



NEPAL
LUBE OIL
LIMITED

35th ANNUAL REPORT

३५औं वार्षिक प्रतिवेदन आ.ब. २०८२/८३





KARAN K. CHAUDHARY
Chairman & CEO



BIJAY B. SHRESTHA
Director



BIDHATRI CHAUDHARY
Director



NABA BINOD POKHAREL
Director



RASTRIYA BEEMA COMPANY LTD.
Director



ANIL BASNYAT
Director



NIRANJAN NEUPANE
Director



GANGA RAJ BHATTARAI (PRAKASH)
Executive Director



INDEX

1. The Chairman's Speech	1
2. 35 th AGM Notice	5
3. Proxy.....	7
4. Entrance Card.....	8
5. Annual Report.....	9
6. Other Information As Per Rule	22
7. Auditor's Report (Consolidated).....	26
8. Financial Statements (Consolidated).....	32
9. Significant Accounting Policies & Explanatory Notes.....	48
10. Auditor's Report.....	61
11. Financial Statements.....	67
12. Companies Act, 2063, Section 78.....	83
13. Key Ratios.....	87
14. Brand & Marketing Activation.....	88

नेपाल ल्यूब आयल लि.

पैंतीसौं वार्षिक साधारण सभा

अध्यक्ष एवम् प्रमुख कार्यकारी अधिकृतको मन्तव्य

नेपाल ल्यूब आयल लिमिटेडको यस पैंतीसौं वार्षिक साधारण सभामा सहभागी हुनुभएका सम्पूर्ण सेयरधनी महानुभावहरूमा कम्पनीको सञ्चालक समिति, सम्पूर्ण कम्पनी परिवार र मेरो व्यक्तिगत तर्फबाट समेत म हार्दिक स्वागत तथा अभिवादन व्यक्त गर्दछु ।

आजको यो दिन हाम्रो लागि सामान्य वार्षिक साधारण सभा मात्र होइन, नेपाल ल्यूब आयलले हिँडेको लामो र गौरवमय यात्राको एउटा महत्वपूर्ण पड़ाव पनि हो । सानो थालनीबाट आज नेपालको सबैभन्दा भरपर्दो र अग्रणी उत्पादन ब्रान्डको रूपमा उभिन सफल भएका छौं भने यसको सम्पूर्ण श्रेय यहाँहरू सेयरधनी महानुभावहरूको अटूट विश्वास, धैर्य र निरन्तर साथलाई नै जान्छ । स्थापनाकालदेखि नै यहाँहरूले कम्पनीको हरेक उतार-चढावमा हामीलाई साथ दिनुभएको, धैर्यपूर्वक कम्पनीको वृद्धिलाई नियाल्दै आउनुभएको र आफ्नो अमूल्य लगानी हामीमाथि विश्वास गरी राख्नु भएकोमा म व्यक्तिगत रूपमा र सम्पूर्ण सञ्चालक समितिको तर्फबाट यहाँहरूप्रति हार्दिक कृतज्ञता ज्ञापन गर्न चाहन्छु । यहाँहरूले वर्षौंदेखि हामीमाथि देखाउनुभएको यो भरोसालाई हामीले सधैं सम्मान गर्दै आएका छौं र आगामी दिनहरूमा पनि यसैलाई बलियो आधार बनाई अझ अगाडि बढ्ने प्रतिबद्धता दोहोर्‍याउन चाहन्छु ।

समीक्षा वर्ष आ.व. २०८२/८३ कम्पनीको इतिहासमै एउटा ऐतिहासिक वर्षको रूपमा दर्ता हुन पुगेको छ । यस वर्ष हामीले कूल ८,११८ के.एल. उत्पादन तथा बिक्री गर्न सफल भई नेपाल ल्यूब आयलको स्थापनाकालदेखि नै पहिलोपटक ८,००० के.एल.को सीमा नाघ्न सफल भएका छौं, जुन नेपालको सम्पूर्ण lubricants उद्योगमै आफैमा एउटा कीर्तिमान हो । यो उपलब्धिले हामीलाई बजारको सबैभन्दा नजिकको प्रतिस्पर्धीभन्दा बजार हिस्सामा बढी अन्तर कायम गर्न सक्षम बनाएको छ, र विगत पन्ध्र वर्षमै पहिलो पटक हाम्रो र नजिकको प्रतिस्पर्धीबीचको बजार हिस्साको फरक एक प्रतिशत बिन्दुभन्दा बढी फराकिलो हुन पुगेको छ । यसले नेपाल ल्यूब आयल नेपालको lubricants बजारमा निर्विवाद रूपमा नम्बर एक स्थानमा रहेको तथ्यलाई थप पुष्टि गरेको छ ।

सेयरधनी महानुभावहरू, समीक्षा वर्षको यो उपलब्धि जति उत्साहजनक देखिन्छ, यस पछाडिको यात्रा भने त्यतिकै चुनौतीपूर्ण रहेको कुरा यहाँहरूसमक्ष इमानदारीपूर्वक राख्न चाहन्छु । यस वर्षको फागुन / चैत महिनातिर इरान र अमेरिकाबीच सुरु भएको भूराजनीतिक द्वन्द्वले विश्व बजारलाई नै हल्लाइदियो, र यसको प्रत्यक्ष असर हाम्रो व्यवसायमा पनि गहिरो गरी पर्न पुग्यो । कच्चा तेल ऋड आयलको मूल्य एकाएक अत्यधिक बढ्न पुग्यो भने हाम्रो उत्पादनको मुख्य कच्चा पदार्थ रहेको बेस आयल त बढेको मूल्यमा समेत सहजै उपलब्ध हुन छाड्यो । यसका साथै प्याकेजिङका लागि अपरिहार्य प्लास्टिक सामग्रीको समेत चरम अभाव हुन पुग्यो, जसले हाम्रो उत्पादन तथा आपूर्ति शृंखलालाई एकसाथ नराम्ररी प्रभावित तुल्यायो । अवस्था यति गम्भीर बन्न पुगेको थियो कि सञ्चालक समितिको बैठकमा हामीले सम्भावित घाटासमेतको प्रक्षेपण पेश गर्नुपरेको थियो ।

तथापि, यस्तो अत्यन्त कठिन परिस्थितिमा पनि नेपाल ल्यूब आयल परिवार हरेस खाएन । हाम्रो व्यवस्थापन टिमले अपनाएको स्मार्ट खरिद प्रक्रिया (Smart Buying Process) र बेस आयल व्यवस्थापन तथा लजिस्टिक्स सम्बन्धी रणनीतिक निर्णयहरूका कारण हामी यस संकटबाट सफलतापूर्वक पार पाउन सफल भयौं । यसैको प्रतिफलस्वरूप, यस्तो विषम परिस्थितिका बावजूद पनि हामीले समीक्षा वर्षमा कूल ८,११८ के.एल. उत्पादन तथा बिक्री गर्न सफल भयौं, जुन आफैमा एउटा प्रशंसनीय र सराहनीय उपलब्धि हो । यसले के पनि पुष्टि गर्दछ भने नेपाल ल्यूब आयल परम्परागत वा रुढिवादी कार्यशैलीमा मात्र सीमित छैन, बरु यसले स्मार्ट र दीर्घकालीन सोचमा आधारित रणनीतिक कार्ययोजना अनुसार अगाडि बढ्ने क्षमता राख्दछ, जुन कम्पनीको भविष्यका लागि अत्यन्त उत्साहजनक संकेत हो ।

समीक्षा वर्षको अर्को उल्लेखनीय उपलब्धि भनेको हाम्रो ट्रान्सफर्मर आयल व्यवसायको सफलता हो । विगत वर्ष हामीले प्रतिबद्धता जनाए अनुसार ट्रान्सफर्मर आयल उत्पादन गर्ने प्लान्टलाई पूर्णता दिई व्यावसायिक उत्पादन तथा बिक्री सुरु गरेका थियौं । आज हाम्रो ट्रान्सफर्मर आयलले नेपालको आन्तरिक माग-को ऋण्डै नब्बे प्रतिशत भाग धान्न सक्षम भएको छ र नेपालका सबै ठूला ट्रान्सफर्मर उत्पादकहरू तथा नेपाल विद्युत प्राधिकरणले समेत यसको गुणस्तर र कार्यक्षमताप्रति पूर्ण सन्तुष्टि व्यक्त गरिसकेका छन् । यसले आयातित ट्रान्सफर्मर आयलमाथिको निर्भरता घटाई देशभित्रै आयात प्रतिस्थापन गर्न

महत्वपूर्ण योगदान पुऱ्याएको छ भने आगामी दिनमा हाइड्रोपावर लगायत ऊर्जा क्षेत्रको विस्तारसँगै यसको माग अझ बढ्ने अपेक्षा गरिएको छ ।

व्यवसायलाई एकल इन्जिनबाट बहु-इन्जिन प्लेटफर्ममा रूपान्तरण गर्ने हाम्रो रणनीति अनुसार औद्योगिक तथा संस्थागत (B2B) व्यवसायले पनि यस वर्ष उल्लेखनीय वृद्धि हासिल गरेको छ र हाम्रो कुल बिक्री परिमाणमा यसको योगदान भन्दा साढे तेइस प्रतिशतबाट बढेर लगभग साढे तेतालीस प्रतिशतसम्म पुगेको छ, जसले गर्दा हामी अब कुनै एउटा मात्र क्षेत्रमा निर्भर नरह्ने विविधतायुक्त आयस्रोतमा अगाडि बढिरहेका छौं । यस क्रममा अशोक लेल्यान्ड, सुजुकी, पियाजियोलगायतका अन्तर्राष्ट्रिय ब्रान्डहरूसँगको हाम्रो ओईएम साझेदारी अझ सुदृढ भएको छ र ठूला टेन्डर तथा परियोजनाहरूमा नब्बे प्रतिशतभन्दा बढी सफलता दर कायम राख्न हामी सफल भएका छौं ।

हाम्रो वितरण सञ्जाल पनि यस वर्ष भन् फराकिलो र स्वस्थ बन्दै गएको छ । हाल देशभरका सातवटै प्रदेशमा पैँतीसभन्दा बढी सक्रिय वितरकहरू, भण्डै उन्नाइस सयको हाराहारीमा खुद्रा विक्रेताहरू र चालीस हजारभन्दा बढी मेकानिकहरूको सञ्जालमार्फत हामी उपभोक्तासम्म पुगिरहेका छौं । वितरकहरूलाई सेल-आउट, स्टक व्यवस्थापन, भुक्तानी अनुशासन र उत्पादन विविधताका आधारमा वर्गीकरण गरी स्वास्थ्य-आधारित व्यवस्थापन प्रणाली लागू गरेका छौं, जसले हाम्रो वितरण सञ्जाललाई पहिलेभन्दा बढी पारदर्शी र दिगो बनाएको छ । स्थानीय उत्पादन लोकल ब्लेन्डिङमा पनि हामीले उल्लेखनीय प्रगति हासिल गरेका छौं र हाल हाम्रो कुल उत्पादनको त्रियासी प्रतिशतभन्दा बढी भाग स्वदेशमै उत्पादन गरिरहेका छौं, जसका कारण हामी नेपालकै सबैभन्दा ठूलो स्थानीय ब्लेन्डर कम्पनीको रूपमा स्थापित भएका छौं । चार दशकभन्दा बढी समयदेखिको यो अनुभव र लगानीले हामीलाई लागत तथा गुणस्तर दुवै दृष्टिकोणले प्रतिस्पर्धीहरूभन्दा निकै अगाडि राखेको छ ।

डिजिटल र ब्रान्ड निर्माणका क्षेत्रमा पनि समीक्षा वर्षमा हामीले महत्वपूर्ण कदमहरू चालेका छौं । हाम्रो गल्फ प्राइड एपमार्फत चालीस हजारभन्दा बढी मेकानिकहरूलाई डिजिटल दायरामा ल्याई तिनीहरूसँगको सम्बन्धलाई थप भरपर्दो र लाभदायी बनाउने छौं, जसबाट लोयल्टी कार्यक्रमको सहभागितामा उल्लेखनीय वृद्धि हुने छ । सामाजिक उत्तरदायित्वका क्षेत्रमा हामीले ट्राफिक प्रहरीसँगको सहकार्यमा सडक सुरक्षा सम्बन्धी विभिन्न कार्यक्रमहरू सञ्चालन गर्ने, मेकानिकहरूको जीविकोपार्जन र दक्षता अभिवृद्धिका लागि तालिम तथा प्रमाणीकरण कार्यक्रमहरू सञ्चालन गर्नेजस्ता कार्यहरूलाई निरन्तरता दिएका छौं । यसका साथै हामीले आफ्ना कामदार तथा कर्मचारीहरूको कार्यक्षमता र कार्यसम्पादन अनुसार पारदर्शी रूपमा पारिश्रमिक वृद्धि गर्ने, स्वदेश तथा विदेशमा तालिम प्रदान गर्दै क्षमता विस्तार गर्ने कार्य पनि निरन्तर गरिरहेका छौं । सुरक्षा र गुणस्तर का क्षेत्रमा एक दशकभन्दा बढी समयदेखि हामीले कुनै पनि ठूलो दुर्घटना वा घटना विना निरन्तर अनुशासित रूपमा कारखाना सञ्चालन कायम राख्न सफल भएका छौं, जुन हाम्रो लागि गर्वको विषय हो ।

याहाँहरूलाई जानकारी गराउन चाहन्छु कि समीक्षा वर्षमा हामीले हासिल गरेका यी उपलब्धिहरूले मात्र सन्तुष्ट नबसी, आगामी आर्थिक वर्ष २०८३/८४ का लागि हामीले अझ ठूलो र महत्वाकांक्षी लक्ष्य निर्धारण गरेका छौं । आगामी वर्ष हामीले कुल ५,०२८ के.एल. उत्पादन तथा बिक्री गर्ने लक्ष्य लिएका छौं, जुन समीक्षा वर्षको तुलनामा भन्दा बाइस प्रतिशतले बढी हो । यो लक्ष्य हासिल भएमा हाम्रो बजार हिस्सा साढे बाह्र प्रतिशतसम्म पुग्ने र नजिकको प्रतिस्पर्धीसँगको बजार हिस्साको अन्तर कमतीमा दुई प्रतिशत बिन्दुसम्म फराकिलो हुने प्रक्षेपण गरिएको छ । यो परिमाण ठूलो देखिए तापनि यसका पछाडि हामीले ठोस रणनीति, स्पष्ट कार्ययोजना र जिम्मेवारी तोकिएको कार्यान्वयन संयन्त्र तयार पारेका छौं, र सम्पूर्ण टिम यस लक्ष्यप्रति पूर्ण रूपमा प्रतिबद्ध रही अगाडि बढिरहेको छ ।

आगामी वर्षको हाम्रो वृद्धि एउटै क्षेत्रमा मात्र सीमित नरह्ने विभिन्न उत्पादन खण्डहरूबाट आउनेछ । टु-व्हलर, डिजल इन्जिन आयल तथा ट्रान्सफर्मर आयल हाम्रा प्रमुख वृद्धि इन्जिनहरू हुनेछन् भने ट्रान्सफर्मर आयलमा मात्रै हामीले नौ सय आठ के.एल. सम्म अर्थात् समीक्षा वर्षको तुलनामा भन्दा चालीस प्रतिशत वृद्धिको लक्ष्य लिएका छौं । त्यसैगरी औद्योगिक तथा संस्थागत (B2B) व्यवसायलाई थप सुदृढ बनाउँदै हाम्रो कुल बिक्रीमा यसको योगदान अझ बढाउने योजना रहेको छ ।

यस वर्षको हाम्रो अर्को महत्वपूर्ण योजना ग्राज व्यवसायसँग सम्बन्धित छ । हाल नेपालको ग्राज बजारमा हाम्रो हिस्सा निकै सानो रहेको भए तापनि यो बजार खण्ड निरन्तर विस्तार भइरहेको छ । यस वर्ष हामी आफ्नै ग्राज प्लान्ट स्थापना गरी यसको व्यावसायिक उत्पादन सुरु गर्दैछौं, जसबाट हामी आफूले चाहेअनुसारका विभिन्न प्रकारका ग्राज स्वदेशमै उत्पादन गर्न सक्षम हुनेछौं । यसबाट ग्राज व्यवसायमा भन्दा छियालीस प्रतिशतसम्मको वृद्धि हासिल गर्ने लक्ष्य राखिएको छ र यसले हाम्रो आफ्नै ब्रान्डको उत्पादन दायरालाई थप फराकिलो बनाउने विश्वास लिएका छौं । यसैसँगै गुणस्तरीय प्रयोगशाला उपकरणहरूको थप खरिद र कारखानाको विस्तार पनि यस वर्षका प्रमुख कार्यहरूमध्ये रहनेछन् ।

गुणस्तरमा आधारित वृद्धिलाई अझ अगाडि बढाउँदै यस वर्ष हामीले प्रिमियम तथा सिन्थेटिक श्रेणीका उत्पादनहरूको स्वदेशमै ब्लेन्डिङ सुरु गर्ने योजना पनि अगाडि बढाएका छौं । यसबाट हामी अन्तर्राष्ट्रिय स्तरको गुणस्तर कायम राख्दै प्रिमियम बजार खण्डमा समेत आफ्नो उपस्थिति बलियो बनाउन सक्षम हुनेछौं । त्यस्तै विगत वर्ष हामीले टोल ब्लेन्डिङ सेवाबाट पनि उल्लेखनीय आम्दानी आर्जन गर्न सफल भएका थियौं भने आगामी वर्ष चार सय के.एल.सम्मको टोल ब्लेन्डिङ गर्ने लक्ष्य लिएका छौं । यसले हाम्रो व्यवसायलाई विविधीकरण गर्दै आम्दानीका थप स्रोतहरू सुनिश्चित गर्ने दिशामा अगाडि बढाउनेछ ।

माथि उल्लेखित योजनाहरूलाई पूर्णता दिन आवश्यक पूँजीका लागि यसै समीक्षा अवधिमा विशेष साधारण सभाबाट स्वीकृति लिई १:२ को अनुपातमा हकप्रद सेयर जारी गर्ने प्रस्तावसहित नेपाल धितोपत्र बोर्डसमक्ष निवेदन पेश गरिसकेका छौं । उक्त पूँजीलाई हामीले बैंक ऋण घटाउने, चालू पूँजीको आवश्यकता पूरा गर्ने र ग्राज प्लान्ट, ट्रान्सफर्मर आयलको भण्डारण क्षमता विस्तार, कारखानाको पूर्वाधार, सुरक्षा तथा गुणस्तर सम्बन्धी संरचना र डिजिटल प्रणाली (ईआरपी-डीएमएस-इन्भुएन्स तथा एप)को स्तरोन्नति जस्ता प्राथमिकतायुक्त क्षेत्रहरूमा प्रयोग गर्ने योजना बनाएका छौं । नेपाल धितोपत्र बोर्डबाट स्वीकृति प्राप्त भएपश्चात यी सम्पूर्ण कार्यहरू तीव्र गतिमा सम्पन्न गर्नेछौं ।

व्यवसाय विस्तारसँगै हाम्रो संगठन पनि थप सुदृढ हुँदै गइरहेको छ । हाल रहेको ७१ जनाको जनशक्तिलाई आगामी वर्ष ७२ जनासम्म पुऱ्याउने योजना रहेको छ, जसमा उत्पादन, गुणस्तर नियन्त्रण, वित्त तथा भण्डारण जस्ता क्षेत्रहरूमा आवश्यकता अनुसार मात्र थप जनशक्ति भित्र्याइनेछ । यसका साथै विद्युतीय सवारीसाधनको बढ्दो प्रयोगलाई दृष्टिगत गरी हामीले ईभी अनुकूल उत्पादन तथा सेवाहरूमा समेत लगानी विस्तार गर्ने र आफ्नो उत्पादन पोर्टफोलियोलाई समयसापेक्ष बनाउँदै लैजाने योजना अघि सारेका छौं ।

सेयरधनी महानुभावहरू,

आगामी दिनहरूमा पनि हामी पाँचवटा प्रमुख प्राथमिकता -वितरण सञ्जालको स्वास्थ्य, औद्योगिक व्यवसायको नेतृत्व, प्रिमियमीकरण, ग्राज व्यवसायको विस्तार र अनुशासित पूँजी परिचालनलाई आत्मसात गर्दै अगाडि बढ्नेछौं । यी सबै प्रयासहरूको एउटै लक्ष्य हो -नेपाल ल्युब आयललाई नेपालको lubricants उद्योगमा नम्बर एकको स्थानमा मात्र सीमित नराखी यस उद्योगको मापदण्ड स्थापित गर्ने संस्थाको रूपमा अगाडि लैजाने । कम्पनीको सञ्चालक समिति र सम्पूर्ण परिवार यस लक्ष्यप्रति पूर्ण रूपमा प्रतिबद्ध रहेको कुरा याहाँहरूसमक्ष विश्वासका साथ राख्न चाहन्छु ।

हाम्रो जस्तो सुस्थापित र सकारात्मक सद्भाव (Goodwill) भएको कम्पनीको प्रदर्शन केवल बिक्री परिमाण र नाफाको तथ्याङ्कमा मात्र सीमित हुनु हुँदैन । हरेक विभागको असल शासन (Good Governance) र नीतिगत कार्यशैली पनि उत्तिकै महत्वपूर्ण हुन्छ । यसले कार्य पारदर्शिता र मूल्याङ्कन (Appraisal) पारदर्शितालाई कल्काउँछ र कम्पनी वास्तवमा कसरी सञ्चालन भइरहेको छ भन्ने कुरा प्रतिबिम्बित गर्दछ ।

यसै सन्दर्भमा, म हाम्रो लेखा परीक्षण समिति प्रति अत्यन्त कृतज्ञ छु, जसले कम्पनीका ४ वटा महत्वपूर्ण दिशानिर्देश तथा असल शासन नीतिका दस्तावेजहरू तयार गरी सञ्चालक समिति समक्ष स्वीकृतिका लागि सिफारिस गर्नुभयो । यी नीतिहरू सञ्चालक समितिको ३९०औं बैठकबाट स्वीकृत भई २०८३ साल श्रावण १ गतेदेखि लागू भएका छन् । यो पनि गत वर्ष हामीले पूरा गरेको एउटा राम्रो उपलब्धि हो ।

कम्पनीले लागू गरेका नीतिहरू निम्न छन्:

१. कर्पोरेट गभर्नेन्स तथा आन्तरिक नियन्त्रण दिशानिर्देश (Corporate Governance and Internal Control Guidelines)
२. बिक्री तथा मार्केटिङ नीति (Sales and Marketing Policy)
३. खरिद नीति (Procurement Policy)
४. आन्तरिक लेखा परीक्षण नीति (Internal Audit Policy)

यस वर्ष कम्पनीले सञ्चालक समितिको तर्फबाट प्रस्ताव गरेको बोनस सेयर तथा नगद लाभांश वितरण सम्बन्धी विवरण यसै वार्षिक प्रतिवेदनमा पेश गरिएको छ । आशा छ याहाँहरूले उक्त प्रस्तावलाई सहृदयतापूर्वक स्वीकार गरी स्वीकृत गरी दिनुहुनेछ । त्यस्तै प्रचलित कम्पनी ऐन तथा नियमावली बमोजिम पेश गर्नुपर्ने सम्पूर्ण विवरणहरू पनि यसै प्रतिवेदनमा समावेश गरिएको छ । सञ्चालक समितिको तर्फबाट आजको यस सभामा पेश हुने सम्पूर्ण प्रस्तावहरू सर्वसम्मत रूपमा स्वीकृत गरी पारित गरिदिनुहुनेछ भन्ने विश्वास लिएको छु ।



अन्त्यमा,

कम्पनीलाई विगतका वर्षहरूजस्तै यस वर्ष पनि आफ्नो क्षेत्रमा अग्रस्थानमा राख्न आ-आफ्नो ठाउँबाट योगदान पुऱ्याउनुहुने हाम्रा वितरक साभेदार, खुद्रा विक्रेता, मेकानिक, ओईएम साभेदार, परियोजना तथा उद्योगहरू, व्यवसायी, डिलर सेल्स एविजव्युटिभहरू, आम उपभोक्ता र अन्य सम्पूर्ण शुभेच्छकहरूप्रति हामी सदैव आभारी छौं ।

त्यसैगरी कम्पनीको स्थापनाकालदेखि नै हाम्रो हरेक संघर्ष र सफलताको साक्षी बन्नुभएका र कम्पनीलाई सदैव महत्वपूर्ण तथा रचनात्मक मार्गदर्शन प्रदान गर्नुहुने हाम्रा सेयरधनी महानुभावहरूलाई ४० वर्ष भन्दा बढि समयदेखिको यस यात्रामा देखाइदिनुभएको अटूट विश्वास र साथका लागि पुनः हार्दिक धन्यवाद व्यक्त गर्दछौं । यहाँहरूले कम्पनीप्रति देखाउनुभएको सद्भाव र हामीप्रति राख्नुभएको भरोसाबाट हामी कहिल्यै विचलित हुने छैनौं र आगामी दिनहरूमा पनि यसैगरी निरन्तर सकारात्मक तथा रचनात्मक सहयोग पाइरहने अपेक्षा राख्दछौं ।

यस सञ्चालक समिति तथा कम्पनीलाई प्रत्यक्ष-अप्रत्यक्ष रूपमा मार्गनिर्देशन गर्ने नेपाल सरकारका विभिन्न नियमनकारी निकायहरू, श्री नेपाल धितोपत्र बोर्ड, श्री नेपाल स्टक एक्सचेन्ज, सीडीएस एण्ड विलयरिङ्ग लिमिटेड तथा कम्पनीको दैनिक कारोबारमा साथ र सहयोग पुऱ्याउने बैंक तथा वित्तीय संस्थाहरू, सेयर रजिष्ट्रार तथा पत्रकार मित्रहरूप्रति पनि हामी हार्दिक आभार प्रकट गर्दछौं ।

साथै, कम्पनीको मेरुदण्डका रूपमा रहनुभएका हाम्रा मेहनती कामदार तथा कर्मचारीहरूप्रति पनि सदैवभैँ हार्दिक धन्यवाद प्रदान गर्दछौं । यहाँहरूको अथक परिश्रम र समर्पणले नै आज नेपाल ल्युब आयललाई यस उचाइमा पुऱ्याएको हो र आगामी दिनमा पनि यहाँहरूकै साथ र सहकार्यमा हामी अझ ठूला लक्ष्यहरू हासिल गर्ने विश्वास लिएका छौं ।

सञ्चालक समितिको तर्फबाट
श्री करण कुमार चौधरी
अध्यक्ष एवम् प्रमुख कार्यकारी अधिकृत

नेपाल ल्यूव आयल लिमिटेडको पैतिसौ वार्षिक साधारण सभाको सूचना

मिति २०८३।०५।२६ मा बसेको सञ्चालक समितिको ३९१ औं बैठकको निर्णय अनुसार यस कम्पनीको पैतिसौ वार्षिक साधारण सभा निम्नलिखित मिति, समय, र स्थानमा देहायका विषयहरु उपर छलफल गर्न बस्ने भएको हुँदा सम्पूर्ण शेयरधनी महानुभावहरुको उपस्थितिका लागि अनुरोध गरिएको छ ।

१. सभा हुने मिति, समय र स्थान:

मिति : २०८३ साल आश्विन १९ गते (५ अक्टोबर, २०२६), सोमबार

समय : बिहान ११:३० बजे

स्थान : द प्लाजा, पूल्चोक, ललितपुर

२. छलफलका विषय सूची :

क) आ.ब.२०८२।८३ को सञ्चालक समितिको प्रतिवेदन सहित सोमा उल्लेखित यसवर्षका मिति, कार्यक्रम र योजनाहरु माथि छलफल गरी पारित गर्ने ।

