033,703	2,324,999	-	101,314	1,585,613	35,159	542,192	12,713	542,192
Addition Asset Depn	-	-	-	23	-	773	3,242	-	773	6,505	842	34,949	5,973	34,949
Depreciation charged for the Year	-	1,195,182	-	428,412	-	1,033,703	2,328,241	-	102,087	1,592,118	36,001	577,142	18,687	7,311,572
Opening	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Adjustment due to Impairment losses	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 31, 2081	-	1,195,182	-	2,169,333	-	4,022,257	7,492,041	-	271,928	8,269,457	1,011,119	1,405,780	31,390	25,868,486
Carrying Amount														
Balance at Sharawan 1 2080	-	-	130,054,000	8,966,811	-	17,665,515	29,693,755	-	336,732	6,007,567	35,159	1,782,796	735,135	195,312,172
Balance at Ashad 31, 2081	-	2,876,848	142,102,095	8,755,650	-	16,636,201	28,230,474	4,194,855	249,645	4,655,272	25,645	1,667,498	1,090,367	210,484,548

Property Plant Equipment under Construction
There is no Property Plant Equipment under Construction



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

6 Financial Assets

Particulars	32.03.2082	31.03.2081
Financial Assets at Amortized Cost		
Cash & Cash Equivalents	12,116,102	23,086,264
Cash in hand	20,349	21,699
Balance with Banks	12,095,753	23,064,565
Trade & Other Receivables	445,760,880	368,647,059
Sundry Debtors	422,422,832	331,511,255
Under litigation	24,257,699	37,135,804
Allowances on Debtors As per NFRS 9	(919,651)	
Other Margins/ Deposits	1,314,929	1,362,638
LC Margin at Bank	1,314,929	1,362,638
Total	459,191,911	393,095,961

Trade receivables are placed as security against loan & borrowings

7 Prepayments & Other Advances

Particulars	32.03.2082	31.03.2081
Staff Welfare Deduction	87,600	77,723
Staff Advance	12,315,471	13,752,755
Prepaid Employee Benefits	1,364,641	-
Deposit against Adm.Review & Revenue Tribunal appeal	36,865,687	22,602,517
Other Advances and Deposits	2,230,216	2,230,216
Prepaid Expenses	1,798,385	955,478
Total	54,662,001	39,618,690

8 Taxations (Current/Deferred)

8.1 Current Tax Expenses/Income

Particulars	32.03.2082	31.03.2081
Taxable Profit for the Year	75,180,524	47,564,704
Current Tax for the Year (*)	15,235,082	9,530,407
Prior Years Income Taxes	-	-
Total Current Tax Expenses charges to Profit or loss	15,235,082	9,530,407

(*) Current tax has been calculated based on rate for special industry(manufacturing) and normal industry (trading) at the rates of 20 percent and 25 percent respectively .

Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

8.2 Current Tax liability/(Assets)

Particulars	32.03.2082	31.03.2081
Balance at the beginning of the period	(13,819,354)	(10,457,138)
Prior Year Assessment	1,872,341	966,956
Charged during the Year	15,235,082	9,530,407
Total Current Tax Liabilities	3,288,069	40,225
Current Tax Assets		
Amount Paid During the Year	(11,911,834)	(13,859,580)
Current Tax Liabilities/(Assets)	(8,623,766)	(13,819,354)

Current Tax Assets has been offsetted to the current tax liability since payment is made on net basis.

8.3 Deferred Tax Liability/(Assets)

For the Year 2081-082

Particulars	Tax Base	Carrying Amount	Temporary Taxable/(Deductible) Differences	Deferred Tax Liability/(Assets) (*)
Property, Plant & Equipment				
Depreciable	88,285,170	109,580,792	21,295,622	4,315,487
Non-Depreciable	748,827	149,306,700	148,557,873	30,104,756
Right of Use Assets	-	1,893,200	1,893,200	383,651
Inventories	279,557,344	279,557,344	-	-
Leave Payable	-	(11,496,513)	(11,496,513)	(2,329,730)
Gratuity Payable	-	(40,016,429)	(40,016,429)	(8,109,196)
Provisions	-	(61,058,194)	(61,058,194)	(12,373,239)
Lease Liability	-	(2,073,614)	(2,073,614)	(420,211)
Balance at Ashad 32, 2082				11,571,518
Balance at Shrawan 1, 2081				13,301,916
Deferred Tax Expenses/(Income)				(1,730,398)
Recognized in Profit or Loss for the year ended Ashad 32, 2082				(3,485,432)
Recognized in Other Comprehensive Income for the year ended Ashad 32, 2082				1,755,033
Recognized in Equity for the year ended Ashad 32, 2082				-

For the Year 2080-081

Particulars	Tax Base	Carrying Amount	Temporary Taxable/(Deductible) Differences	Deferred Tax Liability/(Assets) (*)
Property, Plant & Equipment				
Depreciable	50,653,950	65,505,605	14,851,654	2,975,784
Non-Depreciable	748,827	142,102,095	141,353,268	28,322,559
Inventories	218,033,268	218,033,268	-	-
Leave Payable	-	(9,260,345)	(9,260,345)	(1,855,469)
Gratuity Payable	-	(40,838,983)	(40,838,983)	(8,182,793)
Provisions	-	(39,717,900)	(39,717,900)	(7,958,165)
Balance at Ashad 31, 2081				13,301,916
Balance at Shrawan 1, 2080				11,323,977
Deferred Tax Expenses/(Income)				1,977,940
Recognized in Profit or Loss for the year ended Ashad 31, 2081				1,887,701
Recognized in Other Comprehensive Income for the year ended Ashad 31, 2081				90,239
Recognized in Equity for the year ended Ashad 31, 2081				-