ख) आ.व.२०८२।८३ को लेखा परीक्षकको प्रतिवेदन, २०८३ आसाढ मसान्तको वासलात र आ.व.२०८२।८३ को आय विवरण र सोही अवधिको नगद प्रवाह विवरण छलफल गरि स्वीकृत गर्ने ।

ग) यस कम्पनीका सहायक कम्पनीहरु NLOL Energy Ltd र NLOL synergy Ltd को वित्तिय विवरणहरु सहितको एकिकृत वित्तिय विवरण छलफल गरि पारित गर्ने ।

घ) कम्पनी ऐन २०६३ को दफा १११ बमोजिम लेखा परिक्षण समितीबाट पारित गरि सञ्चालक समितीबाट अनुमोदन भएको आ.व.२०८३।८४ को कारोबारको लागि बाह्य लेखा परिक्षकमा पि.प्रभास ण्ड एसोसिएट्स लाई पारिश्रमिक रु. ३,००,०००।०० सहितको नियुक्ती प्रस्तावलाई अनुमोदन गर्ने । (विभिन्न ३ लेखा परिक्षक वाट प्रस्ताव प्राप्त भएको थियो)

ङ) मिति २०८३।०३।२९ गते बसेको ३८९ एवम् ३९० औं सञ्चालक समितीको बैठक बमोजिमको सञ्चालक समितीको पूर्णगठनलाई अनुमोदन गर्ने । अध्यक्ष एवम् प्रमुख कार्यकारी अधिकृत र कार्यकारी सञ्चालकको पारिश्रमिक र सर सुविधाहरु निजहरुको यसअघिको पदमा प्राप्त हुने सम्पूर्ण पारिश्रमिक र सुविधाहरुबाट नघटने गरि प्रदान गर्ने गरिएको सोहि बैठकको निर्णयलाई अनुमोदन गर्ने ।

(च) सल्लाहकार नियुक्ति: सञ्चालक समितिले कम्पनीको कार्यसञ्चालन, व्यवसायिक विकास, वित्तीय, प्राविधिक, वाणिज्यिक, कानूनी वा अन्य विशेष विषयमा विशेषज्ञ राय, परामर्श तथा सहयोग प्राप्त गर्न आवश्यकतानुसार एक वा एकभन्दा बढी व्यक्तिलाई सल्लाहकार (Advisor) को रूपमा नियुक्त गर्न सञ्चालक समिति लाई अधिकारी दिन को निमित्त । सल्लाहकारको नियुक्ति, कार्यक्षेत्र, कार्यकाल, पारिश्रमिक तथा पदमुक्ति सञ्चालक समितिको निर्णय बमोजिम हुनेछ । सल्लाहकार कम्पनीको सञ्चालक समितिको बैठकमा मतदान गर्ने अधिकार हुने छैन । सोको निमित्त प्रबन्धपत्र तथा नियमावलीमा आवश्यक संशोधन गर्ने प्रस्ताव स्विकृत गर्ने ।

विशेष प्रस्ताव

क) सञ्चालक समितिको ३९१ औं बैठकले सिफारिस गरे बमोजिम १५ प्रतिशत बोनस शेयर लाभांस तथा ६.०५२६४% नगद लाभांस (अर्थात रु. ५२,९२,१३८।८३ नगद लाभांस) गरि जम्मा चुक्ता पुंजीको २१.०५२६४% लाभांस (नगद लाभांस – दूवै लाभांसको कर कट्टा प्रयोजनको निमित्त उपयो ग पश्चात बाकी वितरण गर्ने) वितरणको निमित्त स्वीकृत गर्ने ।

ख) प्रस्तावित वोनस शेयर कम्पनीको आ.ब.२०८२।८३ को अर्थात २०८३ आसाढ मसान्तको वासलात बमोजिमको चुक्ता पुंजीमा प्रदान गर्ने । कम्पनीले यस अघि १:२ हकप्रद शेयर निष्कासनको निमित्त श्री धितोपत्र बोर्डमा पेश भएको निवेदनमा उल्लेख रहेको शेयर संख्या १४,५७,२५३.६० कित्तामा मात्र हकप्रद शेयर निष्कासन लागू हुने र यो आ.ब. एवम् यसअघिको आ.ब. अर्थात २०८१।८२ र २०८२।८३ अर्थात ३४औं र ३५औं वार्षिक साधारण सभाबाट स्विकृती सहित वितरित थप बोनस शेयरलाई उक्त १४,५७,२५३.६० कित्ता मित्र समित रहीं दामासाही तरिकाले हकप्रद शेयर निष्कासन ठहरिने ।

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



घ) माथिको बोनस शेयर स्विक्कृत र हकप्रद शेयरबाट प्राप्त पूँजी वृद्धिको प्रस्तावहरु स्विक्कृत पश्चात सोहिको निमित्त कम्पनीको अधिकृत, जारी तथा चुक्ता पूँजी वृद्धि गर्न प्रबन्धपत्र संसोधन गर्ने ।

ङ) अधिकृत पूँजी, जारी पूँजी तथा चुक्ता पूँजी वृद्धि गर्ने र माथिका अन्य सवै निर्णयहरु कार्यान्वयनको निमित्त कम्पनीको प्रबन्धपत्र तथा नियमावलीमा आवश्यक संसोधन गर्न विवरणहरु तयार गरी श्री कम्पनी रजिष्ट्रारको कार्यालय लगायत अन्य आवश्यक नियमन निकायहरु नेपाल धितोपत्र बोर्ड, नेपाल स्टक एक्सचेन्ज, CDS clearing ltd. तथा अन्य सरकारी एवं गैरसरकारी कार्यालयहरुमा उक्त कार्य एवं धितोपत्र निश्कासन सम्बन्धि एवं बोनस शेयर लिष्टिङ्ग सहितका अन्य सवैकिसिमका कार्य गर्न गराउन कम्पनी सचिव श्री सुवास आचार्य लाइ अस्तित्वारी प्रदान गर्न संचालक समितीलाई पूर्ण रुपमा अस्तीयारी प्रदान गर्ने ।

च) विविध ।

सञ्चालक समितिको आज्ञाले
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 नमिलेको 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 खाजिको काम मिति २०८३।०६।०५ देखि २०८३।०६।१९ सम्म बन्द रहने छ ।
४. साधारण सभाको सूचना र आर्थिक विवरण सेयरधनीको दर्ता किताबमा कायम रहेको ठेगानामा पठाइने छ ।
५. साधारण सभा सम्बन्धी अन्य कुराहरुको जानकारी आवश्यक भएमा कम्पनीको कर्पोरेट कार्यालय, साकेत भवन, त्रिपुरेश्वरमा, कार्यालय समयमा सम्पर्क राखी लिन सकिने छ ।



प्रोक्सी फारम

श्री सञ्चालक समिति
नेपाल ल्यूव आयल लिमिटेड
त्रिपुरेश्वर, काठमाण्डौ

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 सेयरधनीको हैसियतले २०८३ साल आश्विन
१९ गते हुने ३५ औं वार्षिक साधारण सभामा स्वयम् उपस्थित भई छलफल तथा निर्णयमा सहभागी हुन नसक्ने भएको
ले 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 संख्या

.....
.....



नेपाल ल्यूव आयल लिमिटेड

भक्तिसखेल, ललितपुर

प्रवेश पत्र

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

सेयरधनीको सहि :

नेपाल ल्यूव आयल लि.को २०८३।०६।१९ मा हुने पैंतिसौं वार्षिक साधारण सभामा उपस्थितिका लागि जारी गरिएको प्रवेश पत्र ।

.....
कम्पनी सचिव

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

नेपाल ल्यूब आयल लिमिटेडको मिति २०८३ साल आश्विन १८ गते

बोलाइएको पैतिसौ वार्षिक साधारण सभामा सञ्चालक

समितिको तर्फबाट अध्यक्ष श्री करण कुमार

चौधरीज्यूद्वारा प्रस्तुत आ.व.२०८२।८३ को

वार्षिक हिसाब र प्रतिवेदन

नेपाल ल्यूब आयल लिमिटेडको यस पैतिसौ वार्षिक साधारण सभामा सहभागी हुनुभएका सम्पूर्ण सेयरधनी महानुभावहरूमा कम्पनीको सञ्चालक समिति, सम्पूर्ण कम्पनी परिवार र मेरो व्यक्तिगत तर्फबाट समेत म हार्दिक स्वागत तथा अभिवादन व्यक्त गर्दछु ।

आजको यो दिन हाम्रो लागि सामान्य वार्षिक साधारण सभा मात्र होइन, नेपाल ल्यूब आयलले हिँडेको लामो र गौरवमय यात्राको एउटा महत्वपूर्ण पड़ाव पनि हो । सानो थालनीबाट आज नेपालको सबैभन्दा भरपर्दो र अग्रणी उत्पादन ब्रान्डको रूपमा उभिन सफल भएका छौं भने यसको सम्पूर्ण श्रेय याहाँहरू सेयरधनी महानुभावहरूको अटूट विश्वास, धैर्य र निरन्तर साथलाई नै जान्छ । स्थापनाकालदेखि नै याहाँहरूले कम्पनीको हरेक उतार-चढावमा हामीलाई साथ दिनुभएको, धैर्यपूर्वक कम्पनीको वृद्धिलाई नियाल्दै आउनुभएको र आफ्नो अमूल्य लगानी हामीमाथि विश्वास गरी राख्नु भएकोमा म व्यक्तिगत रूपमा र सम्पूर्ण सञ्चालक समितिको तर्फबाट याहाँहरूप्रति हार्दिक कृतज्ञता ज्ञापन गर्न चाहन्छु । याहाँहरूले वर्षौंदेखि हामीमाथि देखाउनुभएको यो भरोसालाई हामीले सधैं सम्मान गर्दै आएका छौं र आगामी दिनहरूमा पनि यसैलाई बलियो आधार बनाई अझ अगाडि बढ्ने प्रतिबद्धता दोहो-याउन चाहन्छु ।

समीक्षा वर्ष आ.व. २०८२।८३ कम्पनीको इतिहासमै एउटा ऐतिहासिक वर्षको रूपमा दर्ता हुन पुगेको छ । यस वर्ष हामीले कुल ४,११४ के.एल. उत्पादन तथा बिक्री गर्न सफल भई नेपाल ल्यूब आयलको स्थापनाकालदेखि नै पहिलोपटक ४,००० के.एल.को सीमा नाघ्न सफल भएका छौं, जुन नेपालको सम्पूर्ण lubricants उद्योगमै आफैमा एउटा कीर्तिमान हो । यो उपलब्धिले हामीलाई बजारको सबैभन्दा नजिकको प्रतिस्पर्धीभन्दा बजार हिस्सामा बढी अन्तर कायम गर्न सक्षम बनाएको छ, र विगत पन्ध्र वर्षमै पहिलो पटक हाम्रो र नजिकको प्रतिस्पर्धीबीचको बजार हिस्साको फरक एक प्रतिशत बिन्दुभन्दा बढी फराकिलो हुन पुगेको छ । यसले नेपाल ल्यूब आयल नेपालको lubricants बजारमा निर्विवाद रूपमा नम्बर एक स्थानमा रहेको तथ्यलाई थप पुष्टि गरेको छ ।

सेयरधनी महानुभावहरू, समीक्षा वर्षको यो उपलब्धि जति उत्साहजनक देखिन्छ, यस पछाडिको यात्रा भने त्यतिकै चुनौतीपूर्ण रहेको कुरा याहाँहरूसमक्ष इमानदारीपूर्वक राख्न चाहन्छु । यस वर्षको फागुन / चैत महिनातिर इरान र अमेरिकाबीच सुरु भएको भूराजनीतिक द्वन्द्वले विश्व बजारलाई नै हल्लाइदियो, र यसको प्रत्यक्ष असर हाम्रो व्यवसायमा पनि गहिरो गरी पर्न पुग्यो । कच्चा तेल ऋड आयलको मूल्य एकाएक अत्यधिक बढ्न पुग्यो भने हाम्रो उत्पादनको मुख्य कच्चा पदार्थ रहेको बेस आयल त बढेको मूल्यमा समेत सहजै उपलब्ध हुन छाड्यो । यसका साथै प्याकेजिङका लागि अपरिहार्य प्लास्टिक सामग्रीको समेत चरम अभाव हुन पुग्यो, जसले हाम्रो उत्पादन तथा आपूर्ति शृंखलालाई एकसाथ नराम्ररी प्रभावित तुल्यायो । अवस्था यति गम्भीर बन्न पुगेको थियो कि सञ्चालक समितिको बैठकमा हामीले सम्भावित घाटासमेतको प्रक्षेपण पेश गर्नुपरेको थियो ।

तथापि, यस्तो अत्यन्त कठिन परिस्थितिमा पनि नेपाल ल्यूब आयल परिवार हरेस खाएन । हाम्रो व्यवस्थापन टिमले अपनाएको स्मार्ट खरिद प्रक्रिया (Smart Buying Process) र बेस आयल व्यवस्थापन तथा लजिस्टिक्स सम्बन्धी रणनीतिक निर्णयहरूका कारण हामी यस संकटबाट सफलतापूर्वक पार पाउन सफल भयौं । यसैको प्रतिफलस्वरूप, यस्तो विषम परिस्थितिका बावजूद पनि हामीले समीक्षा वर्षमा कुल ४,११४ के.एल. उत्पादन तथा बिक्री गर्न सफल भयौं, जुन आफैमा एउटा प्रशंसनीय र सराहनीय उपलब्धि हो । यसले के पनि पुष्टि गर्दछ भने नेपाल ल्यूब आयल परम्परागत वा रुढिवादी कार्यशैलीमा मात्र सीमित छैन, बरु यसले स्मार्ट र दीर्घकालीन सोचमा आधारित रणनीतिक कार्ययोजना अनुसार अगाडि बढ्ने क्षमता राख्दछ, जुन कम्पनीको भविष्यका लागि अत्यन्त उत्साहजनक संकेत हो ।

समीक्षा वर्षको अर्को उल्लेखनीय उपलब्धि भनेको हाम्रो ट्रान्सफर्मर आयल व्यवसायको सफलता हो । विगत वर्ष हामीले प्रतिबद्धता जनाए अनुसार ट्रान्सफर्मर आयल उत्पादन गर्ने प्लान्टलाई पूर्णता दिई व्यावसायिक उत्पादन तथा बिक्री सुरु गरेका थियौं । आज हाम्रो ट्रान्सफर्मर आयलले नेपालको आन्तरिक माग-को ऋण्डै नब्बे प्रतिशत भाग धान्न सक्षम भएको छ र नेपालका सबै ठूला ट्रान्सफर्मर उत्पादकहरू तथा नेपाल विद्युत प्राधिकरणले समेत यसको गुणस्तर र कार्यक्षमताप्रति पूर्ण सन्तुष्टि व्यक्त गरिसकेका छन् । यसले आयातित ट्रान्सफर्मर आयलमाथिको निर्भरता घटाई देशभित्रै आयात प्रतिस्थापन गर्न

महत्वपूर्ण योगदान पुऱ्याएको छ भने आगामी दिनमा हाइड्रोपावर लगायत ऊर्जा क्षेत्रको विस्तारसँगै यसको माग अझ बढ्ने अपेक्षा गरिएको छ ।

व्यवसायलाई एकल इन्जिनबाट बहु-इन्जिन प्लेटफर्ममा रूपान्तरण गर्ने हाम्रो रणनीति अनुसार औद्योगिक तथा संस्थागत (B2B) व्यवसायले पनि यस वर्ष उल्लेखनीय वृद्धि हासिल गरेको छ र हाम्रो कुल बिक्री परिमाणमा यसको योगदान भन्दा साढे तेइस प्रतिशतबाट बढेर लगभग साढे तेतालीस प्रतिशतसम्म पुगेको छ, जसले गर्दा हामी अब कुनै एउटा मात्र क्षेत्रमा निर्भर नरह्ने विविधतायुक्त आयस्रोतमा अगाडि बढिरहेका छौं । यस क्रममा अशोक लेल्यान्ड, सुजुकी, पियाजियोलगायतका अन्तर्राष्ट्रिय ब्रान्डहरूसँगको हाम्रो ओईएम साझेदारी अझ सुदृढ भएको छ र ठूला टेन्डर तथा परियोजनाहरूमा नब्बे प्रतिशतभन्दा बढी सफलता दर कायम राख्न हामी सफल भएका छौं ।

हाम्रो वितरण सञ्जाल पनि यस वर्ष भन् फराकिलो र स्वस्थ बन्दै गएको छ । हाल देशभरका सातवटै प्रदेशमा पैँतीसभन्दा बढी सक्रिय वितरकहरू, भण्डै उन्नाइस सयको हाराहारीमा खुद्रा विक्रेताहरू र चालीस हजारभन्दा बढी मेकानिकहरूको सञ्जालमार्फत हामी उपभोक्तासम्म पुगिरहेका छौं । वितरकहरूलाई सेल-आउट, स्टक व्यवस्थापन, भुक्तानी अनुशासन र उत्पादन विविधताका आधारमा वर्गीकरण गरी स्वास्थ्य-आधारित व्यवस्थापन प्रणाली लागू गरेका छौं, जसले हाम्रो वितरण सञ्जाललाई पहिलेभन्दा बढी पारदर्शी र दिगो बनाएको छ । स्थानीय उत्पादन लोकल ब्लेन्डिङमा पनि हामीले उल्लेखनीय प्रगति हासिल गरेका छौं र हाल हाम्रो कुल उत्पादनको त्रियासी प्रतिशतभन्दा बढी भाग स्वदेशमै उत्पादन गरिरहेका छौं, जसका कारण हामी नेपालकै सबैभन्दा ठूलो स्थानीय ब्लेन्डर कम्पनीको रूपमा स्थापित भएका छौं । चार दशकभन्दा बढी समयदेखिको यो अनुभव र लगानीले हामीलाई लागत तथा गुणस्तर दुवै दृष्टिकोणले प्रतिस्पर्धीहरूभन्दा निकै अगाडि राखेको छ ।

डिजिटल र ब्रान्ड निर्माणका क्षेत्रमा पनि समीक्षा वर्षमा हामीले महत्वपूर्ण कदमहरू चालेका छौं । हाम्रो गल्फ प्राइड एपमार्फत चालीस हजारभन्दा बढी मेकानिकहरूलाई डिजिटल दायरामा ल्याई तिनीहरूसँगको सम्बन्धलाई थप भरपर्दो र लाभदायी बनाउने छौं, जसबाट लोयल्टी कार्यक्रमको सहभागितामा उल्लेखनीय वृद्धि हुने छ । सामाजिक उत्तरदायित्वका क्षेत्रमा हामीले ट्राफिक प्रहरीसँगको सहकार्यमा सडक सुरक्षा सम्बन्धी विभिन्न कार्यक्रमहरू सञ्चालन गर्ने, मेकानिकहरूको जीविकोपार्जन र दक्षता अभिवृद्धिका लागि तालिम तथा प्रमाणीकरण कार्यक्रमहरू सञ्चालन गर्नेजस्ता कार्यहरूलाई निरन्तरता दिएका छौं । यसका साथै हामीले आफ्ना कामदार तथा कर्मचारीहरूको कार्यक्षमता र कार्यसम्पादन अनुसार पारदर्शी रूपमा पारिश्रमिक वृद्धि गर्ने, स्वदेश तथा विदेशमा तालिम प्रदान गर्दै क्षमता विस्तार गर्ने कार्य पनि निरन्तर गरिरहेका छौं । सुरक्षा र गुणस्तर का क्षेत्रमा एक दशकभन्दा बढी समयदेखि हामीले कुनै पनि ठूलो दुर्घटना वा घटना विना निरन्तर अनुशासित रूपमा कारखाना सञ्चालन कायम राख्न सफल भएका छौं, जुन हाम्रो लागि गर्वको विषय हो ।

याहाँहरूलाई जानकारी गराउन चाहन्छु कि समीक्षा वर्षमा हामीले हासिल गरेका यी उपलब्धिहरूले मात्र सन्तुष्ट नबसी, आगामी आर्थिक वर्ष २०८३/८४ का लागि हामीले अझ ठूलो र महत्वाकांक्षी लक्ष्य निर्धारण गरेका छौं । आगामी वर्ष हामीले कुल ५,०२८ के.एल. उत्पादन तथा बिक्री गर्ने लक्ष्य लिएका छौं, जुन समीक्षा वर्षको तुलनामा भन्दा बाइस प्रतिशतले बढी हो । यो लक्ष्य हासिल भएमा हाम्रो बजार हिस्सा साढे बाह्र प्रतिशतसम्म पुग्ने र नजिकको प्रतिस्पर्धीसँगको बजार हिस्साको अन्तर कमतीमा दुई प्रतिशत बिन्दुसम्म फराकिलो हुने प्रक्षेपण गरिएको छ । यो परिमाण ठूलो देखिए तापनि यसका पछाडि हामीले ठोस रणनीति, स्पष्ट कार्ययोजना र जिम्मेवारी तोकिएको कार्यान्वयन संयन्त्र तयार पारेका छौं, र सम्पूर्ण टिम यस लक्ष्यप्रति पूर्ण रूपमा प्रतिबद्ध रही अगाडि बढिरहेको छ ।

आगामी वर्षको हाम्रो वृद्धि एउटै क्षेत्रमा मात्र सीमित नरह्ने विभिन्न उत्पादन खण्डहरूबाट आउनेछ । टु-व्हिलर, डिजल इन्जिन आयल तथा ट्रान्सफर्मर आयल हाम्रा प्रमुख वृद्धि इन्जिनहरू हुनेछन् भने ट्रान्सफर्मर आयलमा मात्रै हामीले नौ सय आठ के.एल. सम्म अर्थात् समीक्षा वर्षको तुलनामा भन्दा चालीस प्रतिशत वृद्धिको लक्ष्य लिएका छौं । त्यसैगरी औद्योगिक तथा संस्थागत (B2B) व्यवसायलाई थप सुदृढ बनाउँदै हाम्रो कुल बिक्रीमा यसको योगदान अझ बढाउने योजना रहेको छ ।

यस वर्षको हाम्रो अर्को महत्वपूर्ण योजना ग्राज व्यवसायसँग सम्बन्धित छ । हाल नेपालको ग्राज बजारमा हाम्रो हिस्सा निकै सानो रहेको भए तापनि यो बजार खण्ड निरन्तर विस्तार भइरहेको छ । यस वर्ष हामी आफ्नै ग्राज प्लान्ट स्थापना गरी यसको व्यावसायिक उत्पादन सुरु गर्दैछौं, जसबाट हामी आफूले चाहेअनुसारका विभिन्न प्रकारका ग्राज स्वदेशमै उत्पादन गर्न सक्षम हुनेछौं । यसबाट ग्राज व्यवसायमा भन्दा छियालीस प्रतिशतसम्मको वृद्धि हासिल गर्ने लक्ष्य राखिएको छ र यसले हाम्रो आफ्नै ब्रान्डको उत्पादन दायरालाई थप फराकिलो बनाउने विश्वास लिएका छौं । यसैसँगै गुणस्तरीय प्रयोगशाला उपकरणहरूको थप खरिद र कारखानाको विस्तार पनि यस वर्षका प्रमुख कार्यहरूमध्ये रहनेछन् ।

गुणस्तरमा आधारित वृद्धिलाई अझ अगाडि बढाउँदै यस वर्ष हामीले प्रिमियम तथा सिन्थेटिक श्रेणीका उत्पादनहरूको स्वदेशमै ब्लेन्डिङ सुरु गर्ने योजना पनि अगाडि बढाएका छौं । यसबाट हामी अन्तर्राष्ट्रिय स्तरको गुणस्तर कायम राख्दै प्रिमियम बजार खण्डमा समेत आफ्नो उपस्थिति बलियो बनाउन सक्षम हुनेछौं । त्यस्तै विगत वर्ष हामीले टोल ब्लेन्डिङ सेवाबाट पनि उल्लेखनीय आम्दानी आर्जन गर्न सफल भएका थियौं भने आगामी वर्ष चार सय के.एल.सम्मको टोल ब्लेन्डिङ गर्ने लक्ष्य लिएका छौं । यसले हाम्रो व्यवसायलाई विविधीकरण गर्दै आम्दानीका थप स्रोतहरू सुनिश्चित गर्ने दिशामा अगाडि बढाउनेछ ।

माथि उल्लेखित योजनाहरूलाई पूर्णता दिन आवश्यक पूँजीका लागि यसै समीक्षा अवधिमा विशेष साधारण सभाबाट स्वीकृति लिई १:२ को अनुपातमा हकप्रद सेयर जारी गर्ने प्रस्तावसहित नेपाल धितोपत्र बोर्डसमक्ष निवेदन पेश गरिसकेका छौं । उक्त पूँजीलाई हामीले बैंक ऋण घटाउने, चालू पूँजीको आवश्यकता पूरा गर्ने यस कम्पनीको सहायक कम्पनी हरु NLOL Synergy Ltd. र NLOL Energy Ltd. मा बित्तिय उपयोग योजना सहित लगानी गर्ने र ग्रीज प्लान्ट, ट्रान्सफर्मर आयलको भण्डारण क्षमता विस्तार, कार खानाको पूर्वाधार, सुरक्षा तथा गुणस्तर सम्बन्धी संरचना र डिजिटल प्रणाली (ईआरपी-डीएमएस-इन्भुष्टमएस तथा एप)को स्तरोन्नति जस्ता प्राथमिकतायुक्त क्षेत्रहरूमा प्रयोग गर्ने योजना बनाएका छौं । नेपाल धितोपत्र बोर्डबाट स्वीकृति प्राप्त भएपश्चात यी सम्पूर्ण कार्यहरू तीव्र गतिमा सम्पन्न गर्नेछौं ।

व्यवसाय विस्तारसँगै हाम्रो संगठन पनि थप सुदृढ हुँदै गइरहेको छ । हाल रहेको ७१ जनाको जनशक्तिलाई आगामी वर्ष ७९ जनासम्म पुऱ्याउने योजना रहेको छ, जसमा उत्पादन, गुणस्तर नियन्त्रण, वित्त तथा भण्डारण जस्ता क्षेत्रहरूमा आवश्यकता अनुसार मात्र थप जनशक्ति भित्र्याइनेछ । यसका साथै विद्युतीय सवारीसाधनको बढ्दो प्रयोगलाई दृष्टिगत गरी हामीले ईभी अनुकूल उत्पादन तथा सेवाहरूमा समेत लगानी विस्तार गर्ने र आफ्नो उत्पादन पोर्टफोलियोलाई समयसापेक्ष बनाउँदै लैजाने योजना अघि सारेका छौं ।

सेयरधनी महानुभावहरू,

आगामी दिनहरूमा पनि हामी पाँचवटा प्रमुख प्राथमिकता -वितरण सञ्जालको स्वास्थ्य, औद्योगिक व्यवसायको नेतृत्व, प्रिमियमीकरण, ग्रीज व्यवसायको विस्तार र अनुशासित पूँजी परिचालनलाई आत्मसात गर्दै अगाडि बढ्नेछौं । यी सबै प्रयासहरूको एउटै लक्ष्य हो -नेपाल ल्युब आयललाई नेपालको lubricants उद्योगमा नम्बर एकको स्थानमा मात्र सीमित नराखी यस उद्योगको मापदण्ड स्थापित गर्ने संस्थाको रूपमा अगाडि लैजाने । कम्पनीको सञ्चालक समिति र सम्पूर्ण परिवार यस लक्ष्यप्रति पूर्ण रूपमा प्रतिबद्ध रहेको कुरा यहाँहरूसमक्ष विश्वासका साथ राख्न चाहन्छु ।