(*) Deferred tax has been calculated based on rate for special industry(manufacturing) and normal industry (trading) at the rates of 20 percent and 25 percent respectively



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

Inventories

Particulars	32.03.2082	31.03.2081
Trading/Manufacturing Goods		
Raw Materials	114,122,315	103,872,586
Finished Goods	157,695,920	112,073,768
Spare Parts	7,739,108	2,086,913
Total (A)	279,557,344	218,033,268

Share Capital

Particulars	32.03.2082		31.03.2081	
	Number	NPR	Number	NPR
Ordinary Shares of NPR 100 each				
Authorized Share Capital	1,000,000	100,000,000	1,000,000	100,000,000
Issued & Fully Paid				
At the Beginning of the Year	607,189	60,718,900	485,149	48,514,900
Bonus Issues during the Year			122,040	12,204,000
Total	607,189	60,718,900	607,189	60,718,900

Particulars	32.03.2082		31.03.2081	
	Number	NPR	Number	NPR
Ordinary Shares of NPR 100 each				
Per share Rs. 100.00 each	168,361	16,836,100	168,361	16,836,100
(i) Bonus share 34,561 Nos	34,561	3,456,100	34,561	3,456,100
(i) Bonus share 65,503 Nos	65,503	6,550,300	65,503	6,550,300
(ii) Bonus share 29,107 Nos.	29,107	2,910,700	29,107	2,910,700
(iii) Bonus share 90,053 Nos.	90,053	9,005,300	90,053	9,005,300
(iv) Bonus share 97,564 Nos.	97,564	9,756,400	97,564	9,756,400
(v) Bonus share 122,040 Nos.	122,040	12,204,000	122,040	12,204,000
(vi) Bonus share 121,438 Nos.	121,438	12,143,780	-	-
Total	728,627	72,862,680	607,189	60,718,900

Financial Liabilities

Particulars	32.03.2082	31.03.2081
Borrowings from Bank	401,652,033	306,935,406
Over Draft Loan	44,989,384	37,253,406
Trust Receipt Loan	131,422,000	139,682,000
Demand Loan	182,400,000	130,000,000
Letter of Credit	2,647,457	-
Vehicle Loan(Short Term Loan)	36,253,113	-
Fixed Assets EMI Loan A/c	3,940,079	-
Trade & Other Payables	77,054,610	61,608,676
Trade Payables	76,081,559	61,162,707
Other Payables	973,051	445,969
Total	478,706,643	368,544,082

Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

Employee Benefits Liabilities

Particulars	32.03.2082	31.03.2081
Defined Benefit Obligation		
Gratuity Payable	40,016,429	40,838,983
Defined Contribution Scheme		
Providend Fund Payable	4,219	123,787
Social Security Fund	298,690	620,582
CIT Payable	347,534	247,854
Other Employee Benefits Payable		
Leave Payable	11,496,513	9,260,345
Staff Bonus Payable	6,481,626	6,422,391
Salary Payable	517,194	777,251
Other Staff Payables (Incentives to Staff)	12,757,754	10,381,646
Total	71,919,959	68,672,839
Categorized as:		
Current	24,004,541	29,194,251
Non- Current	47,915,418	39,478,588
Total	71,919,959	68,672,839

Disclosure Related to Employment Benefit Liabilities

Gratuity

Particulars	32.03.2082	31.03.2081
Opening Defined Benefit Obligation	40,838,983	31,092,845
Net Current Service Cost	2,082,697	2,140,428
Past Service Cost	(1,146,074)	-
Interest Cost on Defined Benefit Obligation	3,236,771	2,506,471
Actuarial (Gain)/Losses - Experience Adjustment	(349,676)	11,585,584
Benefits Paid	(4,646,272)	(6,486,345)
Losses/Gain on Curtailment Settlements	-	-
Defined Benefit Obligation at the end of the Period	40,016,429	40,838,983

Reconciliation of Statement of Financial Position Amount

Particulars	32.03.2082	31.03.2081
Balance at the Beginning of the Period	40,838,983	31,092,845
Total Charge Recognized in P & L	4,173,394	4,646,899
Total Remeasurement Recognized in OCI	(349,676)	11,585,584
Benefit Paid by Company During the Year	(4,646,272)	(6,486,345)
Balance at the End of the Period	40,016,429	40,838,983

Current / Non-Current Bifurcation

Particulars	32.03.2082	31.03.2081
Current	2,708,437	9,749,730
Non Current	37,307,992	31,089,253
Liability Recognized in the Statement of Financial Position	40,016,429	40,838,983



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

Fair Value of Plan Assets

Particulars	32.03.2082	31.03.2081
Opening Plan Assets	-	-
Employers Contribution	-	-
Benefits Paid	-	-
Actuarial (Gain)/Loses - Experience Adjustment	-	-
Closing plan assets at the end of the Period	-	-

Financial Assumption Used to Determine the Defined Benefit Obligation

Discount Rate p.a.	9.00%
Salary Escalation Rate p.a.	6.67%

Financial Assumption Used to Determine the Profit & Loss Charge

Discount Rate	9.00%
Salary Escalation Rate	6.67%
Expected Return on Plan Assets	N.A