हाम्रो जस्तो सुस्थापित र सकारात्मक सद्भाव (Goodwill) भएको कम्पनीको प्रदर्शन केवल बिक्री परिमाण र नाफाको तथ्याङ्कमा मात्र सीमित हुनु हुँदैन । हरेक विभागको असल शासन (Good Governance) र नीतिगत कार्यशैली पनि उत्तिकै महत्वपूर्ण हुन्छ । यसले कार्य पारदर्शिता र मूल्याङ्कन (Appraisal) पारदर्शितालाई ऋक्काउँछ र कम्पनी वास्तवमा कसरी सञ्चालन भइरहेको छ भन्ने कुरा प्रतिबिम्बित गर्दछ ।

यसै सन्दर्भमा, म हाम्रो लेखा परीक्षण समिति प्रति अत्यन्त कृतज्ञ छु, जसले कम्पनीका ४ वटा महत्वपूर्ण दिशानिर्देश तथा असल शासन नीतिका दस्तावेजहरू तयार गरी सञ्चालक समिति समक्ष स्वीकृतिका लागि सिफारिस गर्नुभयो । यी नीतिहरू सञ्चालक समितिको ३९०औं बैठकबाट स्वीकृत भई २०८३ साल श्रावण १ गतेदेखि लागू भएका छन् । यो पनि गत वर्ष हामीले पूरा गरेको एउटा राम्रो उपलब्धि हो ।

कम्पनीले लागू गरेका नीतिहरू निम्न छन्:

१. कर्पोरेट गभर्नेन्स तथा आन्तरिक नियन्त्रण दिशानिर्देश (Corporate Governance and Internal Control Guidelines)
२. बिक्री तथा मार्केटिङ नीति (Sales and Marketing Policy)
३. खरिद नीति (Procurement Policy)
४. आन्तरिक लेखा परीक्षण नीति (Internal Audit Policy)

यस वर्ष कम्पनीले सञ्चालक समितिको तर्फबाट प्रस्ताव गरेको बोनस सेयर तथा नगद लाभांश वितरण सम्बन्धी विवरण यसै वार्षिक प्रतिवेदनमा पेश गरिएको छ । आशा छ यहाँहरूले उक्त प्रस्तावलाई सहृदयतापूर्वक स्वीकार गरी स्वीकृत गरी दिनुहुनेछ । त्यस्तै प्रचलित कम्पनी ऐन तथा नियमावली बमोजिम पेश गर्नुपर्ने सम्पूर्ण विवरणहरू पनि यसै प्रतिवेदनमा समावेश गरिएको छ । सञ्चालक समितिको तर्फबाट आजको यस सभामा पेश हुने सम्पूर्ण प्रस्तावहरू सर्वसम्मत रूपमा स्वीकृत गरी पारित गरिदिनुहुनेछ भन्ने विश्वास लिएको छु ।



क) विगत वर्षको कारोबारको सिंहावलोकन :
विगत पांच वर्षको तुलनात्मक वित्तीय स्थिति निम्नानुसार रहेको छ ।

NEPAL LUBE OIL LIMITED

Financial Highlights | FY 2078/79 – FY 2082/83

1,586.18

NPR million
REVENUE FROM
OPERATIONS
+17.3% YoY

54.36

NPR million
NET PROFIT FOR THE YEAR
+18.5% YoY

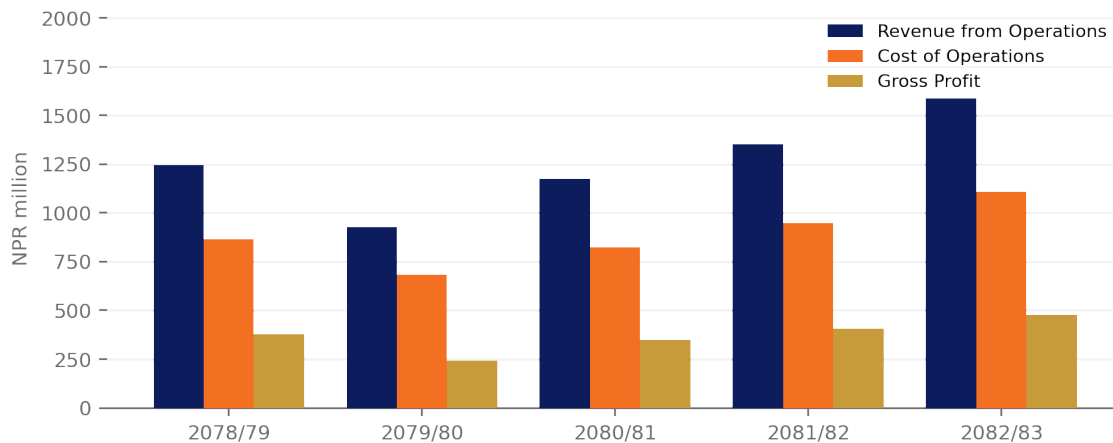
63.23

NPR per share
EARNING PER SHARE
5-yr avg: 64.0

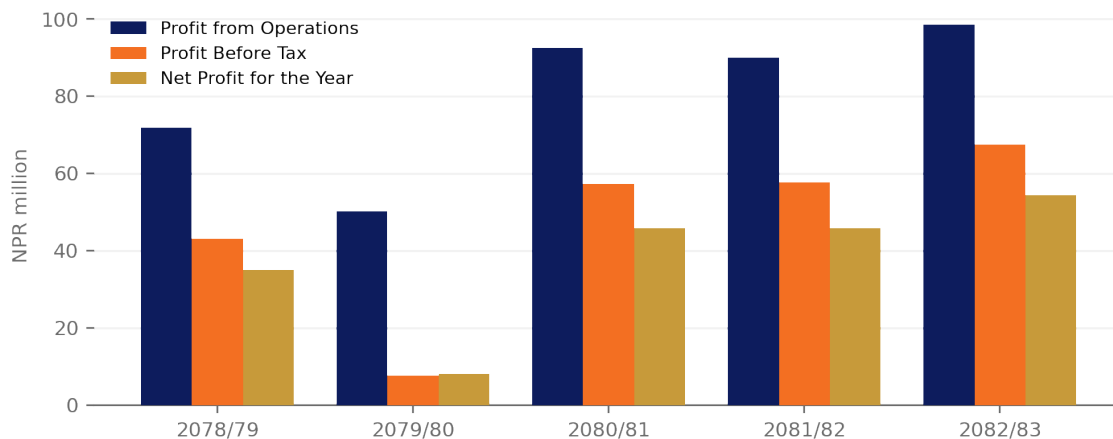
476.66

NPR million
GROSS PROFIT
Highest in 5 years

Revenue, Cost of Operations & Gross Profit



Profitability Trend





NEPAL LUBE OIL LIMITED

Financial Position | 5-Year Summary

1,115.97

NPR million
TOTAL ASSETS
as at 32.03.2083

401.94

NPR million
SHAREHOLDERS' EQUITY
+15.7% YoY

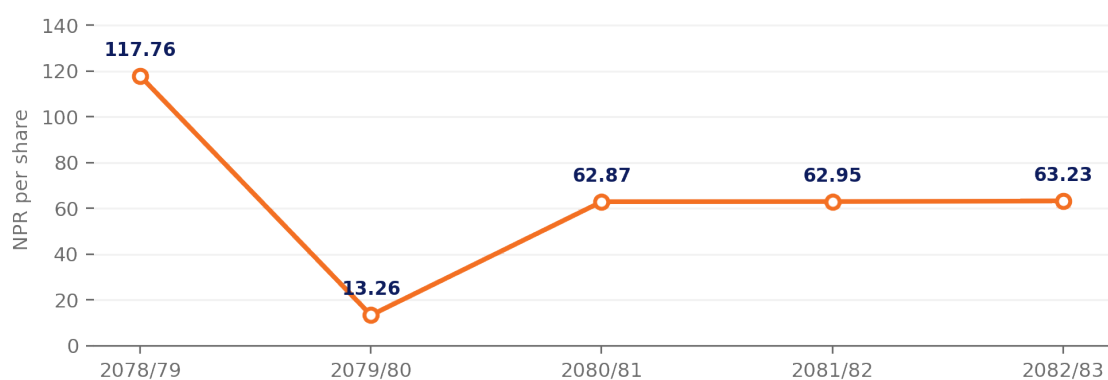
14%

5-yr range: 3% – 15%
RETURN ON EQUITY
vs. 13% prior year

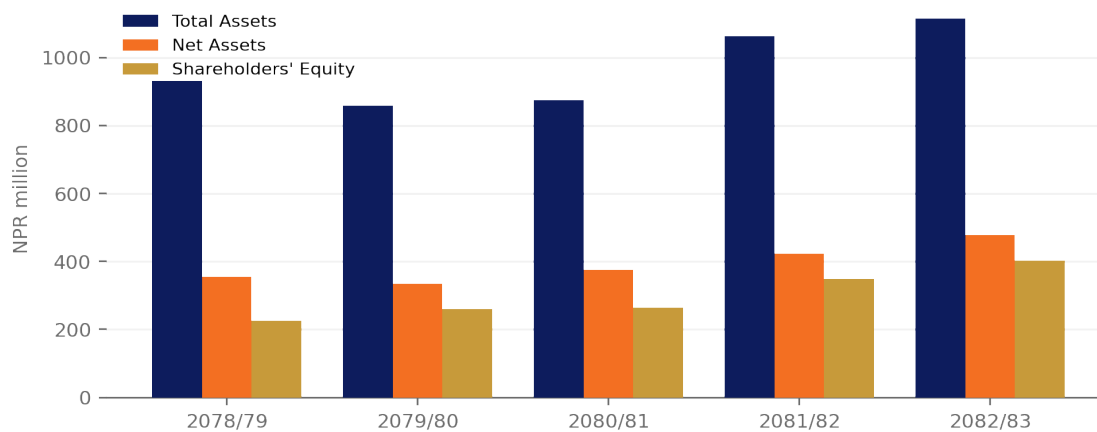
1.46

times
CURRENT RATIO
Consistently above 1.35x

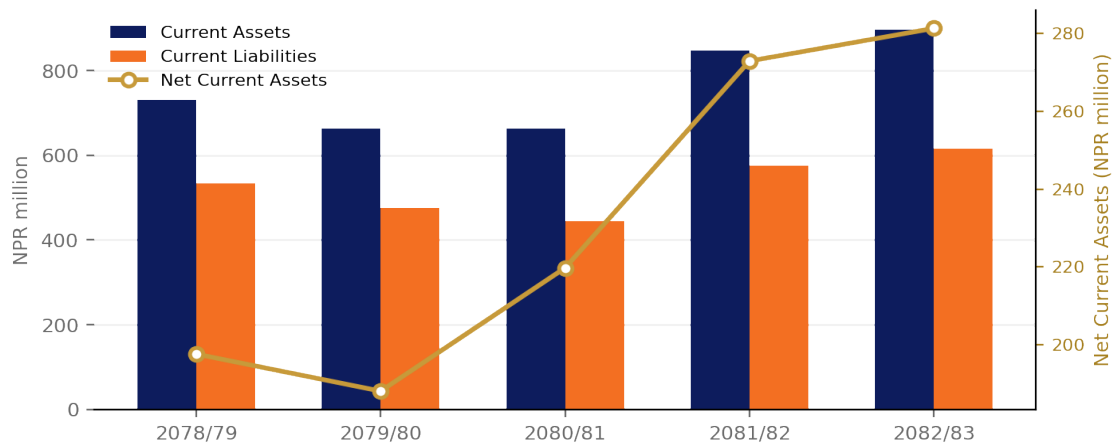
Earning Per Share



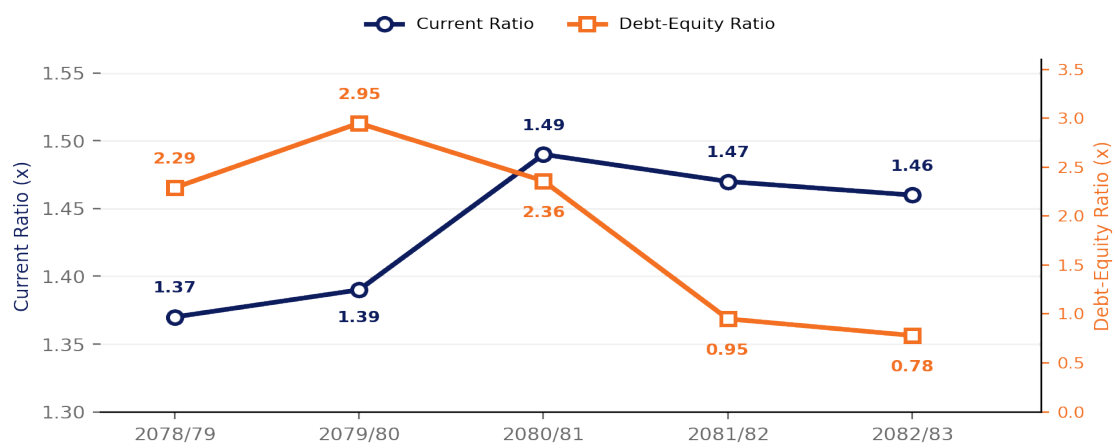
Balance Sheet Growth



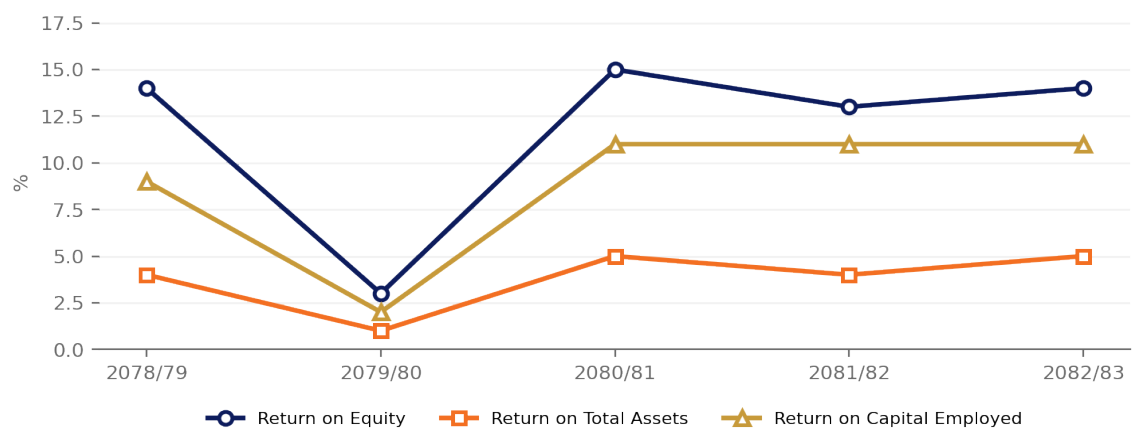
Working Capital Position



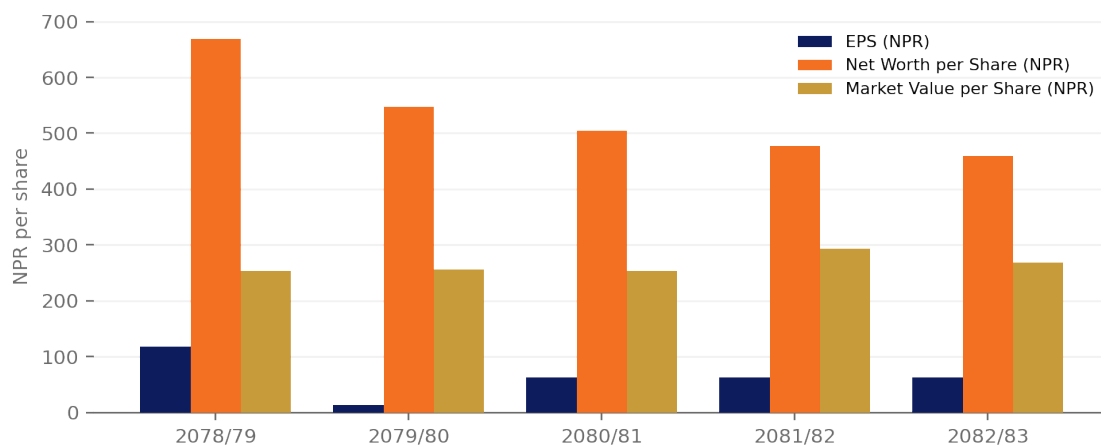
Liquidity & Leverage



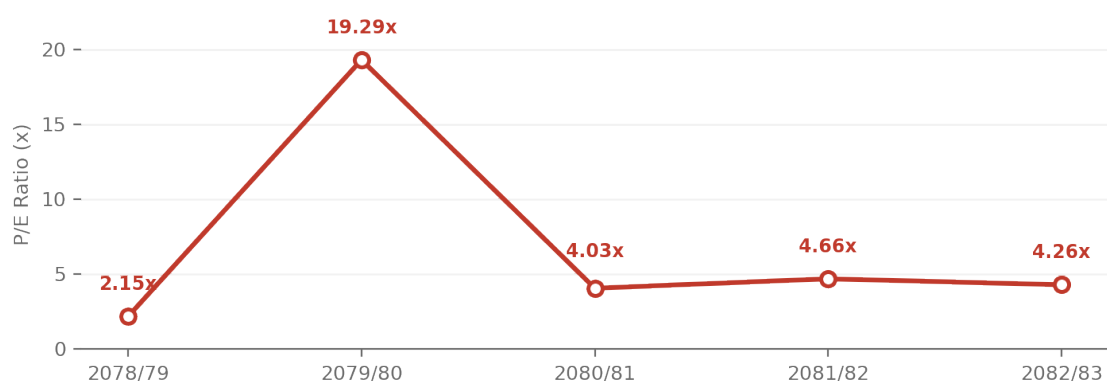
Return Ratios



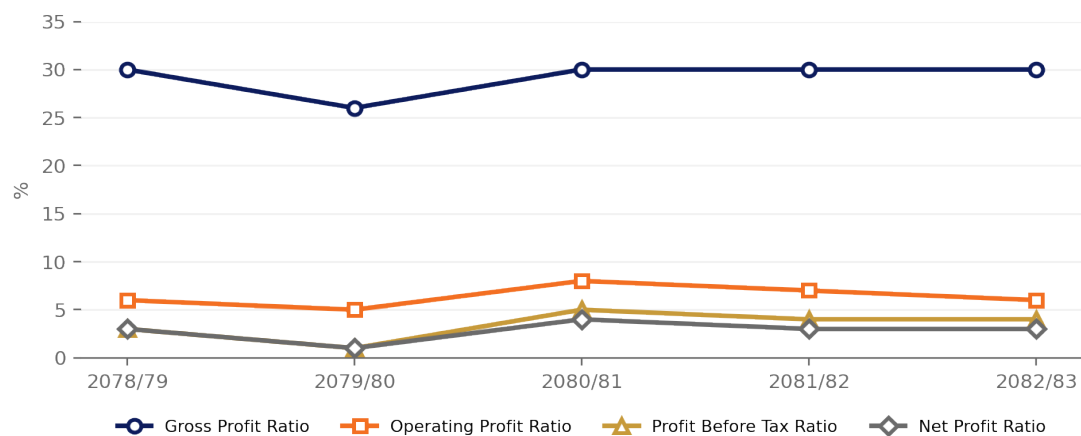
Per Share Metrics



Price / Earning Ratio



Margin Ratios

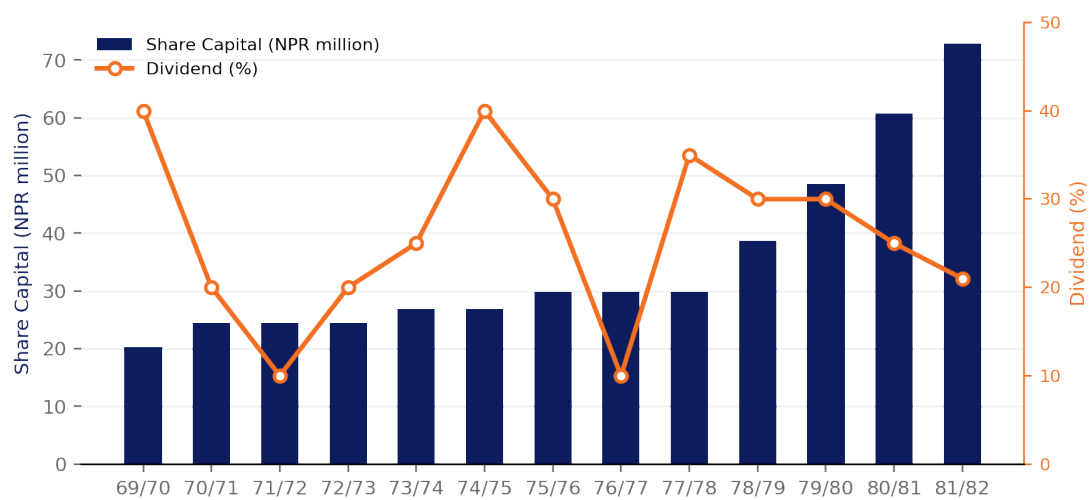




NEPAL LUBE OIL LIMITED

Share Capital & Dividend History | 13-Year Trend

Share Capital Growth & Dividend Distribution



F.Y. 069/70 – 081/82. Dividend shown as percentage of paid-up share capital declared for the year.

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

विश्व राजनीतिक परिदृश्यमा विगत केही वर्षदेखि विभिन्न मुलुकहरूबीच देखिएको द्वन्द्वले हाम्रो उद्योगलाई प्रत्यक्ष असर पुऱ्याइरहेको छ। विशेष गरी हाम्रो उद्योगको मुख्य कच्चा पदार्थ (Base Oil) उत्पादन गर्ने प्रमुख मुलुकहरू – रुस, युक्रेन, इजरायल, प्यालेस्टाइन लगायत अन्य अरब मुलुकहरू – यस द्वन्द्वमा प्रत्यक्ष वा अप्रत्यक्ष रूपमा संलग्न रहेका कारण विश्व बजारमा कच्चा तेल तथा Base Oil को आपूर्ति शृंखलामा असर परेको छ। रुस-युक्रेन युद्धले युरोपेली बजारमा तेल आपूर्तिमा अवरोध पुऱ्याएको छ भने मध्यपूर्वको तनावले रातो सागर (Red Sea) मार्गको ढुवानी लागत र समयावधिमा समेत उल्लेख्य वृद्धि गराएको छ। यसको प्रत्यक्ष परिणामस्वरूप अन्तर्राष्ट्रिय बजारमा Base Oil को मूल्य अत्यन्त अस्थिर र गतिशील रूपमा उतार-चढाव भइरहेको छ, जसले हाम्रो कम्पनीको कच्चा पदार्थ लागत, उत्पादन योजना र मूल्य निर्धारण नीतिमा प्रत्यक्ष चुनौती खडा गरेको छ। यस्तो अस्थिर अवस्थामा दिगो आपूर्ति सुनिश्चित गर्न वैकल्पिक स्रोत पहिचान, रणनीतिक इन्भेन्टरी व्यवस्थापन र दीर्घकालीन आपूर्ति सम्झौता जस्ता उपायहरूमा कम्पनीले निरन्तर ध्यान दिइरहेको छ। कम्पनीको कारोबारलाई निरन्तर असर पुऱ्याइरहेको अर्को गम्भीर विषय भनेको नेपालको लुब्रिकेन्ट बजारमा देखिएको अनियमित तथा अनियन्त्रित आयात प्रवृत्ति हो। हाल नेपालमा लुब्रिकेन्ट पदार्थको गुणस्तर मापन तथा नियमनका लागि कुनै छुट्टै र सक्षम नियामक निकाय स्थापित नभएकाले जोकोहीले जुनसुकै गुणस्तरको लुब्रिकेन्ट पदार्थ स्वतन्त्र रूपमा आयात गर्न सक्ने अवस्था विद्यमान छ। यस समीक्षा वर्षमा मात्रै ८०० भन्दा बढी विभिन्न निकायहरूले लुब्रिकेन्टजन्य पदार्थ आयात गरेको तथ्याङ्कले यस क्षेत्रको अव्यवस्थित र खण्डीकृत प्रकृतिलाई स्पष्ट पार्दछ। यसले गुणस्तरमा लगानी गर्ने हामी जस्ता संस्थागत उत्पादक तथा ब्रान्डका लागि अनुचित प्रतिस्पर्धाको वातावरण सिर्जना गरिरहेको छ – जहाँ अनियमित तथा न्यून गुणस्तरका आयातित उत्पादनहरूले मूल्यमा अस्वस्थ प्रतिस्पर्धा गर्दै उपभोक्तालाई समेत जोखिममा पारिरहेका छन्। यस सन्दर्भमा कम्पनीले उद्योग संघ-संस्थामार्फत सरकार समक्ष लुब्रिकेन्ट गुणस्तर मापदण्ड लागू गर्न निरन्तर पैरवी गर्दै आएको छ, जसले दीर्घकालमा गुणस्तरीय ब्रान्डहरूका लागि समान प्रतिस्पर्धात्मक वातावरण सुनिश्चित गर्नेछ। तेस्रो र दीर्घकालीन दृष्टिकोणले सबैभन्दा महत्त्वपूर्ण चुनौतीको रूपमा देखा परेको विषय भनेको नेपालमा विद्युतीय सवारीसाधन (Electric Vehicle) को बढ्दो प्रचलन र बजार हिस्सा हो। साना यान्त्रवाहक सवारीसाधनमा मात्र सीमित रहेको यो प्रवृत्ति अहिले साना व्यावसायिक तथा कमर्शियल सवारीसाधनतर्फ समेत विस्तार हुँदै गइरहेको छ, जुन परम्परागत आन्तरिक दहन इन्जिनमा आधारित लुब्रिकेन्ट माग सिर्जना गर्ने प्रमुख खण्ड हो। यस प्रवृत्तिले दीर्घकालमा मोटर तेलको माग क्रमशः घट्दै जाने संकेत गर्दछ, जुन हाम्रो जस्तो परम्परागत अटोमोटिभ लुब्रिकेन्ट कम्पनीका लागि एउटा संरचनागत जोखिम हो। यसैले कम्पनीले अहिले नै विद्युतीय सवारीसाधनसँग सम्बन्धित उत्पादन पोर्टफोलियो – जस्तै EV कूलेन्ट, थर्मल म्यानेजमेन्ट फ्लुइड, गियर तथा ब्रेक फ्लुइड – तर्फ अनुसन्धान र विविधीकरण थाल्नुपर्ने आवश्यकता ठड्कारो रूपमा देखिएको छ। साथै औद्योगिक लुब्रिकेन्ट, ग्रीस, हाइड्रोलिक तेल जस्ता गैर-अटोमोटिभ खण्डमा समेत व्यवसाय विस्तार गर्दै आम्दानीको स्रोत विविधीकरण गर्नु आजको आवश्यकता हो। यी तीनवटै बाह्य चुनौतीले हामीलाई थप सजग, चुस्त र अनुकूलनशील बन्न प्रेरित गरिरहेका छन्, र यसैलाई मध्यनजर गर्दै व्यवस्थापनले जोखिम न्यूनीकरण तथा दीर्घकालीन व्यावसायिक स्थायित्वका लागि आवश्यक रणनीतिक कदमहरू चालिरहेको छ।

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

चालु आ.व. २०८३/८४ मा ५०२७ के.एल. विक्री गरी सञ्चालन मुनाफा रु. ६ करोड ६४ लाख हुने लक्ष्य राखी कारोबार सञ्चालन भई रहेकोमा २०८३ भाद्र मसान्त सम्ममा जम्मा ३२४ के.एल. लुब्रिकेन्ट्स विक्री वितरण भएको छ।

यस सम्बन्धमा अझ विस्तृत विवरण तल प्रस्तुत गरिएको छ :