Demographic Assumption Used to Determine the Defined Benefit Obligation

Withdrawal Rate	5%
Mortality Rate	Nepali Assured Lives Mortality 2009
Retirement Age	60 Years

Expected Future Cash Flows

Year	Cash Flow
2026	-
2027	-
2028-2030	-

Breakup of Actuarial (Gain) / Losses

Change in Defined Benefit Obligation

Particulars	Previous Year	Current Year
Opening Defined Benefit Obligation	40,838,983	31,092,845
Service Cost	936,623	2,140,428
Interest Cost	3,236,771	2,506,471
Actual Plan participant Contribution	-	-
Total Actuarial (Gain) / Losses	(349,676)	11,585,584
a.Effect of Change in Financial Assumption	-	-
b.Effect of Change in Demographic Assumption	-	-
c. Experience (Gain)/ Losses	(349,676)	11,585,584
Benefit Paid	(4,646,272)	(6,486,345)
Past Service Cost	-	-
Loss/(Gain) on Curtailment Settlement	-	-
Defined Benefit Obligation at the end of the Period	40,016,429	40,838,983

Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

Leave Encashment

Particulars	32.03.2082	31.03.2081
Casual Leave	-	-
Home Leave	5,979,776	4,675,093
Sick Leave	5,516,737	4,585,252
Total	11,496,513	9,260,345

Reconciliation of Amount Recognized in Statement of Financial Position

Particulars	32.03.2082		
	Casual Leave	Home Leave	Sick Leave
Amount at the Beginning of the Period	-	4,675,093	4,585,252
Total Expenses/(income) Recognized in P&L	-	1,354,867	995,740
Actuarial (Gain)/Loss Recognized in P&L	-	137,869	110,562
Benefit Payout	-	(188,053)	(174,817)
Liabilities at the End of the Period	-	5,979,776	5,516,737

Current/ Non Current Bifurcation

Particulars	32.03.2082		
	Casual Leave	Home Leave	Sick Leave
Current Benefit Obligation	-	463,795	425,292
Non-Current Benefit Obligation	-	5,515,981	5,091,445
Total Liabilities	-	5,979,776	5,516,737

Particulars	31.03.2081		
	Casual Leave	Home Leave	Sick Leave
Amount at the Beginning of the Period	59,838	4,459,892	7,939,811
	(59,838)	(722,030)	781,868
Total Expenses/(income) Recognized in P&L	-	877,732	1,247,391
Actuarial (Gain)/Loss Recognized in P&L	-	763,341	(3,741,519)
Benefit Payout	-	(703,842)	(1,642,299)
Liabilities at the End of the Period	-	4,675,093	4,585,252



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

Current/ Non Current Bifurcation

Particulars	31.03.2081		
	Casual Leave	Home Leave	Sick Leave
Current Benefit Obligation	-	470,808	400,203
Non-Current Benefit Obligation	-	4,204,285	4,185,049
Total Liabilities	-	4,675,093	4,585,252

Actuarial Valuation Assumptions Used for Valuation

Particulars	32.03.2082		
	Casual Leave	Home Leave	Sick Leave
Economic Assumptions			
Discount Rate	9%	9%	9%
Salary Escalation Rate	6.67%	6.67%	6.67%
Demographic Assumptions			
Mortality	Nepali Assured Lives Mortality 2009	Nepali Assured Lives Mortality 2009	Nepali Assured Lives Mortality 2009
Employee Turnover / Withdrawal Rate	5%	5%	5%
Leave Availment Ratio	1%	1%	1%
Retirement Age	60 Years	60 Years	60 Years

13 Lease Liability

Particulars	32.03.2082	31.03.2081
Non-Current		
Lease Liability-Non Current	1,565,862	1,705,208
Total	1,565,862	1,705,208
Current		
Lease Liability- Current	507,752	1,302,087
Total	507,752	1,302,087

Reconciliation of Statement of Financial Position Amount

Particulars	32.03.2082	31.03.2081
Opening balance	3,007,295	-
Initial Reconition	467,373	4,072,030
Finance Cost	302,946	335,265
Lease Paymnet	(1,704,000)	(1,400,000)
Closing balance	2,073,614	3,007,295

Current / Non-Current Bifurcation

Particulars	32.03.2082	31.03.2081
Current Benefit Obligation	1,565,862	1,302,087
Non Current Benefit Obligation	507,752	1,705,208
Liability Recognized in the Statement of Financial Position	2,073,614	3,007,295

Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

13.1 Other Liabilities

Particulars	32.03.2082	31.03.2081
Non-Current		
Total	-	-
Current		
TDS Payable	3,150,072	4,901,543
Interest Payable	-	705,888
Audit Fee Payable	295,500	295,500
Net Value Added Tax Payables	10,528,459	170,626
VAT Payables	175,881,036	152,601,081
VAT Receivables	(165,352,577)	(152,430,455)
Total	13,974,031	6,073,557

14 Provisions

Particulars	32.03.2082	31.03.2081
Provision for CSR Expenses	1,160,011	578,015
Provision for Expenses Payables	7,385,683	12,169,282
Provision for Selling & Distribution Expenses	52,512,500	26,970,603
Total	61,058,194	39,717,900



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

15 Revenue from Operations

Particulars	32.03.2082	31.03.2081
Sale of goods	1,359,168,260	1,184,031,438
Less: Sales Return	(6,383,477)	(8,570,269)
Total	1,352,784,783	1,175,461,170