आ.व. २०८२/८३ का सम्पन्न प्रमुख कार्यहरू र आ.व. २०८३/८४ का प्रमुख योजनाहरू

(यहाँ व्यापार-व्यवसायको सिलसिलामा निरन्तर रूपमा गरिने दैनिक कार्यहरू उल्लेख गरिएको छैन, महत्त्वपूर्ण नीतिगत कार्यहरू तथा प्रमुख योजनाहरूलाई मात्र उल्लेख गरिएको छ।)

आर्थिक वर्ष २०८२/८३ मा सम्पन्न भएका प्रमुख कार्यहरूको स्थिति :

कम्पनीले आ.व. २०८२/८३ मा आफ्नो लक्ष्य हासिल गर्ने किटबद्धताका साथ पहिले देखि निरन्तर रूपमा गर्दै आएको कार्यलाई निरन्तरता दिँदै विभिन्न रणनीतिक कार्यक्रमहरू कार्यान्वयनमा ल्याएको थियो। सो कार्यक्रमहरूको स्थिति सम्बन्धमा यहाँ प्रस्ट पारिएको छ।

◦ ट्रान्सफर्मर आयल उत्पादन प्लान्टको Installation पूरा गरी २०८१ चैत्र महिनादेखि व्यावसायिक उत्पादन तथा बिक्री सुरु गरियो, जसबाट थोरै समयमै नेपालको आन्तरिक माग-को ऋण्ड नब्बे प्रतिशत भाग धान्न सक्षम भइयो र आयातित ट्रान्सफर्मर आयलमाथिको निर्भरता उल्लेखनीय रूपमा घट्यो।



- स्थानीय उत्पादन (Local Blending) मा कम्पनीको निर्भरता ७८ प्रतिशतबाट बढेर ८३ प्रतिशत पुग्न सफल भई, नेपालकै सबैभन्दा ठूलो स्थानीय ब्लेन्डर कम्पनीको हैसियत थप सुदृढ भएको छ ।
- विश्वको एक प्रमुख लुब्रिकेन्ट्स ब्रान्ड DUCKHAM'S सँगको सहकार्यमा नेपालमै Toll Blending सुरु गरी करिब २२५ के.एल. उत्पादन / बिक्री गरी नयाँ र वैकल्पिक आय स्रोत सिर्जना गर्न सफल भयो ।
- सुरक्षा र गुणस्तरका क्षेत्रमा एक दशकभन्दा बढी समयदेखि कुनै पनि ठूलो दुर्घटना वा घटना विना अनुशासित सञ्चालन कायम राख्न सफल भइयो ।
- वितरण सञ्जाल थप स्वस्थ बनाउने क्रममा पाल्पा र हेटौडा मा नयाँ वितरक नियुक्त गरिएको साथै बजारको सम्भावना अनुरूप कार्यसम्पादन गर्न नसकेका ३ वटा वितरक परिवर्तन गरी नयाँ र सक्षम वितरक नियुक्त गरियो ।

आर्थिक वर्ष २०८३/८४ मा लक्षित प्रमुख योजनाहरू :

आर्थिक वर्ष २०८२/८३ मा हासिल गरेका उपलब्धि र सिकेका पाठहरूलाई आधार बनाई कम्पनीले आगामी आर्थिक वर्ष २०८३/८४ का लागि निम्नानुसारका प्रमुख योजनाहरू तर्जुमा गरेको छ :

- १:२ अनुपातको Right Share Issue सम्बन्धी अन्तिम स्वीकृति नेपाल धितोपत्र बोर्ड (SEBON) बाट अझै प्राप्त हुन बाँकी छ, जुन प्राप्त भएपश्चात मात्र पूँजीगत योजनाहरू पूर्ण गतिमा अगाडि बढाउन भनिएकोमा अब व्यापार बिस्तारमा ढिलाई नगरी बैंक ऋण मार्फत पनि योजना गरिएका ६ वटा पूँजीगत (CAPEX) परियोजना – Grease Manufacturing Plant, 250 KL VT & Pipeline (Transformer Oil Base Oil Storage), प्रशासनिक भवनमाथिको Prefab Office, Rheometer (Grease Testing Equipment), Automatic Drop Point Tester र Automatic Cartoning Machine तोकिएको समयसीमाभित्र सम्पन्न गर्ने योजनालाई मुर्त रूप दिने छौ ।
- आगामी वर्षको सफलताका लागि ५ वटा रणनीतिक प्राथमिकता तय गरिएका छन् : च्यानल स्वास्थ्य (Channel Health), B2B नेतृत्व सुदृढीकरण, प्रिमियमीकरण (Premiumisation), Grease Plant स्थापना/सञ्चालन, र अनुशासित पूँजी परिचालन (Right–Share Deployment) ।
- आगामी वर्षका लागि पूँजीगत लगानी योजना बनाइएको छ, जुन मुख्यतः Grease Plant, Transformer Oil भण्डारण क्षमता विस्तार (VT), ERP–DMS–WMS प्रणाली तथा App विकास र कारखानाको पूर्वाधार/सुरक्षा/गुणस्तर सुधारमा खर्च हुनेछ ।
- उत्पादन पोर्टफोलियोलाई थप प्रिमियम बनाउँदै यस वर्ष Gulf 5W30 (Premium Synthetic 2–Wheeler) उत्पादन नेपाली बजारमा ल्याउने योजना रहेको छ ।
- ट्रान्सफर्मर आयलको विक्री लक्ष्य ९०८ के.एल. समीक्षा वर्षको तुलनामा करिब ४० प्रतिशत वृद्धि) राखिएको छ भने सो Segment मा ८५ प्रतिशतभन्दा बढी बजार हिस्सा हासिल गर्ने लक्ष्य लिइएको छ ।
- स्थानीय उत्पादन (Local Blending) को अनुपात ८४ प्रतिशतसम्म पुऱ्याउने र Toll Blending अन्तर्गत ४०० के.एल. उत्पादन गर्दै कम्तीमा १ थप प्रतिष्ठित Multinational/OEM Brand सँग साभेदारी विस्तार गर्ने लक्ष्य राखिएको छ ।
- संगठनको जनशक्ति हाल रहेको ७१ बाट बढाई ७९ पुऱ्याउने योजना छस यसअन्तर्गत Lab Chemist, OEM/Tender Assistant, फ्याक्ट्री श्रमिक (ट्रान्सफर्मर आयल, Filling तथा Screen–print Line का लागि र भैरहवामा नयाँ जोडामा सञ्चालनका लागि थप कर्मचारी नियुक्त गरिनेछ ।
- डिजिटलाइजेसनतर्फ Gulf Pride App को संस्करण २.० सार्वजनिक गर्ने, ERP–DMS–WMS प्रणाली पूर्ण रूपमा एकीकृत गर्ने (लक्ष्य पुष २०८३) र Daraz मार्फत E–commerce मा प्रवेश गर्ने योजना रहेको छ ।
- वितरण सञ्जाल अन्तर्गत ३५ भन्दा बढी सक्रिय वितरक –थप १ सहित) कायम राख्दै सबै साभेदारलाई A देखि D सम्मको Health–tier अनुसार वर्गीकरण गरी विभेदीकृत सुविधा तथा सहयोग उपलब्ध गराइनेछ ।
- मार्केटिङतर्फ ३६० degree अभियान सञ्चालन गर्दै Gulf Pride App मार्फतको Loyalty कार्यक्रमलाई थप विस्तार गरिनेछ ।

◦ विद्युतीय सवारीसाधन (EV) को बढ्दो प्रयोगलाई मध्यनजर गर्दै EV Coolant/Fluids जस्ता नयाँ उत्पादन, Charging Station व्यवसायमा प्रवेश र उत्पादन पोर्टफोलियोको पुनर्सन्तुलन (Portfolio Rebalancing) जस्ता कार्य अगाडि बढाइनेछ ।

◦ उपरोक्त सम्पूर्ण योजनाहरूको कार्यान्वयन Q1 (आधार तयारी), Q2 -क्षमता स्रोत जडान), Q3 -उत्पादन क्षमता विस्तार) र Q4 -स्तरवृद्धि तथा समीक्षा) गरी चरणबद्ध रूपमा गरिनेछ, जसले लक्ष्यहरू व्यवस्थित र नियन्त्रित ढंगले हासिल गर्न सघाउ पुऱ्याउनेछ ।

साथै, माथि उल्लेखित तथा अन्य विस्तृत कार्यहरू सम्बन्धित प्रस्तुतीकरण तथा व्यवसाय योजनामा थप विस्तृत रूपमा समावेश गरिएका छन् ।

(घ) कम्पनीको औद्योगिक वा व्यावसायिक सम्बन्ध :

समीक्षा अवधिमा कम्पनीले आफ्ना ग्राहक, कर्मचारी तथा सम्पूर्ण सरोकारवालाहरूसँग असल व्यावसायिक सम्बन्ध कायम राखेको छ । समीक्षा वर्षमा थप १ 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 व्यावसायिक कम्पनीहरू 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 :

समीक्षा वर्ष आ.व. २०८२/८३ मा कम्पनीको सञ्चालक समितिमा उल्लेखनीय संरचनात्मक परिवर्तन तथा पुनर्गठन (Reshuffle) भएको छ । सो सम्बन्धी विस्तृत विवरण यहाँहरूको जानकारीका लागि यहाँ क्रमवार प्रस्तुत गरिएको छ ।

सर्वप्रथम, कम्पनीका पूर्व अध्यक्ष श्री अरुण कुमार चौधरी तथा सञ्चालक श्रीमती शीला चौधरीले आफ्नो बढ्दो उमेरलाई मध्यनजर गर्दै सक्षम र प्रमाणित नयाँ पुस्तालाई अवसर प्रदान गर्ने आफ्नै स्वेच्छिक निर्णय अनुरूप सञ्चालक समितिबाट राजीनामा दिनुभयो, जुन सञ्चालक समितिबाट स्वीकृत गरिएको छ ।

उहाँहरूको राजीनामापछि रिक्त भएका स्थानहरूमा ABB Investment ले श्रीमती बिधात्री चौधरी र कम्पनीका पूर्व महाप्रबन्धक श्री गंगा राज भट्टराईलाई सञ्चालकको रूपमा मनोनयन हुनुभयो ।

त्यस्तै, नेपाल आयल निगमको तर्फबाट प्रतिनिधित्व गर्नुहुने सञ्चालक सिष्ट नागेन्द्र साहको आफ्नो संस्थामा रहेको पदावधि (Titular Role) पूरा भई अवकाश प्राप्त गर्नुभएकोले उहाँको स्थानमा श्री नवबिनोद पोखरेललाई सञ्चालकको रूपमा नियुक्त गरिएको छ ।

यसै पुनर्गठनक्रमसँगै सम्पन्न सञ्चालक समितिको ३९०औं बैठकबाट श्री करण कुमार चौधरीलाई अध्यक्ष एवम् प्रमुख कार्यकारी अधिकृत (Chairman and CEO) मा सर्वसम्मत रूपमा नियुक्त गरिएको छ, जुन उहाँको पूर्व पद प्रबन्ध सञ्चालक एवम् प्रमुख कार्यकारी अधिकृत (MD & CEO) भन्दा माथिल्लो र उच्च जिम्मेवारीयुक्त पद हो ।

त्यसैगरी श्री गंगा राज भट्टराईलाई समेत कार्यकारी सञ्चालक (Executive Director) मा नियुक्त गरिएको छ, जुन उहाँको पूर्व पद महाप्रबन्धक (General Manager) भन्दा माथिल्लो र उच्च जिम्मेवारीयुक्त पद हो ।

साथै, पूर्व कम्पनी सचिव श्री गंगा राज भट्टराईको सो पदबाट राजीनामापछि सञ्चालक समितिले श्री सुभाष आचार्यलाई कम्पनीको नयाँ कम्पनी सचिवको रूपमा नियुक्त गरिएको छ । माथि उल्लेखित सम्पूर्ण परिवर्तनहरू आर्थिक वर्ष २०८२/८३ भित्रै सम्पन्न भएका हुन् ।

यसका अतिरिक्त, हाम्रा प्रवर्द्धक (Promoter) सरकारी निकायहरूका लागि लागू हुने पालो प्रणाली (Rotation Clause) अनुरूप हालसालै राष्ट्रिय वाणिज्य बैंकको पदावधि पूरा भएको छ । सोही अनुरूप बैंकको तर्फबाट प्रतिनिधित्व गर्नुहुने सञ्चालक श्री ध्रुव प्रसाद अर्यालको स्थानमा नयाँ कम्पनी राष्ट्रिय बीमा कम्पनीको प्रतिनिधिको विवरण प्राप्त भएको छैन ।

अन्त्यमा, श्री अरुण कुमार चौधरीको लामो अनुभव, ज्ञान र विज्ञतालाई कम्पनीको हितमा उपयोग गर्ने उद्देश्यले सञ्चालक समितिले सर्वसम्मत निर्णयद्वारा उहाँलाई सञ्चालक समितिका बैठकहरूमा आफ्नो विज्ञतामूलक राय तथा सुझाव प्रदान गर्नका लागि अनुरोध गर्नुभयो, जुन प्रस्तावलाई उहाँले सञ्चालक समितिको सम्माननीय सल्लाहकार (Honorary Advisor to the Board) को रूपमा स्वीकार गर्नुभएको 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 यूक्तिहित 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 मूरुख्यतया कम्पनीको नाफा नोक्सानमा प्रत्यक्ष असर पारिरहेको हुन्छ ।

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

आ.व.२०८२।८३ 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) लाभांश बाँडफाँड गर्न सिफारिस गरिएको रकम :

आ.व. २०८२।८३ को कारोबार मुनाफा तथा सञ्चित मुनाफाबाट चुक्ता पुँजीको १५ प्रतिशत बोनस शेयर लाभांश र ६.०५२६४ प्रतिशत नगद लाभांश (नगद लाभांश कर प्रयोजनको निमित्तसमेत) 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 अग्रा 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 सघर्षको दिनहरुका प्रत्येक पलको साक्षि रहनु भएका र कम्पनीलाई सदैव महत्वपूर्ण र रचनात्मक मार्गदर्शन प्रदान गर्ने हाम्रा शेयरधनी महानुभावहरुलाई पनि हामि हार्दिक धन्यवाद ठग्न्याउदै 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 विश्वासबाट अलिकतिपनि डगमगाउन दिने छैनौं ।

यस सञ्चालक समिती तथा कम्पनीलाई प्रत्यक्ष अप्रत्यक्ष रुपमा मार्गनिर्देशन गर्ने नेपाल सरकारका विभिन्न नियमनकारी निकाय, श्री धीतोपत्र बोर्ड, श्री नेपाल स्टक एक्सचेंज, CDS and Clearing र कम्पनीको दैनिक गतिविधिमा साथ तथा सहयोग पुर्याउने श्री एमरेष्ट बैंक लि. तथा अन्य बैंक तथा वित्तिय संस्था, RTS NIMB ace capital / पत्रकार मित्रहरु प्रति पनि हार्दिक आभार प्रकट गर्दछौं ।

साथै कम्पनीका मेरुदण्डका रुपमा रहनु भएका हाम्रा कर्त्यव्यनिष्ठ, मेहनती, रणनितिज्ञ र उर्जावान सम्पूर्ण कामदार तथा कर्मचारीहरुको परिश्रमको कदर गर्दै उहाँहरुसवैमा सदैव भै हार्दिक धन्यवाद प्रदान गर्दछौं ।



सञ्चालक समितिको तर्फबाट

श्री करण कुमार चौधरी
अध्यक्ष तथा प्रमुख कार्यकारी अधिकृत
(A.B.B. Investments Pvt. Ltd.)

श्री बिजय बहादुर श्रेष्ठ
सञ्चालक
(A.B.B. Investments Pvt. Ltd.)

श्री नव विनोद पोखरेल
सञ्चालक
(नेपाल आयल निगम लि.)

श्री
सञ्चालक
(राष्ट्रिय बीमा कम्पनी लि.)

श्रीमती बिधात्री चौधरी
सञ्चालक
(A.B.B. Investments Pvt. Ltd.)

श्री निरञ्जन नेउपाने
सञ्चालक
(सर्वसाधारण शेयरधनीको तर्फबाट)

श्री अनिल बस्न्यात
सञ्चालक
(सर्वसाधारण शेयरधनीको तर्फबाट)

श्री जंगा राज भट्टराई (प्रकाश)
कार्यकारी सञ्चालक
(A.B.B. Investments Pvt. Ltd.)

मिति : २०८३ भाद्र २६ गते

नेपाल ल्यूब आयल लि.

पैंतिसौ बर्षिक साधारण सभा

कम्पनी ऐन, २०६३ को दफा १०९ (८) सम्बन्धी अन्य जानकारी

(क) 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. २०८२/८३ मा कुनै सेयर जफत नभएको ।

(ग) 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 नयाँ खोलिएको सहायक कम्पनीहरूको विवरण यसै प्रतिवेदनमा उल्लेख गरिएको छ ।

(घ) कम्पनी तथा त्यसको सहायक कम्पनीले आर्थिक वर्षमा सम्पन्न गरेको प्रमुख कारोबारहरू र सो अवधिमा कम्पनीको कारोबारमा आएको कुनै महत्वपूर्ण परिवर्तन ।

कम्पनीको कारोबारको विवरण माथि प्रस्ट गरिएको छ भने कम्पनीको सहायक कम्पनीबाट यस समिक्षा वर्षमा खरिद विक्री कारोबार भएको छैन ।

(ङ) विगत आर्थिक वर्षमा कम्पनीका आधारभूत सेयरधनीहरूले कम्पनीलाई उपलब्ध गराएको जानकारी ।

गत वर्षमा आधारभूत सेयरधनीहरूबाट कुनै जानकारी प्राप्त भएको छैन ।

(ड) विगत आर्थिक वर्षमा कम्पनीका सञ्चालक तथा पदाधिकारीहरूले लिएको सेयरको स्वामित्वको विवरण र कम्पनीको सेयर कारोबारमा निजहरू संलग्न रहेको भए सो सम्बन्धमा निजहरूबाट कम्पनीले प्राप्त गरेको जानकारी :

कम्पनीको सेयर कारोबारमा कम्पनीका सञ्चालक एवं पदाधिकारी संलग्न रहेको जानकारी कम्पनीलाई नभएको ।

(ढ) विगत आर्थिक वर्षमा कम्पनीसंग सम्बन्धित सम्झौताहरूमा 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 गर्नुको कारण, त्यस्तो सेयरको संख्या र अङ्कित मूल्य तथा त्यसरी सेयर खरिद गरे वापत कम्पनीले भुक्तानी गरेको रकम :

कम्पनीले २०८३ असार मसान्तसम्म आफ्नो सेयर आफैले 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 समिति मार्फत विभिन्न आन्तरिक नियन्त्रण निर्देशिकाहरू जारी गर्ने तर्फ अध्ययन भईरहेको अवस्था छ ।

(थ) विगत आर्थिक वर्षको कुल व्यवस्थापन खर्चको विवरण :

कम्पनीको विगत आ.व. २०८२/८३ को कुल व्यवस्थापन खर्च आय विवरणको अनुसूची १२ अनुसार रु ६,४७,९५,४९६।०० रहेको छ ।

(द) लेखा परीक्षण समितिका सदस्यहरूको नामावली, निजहरूले प्राप्त गरेको पारिश्रमिक भत्ता तथा सुविधा सो समितिले 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 सदस्यहरु समावेश भएको ४ सदस्यीय लेखा परिक्षण समिती गठन भई ऐनबाट निश्चित कार्य भईरहेको छ ।

तपसिल

श्री निरञ्जन न्यौपाने, सञ्चालक : संयोजक

श्रीमती बिधानी चौधरी, सदस्य (२०८२/८३ मा ध्रुव प्रसाद अर्याल एवं सिध नागेन्द्र शाह)

श्री अनिल बस्नेत, सञ्चालक : सदस्य

श्री सूवास आचार्य, कम्पनी सचिव, सदस्य, (२०८२/८३ मा श्री जंगा राज भट्टराई)

गतवर्ष कम्पनीको लेखा परिक्षण समितीको ९ वटा बैठक सम्पन्न भएको छ, विशेषत यस वर्ष सम्पन्न गरि सञ्चालक समितीमा पेश गरिएका विभिन्न ४ वटा कम्पनीका मुख्य दस्तावेजहरु अर्थात पोलिसिहरुको निमित्त बैठकहरु सम्पन्न गर्न कोहि बढि बैठकहरु भएका थिए भने उक्त बैठक सहित संक्षिप्त कार्य विवरणको जानकारी यसै प्रतिवेदनमा छुट्टै समावेश गरिएको छ ।

(घ) 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 बुझाउन बाँकी रकम रु १२००६५४ । २१ जुन अनुसूची २६ मा उल्लेख गरिएको छ ।

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

अध्यक्ष एवं प्रबन्ध सञ्चालक, सञ्चालक एवं पदाधिकारीहरु र बरिष्ठ कर्मचारी (उप प्रबन्धक सम्मको) लाई आ.व.२०८२/८३ मा भुक्तान भएको पारिश्रमिक रकम रु.४,२५,२४,४६६।०० रहेको छ ।

(प) सेयरधनीहरुले बुक्ति लिन बाँकी रहेको लाभांश रकम :

सानिमा क्यापिटलले पेश गरेको विवरण बमोजिम २०८३ आषाढ मसान्त सम्ममा जम्मा बुक्तिलिन बाँकी लाभांश रकम रु.२९,१६,९८२।५० (२०८२ आषाढ मसान्तमा रु. ३१,८७,८८४।७५) ।

(फ) कम्पनी ऐन, २०६३ को दफा १४१ बमोजिम सम्पति खरिद वा बिक्री गरेको कुराको विवरण :

आ.व. २०८२/८३ मा रु.१,७७,३९,७९८।०० मूल्य बराबरको सम्पति खरिद भएको छ । यो सबै खर्च कारखाना स्थलमा उत्पादनको निमित्त प्लान्ट र मेशिनरी, कर्मचारीहरुका निमित्त सवारी साधन र उपकरणहरुको 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 ।

(म) कम्पनी ऐन, २०६३ तथा प्रचलित कानून बमोजिम सञ्चालक समितिको प्रतिवेदनमा खुलाउनु पर्ने अन्य कुनै कुरा रहेको छ र छैन ।

छैन ।

(म) अन्य आवश्यक कुराहरु ।

छैन ।

नेपाल ल्यूव आयल लिमिटेडको लेखापरीक्षण समितिको वार्षिक प्रतिवेदन

आ.ब. २०८२/८३
(कम्पनी ऐन, २०६३ को दफा १६४(४) बमोजिम)

१. समिति गठन तथा सदस्यहरू

कम्पनी ऐन, २०६३ को दफा १६४(१) बमोजिम लेखापरीक्षण समिति गठन गरिएको हो । सो समितिमा दैनिक कार्यसञ्चालनमा संलग्न नरहेका सञ्चालक श्री निरंजन न्यौपानेको अध्यक्षतामा देहाय अनुसार सदस्यहरू रहनुभएको छ ।

क्र.सं.	नाम		
१	श्री निरंजन न्यौपाने, संचालक	अध्यक्ष	
२	सि.ए. नागेन्द्र शाह, संचालक	सदस्य	मिति २०८३।०२।१८ सम्म ।
३	श्री अनिल बस्नेत, संचालक	सदस्य	
४	श्री ध्रुव प्रसाद अर्याल, संचालक	सदस्य	मिति २०८३।०२।२९ देखि २०८३।०३।३२ सम्म ।
५	श्री गंगा राज भट्टराई, महा प्रबन्धक	सदस्य सचिव	मिति २०८३।०३।२९ सम्म
६	श्री सूवास आचार्य, कम्पनी सचिव	सदस्य सचिव	मिति २०८३।०३।३० देखि

२. बैठक तथा सहभागिता

आर्थिक वर्ष भरि समितिको ९ वटा बैठक सम्पन्न भएको र प्रत्येक बैठकमा पूर्ण सहभागिता रहेको थियो । नियमित वित्तीय समीक्षा, आन्तरिक नियन्त्रण मूल्यांकन, र रणनीतिक निर्णयहरू बारे बैठकमा छलफल भएका थिए ।

३. वर्षको मुख्य उपलब्धिहरू

बैठकहरूमा वित्तीय विवरणहरूको समीक्षा, आन्तरिक नियन्त्रण प्रणालीको मूल्यांकन, लेखापरीक्षण प्रतिवेदनको अध्ययन, र अन्य महत्वपूर्ण विषयहरूमा गहन छलफल गरी आवश्यक निर्णयहरू गरिएको थियो ।

लेखा समितिले आफ्नो नियमित दायित्व (वित्तीय सुपरिवेक्षण, आन्तरिक नियन्त्रण, र जोखिम व्यवस्थापन) बाहेक चार वटा आधारभूत कम्पनी नीतिहरूको पनि अन्तिम रूप, सिफारिस, र कार्यान्वयनमा सहजीकरण गरेको छ ।

क्र.सं.	उपलब्धि	स्थिति
१	आन्तरिक लेखापरीक्षक नियुक्ति - समितिले कम्पनीको लागि आन्तरिक लेखापरीक्षकको नियुक्ति गर्न सञ्चालक समितिलाई सिफारिस गरेको थियो । सो सिफारिस अनुसार आन्तरिक लेखापरीक्षकको नियुक्ति प्रक्रिया सम्पन्न भएको ।	सम्पन्न
२	समितिले चार वटा आधारभूत कम्पनी नीतिहरू (कर्पोरेट गभर्नेन्स तथा आन्तरिक नियन्त्रण दिशानिर्देश (Corporate Governance and Internal Control Guidelines), बिक्री तथा मार्केटिङ नीति (Sales and Marketing Policy), खरिद नीति (Procurement Policy), आन्तरिक लेखापरीक्षण नीति (Internal Audit Policy) को अन्तिम रूप, सिफारिस, र कार्यान्वयनमा सहजीकरण गरेको ।	सम्पन्न
३	ईआरपी प्रणाली विकास - आवश्यकता पहिचान गरी समितिले कम्पनीको लागि आन्तरिक ईआरपी सफ्टवेयर प्रणालीको आवश्यकता सिफारिस गरेको थियो र हाल सो प्रणाली विकास कार्य प्रारम्भ गरीएको छ र निर्माणाधीन अवस्थामा रहेको ।	निर्माणाधीन
४	कर्मचारी विधान - मस्यौदा तयार गर्ने कार्य प्रक्रियामा रहेको छ, जसलाई आगामी आर्थिक वर्षभित्र अन्तिम रूप दिई लागू गरिने ।	प्रक्रियागत

४ वित्तीय विवरण समीक्षा

समितिको मूल्यांकन अनुसार, वित्तीय विवरणहरू सही, पूर्ण, विश्वसनीय र प्रचलित लेखामान तथा कम्पनी ऐन अनुरूप रहेका छन् । आन्तरिक तथा बाह्य लेखापरीक्षणको अनुगमन समेत प्रभावकारी रूपमा सम्पन्न भएका छन् ।

५ अन्य कार्य :

५.१ . स्थिर सम्पत्ति दर्ता तथा कोडिङ

कम्पनीको स्थिर सम्पत्तिको विवरण (Fixed Assets Register) पूर्ण रूपमा अद्यावधिक गरी तिनीहरूको कोडिङ प्रक्रिया सम्पन्न गरिएको छ । यसले सम्पत्ति व्यवस्थापन र लेखांकनलाई थप प्रभावकारी बनाएको छ ।

५.२ अनावश्यक स्थिर सम्पत्तिको बिक्री

कम्पनीमा रहेका अनावश्यक तथा आर्थिक बोझ भएका स्थिर सम्पत्तिहरूको बिक्री प्रक्रियालाई सहजीकरण गरिएको छ । यसबाट कम्पनीको वित्तीय अवस्थामा सुधार भएको छ ।

६. पारिश्रमिक/भत्ता

कुल बैठक भत्ता बापत रु. ६,३५,२९२।०० भुक्तानि गरीएको छ ।

७ निष्कर्ष

आर्थिक वर्ष २०८२/८३ मा कम्पनीको वित्तीय पारदर्शिता, वित्तीय सुशासन, आन्तरिक नियन्त्रणलाई सुदृढ बनाउन प्रयास गरेका छौं र आगामी वर्षमा ईआरपी पूर्ण कार्यान्वयन, कर्मचारी विधान अन्तिम रूप, जोखिम व्यवस्थापन सुदृढीकरण र वित्तीय सुशासन अभिवृद्धि गर्न यो समिती प्रतिबद्ध रहेको छ । यस समितिले गरेका सिफारिसहरू तथा नीतिगत सुधारहरूले कम्पनीको दीर्घकालीन हित तथा शेयरधनीहरूको विश्वास अभिवृद्धि गर्न सहयोग पुग्ने विश्वास पनि लिएका छौं ।

लेखापरीक्षण समितिको तर्फबाट

निरंजन न्यौपाने

अध्यक्ष

मिति: २०८३/०५/२२



A.I. ASSOCIATES

CHARTERED ACCOUNTANTS

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617659028

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, 2083 (July 16, 2026), and the consolidated statement of profit or loss and 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, 2083 (July 16, 2026), 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, 2083 (July 16, 2026). 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. Valuation of Property, Plant and Equipment Property, plant and equipment represent a significant component of the Company's total assets. The Company carries out valuation for determination of fair value of land and building every three years and had carried out a valuation	Our audit procedures: - We obtained an understanding of the company's process and internal controls over the existence, physical verification, and valuation of property, plant and equipment.