16 Cost of Operations/Sales

Particulars	32.03.2082	31.03.2081
Opening Stock of goods	218,033,268	215,382,818
Purchase during the period	951,725,215	784,036,743
Direct & Manufacturing Expenses (16.1)	57,474,812	43,031,471
Less: Closing Stock of goods	(279,557,344)	(218,033,268)
Total	947,675,952	824,417,765

16.1 Direct & Manufacturing Expenses

Particulars	32.03.2082	31.03.2081
Depreciation & Amortization	9,174,039	3,361,944
Equipment Calibration Charge	18,221	45,050
Machinery Repair & Maintenance	373,121	435,255
Renewal Charges	-	30,000
Royalty Expenses	21,772,807	15,395,515
Travelling Expenses	307,999	120,000
Production Cost	-	-
Electricity, Fuel, Water	2,661,900	2,333,314
Plant Insurance	2,375,946	2,265,486
Lab Chemical	125,025	13,048
Telephone Expenses	21,541	21,513
Printing & Stationary	43,053	-
Production Employee Benefit Expenses	20,601,160	19,010,345
Total	57,474,812	43,031,471

17 Other Operating Income

Particulars	32.03.2082	31.03.2081
Interest Income	4,298,013	6,825,393
Miscellaneous income	5,222,584	313,355
Total	9,520,597	7,138,748

Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

18 Depreciation & Amortization

Particulars	32.03.2082	31.03.2081
Depreciation & Amortization Expenses	17,421,879	7,311,572
Total	17,421,879	7,311,572
Allocated to		
Administrative & General Expenses	8,247,840	3,949,628
Selling & Distribution Expenses	-	-
Manufacturing Expenses & Cost of Sales	9,174,039	3,361,944
Total	17,421,879	7,311,572

19 Employee Benefit Expenses

Particulars	32.03.2082	31.03.2081
Short-Term Employee Benefits		
Wages & Salaries	42,882,649	32,898,404
Allowances	26,477,868	23,035,662
Insurance & Medical Expenses	4,704,621	4,808,152
Staff Bonus Expenses	-	6,422,391
Labour Welfare & Uniform Expenses	321,040	466,105
Gratuity Cost	-	-
Defined Contribution	1,843,482	2,633,190
Defined Benefits	5,260,224	7,756,247
Total Employee Benefit Expenses	81,489,883	78,020,151

20 Selling & Distribution Expenses

Particulars	32.03.2082	31.03.2081
Advertisement & Event Expenses	19,024,113	6,287,546
Wall Painting & Flex printing expenses	8,128,922	10,922,054
Gift and Present Distribution Expenses	933,450	299,120
Marketing Staff Travelling Expenses	12,441,076	8,527,513
Telephone, Printing, Stationary etc of Marketing	318,190	202,474
SSF & Medical Expenses of Marketing	2,213,786	2,015,924
Sales Incentive of Marketing	10,202,500	8,232,505
Scheme Expenses (Retailer & PGM)	65,425,122	46,307,188
Lubricants Outward transportation expenses	28,428,445	19,652,239
Service Camp Expenses	-	570,502
Third party Testing Expenses	-	286,800
Testing Fee	796,810	238,087
Local level sport branding expenses	-	5,396,430
Sales Target Bonus (Distributors)	43,229,868	34,865,322
Interest Expenses	7,574,655	7,119,591
Market promotion expenses	26,241,731	27,437,881
Industrial, Distributors, Retailer Meet Expenses	6,575,362	6,833,902
Training Expenses	389,405	339,706
Leakage Expenses	-	-
Private Garage Mechanics Meet Expenses	-	7,849,110
Repair & Maintenance Selling & Distribution	27,026	
Sales & Marketing Employee Benefits Expenses	27,926,241	24,246,456
Total	259,876,702	217,630,348



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

21 Administrative and General Expenses

Particulars	32.03.2082	31.03.2081
Depreciation & Amortization	8,247,840	3,949,628
House/Godown Rent	25,890	256,522
Repair & Maintenance (Building)	-	-
Electricity, Fuel & Water Expenses	820,565	755,060
Vehicle Fuel Expenses	1,128,719	876,395
Repair & Maintenance (Vehicle)	130,773	-
Audit Fee	300,000	300,000
Other Certifications	399,100	-
Legal Court Fee & Other legal expenses	17,000	442,578
Right Share Issue & Rating expenses	582,136	-
Property Tax & Other Taxes	826,424	-
Board Meeting Allowance	1,298,303	1,454,796
Bank charge & Commission	948,301	660,462
Annual General Meeting Expenses	800,105	661,163
Repair Plant & Machinery of Amlekhgunj	151,366	94,471
Insurance Expenses (Staff & office assets)	-	-
Communication (Postage, Courier, Telephone, Internet)	443,946	333,670
Printing & Stationary Expenses	415,021	421,613
Notice Publication expenses	-	-
Charity & Donation	235,000	734,801
Books & Magazine Expenses	-	-
Professional Fees	510,000	150,000
Uniform Expenses	-	75,214
Guest Entertainment & Fooding Expenses	71,909	38,330
Misc. Expenses	285,639	471,611
Revaluation loss charged to profit or loss	249,829	-
Tender form purchase expenses	36,000	5,000
Nepse, RTS, Security Board, NFRS, Share Reg. Expenses	322,760	59,000
Advertisement Expenses	8,765	4,500
Annual renewal Expenses	641,744	275,380
Puja Expenses	205,763	211,955
Office & Factory Tea & food Expenses	606,260	563,027
Consumable Goods	221,475	154,724
Travelling Expenses	1,364,986	1,014,051
Security Guard Expenses	1,932,743	1,740,000
Board of Directors' Expenses	640,000	1,053,000
Employee Benefit Expenses	32,962,483	24,362,264
Allowances on Debtors (NFRS 9)	919,651	-
Total	57,750,497	41,119,215

Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

22 Other Operating Expenses

Particulars	32.03.2082	31.03.2081
CSR Expenses	581,996	578,015
Staff Bonus	6,466,626	6,422,391
Total	7,048,622	7,000,406

23 Finance Cost

Particulars	32.03.2082	31.03.2081
Interest on Borrowings	28,762,748	34,329,340
Finance Cost		
Lease Liabilities	302,946	335,265
Employee Benefits Liabilities	4,053,873	3,522,254
Total	33,119,567	38,186,859

24 Other Income/Gains

Particulars	32.03.2082	31.03.2081
Actuarial Gain on Other Long term Employee Benefit (Home & Sick Leave)	-	2,978,178
Finance Income on Staff Loan	783,597	-
Total	783,597	2,978,178



Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

25 Earning Per Share

Particulars	32.03.2082	31.03.2081 (Restated)	31.03.2081
Profit from Continuing Operations	45,867,987	45,805,394	45,805,394
Profit/ (Loss) on Discontinued Operations(net of tax)	-	-	-
Profit for the Year (A)	45,867,987	45,805,394	45,805,394
Weighted Average No. of Shares			
No of Shares at the Beginning of the period	607,189	607,189	485,149
Weighted Average No. of Shares Issued during the Year	-	-	-
Bonus Shares Issued During the Year	121,438	121,438	122,040
Total Weighted Average No. of Shares(B)	728,627	728,627	607,189
Adjustment for potential Shares			
No of Potential Equity Shares	-	-	-
Total Weighted Average No. of Shares for Diluted EPS (C)	728,627	728,627	607,189
Earning per Share (NPR)			
a) Basic EPS	62.95	62.87	75.44
b) Diluted EPS	62.95	62.87	75.44

26 Disclosures Related to Financial Instruments Risk

Financial instruments risk management objectives and policies

The Entity's principal financial liabilities, other than derivatives, comprise loans and borrowings, and trade and other payables. The main purpose of these financial liabilities is to finance the Entity's operations. The Entity's principal financial assets include trade receivables, and cash and short-term deposits that derive directly from its operations. The Entity also holds investments in debt and equity instruments .transactions.

The Entity is exposed to **market risk, credit risk and liquidity risk**. The Entity's senior management oversees the management of these risks. The Entity's senior management is supported by a financial risk advisors that advises on financial risks and the appropriate financial risk governance framework for the Entity. The financial risk advisors provides assurance to the Entity's senior management that the Entity's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Entity's policies and risk objectives. All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Entity's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

Nepal Lube Oil Limited

Kathmandu, Nepal

For the year ended Ashad 32, 2082 (July 16, 2025)

Note to the Financial Statements

(All Amounts are stated in NPR, unless otherwise specifically stated)

27 Related Party Transactions

Major Key Related Parties: Entity

Name of Parties	Nature of Relationships
ABB Investment Pvt Ltd	Holder
Nepal Oil Corporation	Holder
Rasthya Beema Company Ltd.	Share Holder
Himal Cement Company Ltd	Share Holder
National Trading Company Ltd	Share Holder
Rasthya Banija Bank Ltd	Share Holder

Major Key Related Parties: Natural Person

Name of Parties	Nature of Relationships	Positions
Arun Kumar Chaudhary	Key Management Personnel	Chairman
Bijaya Bahadur Shrestha	Key Management Personnel	Directors
Representative- Nepal Oil Corporation Company Ltd.	Key Management Personnel	Directors
Nirajan Neupane	Key Management Personnel	Directors
Anil Basnyat	Key Management Personnel	Directors
Shila Chaudhary	Key Management Personnel	Directors
Karan Kumar Chaudhary	Key Management Personnel	MD/CEO
Ganga Raj Bhattarai	Key Management Personnel	General Manager

Related Parties listed above does not include close family members of Key Management Personnel, controlling person and person with significant influence unless there is material transaction with them.

The following table provides the total amount of sales, purchase and balances that have been entered into with related parties for the relevant financial year.

Particulars	Sales to Related Parties		Purchase from Related Parties		Receivables Balance		Payable Balance	
	32.03.2082	31.03.2081	32.03.2082	31.03.2081	32.03.2082	31.03.2081	32.03.2082	31.03.2081
a) A.I.T PVT.LTD	11,945,362.84	12,888,323.61	-	-	2,665,420.42	685,652.49	-	-
Total	11,945,362.84	12,888,323.61	-	-	2,665,420.42	685,652.49	-	-

Goods are sold based on the price lists in force and terms that would be available to third parties.

Related Parties Transactions

Particulars	Payable at year end		Interest Income		Receivable at year end	
	2081-082	2080-081	2081-082	2080-081	2081-082	2080-081
a) its Parent Entity	-	-	-	-	-	-
b) Its Subsidiaries	-	-	-	-	-	-
NLLOL Synergy	-	-	-	-	580,000.00	-
NLLOL Energy	-	-	-	-	130,000.00	-
c) Key Management Personnel	-	-	-	-	-	-
Total	-	-	-	-	710,000.00	-

There is no loan and advance to related parties during the above mentioned fiscal year

Key Management Personnel Compensation

Key management includes the Board of Directors (executive and non-executive), all members of Entity Management and the Company Secretary. The compensation paid or payable to key management for employee services is shown below:

Particulars	32.03.2082			31.03.2081		
	Directors	MD & CEO	Key Manager	Directors	G.M	Key Manager
Short-term Employee Benefits						
Remuneration Benefits and Allowances	1,818,303.38	6,880,000.00	27,246,005.21	2,376,529.41	6,627,160.28	21,857,473.34
Total	1,818,303.38	6,880,000.00	27,246,005.21	2,376,529.41	6,627,160.28	21,857,473.34

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel.