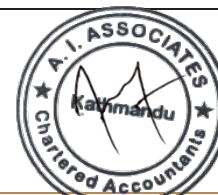
A.I. ASSOCIATES

CHARTERED ACCOUNTANTS

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617659028

Key Audit Matters	How our audit addressed the key audit matter
of certain classes of its property, plant and equipment in FY 2080/81, and the carrying values as at the reporting date continue to be based on, and are impacted by, that valuation exercise. In addition, the appropriateness of the carrying amounts, useful lives, and any impairment considerations, require management to apply significant judgement. This includes assessing whether the valued amounts continue to reflect fair value, whether any indicators necessitating a fresh valuation or impairment have arisen since the last valuation, and whether depreciation on the revalued amounts has been appropriately computed. Given the materiality of property, plant and equipment to the financial statements and the degree of judgement involved in both their physical verification and their valuation including the continued appropriateness of amounts arising from the earlier revaluation, we have identified this as a key audit matter.	- We performed physical verification of property, plant and equipment on a sample basis at selected locations, we placed reliance on management's own verification exercise and reviewed the underlying working papers and reconciliation of results. - We obtained and examined the report/basis of the earlier valuation, evaluated the competence, capability, and objectivity of the valuer engaged by management, and assessed the appropriateness of the valuation methodology and key assumptions adopted at that time. - We evaluated whether any events or circumstances arising during the year indicated that the previously revalued amounts may no longer be appropriate, and assessed management's conclusion in this regard. - We tested additions and disposals recorded during the year by tracing them to supporting documentation such as invoices, capitalization records, and sale/disposal evidence. - We assessed the adequacy and appropriateness of the disclosures made in respect of property, plant and equipment and the revaluation, including compliance with the requirements of NAS 16 (Property, Plant and Equipment)
2. Accounts Receivables Trade receivables form a significant portion of the Group's total assets as at the reporting date. The recoverability of trade receivables requires management to exercise judgement in assessing expected credit losses/impairment in accordance with the applicable financial reporting standards, having regard to ageing, customer-wise recovery history, and the financial condition of debtors. Within total trade receivables, a portion was subject to litigation as at the reporting date, the outcome of which has since been concluded by the competent authorities. The assessment of recoverability of these litigated balances involved	Our audit procedures: - We evaluated the design and operating effectiveness of management's controls over ageing and recoverability assessment of trade receivables. - We tested the ageing of receivables on a sample basis and agreed balances to underlying invoices and subsequent receipts. - We evaluated management's impairment/expected credit loss assessment, including the reasonableness of key assumptions and historical loss experience. - We verified balance confirmations from customers on a sample basis, and performed alternate





A.I. ASSOCIATES

CHARTERED ACCOUNTANTS

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617659028

Key Audit Matters	How our audit addressed the key audit matter
additional judgement, including evaluation of the legal outcomes and the potential need for impairment, and the favorable decisions obtained and the subsequent realization thereof have had a significant effect on the overall receivable balances. Given the overall financial significance of trade receivables to the financial statements and the judgement involved (both in the general assessment of recoverability and, specifically, in respect of the receivables that were under litigation), we considered this to be a key audit matter.	procedures such as inspection of subsequent receipts where confirmations were not received. - For receivables under litigation, we reviewed legal correspondence and case records to ascertain the status and outcome of the cases, and inspected evidence of subsequent realization, including bank receipts and settlement documentation. - We assessed the reasonableness of management's evaluation of recoverability of amounts outstanding at year end, including litigated and other overdue balances. - We assessed the adequacy of related disclosures on trade receivables, credit risk, and litigation.
3. Estimation of Incentive scheme expenses The Company offers various sales-linked incentive schemes to its dealers/distributors, which are based on specific sales targets and performance criteria. The estimation of expenses and the recognition of related liabilities arising from these schemes requires management to exercise significant judgement in forecasting future sales, dealers/distributors performance, and the associated costs. These estimates are based on historical data, current market trends, and anticipated changes in dealer behavior and market conditions. Given the subjectivity involved, there is a risk that the expenses and liabilities may be either over- or under-estimated, which could materially affect the Company's financial position. We identified the estimation of incentive scheme expenses as a key audit matter because it involves complex management judgement in projecting future sales and dealer performance, and because the incentive liability is estimated on a forward-looking/projected basis rather than being based on amounts already fixed or settled.	Our audit procedures: - We assessed the design and tested the operating effectiveness of internal controls relating to the Company's process for estimating sales-linked incentive scheme accruals. - We obtained management's computation of the accruals in respect of each relevant scheme, validated the underlying data used, and assessed the reasonableness of the assumptions applied by management in determining the year-end accrual. - We evaluated the reasonableness of management's key assumptions, including the historical accuracy of past sales forecasts, prevailing market trends, and the consistency of assumed dealer behavior with actual past performance. - We compared actual outcomes of incentive schemes in prior periods against the estimates previously recorded, to assess the reliability and track record of the Company's forecasting process. - We tested, on a sample basis, the arithmetical accuracy of the accrual computation and traced scheme terms to underlying dealer agreements.





A.I. ASSOCIATES **CHARTERED ACCOUNTANTS**

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617659028

Key Audit Matters	How our audit addressed the key audit matter
4. Inventories The verification and valuation of inventories, is a significant area that involves considerable management judgment in the application of accounting policies and estimation techniques. Since, these judgments have a significant impact on the amounts recognized in the Financial Statements, we have identified this area as a key audit matter.	Our Procedures: - We evaluated the inventory monitoring and control system and noted that the physical verification of inventories is done by the Management at reasonable intervals. - We conducted physical verification of inventories on a sample basis at various locations. We placed reliance on the physical verification procedures carried out by the Management. - We also tested, on a sample basis, the values used for determining net realisable value and cost of inventories, and verified their consistency with the inventory valuation records and related accounting entries. - We assessed that the valuation of inventories is in compliance NAS 2.

OTHER INFORMATION

The management of the group is responsible for the other information presented in the Nepal Lube Oil Limited Annual Report 2082/83 (2025-26) 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





A.I. ASSOCIATES **CHARTERED ACCOUNTANTS**

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617659028

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.
- 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 Group'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 consolidated financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the consolidated financial information of the entities or business activities within the group to express an opinion on the consolidated 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 consolidated 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.





A.I. ASSOCIATES **CHARTERED ACCOUNTANTS**

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617659028

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 consolidated financial statements including the consolidated statement of financial position, the consolidated statement of profit or loss, the consolidated statement of other comprehensive income, the consolidated statement of changes in equity, the consolidated statement of cash flows and notes to the consolidated financial statements 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 group; and the accounts and records of the Group 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 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: 260920CA01723P9cK6

Date: 13 September 2026



Nepal Lube Oil Limited
Kathmandu, Nepal
Consolidated Statement of Financial Position
As on Ashadh 32, 2083 (July 16, 2026)

Figures in NPR

Particulars	Note No.	32.03.2083	32.03.2082
ASSETS			
Non-Current Assets:			
Property, Plant and Equipment	5	216,091,743	212,971,435
Right of Use Assets	5	2,486,443	2,836,958
Prepayments & Other Advances	7	-	-
Deferred Tax Assets	8	-	-
Total Non-Current Assets		218,578,186	215,808,393
Current Assets:			
Assets Held For Sale		-	45,916,057
Inventories	9	326,174,877	279,557,344
Prepayments & Other Advances	7	50,443,432	54,662,001
Financial Assets	6		
Trade & Other Receivables		505,814,560	445,970,531
Other Margins/ Deposits		9,011,014	1,314,929
Cash and Cash Equivalents		7,276,165	12,666,102
Current Tax Assets	8	-	8,663,386
Total Current Assets		898,720,048	848,750,350
Total Assets		1,117,298,234	1,064,558,743
EQUITY AND LIABILITIES			
Equity			
Share Capital	10	87,435,216	72,862,680
Retained Earnings		313,975,052	274,348,829
Other Component of Equity		75,170,946	76,096,724
Total Equity		476,581,214	423,308,233
LIABILITIES			
Non-Current Liabilities:			
Financial Liabilities	11		
Loans and Borrowings		2,473,390	3,242,047
Trade & Other Payables		-	-
Employee Benefits Liabilities	12	13,870,203	47,915,418
Lease Liability	13	2,254,804	1,710,605
Other Non-Current Liabilities	13.1	-	-
Deferred Tax Liabilities	8	3,987,708	11,568,904
Total Non-current Liabilities		22,586,105	64,436,974
Current Liabilities:			
Financial Liabilities	11		
Loans and Borrowings		367,618,542	398,409,986
Trade & Other Payables		84,039,766	77,054,610
Employee Benefits Liabilities	12	68,514,306	23,976,959
Lease Liability	13	463,348	1,322,587
Other Current Liabilities	13.1	20,631,895	14,074,031
Provisions	14	75,220,824	61,975,363
Current Tax Liabilities	8	1,642,235	-
Total Current Liabilities		618,130,915	576,813,536
Total Liabilities		640,717,020	641,250,510
Total Equity and Liabilities		1,117,298,234	1,064,558,743

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

As Per Our Report of Even Date

.....
Karan Kumar Chaudhary
Chairman & CEO

.....
Bijay Bahadur Shrestha
Director

.....
Naba Binod Pokharel
Director

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

.....
Bidhatri Chaudhary
Director

.....
Niranjan Neupane
Director

.....
Anil Basnyat
Director

.....
Ganga Raj Bhattarai
Executive Director

Date: 2083/05/26
Place: Kathmandu



Nepal Lube Oil Limited
Kathmandu, Nepal
Consolidated Statement of Profit or Loss and Other Comprehensive Income
For the year ended Ashadh 32, 2083 (July 16, 2026)

Figures in NPR

Particulars	Note No.	32.03.2083	32.03.2082
Revenue From Operations	15	1,586,177,165	1,352,784,783
Cost of Operations/Sales	16	(1,109,517,401)	(947,675,952)
Gross Profit		476,659,764	405,108,831
Other Operating Income	17	5,087,275	9,520,597
Selling & Distribution Expenses	20	(310,089,413)	(259,876,702)
Administrative & General Expenses	21	(65,094,182)	(58,000,169)
Other Operating Expenses	22	(8,242,372)	(7,018,558)
Profit From Operations		98,321,072	89,734,001
Finance Cost	23	(31,945,223)	(33,145,716)
Other Income	24	605,929	783,597
Profit Before Tax		66,981,778	57,371,882
Income Tax (Expenses)/Income:	8		
- Current Tax		(19,527,548)	(15,195,462)
- Deferred Tax		7,581,195	3,488,060
Profit From Continuing Operations		55,035,426	45,664,480
Profit/ (Loss) on Discontinued Operations(net of tax)			-
Net Profit for the Year		55,035,426	45,664,480
Other Comprehensive Income:			
Other Comprehensive Income that is subsequently not reclassified to profit or loss			
Actuary gain/(loss) on Defined Benefit Obligation		(925,778)	349,676
Revaluation Gain on Land & Building			8,310,883
-Income Tax Relating to Components of Other Comprehensive Income			(1,755,047)
Total Other Comprehensive Income, Net of Tax		(925,778)	6,905,512
Total Comprehensive Income for the Period		54,109,648	52,569,992
Earning per Equity share			
Basic (NPR)	25	62.94	62.67
Diluted (NPR)	25	62.94	62.67

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

As Per Our Report of Even Date

.....
Karan Kumar Chaudhary
Chairman & CEO

.....
Bijay Bahadur Shrestha
Director

.....
Naba Binod Pokharel
Director

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

.....
Bidhatri Chaudhary
Director

.....
Niranjan Neupane
Director

.....
Anil Basnyat
Director

.....
Ganga Raj Bhattarai
Executive Director

Date:2083/05/26
Place: Kathmandu



Nepal Lube Oil Limited
Kathmandu, Nepal
Consolidated Statement of Cash Flow
For the year ended Ashad 32, 2083 (July 16, 2026)

Figures in NPR

Particulars	32.03.2083	32.03.2082
Cash Flows from Operating Activities		
Profit for the Year	55,035,426	45,664,480
Adjustment for: Non-Cash Items & Non-Operating items		
Income Tax Expenses for the year	11,946,353	11,707,402
Depreciation/amortisation	16,069,530	17,471,550
Finance Cost on Leases	322,652	329,096
Gain on Termination of Lease	(41,311)	-
Lease Adjustment	(240,000)	(30,000)
Loss on Disposal of Fixed Asset	2,110,690	-
Revaluation loss charged to profit or loss	-	249,829
Finance Income	(605,929)	(783,597)
Finance Cost	27,152,520	28,762,748
Prior Year Adjustment	(69,685)	(84,706)
Adjustment for: Working Capital Changes except cash & Cash equivalent		
(Increase) / Decrease in Inventories	(46,617,533)	(61,524,076)
(Increase) / Decrease in Prepayments & other Advances(Including Reclassification)	15,875,996	(15,043,310)
Increase / Decrease in Trade & other receivables	(59,844,029)	(76,403,821)
(Increase) / Decrease in Deposits	(7,696,085)	47,710
Increase/(Decrease) in Current Loan & Borrowings	(30,791,443)	54,523,435
Increase/(Decrease) in Trade & Other Payables	6,985,155	15,445,934
Increase/(Decrease) in Employee Benefit Liabilities	9,566,354	3,569,214
Increase/(Decrease) in other Liabilities	6,557,864	8,000,474
Increase/(Decrease) in Provisions	13,245,461	21,337,812
Cash generated from Operations.	18,961,986	53,240,174
Finance Cost on Working Capital Loan	(26,701,811)	(26,702,771)
Payment of Rent	(1,824,000)	(1,734,000)
Income Tax Paid	(20,879,355)	(11,911,834)
Net Cash Flows from Operating Activities (A)	(30,443,180)	12,891,568
Cash Flow from Investing Activities		
Acquisition of Property, Plant and Equipment	(17,739,798)	(59,192,597)
Proceed on sale of PPE	44,173,461	
Finance Income	605,929	783,597
Net Cash flows from Investing Activities (B)	27,039,592	(58,409,000)
Cash Flow from Financing Activities		
Finance Cost Paid	(450,709)	(2,059,977)
Proceeds from loan & borrowings		43,995,131
Repayment of loan & borrowings	(768,658)	(3,801,939)
Dividend Paid (Both Interim & Final)		(3,035,945)
Dividend Tax Paid	(766,982)	-
Net Cash Flows from Financing Activities (C)	(1,986,349)	35,097,270
Foreign Exchange Gain/ (loss)-(D)		
Net Increase in Cash and Cash Equivalents (A+B+C)	(5,389,937)	(10,420,162)
Cash and Cash Equivalents at the beginning	12,666,102	23,086,264
Cash and Cash Equivalents at the end	7,276,165	12,666,102

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

As Per Our Report of Even Date

Karan Kumar Chaudhary
Chairman & CEO

Bijay Bahadur Shrestha
Director

Naba Binod Pokharel
Director

CA Ayush Nepal
Partner
A.I. Associates
Chartered Accountants

Bidhatri Chaudhary
Director

Niranjana Neupane
Director

Anil Basnyat
Director

Ganga Raj Bhattarai
Executive Director

Date:2083/05/26
Place: Kathmandu



Nepal Lube Oil Limited
Kathmandu, Nepal
Consolidated Statement of Change in Equity
For the year ended Ashadh 32, 2083 (July 16, 2026)

Figures in NPR

Particulars	Equity Share Capital	Retained Earnings	Other Component of Equity		Total Equity
			Actuarial Reserve	Revaluation Reserve	
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	-	45,664,480	-	-	45,664,480
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)	(1,755,046)
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	-	-	-	-	-
Balance as of Ashad 32, 2082	72,862,680	274,348,829	(17,791,733)	93,888,457	423,308,233
Changes in Accounting Policies	-	-	-	-	-
Prior Period Adjustment	-	(69,685)	-	-	-
Balance as of Shrawan 1, 2082	72,862,680	274,279,144	(17,791,733)	93,888,457	423,238,548
Changes in equity for the year ended Ashad 32, 2083					
Profit / (Loss) for the year	-	54,109,648	-	-	54,109,648
Revaluation Surplus/(Deficit) for the Year	-	-	-	-	-
Actuarial Gain/(loss) on defined contribution/benefit plan	-	925,778	(925,778)	-	-
Revaluation Gain on Land & Building	-	-	-	-	-
Effect of tax on Actuarial Valuation & Revaluation	-	-	-	-	-
Issue of Ordinary Share	-	-	-	-	-
Cash Dividend	-	-	-	-	-
Issue of Bonus Share (Dividend)	14,572,536	(14,572,536)	-	-	-
Cash Dividend	-	(766,982)	-	-	(766,982)
Balance as of Ashad 32, 2083	87,435,216	313,975,052	(18,717,511)	93,888,457	476,581,214

Karan Kumar Chaudhary
Chairman & CEO

Bijay Bahadur Shrestha
Director

Naba Binod Pokharel
Director

CA Ayush Nepal
Partner
A.I. Associates
Chartered Accountants

Bidhatri Chaudhary
Director

Niranjana Neupane
Director

Anil Basnyat
Director

Ganga Raj Bhattarai
Executive Director

Date: 2083/05/26
Place: Kathmandu

Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Notes to the Consolidated Financial Statements
(All Amount are stated in NPR, unless otherwise provided)

5 Property Plant & Equipment
For the year ended Ashad 32, 2083

Particulars	Right of Use Assets	Land & Land Improvement	Office Building	Factory Building	Plant & Machinery	Plant & Machinery WIP	Furniture & Fixture	Vehicle	Computing Equipment	Other Office Equipment	Software	Total
Cost												
Balance at Shrawan 1 2082	5,532,831	149,306,700	13,508,685	21,940,964	41,305,568	-	521,572	16,997,938	1,460,757	7,451,658	1,121,756	259,148,430
Additions	1,884,606	-	-	-	15,377,265	-	277,110	-	-	1,520,638	564,785	19,624,404
Reclassification	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition Through Business Combination	-	-	-	-	-	-	-	-	-	-	-	-
Revaluation Adjustments	-	-	-	-	-	-	-	-	-	-	-	-
Disposals	(416,987)	-	-	-	-	-	-	(2,153,977)	-	-	-	(2,570,964)
Balance at Ashad 32, 2083	7,000,450	149,306,700	13,508,685	21,940,964	56,682,832	-	798,682	14,843,961	1,460,757	8,972,296	1,686,542	276,201,869
Depreciation & Impairment Losses												
Balance at Shrawan 1 2082	2,695,874	-	2,843,733	5,094,216	15,594,121	-	324,085	13,634,975	1,238,394	2,083,249	31,390	43,340,036
Depreciation charged for the Year	1,441,213	-	540,347	1,097,048	8,261,114	-	52,157	2,112,940	222,363	1,490,332	224,351	15,441,865
Opening	376,921	-	-	-	95,394	-	1,153	-	-	117,990	36,208	627,666
Additions	-	-	-	-	-	-	-	-	-	-	-	-
Adjustment due to Impairment losses	-	-	-	-	-	-	-	(1,785,883)	-	-	-	(1,785,883)
Disposals	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 32, 2083	4,514,007	-	3,184,080	6,191,265	23,950,628	-	377,395	13,962,032	1,460,757	3,691,570	291,949	57,623,684
Carrying Amount												
Balance at Shrawan 1 2082	2,836,958	149,306,700	10,664,952	16,846,748	25,711,447	-	197,487	3,362,963	222,363	5,368,409	1,090,367	215,808,393
Balance at Ashad 32, 2083	2,486,443	149,306,700	10,324,604	15,749,700	32,732,204	-	421,287	881,929	-	5,280,725	1,394,592	218,578,186

For the year ended Ashad 32, 2082

Particulars	Right of Use Assets	Land & Land Improvement	Office Building	Factory Building	Plant & Machinery	Plant & Machinery WIP	Furniture & Fixture	Vehicle	Computing Equipment	Other Office Equipment	Software	Total
Cost												
Balance at Shrawan 1 2081	4,072,030	142,102,095	10,924,983	20,658,458	35,719,516	-	521,572	12,924,729	1,036,764	3,073,276	1,121,756	236,350,034
Additions	1,460,802	-	1,092,952	1,916,807	1,391,197	-	-	4,073,209	423,993	4,378,382	-	14,737,341
Reclassification	-	-	-	-	4,194,855	-	-	-	-	-	-	-
Acquisition Through Business Combination	-	-	-	-	-	-	-	-	-	-	-	-
Revaluation Adjustments	-	7,204,605	1,490,750	(634,301)	-	(4,194,855)	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	8,061,054
Balance at Ashad 32, 2082	5,532,831	149,306,700	13,508,685	21,940,964	41,305,568	-	521,572	16,997,938	1,460,757	7,451,658	1,121,756	259,148,429
Depreciation & Impairment Losses												
Balance at Shrawan 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	-	-	436,959	1,032,923	7,983,474	-	52,157	1,615,591	207,353	614,655	-	11,943,153
Opening	-	-	37,401	39,036	118,606	-	-	3,749,927	19,922	62,814	-	5,528,397
Addition	1,500,692	-	-	-	-	-	-	-	-	-	-	-
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	1,238,394	2,083,249	31,390	43,340,036
Carrying Amount												
Balance at Shrawan 1 2081	2,876,848	142,102,095	8,755,650	16,636,201	28,230,474	-	249,645	4,655,272	25,645	1,667,496	1,090,367	210,484,548
Balance at Ashad 32, 2082	2,836,958	149,306,700	10,864,952	16,846,748	25,711,447	-	197,487	3,362,963	222,363	5,368,409	1,090,367	215,808,393



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Notes to the Consolidated Financial Statements
(All Amounts are stated in NPR, unless otherwise specifically stated)

6 Financial Assets

Particulars	32.03.2083	32.03.2082
Financial Assets at Amortized Cost		
Cash & Cash Equivalents	7,276,165	12,666,102
Cash in hand	637,624	570,349
Balance with Banks	6,638,541	12,095,753
Trade & Other Receivables	505,814,560	445,970,531
Trade Receivables	484,481,941	421,712,832
Under litigation	21,332,619	24,257,699
Other Margins/ Deposits	9,011,014	1,314,929
LC Margin at Bank	1,729,347	1,314,929
Letter of Credit	7,281,667	-
Total	522,101,739	459,191,911

Trade receivables are placed as security against loan & borrowings

7 Prepayments & Other Advances

Particulars	32.03.2083	32.03.2082
Staff Welfare Deduction	-	87,600
Staff Advance	11,547,389	12,315,471
Prepaid Employee Benefits	361,746	1,364,641
Deposit against Adm. Review & Revenue Tribunal appeal	22,602,517	36,865,687
Other Advances and Deposits	13,887,643	2,230,216
Prepaid Expenses	2,044,137	1,798,385
Total	50,443,432	54,662,001

8 Taxations (Current/Deferred)

8.1 Current Tax Expenses/Income

Particulars	32.03.2083	32.03.2082
Taxable Profit for the Year	66,981,778	74,984,439
Current Tax for the Year (*)	19,527,548	15,195,462
Prior Years Income Taxes	-	-
Total Current Tax Expenses charges to Profit or loss	19,527,548	15,195,462

(*) 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 .

8.2 Current Tax liability/(Assets)

Particulars	32.03.2083	32.03.2082
Balance at the beginning of the period	(8,663,386)	(13,819,354)
Prior Year Assessment	-	1,872,341
Charged during the Year	19,527,548	15,195,462
Total Current Tax Liabilities	10,864,162	3,248,448
Current Tax Assets	-	-
Amount Paid During the Year	(20,879,355)	(11,911,834)
Reclassification	11,657,427	-
Current Tax Liabilities/(Assets)	1,642,235	(8,663,386)

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



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Notes to the Consolidated Financial Statements
(All Amounts are stated in NPR, unless otherwise specifically stated)

8.3 Deferred Tax Liability/(Assets)
For the Year 2082/83

Particulars	Tax Base	Carrying Amount	Temporary Taxable/(Deductible) Differences	Deferred Tax Liability/(Assets) (*)
Property, Plant & Equipment				
Depreciable	58,903,626	66,785,043	7,881,416	1,640,450
Non-Depreciable	748,827	149,306,700	148,557,873	30,921,059
Right of Use Assets	-	2,486,443	2,486,443	548,720
Leave Payable	-	(15,290,414)	(15,290,414)	(3,182,570)
Gratuity Payable	-	(45,923,117)	(45,923,117)	(9,558,506)
Provisions	-	(75,220,824)	(75,220,824)	(15,656,575)
Lease Liability	-	(2,718,152)	(2,718,152)	(599,868)
Unrelieved Tax Losses	-	(500,000)	(500,000)	(125,000)
Balance at Ashad 32, 2083				3,987,708
Balance at Shrawan 1, 2082				11,568,903
Deferred Tax Expenses/(Income)				(7,581,195)
Recognized in Profit or Loss for the year ended Ashad 32, 2083				(7,581,195)
Recognized in Other Comprehensive Income for the year ended Ashad 32, 2083				
Recognized in Equity for the year ended Ashad 32, 2083				

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				-

9 Inventories

Particulars	32.03.2083	32.03.2082
Trading/Manufacturing Goods		
Raw Materials	151,764,767	114,122,315
Finished Goods	172,340,859	157,695,920
Spare Parts	2,069,251	7,739,108
Total (A)	326,174,877	279,557,344

0 Share Capital

Particulars	32.03.2083		32.03.2082	
	Number	NPR	Number	NPR
Ordinary Shares of NPR 100 each				
Authorized Share Capital	2,500,000	250,000,000	2,500,000	250,000,000
Issued Share Capital	2,500,000	250,000,000	2,500,000	250,000,000
Paid up capital				
At the Beginning of the Year	728,627	72,862,680	607,189	60,718,900
Bonus Issues during the Year	145,725		121,438	
Total	874,352	72,862,680	728,627	60,718,900

Particulars	32.03.2083		32.03.2082	
	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
(ii) Bonus share 65,503 Nos	65,503	6,550,300	65,503	6,550,300
(iii) Bonus share 29,107 Nos.	29,107	2,910,700	29,107	2,910,700
(iv) Bonus share 90,053 Nos.	90,053	9,005,300	90,053	9,005,300
(v) Bonus share 97,564 Nos.	97,564	9,756,400	97,564	9,756,400
(vi) Bonus share 122,040 Nos.	122,040	12,204,000	122,040	12,204,000
(vii) Bonus share 121,438 Nos.	121,438	12,143,780	121,438	12,143,780
(viii) Bonus share 145,725 Nos.	145,725	14,572,536		
Total	874,352	87,435,216	728,627	72,862,680



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Notes to the Consolidated Financial Statements
(All Amounts are stated in NPR, unless otherwise specifically stated)

11 Financial Liabilities

Particulars	32.03.2083	32.03.2082
Borrowings from Bank	367,618,542	398,409,986
Current		
Over Draft Loan	44,979,631	44,989,384
Trust Receipt Loan	119,241,311	131,422,000
Demand Loan	202,650,000	182,400,000
Letter of Credit	-	2,647,457
Vehicle Loan(Short Term Loan)	-	36,253,113
Current Portion of Term Loan	747,600	698,032
Non-Current		
Term Loan	2,473,390	3,242,047
Trade & Other Payables	84,039,766	77,054,610
Trade Payables	67,775,729	76,081,559
Other Payables	16,264,037	973,051
Total	451,658,308	475,464,596

12 Employee Benefits Liabilities

Particulars	32.03.2083	32.03.2082
Defined Benefit Obligation		
Gratuity Payable	45,923,117	40,016,429
Defined Contribution Scheme		
Provident Fund Payable	122,865	4,219
Social Security Fund	275,622	298,690
CIT Payable	-	347,534
Other Employee Benefits Payable		
Leave Payable	15,290,414	11,496,513
Staff Bonus Payable	7,486,191	6,454,044
Salary Payable	520,875	517,194
Other Staff Payables (Incentives to Staff)	12,765,424	12,757,754
Total	82,384,509	71,892,377
Categorized as:		
Current	68,514,306	23,976,959
Non-Current	13,870,203	47,915,418
Total	82,384,509	71,892,377

Disclosure Related to Employment Benefit Liabilities

Gratuity

Particulars	32.03.2083	32.03.2082
Opening Defined Benefit Obligation	40,016,429	40,838,983
Net Current Service Cost	2,615,454	2,082,697
Past Service Cost	-	(1,146,074)
Interest Cost on Defined Benefit Obligation	3,479,599	3,236,771
Actuarial (Gain)/Losses - Experience Adjustment	925,778	(349,676)
Benefits Paid	(1,114,143)	(4,646,272)
Losses/Gain on Curtailment Settlements	-	-
Defined Benefit Obligation at the end of the Period	45,923,117	40,016,429

Reconciliation of Statement of Financial Position Amount

Particulars	32.03.2083	32.03.2082
Balance at the Beginning of the Period	40,016,429	40,838,983
Total Charge Recognized in P & L	6,095,053	4,173,394
Total Remeasurement Recognized in OCI	925,778	(349,676)
Benefit Paid by Company During the Year	(1,114,143)	(4,646,272)
Balance at the End of the Period	45,923,117	40,016,429

Current / Non-Current Bifurcation

Particulars	32.03.2083	32.03.2082
Current	6,257,511	2,708,437
Non Current	39,665,606	37,307,992
Liability Recognized in the Statement of Financial Position	45,923,117	40,016,429

Fair Value of Plan Assets

Particulars	32.03.2083	32.03.2082
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%



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Notes to the Consolidated Financial Statements
(All Amounts are stated in NPR, unless otherwise specifically stated)

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	5.00%
Mortality Rate	Nepali Assured Lives Mortality 2009
Retirement Age	60 Years

Breakup of Actuarial (Gain) / Losses
Change in Defined Benefit Obligation

Particulars	Current Year	Previous Year
Opening Defined Benefit Obligation	40,016,429	40,838,983
Service Cost	2,615,454	936,623
Interest Cost	3,479,599	3,236,771
Actual Plan participant Contribution	-	-
Total Actuarial (Gain) / Losses	925,778	(349,676)
a. Effect of Change in Financial Assumption	-	-
b. Effect of Change in Demographic Assumption	-	-
c. Experience (Gain)/ Losses	925,778	(349,676)
Benefit Paid	(1,114,143)	(4,646,272)
Past Service Cost	-	-
Loss/(Gain) on Curtailment Settlement	-	-
Defined Benefit Obligation at the end of the Period	45,923,117	40,016,429

Leave Encashment

Particulars	Current Year	Previous Year
Casual Leave	-	-
Home Leave	8,350,471	5,979,776
Sick Leave	6,939,943	5,516,737
Total	15,290,414	11,496,513

Reconciliation of Amount Recognized in Statement of Financial Position

Particulars	32.03.2083	
	Home Leave	Sick Leave
Amount at the Beginning of the Period	5,979,776	5,516,737
Total Expenses/(income) Recognized in P&L	3,353,676	1,423,206
Actuarial (Gain)/Loss Recognized in P&L	-	-
Benefit Payout	(982,981)	-
Liabilities at the End of the Period	8,350,471	6,939,943

Current/ Non Current Bifurcation

Particulars	32.03.2083	
	Home Leave	Sick Leave
Current Benefit Obligation	817,958	602,253
Non-Current Benefit Obligation	7,532,513	6,337,690
Total Liabilities	8,350,471	6,939,943

Actuarial Valuation Assumptions Used for Valuation

Particulars	32.03.2083	
	Home Leave	Sick Leave
Economic Assumptions		
Discount Rate	9.00%	9.00%
Salary Escalation Rate	6.67%	6.67%
Demographic Assumptions		
Mortality	Nepali Assured Lives Mortality 2009	Nepali Assured Lives Mortality 2009
Employee Turnover / Withdrawal Rate	5.00%	5.00%
Leave Availment Ratio	1.00%	1.00%
Retirement Age	60 Years	60 Years

13 Lease Liability

Particulars	32.03.2083	32.03.2082
Non-Current		
Lease Liability-Non Current	2,254,804	1,710,605
Total	2,254,804	1,710,605
Current		
Lease Liability- Current	463,348	1,322,587
Total	463,348	1,322,587



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Notes to the Consolidated Financial Statements
(All Amounts are stated in NPR, unless otherwise specifically stated)

Reconciliation of Statement of Financial Position Amount

Particulars	32.03.2083	32.03.2082
Opening balance	3,033,192	3,007,295
Initial Recognition	1,635,224	1,460,802
Termination	(208,916)	-
Finance Cost	322,652	329,096
Lease Payment	(1,824,000)	(1,764,000)
Closing balance	2,958,152	3,033,192

Current / Non-Current Bifurcation

Particulars	32.03.2083	32.03.2082
Current Benefit Obligation	2,254,804	1,710,605
Non Current Benefit Obligation	463,348	1,322,587
Liability Recognized in the Statement of Financial Position	2,718,152	3,033,192

13.1 Other Liabilities

Particulars	32.03.2083	32.03.2082
Non-Current		
Current		
TDS Payable	5,745,423	3,151,572
Interest Payable	705,888	-
Audit Fee Payable	407,000	394,000
Net Value Added Tax Payables	13,773,584	10,528,459
VAT Payables	(387,842,338)	(175,881,036)
VAT Receivables	374,068,754	165,352,577
Total	20,631,895	14,074,031

14 Provisions

Particulars	32.03.2083	32.03.2082
Provision for CSR Expenses	756,181	1,157,529
Provision for Expenses Payables	381,600	7,385,683
Provision for Selling & Distribution Expenses	73,163,392	52,512,500
Allowance for Expected Credit Loss	919,651	919,651
Total	75,220,824	61,975,363



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Notes to the Consolidated Financial Statements

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

15 Revenue from Operations

Particulars	32.03.2083	32.03.2082
Sale of goods	1,596,374,401	1,359,168,260
Less: Sales Return	(10,197,236)	(6,383,477)
Total	1,586,177,165	1,352,784,783

16 Cost of Operations/Sales

Particulars	32.03.2083	32.03.2082
Opening Stock of goods	279,557,344	218,033,268
Purchase during the period	1,091,094,518	951,725,215
Direct & Manufacturing Expenses (16.1)	65,040,416	57,474,812
Less: Closing Stock of goods	(326,174,877)	(279,557,344)
Total	1,109,517,401	947,675,952

16.1 Direct & Manufacturing Expenses

Particulars	32.03.2083	32.03.2082
Depreciation & Amortization	9,453,555	9,174,039
Equipment Calibration Charge	30,590	18,221
Machinery Repair & Maintenance	1,156,710	373,121
Royalty Expenses	23,753,879	21,772,807
Travelling Expenses	1,220,129	307,999
Production Cost		
Electricity, Fuel, Water	2,326,024	2,661,900
Plant Insurance	2,372,882	2,375,946
Lab Chemical	511,874	125,025
Telephone Expenses	251,670	21,541
Printing & Stationary	533,978	43,053
Production Employee Benefit Expenses	23,429,122	20,601,160
Total	65,040,416	57,474,812

17 Other Operating Income

Particulars	32.03.2083	32.03.2082
Interest Income	4,999,196	4,298,013
Miscellaneous income	88,079	5,222,584
Total	5,087,275	9,520,597

18 Depreciation & Amortization

Particulars	32.03.2083	32.03.2082
Depreciation & Amortization Expenses	16,069,530	17,471,550
Total	16,069,530	17,471,550
Allocated to		
Administrative & General Expenses	6,615,975	8,297,511
Selling & Distribution Expenses	-	-
Manufacturing Expenses & Cost of Sales	9,453,555	9,174,039
Total	16,069,530	17,471,550



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Notes to the Consolidated Financial Statements

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

19 Employee Benefit Expenses

Particulars	32.03.2083	32.03.2082
Short-Term Employee Benefits		
Wages & Salaries	44,253,996	42,882,649
Allowances	37,869,208	26,477,868
Insurance & Medical Expenses	5,420,010	4,704,621
Staff Bonus Expenses	7,486,191	-
Labour Welfare & Uniform Expenses	285,888	321,040
Gratuity Cost		
Defined Contribution	6,009,373	1,843,482
Defined Benefits	6,401,884	5,260,224
Total Employee Benefit Expenses	107,726,550	81,489,883

20 Selling & Distribution Expenses

Particulars	32.03.2083	32.03.2082
Advertisement & Event Expenses	18,667,948	19,024,113
Wall Painting & Flex printing expenses	11,039,709	8,128,922
Gift and Present Distribution Expenses	-	933,450
Marketing Staff Travelling Expenses	12,230,532	12,441,076
Telephone, Printing, Stationary etc of Marketing	210,000	318,190
SSF & Medical Expenses of Marketing	-	2,213,786
Sales Incentive of Marketing	11,567,425	10,202,500
Scheme Expenses (Retailer & PGM)	74,005,712	65,425,122
Lubricants Outward transportation expenses	29,728,869	28,428,445
Service Camp Expenses	783,394	-
Testing Fee	1,044,796	796,810
Partner Sales Executives-Insurance Exp	81,562	-
Sales Target Bonus (Distributors)	49,268,066	43,229,868
Interest Expenses	10,615,511	7,574,655
Market promotion expenses	42,256,667	26,241,731
Industrial, Distributors, Retailer Meet Expenses	7,260,252	6,575,362
Training Expenses	398,437	389,405
Private Garage Mechanics Meet Expenses	3,750,653	-
Repair & Maintenance Selling & Distribution	-	27,026
Sales & Marketing Employee Benefits Expenses	37,125,375	27,926,241
Miscellaneous Expense	54,506	-
Total	310,089,413	259,876,702



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Notes to the Consolidated Financial Statements

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

21 Administrative and General Expenses

Particulars	32.03.2083	32.03.2082
Depreciation & Amortization	6,615,975	8,297,511
House/Godown Rent	126,000	25,890
Electricity, Fuel & Water Expenses	815,360	820,565
Vehicle Running Expense	1,375,282	1,259,493
Audit Fee	525,000	400,000
Other Certifications	515,150	399,100
Legal Court Fee & Other legal expenses	136,300	17,000
Right Share Issue & Rating expenses	154,928	582,136
Property Tax & Other Taxes	-	826,424
Board Meeting Allowance	2,144,826	1,298,303
Board of Directors' Expenses	520,000	640,000
Bank charge & Commission	2,505,632	948,301
Annual General Meeting Expenses	901,155	800,105
Repair Plant & Machinery of Amlekhgunj	50,081	151,366
Insurance Expenses (Staff & office assets)	288,559	-
Communication (Postage, Courier, Telephone, Internet)	379,349	443,946
Printing & Stationary Expenses	262,832	415,021
Charity & Donation	127,582	235,000
Professional Fees	-	510,000
Guest Entertainment & Fooding Expenses	-	71,909
Misc. Expenses	387,512	285,639
Revaluation loss charged to profit or loss	-	249,829
Tender form purchase expenses	35,500	36,000
Nepse, RTS, Security Board, NFRS, Share Reg. Expenses	130,000	322,760
Advertisement Expenses	-	8,765
Annual renewal Expenses	1,417,310	741,744
Puja Expenses	205,990	205,763
Office & Factory Tea & food Expenses	776,869	606,260
Consumable Goods	492,301	221,475
Travelling Expense	-	1,364,986
Security Guard Expenses	1,932,743	1,932,743
Employee Benefit Expenses	39,681,484	32,962,483
Allowances on Debtors (NFRS 9)	-	919,651
Website Fee	479,770	-
Loss on Disposal of FA	2,110,690	-
Total	65,094,182	58,000,169



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Notes to the Consolidated Financial Statements

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

22 Other Operating Expenses

Particulars	32.03.2083	32.03.2082
CSR Expenses	756,181	579,514
Staff Bonus	7,486,191	6,439,044
Total	8,242,372	7,018,558

23 Finance Cost

Particulars	32.03.2083	32.03.2082
Interest on Borrowings	27,152,520	28,762,748
<i>Working Capital</i>	26,701,811	
<i>Term Loan</i>	450,709	
Finance Cost		
Lease Liabilities Finance Cost	322,652	329,096
Employee Benefits Liabilities Finance Cost	4,470,051	4,053,873
Total	31,945,223	33,145,716

24 Other Income/Gains

Particulars	32.03.2083	32.03.2082
Actuarial Gain on Other Long term Employee Benefit (Home & Sick Leave)	-	-
Finance Income on Staff Loan	605,929	783,597
Total	605,929	783,597



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Notes to the Consolidated Financial Statements
(All Amounts are stated in NPR, unless otherwise specifically stated)

25 Earning Per Share

Particulars	32.03.2083	32.03.2082
Profit from Continuing Operations	55,035,426	45,664,480
Profit/ (Loss) on Discontinued Operations(net of tax)		-
Profit for the Year (A)	55,035,426	45,664,480
Weighted Average No. of Shares		
No of Shares at the Beginning of the period	728,627	607,189
Weighted Average No. of Shares Issued during the Year		
Bonus Shares Issued During the Year	145,725	121,438
Total Weighted Average No. of Shares(B)	874,352	728,627
Adjustment for potential Shares		
No of Potential Equity Shares		-
Total Weighted Average No. of Shares for Diluted EPS (C)	874,352	728,627
Earning per Share (NPR)		
a) Basic EPS	62.94	62.67
b) Diluted EPS	62.94	62.67

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, 2083 (July 16, 2026)

Notes to the Consolidated Financial Statements
(All Amounts are stated in NPR, unless otherwise specifically stated)

Related Party Transactions

Major Key Related Parties: Entity

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

Major Key Related Parties: Natural Person

Name of Parties	Nature of Relationships	Positions
Karan Kumar Chaudhary	Key Management Personnel	Chairman & CEO
Bijaya Bahadur Shrestha	Key Management Personnel	Directors
Representative- Nepal Oil Corporation	Key Management Personnel	Directors
Representative- Food Management and Trading Company Ltd.	Key Management Personnel	Directors
Nirajan Neupane	Key Management Personnel	Directors
Anil Basnyat	Key Management Personnel	Directors
Bidhyatri Chaudhary	Key Management Personnel	Directors
Ganga Raj Bhattarai	Key Management Personnel	Executive Director

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	
	32.03.2083	32.03.2082	32.03.2083	32.03.2082	32.03.2083	32.03.2082	32.03.2083	32.03.2082
a) A.I.T PVT.LTD	-	-	-	-	-	-	-	-
	22,021,957	11,945,363	-	-	-	2,665,420	1,200,654	-
	-	-	-	-	-	-	-	-
Total	22,021,957	11,945,363	-	-	-	2,665,420	1,200,654	-

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	
	2082-083	2081-082	2082-083	2081-082	2082-083	2081-082
a) Its Parent Entity	-	-	-	-	-	-
b) Its Subsidiaries	-	-	-	-	-	-
NLOL Synergy	-	-	-	-	768,500	580,000
NLOL Energy	-	-	-	-	318,500	130,000
c) Key Management Personnel	-	-	-	-	-	-
	-	-	-	-	-	-
Total	-	-	-	-	1,087,000	710,000

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	32.03.2083			32.03.2082		
	Directors	MD & CEO	Key Manager	Directors	G.M	Key Manager
Short-term Employee Benefits						
Remuneration Benefits and Allowances	2,144,826	8,866,000	33,138,467	1,818,303	6,880,000	27,246,005
Total	2,144,826	8,866,000	33,138,467	1,818,303	6,880,000	27,246,005

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

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.

Events After the end of the Reporting Date

There are no significant events after reporting period.



NEPAL LUBE OIL LIMITED (NLOL)

Kathmandu, Nepal

Notes to Consolidated Financial Statements

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

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 2083 (16 July 2026), Statements of Profit or Loss, Other Comprehensive Income, Changes in Equity, and Cash Flows for the year ended 32 Ashadh 2083 (16 July 2026), 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 subsidiaries namely NLOL Energy Limited and NLOL 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.

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.

NLOL Synergy Limited (“Company”) is a public limited company incorporated under Companies Act of Nepal. The registered office of the Company is located at Tripureshwor, Kathmandu, Nepal. NLOL synergy is incorporated with the main objective of Toll Blending of lubricants with local and international partners and handles sales, distribution, and trade of lubricant-related raw materials and finished products. It produces and markets its own branded goods, independently or in collaboration, and acts as an agent for other domestic and foreign companies through a network of dealers and distributors.

NLOL Energy Limited is a public limited company incorporated under Companies Act of Nepal. The registered address of the Company is located at Tripureshwor, Kathmandu Nepal. NLOL Energy limited is incorporated with the main objective of establishing and operating EV charging stations, importing and distributing required equipment and spare parts, and providing renewable energy-based solutions including solar and battery systems.

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.



Annual financial statements of the company are released for general public and are also published on the company's website <https://nepallubeoil.com/>

2. Basis of Preparation

2.1. Compliance with Nepal Financial Reporting Standards (NFRS)

The financial statements have been prepared in accordance with applicable Nepal Financial Reporting Standards (NFRS) as pronounced by The Institute of Chartered Accountants of Nepal (ICAN). The Financial Statements have also been prepared in accordance with the relevant presentational requirements of the Companies Act, 2063 of Nepal.

2.2. Approval of Financial Statements

The accompanied financial statements have been approved and authorized for issue by the Board of Directors (BoD) of the company in its meeting held on Bhadra 26, 2083 (September 11, 2026).

2.3. Presentation of Financial Statements

- The Statement of Profit or Loss has been prepared using classification 'By Function' method.
- Cash flows from operation within the Statement of Cash Flows have been derived using the 'Indirect' method.
- The Statement of Financial Position, assets and liabilities, wherever applicable, are bifurcated in current and non-current based on their respective maturity, as well as the company's normal operating cycle. Such information has been disclosed in respective notes as applicable.

2.4. Reporting Dates

Particulars	Nepalese Calendar Date / Period	Gregorian Calendar Date / Period
Comparative SOFP* Date	32 Ashadh 2083	16-Jul-2025
Comparative reporting period	1 Shrawan 2081 - 32 Ashadh 2082	16 July 2024 - 16 July 2025
SOFP* Date	32 Ashadh 2083	16-Jul-2026
Financial reporting period	1 Shrawan 2082 - 32 Ashadh 2083	17 July 2025 - 16 July 2026

*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. Basis of Consolidation

The financial statements comprise the financial statements of the NLOL and its subsidiaries as at July 16, 2026. NLOL controls NLOL Energy Limited and NLOL Synergy Limited as subsidiaries under NFRS 10. Consolidated financial statements are therefore prepared so that the financial position, performance and cash flows of the Group are presented as a single economic entity, with intra-group transactions and balances eliminated, giving stakeholders a true and fair view of the Group's overall operations rather than the Parent Company's standalone results alone.

Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. The Financial Statements of all entities used for the purpose of consolidation are drawn up to same



reporting date as that of the Parent Company, i.e., year ended on July 16, 2026. Consolidation procedure as defined in the NFRS 10 Consolidated Financial Statements is followed under which the like items of assets, liabilities, equity, income, expenses and cash flows of the Parent Company with those of its subsidiaries are combined, the carrying amount of the Parent Company's investment in each subsidiary and the Parent Company's portion of equity of each subsidiary is offset / eliminated and intragroup assets, liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group are eliminated. Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Parent Company of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

2.8. Going Concern

The company has prepared the financial statements on the assumption that the Company will continue to operate as a going concern.

2.9. Materiality

The Group, for the preparation of consolidated financial statements, determines materiality based on the nature or magnitude, or both. Materiality is a pervasive constraint in financial reporting because it is pertinent to all of the qualitative characteristics. The Group assesses materiality limits for various items for accounting and disclosures and follows on a consistent basis.

2.10. 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. 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.

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 revaluation 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.

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 additional depreciation (if any) on revalued amount of building and physical structure is transferred from revaluation reserve to equity. 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 Rate	Depreciation Method	Measurement Basis
Factory Buildings	20 Years	5%	SLM	Revaluation Model
Office Building	25 Years	4%	SLM	Revaluation Model
Plant and Machinery				
-Machine, Equipments	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 Equipments	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.

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 amortisation and impairment losses. Expenditure on internally generated goodwill and brands is recognised in the income statement as an expense as incurred.

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.

A. Recognition of Financial Assets

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

B. Derecognition of Financial Assets

A financial asset is de-recognized when:

- (a) Contractual right to cash flows expires or
- (b) There is a transfer of risk & rewards relating to ownerships or
- (c) There is a transfer of control of Financial Assets (practical ability to Sell financial Assets) or
- (d) Retain Rewards, but assume obligation to pay cash flow to one or more parties & fulfill following conditions"
 - No obligation to pay until receipts from original assets
 - Restriction from sale/pledge except collateral for above obligation

- Obligation to remit cash flow without material delay (except temporary investment)

Gain/(loss) on derecognition of Financial Assets is recognized in profit or loss.

C. 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 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).

D. 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.

E. Impairment of Financial Assets that is Measured at Amortized Cost

- Financial assets is test for impairment if there objective evidence of impairment at the end of every reporting period.
- Impairment losses is recognized if its 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)	✓ Measured at Fair Value on initial recognition & subsequently ✓ Changes is recognized in profit or loss
Liabilities created on transfer of Financial Assets	✓ 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 ✓ 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
	✓ 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 recognised at cost, and subsequently at the lower of cost and net realisable value. Net realisable 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.

The inventories are hypothecated against borrowing facilities availed by the company.

3.9. Cash and Cash Equivalents

Cash and cash equivalents includes cash/cheque in hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

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:

Shareholders	32.03.2083	32.03.2082
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.

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 recognised for all taxable temporary differences and deferred tax assets recognised to the extent that is probable that the temporary differences or taxable profit will be available against which deductive temporary differences can be utilised.

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 realise the asset and settle the liability simultaneously.

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 recognised initially at fair value and subsequently measured at amortised 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 recognised 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 recognised in the period in which they are rendered.

Interest income

Interest income are 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 are recognised in the period in which estimates are revised, if the revision affects only that period; they are recognised 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 – Trade Receivables

For trade receivables, the company applies the simplified approach to providing for expected credit losses as prescribed by NFRS 9, which requires the use of the lifetime expected loss provision for all trade & other receivables.

The ECL is mainly based on the ageing of the receivable balances and historical experience. The receivables are assessed on an individual basis or grouped into homogeneous groups and assessed for impairment collectively, depending on their significance. Moreover, trade receivables are written off on a case-to-case basis if deemed not to be collectible on the assessment of the underlying facts and circumstances.

The trade receivables are hypothecated against borrowing facilities availed by the company.

(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 company.



A.I. ASSOCIATES

CHARTERED ACCOUNTANTS

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617659028

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 Ashadh 32, 2083 (July 16, 2026), and the Statement of Profit or Loss, Statement of Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows 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, 2083 (July 16, 2026), 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, 2083 (July 16, 2026). 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.

Key Audit Matters	How our audit addressed the key audit matter
1. Valuation of Property, Plant and Equipment Property, plant and equipment represent a significant component of the Company's total assets. The Company carries out valuation for determination of fair value of land and building every three years and had carried out a valuation	Our audit procedures: - We obtained an understanding of the company's process and internal controls over the existence, physical verification, and valuation of property, plant and equipment.





A.I. ASSOCIATES

CHARTERED ACCOUNTANTS

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617659028

Key Audit Matters	How our audit addressed the key audit matter
of certain classes of its property, plant and equipment in FY 2080/81, and the carrying values as at the reporting date continue to be based on, and are impacted by, that valuation exercise. In addition, the appropriateness of the carrying amounts, useful lives, and any impairment considerations, require management to apply significant judgement. This includes assessing whether the valued amounts continue to reflect fair value, whether any indicators necessitating a fresh valuation or impairment have arisen since the last valuation, and whether depreciation on the revalued amounts has been appropriately computed. Given the materiality of property, plant and equipment to the financial statements and the degree of judgement involved in both their physical verification and their valuation including the continued appropriateness of amounts arising from the earlier revaluation, we have identified this as a key audit matter.	- We performed physical verification of property, plant and equipment on a sample basis at selected locations, we placed reliance on management's own verification exercise and reviewed the underlying working papers and reconciliation of results. - We obtained and examined the report/basis of the earlier valuation, evaluated the competence, capability, and objectivity of the valuer engaged by management, and assessed the appropriateness of the valuation methodology and key assumptions adopted at that time. - We evaluated whether any events or circumstances arising during the year indicated that the previously revalued amounts may no longer be appropriate, and assessed management's conclusion in this regard. - We tested additions and disposals recorded during the year by tracing them to supporting documentation such as invoices, capitalization records, and sale/disposal evidence. - We assessed the adequacy and appropriateness of the disclosures made in respect of property, plant and equipment and the revaluation, including compliance with the requirements of NAS 16 (Property, Plant and Equipment)
2. Accounts Receivables Trade receivables form a significant portion of the Group's total assets as at the reporting date. The recoverability of trade receivables requires management to exercise judgement in assessing expected credit losses/impairment in accordance with the applicable financial reporting standards, having regard to ageing, customer-wise recovery history, and the financial condition of debtors. Within total trade receivables, a portion was subject to litigation as at the reporting date, the outcome of which has since been concluded by the competent authorities. The assessment of recoverability of these litigated balances involved	Our audit procedures: - We evaluated the design and operating effectiveness of management's controls over ageing and recoverability assessment of trade receivables. - We tested the ageing of receivables on a sample basis and agreed balances to underlying invoices and subsequent receipts. - We evaluated management's impairment/expected credit loss assessment, including the reasonableness of key assumptions and historical loss experience. - We verified balance confirmations from customers on a sample basis, and performed alternate





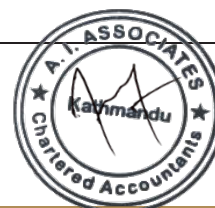
A.I. ASSOCIATES

CHARTERED ACCOUNTANTS

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617659028

Key Audit Matters	How our audit addressed the key audit matter
additional judgement, including evaluation of the legal outcomes and the potential need for impairment, and the favorable decisions obtained and the subsequent realization thereof have had a significant effect on the overall receivable balances. Given the overall financial significance of trade receivables to the financial statements and the judgement involved (both in the general assessment of recoverability and, specifically, in respect of the receivables that were under litigation), we considered this to be a key audit matter.	procedures such as inspection of subsequent receipts where confirmations were not received. - For receivables under litigation, we reviewed legal correspondence and case records to ascertain the status and outcome of the cases, and inspected evidence of subsequent realization, including bank receipts and settlement documentation. - We assessed the reasonableness of management's evaluation of recoverability of amounts outstanding at year end, including litigated and other overdue balances. - We assessed the adequacy of related disclosures on trade receivables, credit risk, and litigation.
3. Estimation of Incentive scheme expenses The Company offers various sales-linked incentive schemes to its dealers/distributors, which are based on specific sales targets and performance criteria. The estimation of expenses and the recognition of related liabilities arising from these schemes requires management to exercise significant judgement in forecasting future sales, dealers/distributors performance, and the associated costs. These estimates are based on historical data, current market trends, and anticipated changes in dealer behavior and market conditions. Given the subjectivity involved, there is a risk that the expenses and liabilities may be either over- or under-estimated, which could materially affect the Company's financial position. We identified the estimation of incentive scheme expenses as a key audit matter because it involves complex management judgement in projecting future sales and dealer performance, and because the incentive liability is estimated on a forward-looking/projected basis rather than being based on amounts already fixed or settled.	Our audit procedures: - We assessed the design and tested the operating effectiveness of internal controls relating to the Company's process for estimating sales-linked incentive scheme accruals. - We obtained management's computation of the accruals in respect of each relevant scheme, validated the underlying data used, and assessed the reasonableness of the assumptions applied by management in determining the year-end accrual. - We evaluated the reasonableness of management's key assumptions, including the historical accuracy of past sales forecasts, prevailing market trends, and the consistency of assumed dealer behavior with actual past performance. - We compared actual outcomes of incentive schemes in prior periods against the estimates previously recorded, to assess the reliability and track record of the Company's forecasting process. - We tested, on a sample basis, the arithmetical accuracy of the accrual computation and traced scheme terms to underlying dealer agreements.