28 Contingencies

Contingent Liabilities

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

29 Events After the end of the Reporting Date

There are no significant events after reporting period.



Nepal Lube Oil Limited

Kathmandu, Nepal

Report to Company Registrar's Office for Fiscal Year 2081/82 as per Companies Act, 2063, Section 78

Approved by the meeting of the Board of Directors held on 2082.06.01

A) Number of Shares Allotted,

Particulars	Number
Number of ordinary shares allotted	728,627

B) Number of Shares Paid- up or remaining unpaid among the shares allotted,

Particulars	Number
Number of ordinary shares paid up	728,627
Number of ordinary shares unpaid up	-
Total	728,627

C) Details of the Directors, Managing Director, Auditor, Chief Executive, Manager along with the Remuneration, Allowance and Other Benefits paid to them,

Particulars	Meeting Fees	Remuneration & Allowances
Chief Executive Officer, Schedule I & II	105,882	6,880,000
Board Of Directors, Schedule II	917,647	520,000
Managing Directors and Managers, Schedule I & II	105,882	27,246,005
Total	1,129,412	34,646,005

Details of Auditor

Particulars	Name	Audit Fee (NPR.)
Statutory Audit	A.I. Associates, Chartered Accountants	300,000
Tax Audit	A.I. Associates, Chartered Accountants	84,000
Corporate Governance Certification	A.I. Associates, Chartered Accountants	33,000
Section 78 Certification	A.I. Associates, Chartered Accountants	33,000
Total		450,000

D) Name of Person/s or Organization /s that has purchased 5% or more of the paid up Share Capital of the Company and details of Shares or Debentures held by them,

Share Holder's Name	No of Share	Value (NPR.)	%
ABB Investment Pvt. Ltd.	290,850	29,085,000	39.92%
Nepal Oil Corporation	105,625	10,562,520	14.50%
Arun Kumar Chaudhary	37,481	3,748,080	5.14%
Karan Kumar Chaudhary	41,378	4,137,840	5.68%

E) Total amount realised from the sale of shares along with details of new shares and/or debentures purchased/ issued during the concerned financial year, None

F) Amounts owed to the Company by the Directors or core shareholders or their close relatives, None

G) Amounts paid or payable against sale of shares or any other work done, None

H) Amounts taken as loan from banks and financial institutions along with the amount remaining payable as principal and interest, 401,652,033

I) Details of amounts receivable or claims for payment received or details of law suits that have been filed or is continuing in this regard,

Person / Party	Particulars
Various Debtors	Debtors Amounting to Rs. 24,257,699

J) Number of employees working in the management, other levels or as labours in the Company (During the Year),

Particulars	Number
Management Level	13
Other Level	62
Total	75

K) Number of foreign employees working in the management and other levels along with the remuneration, allowances and other benefits paid to them None

L) Details of any agreement made between the company and any foreign company or individual/s, regarding investment management, technical service, or any other subject for more than one year, alongwith the amounts paid during the financial year as dividend, commission, fees, charges, royalty, etc. as per the agreement,

Party Name	Project	Payment During F/Y 2081/82 (US\$)	Payment During F/Y 2081/82 (NPR)
GOIL INTERNATIONAL LLC		161,280	21,772,807
Total		161,280	21,772,807

Nepal Lube Oil Limited

Kathmandu, Nepal

Report to Company Registrar's Office for Fiscal Year 2081/82 as per Companies Act, 2063, Section 78

M) Details of the Administrative Expenses incurred during the Financial Year,

Particulars	Amount
Depreciation & Amortization	8,247,840
House/Godown Rent	25,890
Repair & Maintenance (Building)	-
Electricity, Fuel & Water Expenses	820,565
Vehicle Fuel Expenses	1,128,719
Repair & Maintenance (Vehicle)	130,773
Audit Fee	300,000
Other Certifications	399,100
Legal Court Fee & Other legal expenses	17,000
Right Share Issue & Rating expenses	582,136
Property Tax & Other Taxes	826,424
Board Meeting Allowance	1,298,303
Bank charge & Commission	948,301
Annual General Meeting Expenses	800,105
Repair Plant & Machinery of Amlekhgunj	151,366
Insurance Expenses (Staff & office assets)	-
Communication (Postage, Courier, Telephone, Internet)	443,946
Printing & Stationary Expenses	415,021
Notice Publication expenses	-
Charity & Donation	235,000
Books & Magazine Expenses	-
Professional Fees	510,000
Uniform Expenses	-
Guest Entertainment & Fooding Expenses	71,909
Misc. Expenses	285,639
Revaluation loss charged to profit or loss	249,829
Tender form purchase expenses	36,000
Nepse, RTS, Security Board, NFRS, Share Reg. Expenses	322,760
Advertisement Expenses	8,765
Annual renewal Expenses	641,744
Puja Expenses	205,763
Office & Factory Tea & food Expenses	606,260
Consumable Goods	221,475
Travelling Expenses	1,364,986
Security Guard Expenses	1,932,743
Board of Directors' Expenses	640,000
Employee Benefit Expenses	32,962,483
Allowances on Debtors (NFRS 9)	919,651
Total	57,750,497

N Details of Unclaimed Dividend by Shareholders:

Particulars	Amount (NPR.)
Unclaimed Dividend for FY 2069/70 to FY 2077/78	2,681,662
Unclaimed Dividend for FY 2078/79	107,784
Unclaimed Dividend for FY 2079/80	162,076
Unclaimed Dividend for FY 2081/82	236,363
Total	3,187,885

O) Any other matters.