A.I. ASSOCIATES

CHARTERED ACCOUNTANTS

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617659028

Key Audit Matters	How our audit addressed the key audit matter
4. Inventories The verification and valuation of inventories, is a significant area that involves considerable management judgment in the application of accounting policies and estimation techniques. Since, these judgments have a significant impact on the amounts recognized in the Financial Statements, we have identified this area as a key audit matter.	Our Procedures: - We evaluated the inventory monitoring and control system and noted that the physical verification of inventories is done by the Management at reasonable intervals. - We conducted physical verification of inventories on a sample basis at various locations. We placed reliance on the physical verification procedures carried out by the Management. - We also tested, on a sample basis, the values used for determining net realisable value and cost of inventories, and verified their consistency with the inventory valuation records and related accounting entries. - We assessed that the valuation of inventories is in compliance NAS 2.

OTHER INFORMATION

The management is responsible for the other information presented in the Nepal Lube Oil Limited Annual Report 2082/83 (2025-26) 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.





A.I. ASSOCIATES

CHARTERED ACCOUNTANTS

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617659028

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.

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.





A.I. ASSOCIATES **CHARTERED ACCOUNTANTS**

Kathmandu, Nepal

Firm Registration No: 1062
PAN: 617659028

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 and notes to account to the financial statements 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: 260920CA01723Z7QZz
Date: 13 September 2026



Nepal Lube Oil Limited
Kathmandu, Nepal
Statement of Financial Position
As on Ashadh 32, 2083 (July 16, 2026)

Figures in NPR

Particulars	Note No.	32.03.2083	32.03.2082
ASSETS			
Non-Current Assets:			
Property, Plant and Equipment	5	216,091,743	212,971,435
Capital Works in Progress	5	-	-
Right of Use Assets	5	1,741,371	1,893,200
Prepayments & Other Advances	7	-	-
Deferred Tax Assets	8	-	-
Total Non-Current Assets		217,833,114	214,864,635
Current Assets:			
Assets Held For Sale		-	45,916,057
Inventories	9	326,174,877	279,557,344
Prepayments & Other Advances	7	50,443,432	54,662,000
Financial Assets	6		
Trade & Other Receivables		505,777,560	446,680,531
Other Margins/ Deposits		9,011,014	1,314,929
Cash and Cash Equivalents		6,726,165	12,116,102
Current Tax Assets	8	-	8,623,765
Total Current Assets		898,133,048	848,870,728
Total Assets		1,115,966,162	1,063,735,363
EQUITY AND LIABILITIES			
Equity			
Share Capital	10	87,435,216	72,862,680
Retained Earnings		314,502,360	274,552,336
Other Component of Equity		75,170,959	76,096,737
Total Equity		477,108,535	423,511,753
LIABILITIES			
Non-Current Liabilities:			
Financial Liabilities	11		
Loans and Borrowings		2,473,390	3,242,047
Trade & Other Payables		-	-
Employee Benefits Liabilities	12	13,870,203	47,915,418
Lease Liability	13	1,609,008	1,565,862
Other Non-Current Liabilities	13.1	-	-
Deferred Tax Liabilities	8	4,130,150	11,571,518
Total Non-current Liabilities		22,082,750	64,294,846
Current Liabilities:			
Financial Liabilities	11		
Loans and Borrowings		367,618,542	398,409,986
Trade & Other Payables		82,952,766	77,054,610
Employee Benefits Liabilities	12	68,514,306	24,004,541
Lease Liability	13	294,309	507,752
Other Current Liabilities	13.1	20,531,895	13,974,031
Provisions	14	75,220,824	61,977,845
Current Tax Liabilities	8	1,642,235	-
Total Current Liabilities		616,774,877	575,928,765
Total Liabilities		638,857,627	640,223,611
Total Equity and Liabilities		1,115,966,162	1,063,735,364

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

As Per Our Report of Even Date

.....
Karan Kumar Chaudhary
Chairman & CEO

.....
Bijay Bahadur Shrestha
Director

.....
Naba Binod Pokharel
Director

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

.....
Bidhatri Chaudhary
Director

.....
Niranjan Neupane
Director

.....
Anil Basnyat
Director

.....
Ganga Raj Bhattarai
Executive Director

Date: 2083/05/26
Place: Kathmandu





Nepal Lube Oil Limited
Kathmandu, Nepal
Statement of Profit or Loss and Other Comprehensive Income
For the year ended Ashadh 32, 2083 (July 16, 2026)

Figures in NPR

Particulars	Note No.	32.03.2083	32.03.2082
Revenue From Operations	15	1,586,177,165	1,352,784,783
Cost of Operations/Sales	16	(1,109,517,401)	(947,675,952)
Gross Profit		476,659,764	405,108,831
Other Operating Income	17	5,087,275	9,520,597
Selling & Distribution Expenses	20	(310,089,413)	(259,876,702)
Administrative & General Expenses	21	(64,795,496)	(57,750,497)
Other Operating Expenses	22	(8,242,372)	(7,048,622)
Profit From Operations		98,619,758	89,953,607
Finance Cost	23	(31,849,966)	(33,119,567)
Other Income	24	605,929	783,597
Profit Before Tax		67,375,721	57,617,637
Income Tax (Expenses)/Income:	8		
- Current Tax		(19,527,548)	(15,235,082)
- Deferred Tax		7,441,369	3,485,432
Profit From Continuing Operations		55,289,542	45,867,987
Profit/ (Loss) on Discontinued Operations(net of tax)			-
Net Profit for the Year		55,289,542	45,867,987
Other Comprehensive Income:			
Other Comprehensive Income that is subsequently not reclassified to profit or loss			
Actuary gain/(loss) on Defined Benefit Obligation		(925,778)	349,676
Revaluation Gain on Land & Building		-	8,310,883
-Income Tax Relating to Components of Other Comprehensive Income		-	(1,755,033)
Total Other Comprehensive Income, Net of Tax		(925,778)	6,905,526
Total Comprehensive Income for the Period		54,363,764	52,773,513
Earning per Equity share			
Basic (NPR)	25	63.23	62.95
Diluted (NPR)	25	63.23	62.95

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

As Per Our Report of Even Date

.....
Karan Kumar Chaudhary
Chairman & CEO

.....
Bijay Bahadur Shrestha
Director

.....
Naba Binod Pokharel
Director

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

.....
Bidhatri Chaudhary
Director

.....
Niranjan Neupane
Director

.....
Anil Basnyat
Director

.....
Ganga Raj Bhattarai
Executive Director

Date:2083/05/26
Place: Kathmandu



Nepal Lube Oil Limited
Kathmandu, Nepal
Statement of Cash Flow
For the year ended Ashad 32, 2082 (July 16, 2025)

Figures in NPR

Particulars	32.03.2083	32.03.2082
Cash Flows from Operating Activities		
Profit for the Year	55,289,542	45,867,987
Adjustment for: Non-Cash Items & Non-Operating items		
Income Tax Expenses for the year	12,086,180	11,749,650
Depreciation/amortisation	15,870,845	17,421,879
Finance Cost on Leases	227,395	302,946
Gain on Termination of Lease	(41,311)	-
Loss on Disposal of Fixed Asset	2,110,690	-
Revaluation loss charged to profit or loss	-	249,829
Finance Income	(605,929)	(783,597)
Finance Cost	27,152,520	28,762,748
Prior Year Adjustment		(84,706)
Adjustment for: Working Capital Changes except cash & Cash equivalent		
(Increase) / Decrease in Inventories	(46,617,533)	(61,524,076)
(Increase) / Decrease in Prepayments & other Advances(Including Reclassification)	15,875,996	(15,043,310)
Increase / Decrease in Trade & other receivables	(59,097,029)	(77,113,821)
(Increase) / Decrease in Deposits	(7,696,085)	47,710
Increase/(Decrease) in Current Loan & Borrowings	(30,791,443)	54,523,435
Increase/(Decrease) in Trade & Other Payables	5,898,156	15,445,934
Increase/(Decrease) in Employee Benefit Liabilities	9,538,772	3,596,796
Increase/(Decrease) in other Liabilities	6,557,864	7,900,474
Increase/(Decrease) in Provisions	13,242,979	21,340,294
Cash generated from Operations.	19,001,605	52,660,173
Finance Cost on Working Capital Loan	(26,701,811)	(26,702,771)
Payment of Rent	(1,824,000)	(1,704,000)
Income Tax Paid	(20,918,975)	(11,911,834)
Net Cash Flows from Operating Activities (A)	(30,443,181)	12,341,567
Cash Flow from Investing Activities		
Acquisition of Property, Plant and Equipment	(17,739,798)	(59,192,597)
Proceed on sale of PPE	44,173,461	-
Finance Income	605,929	783,597
Net Cash flows from Investing Activities (B)	27,039,592	(58,409,000)
Cash Flow from Financing Activities		
Finance Cost Paid	(450,709)	(2,059,977)
Proceeds from loan & borrowings	-	43,995,131
Repayment of loan & borrowings	(768,657)	(3,801,939)
Dividend Paid (Both Interim & Final)	-	(3,035,945)
Dividend Tax Paid	(766,982)	-
Net Cash Flows from Financing Activities (C)	(1,986,348)	35,097,270
Net Increase in Cash and Cash Equivalents (A+B+C)	(5,389,937)	(10,970,162)
Cash and Cash Equivalents at the beginning	12,116,102	23,086,264
Cash and Cash Equivalents at the end	6,726,165	12,116,102

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

As Per Our Report of Even Date

Karan Kumar Chaudhary
Chairman & CEO

Bijay Bahadur Shrestha
Director

Naba Binod Pokharel
Director

CA Ayush Nepal
Partner
A.I. Associates
Chartered Accountants

Bidhatri Chaudhary
Director

Nirajan Neupane
Director

Anil Basnyat
Director

Ganga Raj Bhattarai
Executive Director

Date: 2083/05/26
Place: Kathmandu



Nepal Lube Oil Limited
Kathmandu, Nepal
Statement of Change in Equity
For the year ended Ashadh 32, 2083 (July 16, 2026)

Figures in NPR

Particulars	Equity Share Capital	Retained Earnings	Other Component of Equity		Total Equity
			Actuarial Reserve	Revaluation Reserve	
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	-	45,867,987	-	-	45,867,987
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)	(1,684,173)	(1,755,033)
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	-	-	-	-	-
Balance as of Ashad 32, 2082	72,862,680	274,552,336	(17,791,733)	93,888,470	423,511,753
Changes in Accounting Policies	-	-	-	-	-
Prior Period Adjustment	-	-	-	-	-
Balance as of Shrawan 1, 2082	72,862,680	274,552,336	(17,791,733)	93,888,470	423,511,753
Changes in equity for the year ended Ashad 32, 2083					
Profit / (Loss) for the year	-	54,363,764	-	-	54,363,764
Revaluation Surplus/(Deficit) for the Year	-	-	-	-	-
Actuarial Gain/(loss) on defined contribution/benefit plan	-	925,778	(925,778)	-	-
Revaluation Gain on Land & Building	-	-	-	-	-
Effect of tax on Actuarial Valuation & Revaluation	-	-	-	-	-
Issue of Ordinary Share	-	-	-	-	-
Cash Dividend	-	-	-	-	-
Issue of Bonus Share (Dividend)	14,572,536	(14,572,536)	-	-	-
Cash Dividend	-	(766,982)	-	-	(766,982)
Balance as of Ashad 32, 2083	87,435,216	314,502,360	(18,717,511)	93,888,470	477,108,535

Karan Kumar Chaudhary
Chairman & CEO

Bijay Bahadur Shrestha
Director

Naba Binod Pokharel
Director

CA Ayush Nepal
Partner
A.I. Associates
Chartered Accountants

Bidhatri Chaudhary
Director

Niranjan Neupane
Director

Anil Basnyat
Director

Ganga Raj Bhattarai
Executive Director

Date: 2083/05/26
Place: Kathmandu



Financial Statements
presented in NPR, unless otherwise provided)

Equipment
ended Ashad 32, 2083

Figures in NPR

	Right of Use Assets	Land & Land Improvement	Office Building	Factory Building	Plant & Machinery	Plant & Machinery WIP	Furniture & Fixture	Vehicle	Computing Equipment	Other Office Equipment	Software	Total
2082												
Balance at Shrawan 1 2082	4,539,402	149,306,700	13,508,685	21,940,964	41,305,568	-	521,572	16,997,938	1,460,757	7,451,658	1,121,756	258,155,000
Additions	1,884,606	-	-	-	15,377,265	-	277,110	-	-	1,520,638	564,765	19,624,404
Reclassification	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition Through Business Combination	-	-	-	-	-	-	-	-	-	-	-	-
Revaluation Adjustments	(416,987)	-	-	-	-	-	-	(2,153,977)	-	-	-	(2,570,964)
Disposals	6,007,021	149,306,700	13,508,685	21,940,964	56,682,832	-	798,682	14,843,961	1,460,757	8,972,296	1,686,542	275,208,440
Depreciation & Impairment Losses												
Balance at Shrawan 1 2082	2,646,202	-	2,643,733	5,094,216	15,594,121	-	324,085	13,634,975	1,238,394	2,083,249	31,390	43,290,365
Depreciation charged for the Year	1,242,527	-	540,347	1,097,048	8,261,114	-	52,157	2,112,940	222,363	1,490,332	224,351	15,245,179
Additions	376,921	-	-	-	95,394	-	1,153	-	-	117,990	36,208	627,666
Adjustment due to impairment losses	-	-	-	-	-	-	-	(1,785,883)	-	-	-	(1,785,883)
Disposals	4,265,650	-	3,184,080	6,191,265	23,950,628	-	377,395	13,962,032	1,460,757	3,691,570	291,949	57,375,327
Carrying Amount												
Balance at Shrawan 1 2082	1,893,200	149,306,700	10,864,952	16,846,748	25,711,447	-	197,487	3,362,963	222,363	5,368,409	1,090,367	214,664,635
Balance at Ashad 32, 2083	1,741,371	149,306,700	10,324,604	15,749,700	32,732,204	-	421,287	881,929	-	5,280,725	1,394,592	217,833,114

For the year ended Ashad 32, 2082

Particulars	Right of Use Assets	Land & Land Improvement	Office Building	Factory Building	Plant & Machinery	Plant & Machinery WIP	Furniture & Fixture	Vehicle	Computing Equipment	Other Office Equipment	Software	Total
Cost												
Balance at Shrawan 1 2081	4,072,030	142,102,095	10,924,983	20,658,458	35,719,516	4,194,655	521,572	12,924,729	1,036,764	3,073,276	1,121,756	236,350,034
Additions	467,373	-	1,092,952	1,916,807	1,391,197	-	-	4,073,209	423,993	4,378,382	-	13,743,912
Reclassification	-	-	-	-	4,194,655	(4,194,655)	-	-	-	-	-	-
Acquisition Through Business Combination	-	-	-	-	-	-	-	-	-	-	-	-
Revaluation Adjustments	-	7,204,505	1,490,750	(634,301)	-	-	-	-	-	-	-	8,061,054
Disposals	-	-	-	-	-	-	-	-	-	-	-	-
Balance at Ashad 32, 2082	4,539,402	149,306,700	13,508,685	21,940,964	41,305,568	-	521,572	16,997,938	1,460,757	7,451,658	1,121,756	258,155,000
Depreciation & Impairment Losses												
Balance at Shrawan 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	25,668,466
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 Addition	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	2,083,249	31,390	43,290,365
Carrying Amount												
Balance at Shrawan 1 2081	2,876,848	142,102,095	8,755,650	16,636,201	28,230,474	4,194,655	249,645	4,655,272	25,645	1,667,496	1,090,367	210,484,548
Balance at Ashad 32, 2082	1,893,200	149,306,700	10,864,952	16,846,748	25,711,447	-	197,487	3,362,963	222,363	5,368,409	1,090,367	214,664,635



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Note to the Financial Statements

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

6 Financial Assets

Particulars	32.03.2083	32.03.2082
Financial Assets at Amortized Cost		
Cash & Cash Equivalents	6,726,165	12,116,102
Cash in hand	87,624	20,349
Balance with Banks	6,638,541	12,095,753
Trade & Other Receivables	505,777,560	446,680,531
Trade Receivables	484,444,941	422,422,832
Under litigation	21,332,619	24,257,699
Other Margins/ Deposits	9,011,014	1,314,929
LC Margin at Bank	1,729,347	1,314,929
Letter of Credit	7,281,667	-
Total	521,514,739	460,111,562

Trade receivables are placed as security against loan & borrowings

7 Prepayments & Other Advances

Particulars	32.03.2083	32.03.2082
Staff Welfare Deduction	-	87,600
Staff Advance	11,547,389	12,315,471
Prepaid Employee Benefits	361,746	1,364,641
Deposit against Adm.Review & Revenue Tribunal appeal	22,602,517	36,865,687
Other Advances and Deposits	13,887,643	2,230,216
Prepaid Expenses	2,044,137	1,798,385
Total	50,443,432	54,662,000

8 Taxations (Current/Deferred)

8.1 Current Tax Expenses/Income

Particulars	32.03.2083	32.03.2082
Taxable Profit for the Year	93,491,477	75,180,524
Current Tax for the Year (*)	19,527,548	15,235,082
Prior Years Income Taxes	-	-
Total Current Tax Expenses charges to Profit or loss	19,527,548	15,235,082

(*) 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 .

8.2 Current Tax liability/(Assets)

Particulars	32.03.2083	32.03.2082
Balance at the beginning of the period	(8,623,765)	(13,819,354)
Prior Year Assessment	-	1,872,341
Charged during the Year	19,527,548	15,235,082
Total Current Tax Liabilities	10,903,783	3,288,069
Current Tax Assets	-	-
Amount Paid During the Year	(20,918,975)	(11,911,834)
Reclassification	11,657,427	-
Current Tax Liabilities/(Assets)	1,642,235	(8,623,765)

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



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Note to the Financial Statements

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

8.3 Deferred Tax Liability/(Assets)

For the Year 2082/83

Particulars	Tax Base	Carrying Amount	Temporary Taxable/(Deductible) Differences	Deferred Tax Liability/(Assets) (*)
Property, Plant & Equipment				
Depreciable	58,903,626	66,785,043	7,881,416	1,640,450
Non-Depreciable	748,827	149,306,700	148,557,873	30,921,059
Right of Use Assets	-	1,741,371	1,741,371	362,452
Leave Payable	-	(15,290,414)	(15,290,414)	(3,182,570)
Gratuity Payable	-	(45,923,117)	(45,923,117)	(9,558,506)
Provisions	-	(75,220,824)	(75,220,824)	(15,656,575)
Lease Liability	-	(1,903,317)	(1,903,317)	(396,159)
Balance at Ashad 32, 2083				4,130,150
Balance at Shrawan 1, 2082				11,571,518
Deferred Tax Expenses/(Income)				(7,441,369)
Recognized in Profit or Loss for the year ended Ashad 32, 2083				(7,441,369)
Recognized in Other Comprehensive Income for the year ended Ashad 32, 2083				
Recognized in Equity for the year ended Ashad 32, 2083				

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				-

9 Inventories

Particulars	32.03.2083	32.03.2082
Trading/Manufacturing Goods		
Raw Materials	151,764,767	114,122,315
Finished Goods	172,340,859	157,695,920
Spare Parts	2,069,251	7,739,108
Total (A)	326,174,877	279,557,344

10 Share Capital

Particulars	32.03.2083		32.03.2082	
	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	728,627	72,862,680	607,189	60,718,900
Bonus Issues during the Year	145,725		121,438	
Total	874,352	72,862,680	728,627	60,718,900



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Note to the Financial Statements

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

Particulars	32.03.2083		32.03.2082	
	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	121,438	12,143,780
(vii) Bonus share 145,725 Nos.	145,725	14,572,536		
Total	874,352	87,435,216	728,627	72,862,680

11 Financial Liabilities

Particulars	32.03.2083	32.03.2082
Borrowings from Bank	370,091,932	401,652,033
Current		
Over Draft Loan	44,979,631	44,989,384
Trust Receipt Loan	119,241,311	131,422,000
Demand Loan	202,650,000	182,400,000
Letter of Credit	-	2,647,457
Vehicle Loan(STL)	-	36,253,113
Current Portion of Term Loan	747,600	698,032
Non-Current		
Term Loan	2,473,390	3,242,047
Trade & Other Payables	82,952,766	77,054,610
Trade Payables	66,688,729	76,081,559
Other Payables	16,264,037	973,051
Total	453,044,698	478,706,643

12 Employee Benefits Liabilities

Particulars	32.03.2083	32.03.2082
Defined Benefit Obligation		
Gratuity Payable	45,923,117	40,016,429
Defined Contribution Scheme		
Providend Fund Payable	122,865	4,219
Social Security Fund	275,622	298,690
CIT Payable	-	347,534
Other Employee Benefits Payable		
Leave Payable	15,290,414	11,496,513
Staff Bonus Payable	7,486,191	6,481,626
Salary Payable	520,875	517,194
Other Staff Payables (Incentives to Staff)	12,765,424	12,757,754
Total	82,384,509	71,919,959
Categorized as:		
Current	68,514,306	24,004,541
Non- Current	13,870,203	47,915,418
Total	82,384,509	71,919,959

Disclosure Related to Employment Benefit Liabilities

Gratuity

Particulars	32.03.2083	32.03.2082
Opening Defined Benefit Obligation	40,016,429	40,838,983
Net Current Service Cost	2,615,454	2,082,697
Past Service Cost	-	(1,146,074)
Interest Cost on Defined Benefit Obligation	3,479,599	3,236,771
Actuarial (Gain)/Losses - Experience Adjustment	925,778	(349,676)
Benefits Paid	(1,114,143)	(4,646,272)
Losses/Gain on Curtailment Settlements	-	-
Defined Benefit Obligation at the end of the Period	45,923,117	40,016,429



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Note to the Financial Statements

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

Reconciliation of Statement of Financial Position Amount

Particulars	32.03.2083	32.03.2082
Balance at the Beginning of the Period	40,016,429	40,838,983
Total Charge Recognized in P & L	6,095,053	4,173,394
Total Remeasurement Recognized in OCI	925,778	(349,676)
Benefit Paid by Company During the Year	(1,114,143)	(4,646,272)
Balance at the End of the Period	45,923,117	40,016,429

Current / Non-Current Bifurcation

Particulars	32.03.2083	32.03.2082
Current	6,257,511	2,708,437
Non Current	39,665,606	37,307,992
Liability Recognized in the Statement of Financial Position	45,923,117	40,016,429

Fair Value of Plan Assets

Particulars	32.03.2083	32.03.2082
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	5.00%
Mortality Rate	Nepali Assured Lives Mortality 2009
Retirement Age	60 Years

Breakup of Actuarial (Gain) / Losses

Change in Defined Benefit Obligation

Particulars	Current Year	Previous Year
Opening Defined Benefit Obligation	40,016,429	40,838,983
Service Cost	2,615,454	936,623
Interest Cost	3,479,599	3,236,771
Actual Plan participant Contribution	-	-
Total Actuarial (Gain) / Losses	925,778	(349,676)
a.Effect of Change in Financial Assumption	-	-
b.Effect of Change in Demographic Assumption	-	-
c.Experience (Gain)/ Losses	925,778	(349,676)
Benefit Paid	(1,114,143)	(4,646,272)
Past Service Cost	-	-
Loss/(Gain) on Curtailment Settlement	-	-
Defined Benefit Obligation at the end of the Period	45,923,117	40,016,429

Leave Encashment

Particulars	Current Year	Previous Year
Casual Leave	-	-
Home Leave	8,350,471	5,979,776
Sick Leave	6,939,943	5,516,737
Total	15,290,414	11,496,513

Reconciliation of Amount Recognized in Statement of Financial Position

Particulars	32.03.2083	
	Home Leave	Sick Leave
Amount at the Beginning of the Period	5,979,776	5,516,737
Total Expenses/(income) Recognized in P&L	3,353,676	1,423,206
Actuarial (Gain)/Loss Recognized in P&L	-	-
Benefit Payout	(982,981)	-
Liabilities at the End of the Period	8,350,471	6,939,943



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Note to the Financial Statements

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

Current/ Non Current Bifurcation

Particulars	32.03.2083	
	Home Leave	Sick Leave
Current Benefit Obligation	817,958	602,253
Non-Current Benefit Obligation	7,532,513	6,337,690
Total Liabilities	8,350,471	6,939,943

Actuarial Valuation Assumptions Used for Valuation

Particulars	32.03.2083	
	Home Leave	Sick Leave
Economic Assumptions		
Discount Rate	9.00%	9.00%
Salary Escalation Rate	6.67%	6.67%
Demographic Assumptions		
Mortality	Nepali Assured Lives Mortality 2009	Nepali Assured Lives Mortality 2009
Employee Turnover / Withdrawal Rate	5.00%	5.00%
Leave Availment Ratio	1.00%	1.00%
Retirement Age	60 Years	60 Years

13 Lease Liability

Particulars	32.03.2083	32.03.2082
Non-Current		
Lease Liability-Non Current	1,609,008	1,565,862
Total	1,609,008	1,565,862
Current		
Lease Liability- Current	294,309	507,752
Total	294,309	507,752

Reconciliation of Statement of Financial Position Amount

Particulars	32.03.2083	32.03.2082
Opening balance	2,073,614	3,007,295
Initial Recognition	1,635,224	467,373
Termination	(208,916)	-
Finance Cost	227,395	302,946
Lease Payment	(1,824,000)	(1,704,000)
Closing balance	1,903,316	2,073,614

Current / Non-Current Bifurcation

Particulars	32.03.2083	32.03.2082
Current Benefit Obligation	1,609,008	1,565,862
Non Current Benefit Obligation	294,309	507,752
Liability Recognized in the Statement of Financial Position	1,903,317	2,073,614

13.1 Other Liabilities

Particulars	32.03.2083	32.03.2082
Non-Current		
Current		
TDS Payable	5,743,923	3,150,072
Interest Payable	705,888	-
Audit Fee Payable	295,500	295,500
Net Value Added Tax Payables	13,786,584	10,528,459
VAT Payables	(387,842,338)	(175,881,036)
VAT Receivables	374,055,754	165,352,577
Total	20,531,895	13,974,031

14 Provisions

Particulars	32.03.2083	32.03.2082
Provision for CSR Expenses	756,181	1,160,011
Provision for Expenses Payables	381,600	7,385,683
Provision for Selling & Distribution Expenses	73,163,392	52,512,500
Allowance for Expected Credit Loss	919,651	919,651
Total	75,220,824	61,977,845



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Note to the Financial Statements

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

15 Revenue from Operations

Particulars	32.03.2083	32.03.2082
Sale of goods	1,596,374,401	1,359,168,260
Less: Sales Return	(10,197,236)	(6,383,477)
Total	1,586,177,165	1,352,784,783

16 Cost of Operations/Sales

Particulars	32.03.2083	32.03.2082
Opening Stock of goods	279,557,344	218,033,268
Purchase during the period	1,091,094,518	951,725,215
Direct & Manufacturing Expenses (16.1)	65,040,416	57,474,812
Less: Closing Stock of goods	(326,174,877)	(279,557,344)
Total	1,109,517,401	947,675,952

16.1 Direct & Manufacturing Expenses

Particulars	32.03.2083	32.03.2082
Depreciation & Amortization	9,453,555	9,174,039
Equipment Calibration Charge	30,590	18,221
Machinery Repair & Maintenance	1,156,710	373,121
Renewal Charges	-	-
Royalty Expenses	23,753,879	21,772,807
Travelling Expenses	1,220,129	307,999
Production Cost	-	-
Electricity, Fuel, Water	2,326,024	2,661,900
Plant Insurance	2,372,882	2,375,946
Lab Chemical	511,874	125,025
Telephone Expenses	251,670	21,541
Printing & Stationary	533,978	43,053
Production Employee Benefit Expenses	23,429,122	20,601,160
Total	65,040,416	57,474,812

17 Other Operating Income

Particulars	32.03.2083	32.03.2082
Interest Income	4,999,196	4,298,013
Miscellaneous income	88,079	5,222,584
Total	5,087,275	9,520,597

18 Depreciation & Amortization

Particulars	32.03.2083	32.03.2082
Depreciation & Amortization Expenses	15,870,845	17,421,879
Total	15,870,845	17,421,879
Allocated to		
Administrative & General Expenses	6,417,289	8,247,840
Selling & Distribution Expenses	-	-
Manufacturing Expenses & Cost of Sales	9,453,555	9,174,039
Total	15,870,845	17,421,879



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Note to the Financial Statements

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

19 Employee Benefit Expenses

Particulars	32.03.2083	32.03.2082
Short-Term Employee Benefits		
Wages & Salaries	44,253,996	42,882,649
Allowances	37,869,208	26,477,868
Insurance & Medical Expenses	5,420,010	4,704,621
Staff Bonus Expenses	7,486,191	-
Labour Welfare & Uniform Expenses	285,888	321,040
Gratuity Cost		
Defined Contribution	6,009,373	1,843,482
Defined Benefits	6,401,884	5,260,224
Total Employee Benefit Expenses	107,726,550	81,489,883

20 Selling & Distribution Expenses

Particulars	32.03.2083	32.03.2082
Advertisement & Event Expenses	18,667,948	19,024,113
Wall Painting & Flex printing expenses	11,039,709	8,128,922
Gift and Present Distribution Expenses	-	933,450
Marketing Staff Travelling Expenses	12,230,532	12,441,076
Telephone, Printing, Stationary etc of Marketing	210,000	318,190
SSF & Medical Expenses of Marketing	-	2,213,786
Sales Incentive of Marketing	11,567,425	10,202,500
Scheme Expenses (Retailer & PGM)	74,005,712	65,425,122
Lubricants Outward transportation expenses	29,728,869	28,428,445
Service Camp Expenses	783,394	-
Testing Fee	1,044,796	796,810
Partner Sales Executives-Insurance Exp	81,562	-
Sales Target Bonus (Distributors)	49,268,066	43,229,868
Interest Expenses	10,615,511	7,574,655
Market promotion expenses	42,256,667	26,241,731
Industrial, Distributors, Retailer Meet Expenses	7,260,252	6,575,362
Training Expenses	398,437	389,405
Private Garage Mechanics Meet Expenses	3,750,653	-
Repair & Maintenance Selling & Distribution	-	27,026
Sales & Marketing Employee Benefits Expenses	37,125,375	27,926,241
Miscellaneous Expense	54,506	-
Total	310,089,413	259,876,702



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Note to the Financial Statements

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

21 Administrative and General Expenses

Particulars	32.03.2083	32.03.2082
Depreciation & Amortization	6,417,289	8,247,840
House/Godown Rent	126,000	25,890
Electricity, Fuel & Water Expenses	815,360	820,565
Vehicle Running Expense	1,375,282	1,259,493
Audit Fee	425,000	300,000
Other Certifications	515,150	399,100
Legal Court Fee & Other legal expenses	136,300	17,000
Right Share Issue & Rating expenses	154,928	582,136
Property Tax & Other Taxes	-	826,424
Board Meeting Allowance	2,144,826	1,298,303
Board of Directors' Expenses	520,000	640,000
Bank charge & Commission	2,505,632	948,301
Annual General Meeting Expenses	901,155	800,105
Repair Plant & Machinery of Amlekhgunj	50,081	151,366
Insurance Expenses (Staff & office assets)	288,559	-
Communication (Postage, Courier, Telephone, Internet)	379,349	443,946
Printing & Stationary Expenses	262,832	415,021
Charity & Donation	127,582	235,000
Professional Fees	-	510,000
Guest Entertainment & Fooding Expenses	-	71,909
Misc. Expenses	387,512	285,639
Revaluation loss charged to profit or loss	-	249,829
Tender form purchase expenses	35,500	36,000
Nepse, RTS, Security Board, NFRS, Share Reg. Expenses	130,000	322,760
Advertisement Expenses	-	8,765
Annual renewal Expenses	1,417,310	641,744
Puja Expenses	205,990	205,763
Office & Factory Tea & food Expenses	776,869	606,260
Consumable Goods	492,301	221,475
Travelling Expense	-	1,364,986
Security Guard Expenses	1,932,743	1,932,743
Employee Benefit Expenses	39,681,484	32,962,483
Allowances on Debtors (NFRS 9)	-	919,651
Website Fee	479,770	-
Loss on Disposal of FA	2,110,690	-
Total	64,795,496	57,750,497

22 Other Operating Expenses

Particulars	32.03.2083	32.03.2082
CSR Expenses	756,181	581,996
Staff Bonus	7,486,191	6,466,626
Total	8,242,372	7,048,622



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Note to the Financial Statements

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

23 Finance Cost

Particulars	32.03.2083	32.03.2082
Interest on Borrowings	27,152,520	28,762,748
Working Capital	26,701,811	
Term Loan	450,709	
Finance Cost		
Lease Liabilities Finance Cost	227,395	302,946
Employee Benefits Liabilities Finance Cost	4,470,051	4,053,873
Total	31,849,966	33,119,567

24 Other Income/Gains

Particulars	32.03.2083	32.03.2082
Actuarial Gain on Other Long term Employee Benefit (Home & Sick Leave)	-	-
Finance Income on Staff Loan	605,929	783,597
Total	605,929	783,597



Nepal Lube Oil Limited
Kathmandu, Nepal
For the year ended Ashad 32, 2083 (July 16, 2026)

Note to the Financial Statements

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

25 Earning Per Share

Particulars	32.03.2083	32.03.2082
Profit from Continuing Operations	55,289,542	45,867,987
Profit/ (Loss) on Discontinued Operations(net of tax)		-
Profit for the Year (A)	55,289,542	45,867,987
Weighted Average No. of Shares		
No of Shares at the Beginning of the period	728,627	607,189
Weighted Average No. of Shares Issued during the Year		
Bonus Shares Issued During the Year	145,725	121,438
Total Weighted Average No. of Shares(B)	874,352	728,627
Adjustment for potential Shares		
No of Potential Equity Shares		-
Total Weighted Average No. of Shares for Diluted EPS (C)	874,352	728,627
Earning per Share (NPR)		
a) Basic EPS	63.23	62.95
b) Diluted EPS	63.23	62.95

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, 2083 (July 16, 2026)

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	Major Share Holder
Nepal Oil Corporation	Major Share Holder
Rastrya Beema Company Ltd.	Share Holder
Himal Cement Company Ltd	Share Holder
National Trading Company Ltd	Share Holder
Rastrya Baniya Bank Ltd	Share Holder

Major Key Related Parties: Natural Person

Name of Parties	Nature of Relationships	Positions
Karan Kumar Chaudhary	Key Management Personnel	Chairman & CEO
Bijaya Bahadur Shrestha	Key Management Personnel	Directors
Representative- Nepal Oil Corporation Ltd.	Key Management Personnel	Directors
Nirajan Neupane	Key Management Personnel	Directors
Anil Basnyat	Key Management Personnel	Directors
Bidhyatri Chaudhary	Key Management Personnel	Directors
Ganga Raj Bhattarai	Key Management Personnel	Executive Director

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	
	32.03.2083	32.03.2082	32.03.2083	32.03.2082	32.03.2083	32.03.2082	32.03.2083	32.03.2082
a) A.I.T PVT.LTD	22,021,957.00	11,945,362.84	-	-	-	2,665,420.42	1,200,654.21	-
Total	22,021,957.00	11,945,362.84	-	-	-	2,665,420.42	1,200,654.21	-

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	
	2082-083	2081-082	2082-083	2081-082	2082-083	2081-082
a) its Parent Entity	-	-	-	-	-	-
b) Its Subsidiaries	-	-	-	-	-	-
NLOL Synergy	-	-	-	-	755,750.00	580,000.00
NLOL Energy	-	-	-	-	305,750.00	130,000.00
c) Key Management Personnel	-	-	-	-	-	-
Total	-	-	-	-	1,061,500.00	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	32.03.2083			32.03.2082		
	Directors	MD & CEO	Key Manager	Directors	G.M	Key Manager
Short-term Employee Benefits						
Remuneration Benefits and Allowances	2,144,826	8,866,000	33,138,467	1,818,303	6,880,000	27,246,005
Total	2,144,826	8,866,000	33,138,467	1,818,303	6,880,000	27,246,005

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 Ltd.
Central Office
Saket Complex, Tripureshwor, Kathmandu

Report to Company Registrar's Office for Fiscal Year 2082/83 as per Companies Act, 2063, Section 78

Approved by the meeting of the Board of Directors held on 2083.05.26

A) Number of Shares Allotted,

Particulars	Number
Number of ordinary shares allotted	874,352

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

Particulars	Number
Number of ordinary shares paid up	874,352
Number of ordinary shares unpaid up	-
Total	874,352

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

Particulars	Meeting Fees	Remuneration & Allowances
Chief Executive Officer, Schedule I & II	158,824	8,866,000
Board Of Directors, Schedule II	1,588,235	520,000
Executive Directors and Managers, Schedule I & II	335,294	33,138,467
Total	2,082,353	42,524,467

Details of Auditor

Particulars	Name	Audit Fee (NPR.)
Statutory Audit	A.I. Associates, Chartered Accountants	300,000
Other Compliance Certifications	A.I. Associates, Chartered Accountants	150,000
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.	349,020	34,902,020	39.92%
Nepal Oil Corporation	126,750	12,675,044	14.50%
Arun Kumar Chaudhary	44,977	4,497,716	5.14%
Karan Kumar Chaudhary	49,654	4,965,428	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,

370,091,932

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. 21,332,619

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	69
Total	82

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 2082/83 (US\$)	Payment During F/Y 2082/83 (NPR)
GOIL INTERNATIONAL LLC		127,800	19,541,591
Total		127,800	19,541,591



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

Particulars	Amount
Depreciation & Amortization	6,417,289
House/Godown Rent	126,000
Electricity, Fuel & Water Expenses	815,360
Vehicle Running Expense	1,375,282
Audit Fee	425,000
Other Certifications	515,150
Legal Court Fee & Other legal expenses	136,300
Right Share Issue & Rating expenses	154,928
Property Tax & Other Taxes	-
Board Meeting Allowance	2,144,826
Board of Directors' Expenses	520,000
Bank charge & Commission	2,505,632
Annual General Meeting Expenses	901,155
Repair Plant & Machinery of Amlekhgunj	50,081
Insurance Expenses (Staff & office assets)	288,559
Communication (Postage, Courier, Telephone, Internet)	379,349
Printing & Stationary Expenses	262,832
Charity & Donation	127,582
Professional Fees	-
Guest Entertainment & Fooding Expenses	-
Misc. Expenses	387,512
Revaluation loss charged to profit or loss	-
Tender form purchase expenses	35,500
Nepse, RTS, Security Board, NFRS, Share Reg. Expenses	130,000
Advertisement Expenses	-
Annual renewal Expenses	1,417,310
Puja Expenses	205,990
Office & Factory Tea & food Expenses	776,869
Consumable Goods	492,301
Travelling Expense	-
Security Guard Expenses	1,932,743
Employee Benefit Expenses	39,681,484
Allowances on Debtors (NFRS 9)	-
Website Fee	479,770
Loss on Disposal of FA	2,110,690
Total	64,795,496

N Details of Unclaimed Dividend by Shareholders:

Particulars	Amount (NPR.)
Unclaimed Dividend for FY 2069/70 to FY 2077/78	2,429,177
Unclaimed Dividend for FY 2078/79	102,883
Unclaimed Dividend for FY 2079/80	156,619
Unclaimed Dividend for FY 2080/81	228,304
Total	2,916,983

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

.....
Karan Kumar Chaudhary
Chairman & CEO

.....
Ganga Raj Bhattarai
Executive Director

.....
Subash Acharya
Assistant General Manager & Company Secretary

Dat.....
Place: Kathmandu

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 the best of our knowledge.

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



Nepal Lube Oil Limited

Building Stronger Fundamentals, Year After Year

A Message to Our Shareholders and Investors · FY 2079–2083 BS

At Nepal Lube Oil Limited, we take pride in the disciplined progress we have made across our key financial indicators over the past five years. From a stronger balance sheet to improving profitability and rising capital efficiency, the numbers reflect a company that is becoming steadily more resilient, more efficient, and more rewarding for the investors who have placed their trust in us. The highlights below capture the areas where our performance has improved year after year.

Current Ratio

1.37x → 1.46x (FY2079 to FY2083)

We have steadily strengthened our short-term financial footing, keeping our current ratio comfortably above 1.4x throughout the period. This gives us a solid liquidity cushion to fund day-to-day operations and respond quickly to opportunities in the market.

Debt Equity Ratio

2.29x → 0.78x (FY2079 to FY2083)

One of our proudest achievements over the past five years: we have cut our debt-to-equity ratio by nearly two-thirds. Our balance sheet is stronger and more self-funded than ever, giving us greater flexibility to invest in growth on our own terms.

Return on Equity

13.5% → 13.8% (FY2079 to FY2083)

We have grown the returns we generate for our shareholders year over year, closing the period above where we started. Every rupee of shareholder capital is working harder for our investors today than it was five years ago.

Return on Total Assets

3.8% → 5.0% (FY2079 to FY2083)

We are extracting more value from every asset on our balance sheet. This improvement reflects the operational discipline we have built across our plant, inventory, and distribution network.

Market Value Per Share

NPR 252.7 → NPR 269.4 (FY2079 to FY2083)

The market has continued to place growing confidence in our story, with our share price rising over the period and touching a five-year high of NPR 293.2. We see this as validation of the fundamentals we are building.

Return on Capital Employed

8.8% → 11.4% (FY2079 to FY2083)

This is now our strongest capital efficiency in five years. Every rupee of capital entrusted to us by our shareholders and lenders is generating more return today than at any point in our recent history.

Operating Profit Ratio

5.8% → 6.2% (FY2079 to FY2083)

Our core operations are becoming more efficient. Continued cost discipline and process improvements are translating directly into stronger operating margins.



Profit Before Tax Ratio

3.5% → 4.2% (FY2079 to FY2083)

Our pre-tax profitability has grown meaningfully, a direct reflection of the operational and financial strength we have built across the business.

Net Profit Ratio

2.8% → 3.5% (FY2079 to FY2083)

We are converting a growing share of every rupee of revenue into bottom-line profit, delivering more value to our shareholders with each passing year.

Our Commitment to Investors

The past five years have been a period of deliberate, disciplined progress at Nepal Lube Oil Limited. We have strengthened our balance sheet, sharpened our capital efficiency, and grown our profitability — building a company that is steadily more resilient and better positioned to create value for its shareholders. We remain fully committed to continuing this trajectory, and we thank our investors for their continued confidence in our journey.

KEY RATIOS

Particulars	32.03.2083	32.03.2082	31.03.2081	31.03.2080	31.03.2079
No. of Shares	874,352.16	728,627	607,189	485,149	387,585
Total Assets	1,115,966,162	1,063,735,363	875,051,821	859,809,369	930,450,408
Plant Property and Equipment	216,091,743	212,971,435	203,412,845	195,312,172	190,919,705
Current Assets	898,133,048	848,870,728	664,567,273	664,497,197	731,287,675
Net Current Assets	281,358,171	272,941,963	219,735,397	188,046,181	197,577,843
Long Term Liabilities	22,082,750	64,294,846	54,485,712	49,125,250	41,588,702
Current Liabilities	616,774,877	575,928,765	444,831,876	476,451,016	533,709,832
Net Assets	477,108,535	423,511,753	375,734,232	334,233,104	355,151,874
Long Term Borrowings	2,473,390	3,242,047	-	-	-
Debt	370,091,932	401,652,033	306,935,406	345,710,887	308,033,299
Shareholder Equity/ Net Assets	401,937,576	347,415,016	265,402,021	259,180,516	225,630,091
Capital Employed	484,564,552	430,219,945	430,219,945	383,358,353	396,740,576

Current Ratio	1.46	1.47	1.49	1.39	1.37
Debt Equity Ratio	0.78	0.95	2.36	2.95	2.29
Assets Turnover Ratio	0.36	0.64	1.36	1.04	1.47
Return on Equity	14%	13%	15%	3%	14%
Return on Total Assets	5%	4%	5%	1%	4%
Earning Per Share	63.23	62.95	62.87	13.26	117.76
Market Value Per Share (NPR)	269	293	253	256	253
Price Earning Ratio	4.26	4.66	4.03	19.29	2.15
Net Worth Per Share/Return on Shareholders' Fund (NPR)	459.70	477	505	547	669
Return on Capital Employed	11%	11%	11%	2%	9%

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

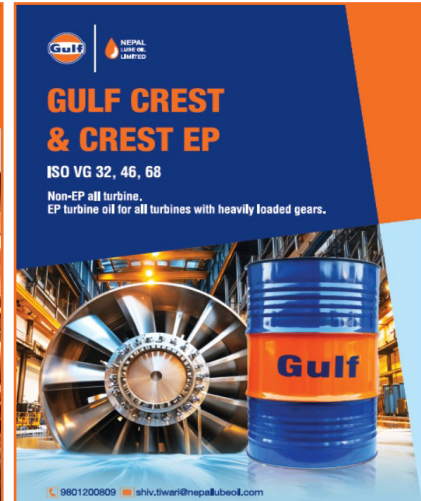




BRAND & MARKETING ACTIVATION



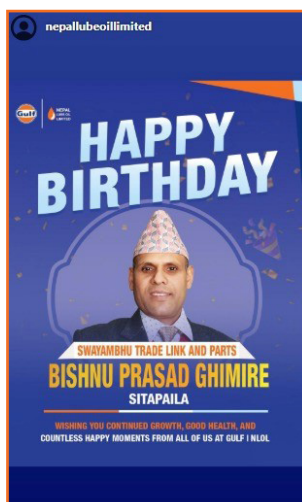
Magazine Ad. Placement



Newspaper Ad. Placement



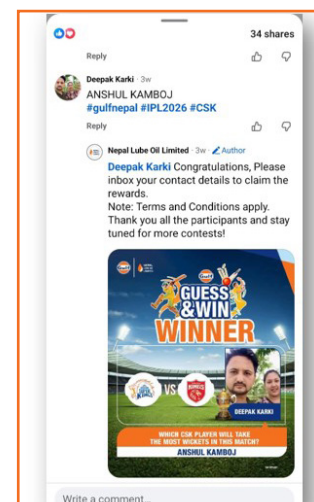
Partner Birthday Post in Stories



IPL Guess & Win Campaign Post



Winner Announcement in Comment



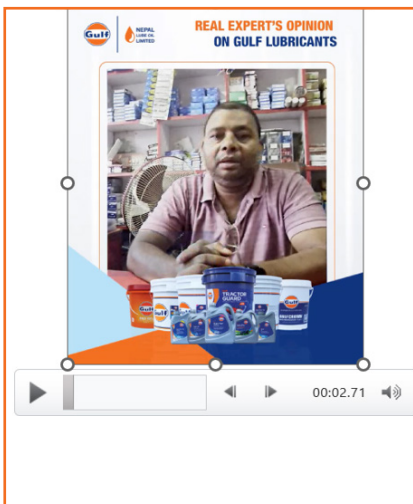


NEPAL
LUBE OIL
LIMITED

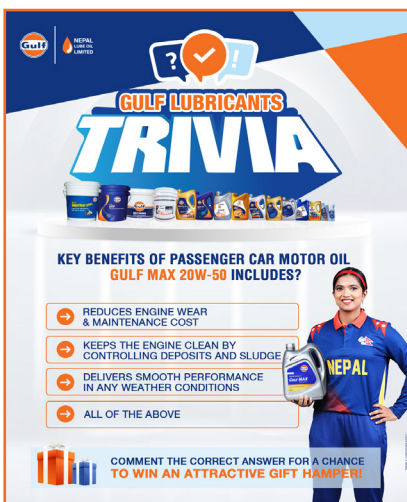
AI Generated Video (Promotion from Social Media)



Testimonial Photos & Videos



Gulf Trivia (Quiz) – Social Media Campaign



Brand Ambassador as Puja Mahato



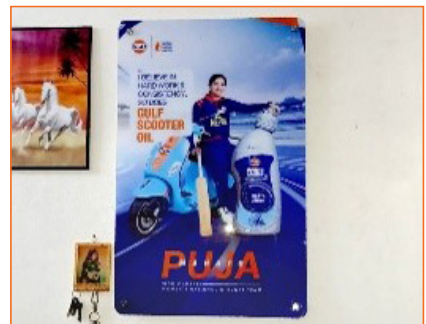
Outlet Branding





NEPAL
LUBE OIL
LIMITED

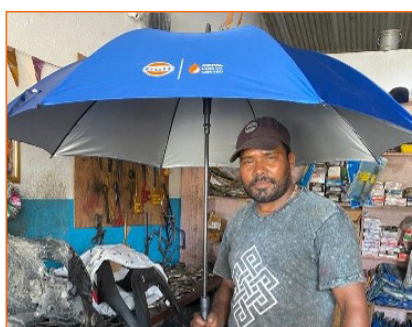
PARTNER'S OUTLET BRANDING



Petrol Pump Branding



Merchandise



Service Camp



Partner Meet - 2082



NADA AUTO SHOW- 2082



Partner Sales In-charge Meet - 2083



Retailer/PGMs Training



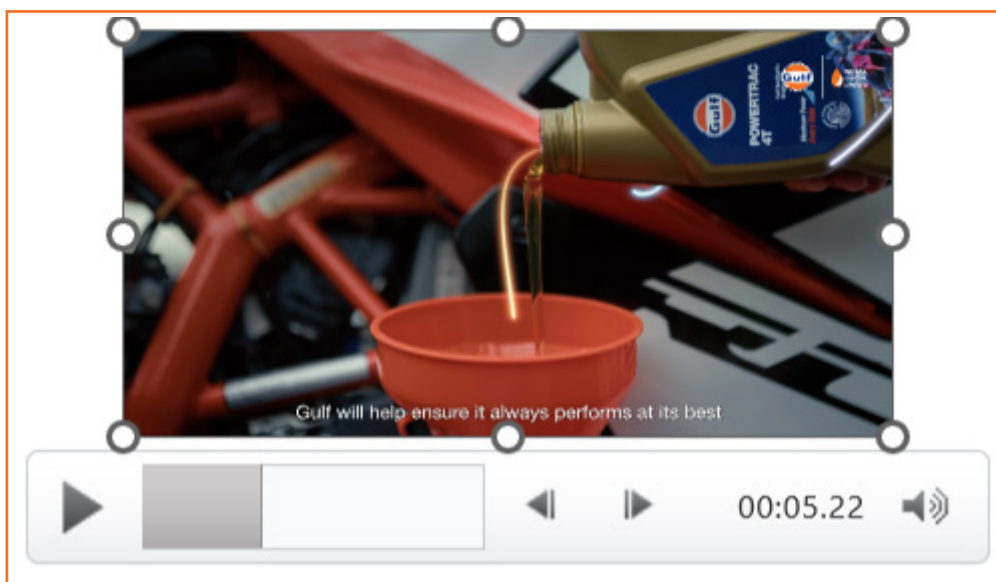
NPL Tie-up with Janakpur Bolts- 2082



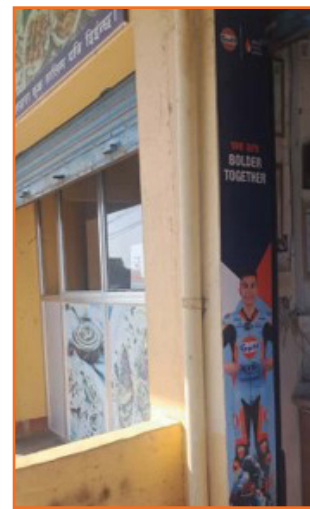
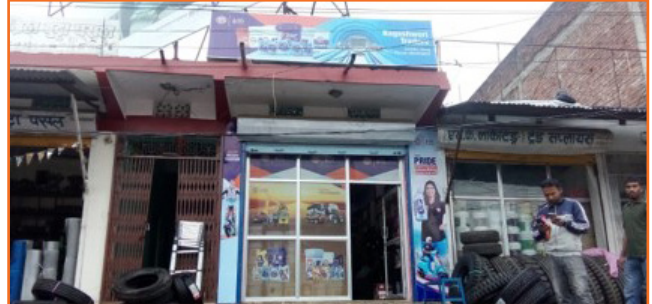
Meet & Greet with the player of Janakpur Bolts – Industrial Clients



NPL Campaigns



Retailer Shop Branding



Nepal Road Racing Championship- Racing



Retailer Scheme Distribution - 2082



Sponsorships

- NADA Table Calendar
- Kendrabindu.com (website & table calendar)
- Local level cricket & football
- Magazine & Newspaper
- Janakpur Sahitya Mahotsav
- Different National level mechanic association of Nepal



Retailer Slab Scheme

[illegible]

[illegible]

[illegible]



**NEPAL
LUBE OIL
LIMITED**

Factory

Amlekhgunj, Bara, Nepal
Tel: +977-53-570104

Corporate Office:

Tripureshwor, Kathmandu, Nepal
Tel: +977-01-5351061/62, 5901063
P.O. Box: 1916

Web:

www.nepallubeoil.com

Email:

nlol@nepallubeoil.com