We declare that Company has followed the provisions of Company Act, 2063 and other Laws in effect.

For and on behalf of the Board

.....
Arun Kumar Chaudhary

.....
Karan Kumar Chaudhary

.....
Ganga Raj Bhattarai

This is to certify that the above statements prepared by the Company on the basis of information made available to us for our verification and approved by the Board of Directors are true and correct to

Date: 2082.06.01
Place: Kathmandu

.....
CA Ayush Nepal
Partner
A.I. Associates
Chartered Accountants
UDIN:



Key Ratios

Particulars	32.03.2082	31.03.2081	31.03.2080	31.03.2079	31.03.2078
No. of Shares	728,627	607,189	485,149	387,585	297,532
Total Assets	1,063,639,090	875,051,821	859,809,369	930,450,408	769,006,563
Plant Property and Equipment	212,971,435	203,412,845	195,312,172	190,919,705	179,926,175
Current Assets	847,830,698	664,567,273	664,497,197	731,287,675	582,582,443
Net Current Assets	268,694,766	219,735,397	188,046,181	197,577,843	172,275,519
Long Term Liabilities	61,194,927	54,485,712	49,125,250	41,588,702	37,098,191
Current Liabilities	579,135,932	444,831,876	476,451,016	533,709,832	410,306,924
Net Assets	423,308,232	375,734,232	334,233,104	355,151,874	321,601,448
Long Term Borrowings	-	-	-	-	-
Debt	401,652,033	306,935,406	345,710,887	308,033,299	284,797,240
Shareholder Equity/ Net Assets	347,211,508	306,543,021	265,402,021	259,180,516	225,630,091
Capital Employed	484,503,159	430,219,945	383,358,353	396,740,576	358,699,639

Current Ratio	1.46	1.49	1.39	1.37	1.42
Debt Equity Ratio	2.70	2.36	2.95	2.29	2.27
Assets Turnover Ratio	1.40	1.36	1.04	1.47	2.50
Return on Equity	13%	15%	3%	14%	25%
Return on Total Assets	4%	5%	1%	4%	7%
Earning Per Share	62.67	62.87	13.26	117.76	188.04
Market Value Per Share (NPR)	293	253	256	253	316
Price Earning Ratio	4.68	4.03	19.29	2.15	1.68
Net Worth Per Share/Return on Shareholders' Fund (NPR)	477	505	547	669	758
Return on Capital Employed	9%	11%	2%	9%	16%

Gross Profit Ratio	30%	30%	26%	30%	31%
Operating Profit Ratio	7%	8%	5%	6%	6%
Profit Before Tax Ratio	4%	5%	1%	3%	4%
Net Profit Ratio	3%	4%	1%	3%	6%



33rd AGM 2081



PARTNER'S MEET 2081



NADA AUTO SHOW 2024





VAN BRANDING



EURO CUP MANIA 2024



DUBAI TOUR 2081

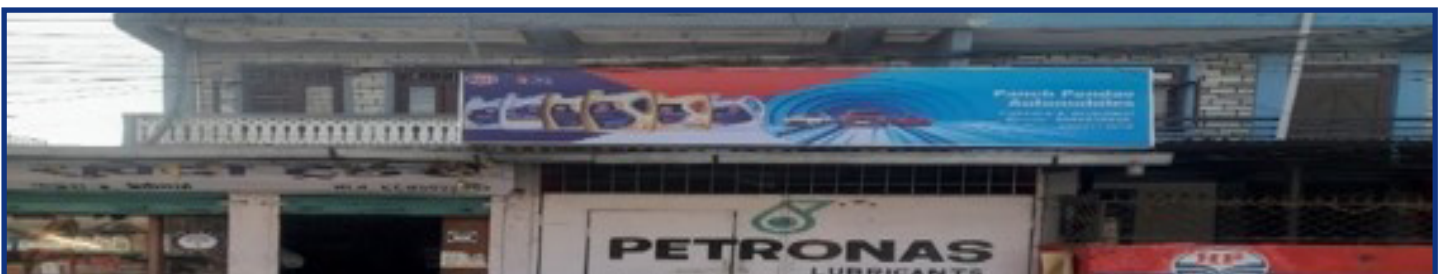
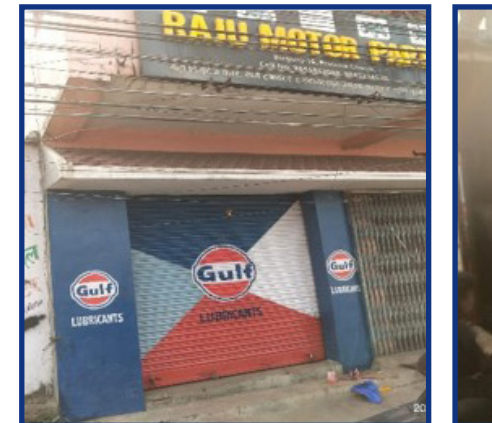
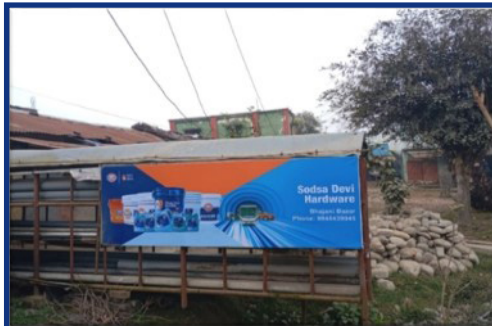


PARTNER'S SALES IN-CHARGE MEET 2081—





BRAND BUILDING ACTIVITIES



FREE SERVICE CAMP



Gulf | **NEPAL LUBE OIL LIMITED**

SWARAJ TRACTOR
FREE SERVICE CAMP

LUCK DRAW GIFT HAMPER
WATER HEATER 5 LTR.
THURMAS 3 LTR.
RICE COOKER 3 LTR.

DATE : 2081.09.08 TO 2081.09.11
KALYANPUR







T-SHIRT DISTRIBUTION



GRAND PRIX 2024



GRAND PRIX 2024



GULF AUTO BRANDING

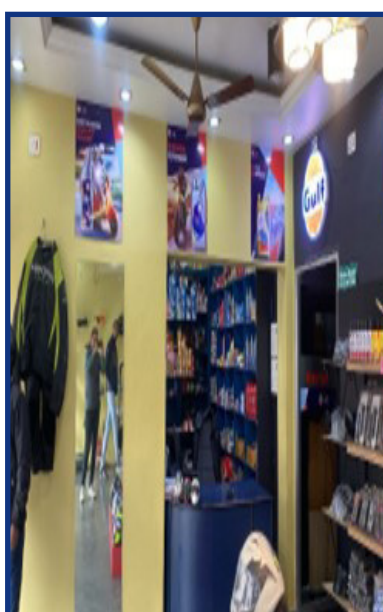




TIE UP WITH JANAKPUR BOLTS



GULF IN-SHOP BRANDING



RETAILER & PGM MEET





SPONSORSHIP



MARIO GRASSROOT U-11 INTER ACADEMY FUTSAL TOURNAMENT 2081

TITLE SPONSOR

Nepal Lube Oil Limited (NLOL)
The official licensee of Gulf Oil International, responsible for manufacturing and distributing Gulf Lubricants in the Nepalese market. Established in 1983 as a lube blending plant under a trademark agreement with Gulf Oil Corporation Limited, NLOL was formally incorporated on July 15, 1984, under the Nepal Company Act 2031 (1984 AD). Proudly, NLOL was one of the first four companies in Nepal to achieve ISO 9000 Quality Management System Certification. Today, NLOL proudly offers a comprehensive range of Gulf Lubricants, EV Charger and Batteries, adhering to international standards, in the Nepalese market.

28TH & 30TH OF CHAITRA | 9813252535 | VISIONOVA FUTSAL

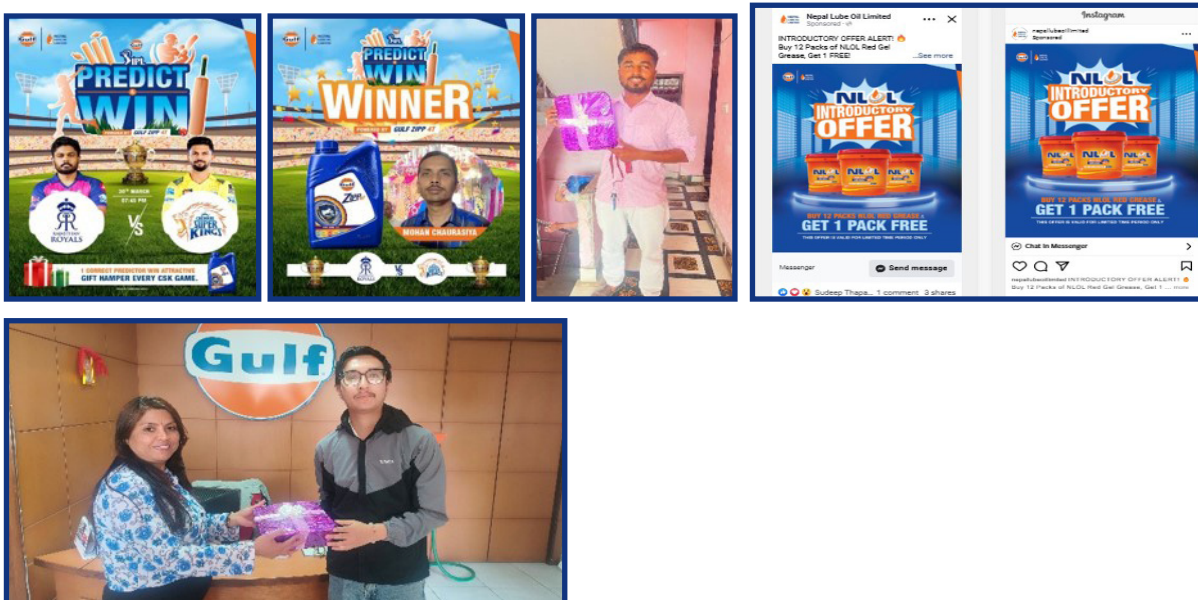
INDUSTRIAL MEET



LIVE GAME (IPL)



MARKETING ACTIVITIES



[illegible]



**NEPAL
LUBE OIL
LIMITED**

Nepal Lube Oil Limited

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