बैंक अफ काठमाण्डू लिमिटेड
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बैंक अफ काठमाण्डू लिमिटेडको १८ औं वार्षिक साधारणसभाको सूचना तथा संक्षिप्त वार्षिक आर्थिक विवरण

(मिति २०७९/०८/०२ गतेको नयाँपत्रिका राष्ट्रिय दैनिकमा दोस्रोपटक प्रकाशित सूचना)

यस बैंकको मिति २०७९ साल कार्तिक २७ गते आइतबार बसेको संचालक समितिको २३९ औं बैठकको निर्णय अनुसार यस बैंकको २८ औं वार्षिक साधारण सभा निम्न लिखित मिति, समय र स्थानमा निम्न विषयहरू उपर छलफल तथा निर्णय गर्न बस्ने भएको हुँदा सम्पूर्ण शेयरधनी महानुभावहरूलाई जानकारीको लागि कम्पनी ऐन, २०६३ को दफा ६७ बमोजिम यो सूचना पूनः प्रकाशित गरिएको छ । साधारण सभा सम्बन्धी सम्पूर्ण विवरणहरू शेयरधनी महानुभावहरूलाई यथासमयमा नैपठाइने ब्यहोरा अवगत गराउदै सम्पूर्ण शेयरधनी महानुभावहरूलाई साधारण सभामा उपस्थितिका लागि हार्दिक अनुरोध गरिन्छ ।

१. मिति, समय तथा स्थान :

मिति : २०७९ साल मंसिर २३ गते शुक्रबार (तदनुसार सन् २०२२ डिसेम्बर ९ तारिख)

समय : विहान १०:०० वजे ।

स्थान : त्रिभुवन आर्मि अफिसर्स क्लब, टुडिखेल, काठमाडौं ।

२. छलफलका विषयहरू :

क) सामान्य प्रस्ताव :

१. अध्यक्षज्यूको मन्तब्य तथा संचालक समितिको प्रतिवेदन आ.व. २०७८/७९ छलफल गरी पारित गर्ने ।

२. लेखापरीक्षकको प्रतिवेदन सहितको आ. व. २०७८/७९ को वार्षिक आर्थिक विवरण (आषाढ मसान्त २०७९ को वासलात, आ. व. २०७८/७९ को नाफा-नोक्सान हिसाव र सोही अबधिको नगदप्रवाह विवरण, नाफा–नोक्सान बाँडफाँड हिसाब लगायत वार्षिक आर्थिक विवरणसँग सम्बद्ध अनुसूचीहरू) उपर छलफल गरी पारित गर्ने ।

३. यस बैंकको सहायक कम्पनी "बि.ओ.के. क्यापिटल मार्केट लि." को आ. व. २०७८/७९ को वित्तीय विवरण सहितको एकीकृत (Consolidated) वित्तीय विवरण स्वीकृत गर्ने ।

४. संचालक समितिले प्रस्ताव गरे अनुरूप बैंकको चुक्ता पूँजीको १४.९५ प्रतिशतका दरले नगद लाभांश रू. १,५८,८२,८७,११३/७६ (बोनस शेयर तथा नगद लाभांशमा लाग्ने कर समेत) वितरण गर्न स्वीकृत प्रदान गर्ने ।

५. लेखापरीक्षण समितिको सिफारिस अनुरूप बैंकको आर्थिक वर्ष २०७९/८० को लेखापरीक्षण गर्नका लागि बाह्य लेखापरीक्षक नियुक्त गर्ने र निजको पारिश्रमिक निर्धारण गर्ने ।

ख) विशेष प्रस्ताव :

१. संचालक समितिले प्रस्ताव गरे अनुरूप लाभांश वापत बैंकको चुक्ता पूँजीको ६ प्रतिशतका दरले हुने रू.६३,७४,३९,६४४/३२ बराबरको बोनस शेयर वितरण गर्न स्वीकृत प्रदान गर्ने । उक्त बोनस शेयर जारी गर्दा हुन आउने खण्डित शेयरलाई पहिलेको खण्डित शेयरसंग समायोजन गरी बाँकी हुन आउने खण्डित शेयरलाई पछि समायोजन गर्ने गरी यथावत राख्ने ।

२. प्रबन्धपत्र संशोधन सम्बन्धी विशेष प्रस्ताव पारित गर्ने ।
   (क) प्रस्तावित बोनस शेयर जारी भएपश्चात् बैंकको पूँजी वृद्धि हुने भएकोले सोही बमोजिम प्रबन्धपत्रको दफा ५ (क) ५ (ख) र ५ (ग) संशोधन गर्ने प्रस्ताव पारित गर्ने ।

३. बैंक अफ काठमाण्डू लिमिटेड र ग्लोबल आइएमई बैंक लिमिटेड एक आपसमा गाभ्ने तथा गाभिने प्रयोजनका लागि सम्पत्ती, दायित्व तथा कारोवारको मुल्याङ्कन (Due Diligence Audit) गरी मुल्याङ्कनकर्ताले सिफारिस गरेको शेयर स्वाप अनुपात (Share Swap Ratio) तथा मर्जर सम्बन्धी बिषयमा संचालक समितिबाट भएका निर्णयहरू स्वीकृत गर्ने ।

४. बैंक अफ काठमाण्डू लिमिटेड र ग्लोबल आइएमई बैंक लिमिटेड बिच सम्पन्न संस्था गाभ्ने/गाभिने (मर्जर) सम्बन्धी अन्तिम सम्झौता-पत्र (स्कीम अफ एरेञ्जमेन्ट) स्वीकृत गर्ने । साथै मर्जर सम्बन्धी अन्य आवश्यक प्रकृयाहरू समेत पुरा गरी ग्लोबल आइएमई बैंक लिमिटेडसँग मर्जरको लागि अन्तिम स्वीकृती प्रदान गर्ने ।

५. मर्जर लगायत अन्य बिशेष प्रस्तावाहरूको हकमा नेपाल राष्ट्र बैंक वा अन्य नियमन निकायहरूबाट कुनै विषयमा थपघट वा संशोधन गर्न निर्देशन भएमा सोही अनुरूप आवश्यक संशोधन र परिमार्जन गर्न तथा मर्जरको सम्बन्धमा गरीएको सम्झौता अनुरूप गर्नुपर्ने अन्य सम्पूर्ण काम कार्यहरूको लागि संचालक समितिलाई पूर्ण अख्तियारी प्रदान गर्ने ।

ग) विविध :

संचालक समितिको आज्ञाले,
कम्पनी सचिव

१८ औं वार्षिक साधारणसभा सम्बन्धी सामान्य जानकारी

१. सभामा उपस्थित हुने शेयरधनी महानुभावहरूले प्रवेश पत्रका साथै शेयर प्रमाण–पत्र वा शेयर अभौतिकरण गरिसकेका शेयरधनीहरूको हकमा हितग्राही (DMAT Account) परिचय नम्बर (BOID Statement) शेयर कित्ता संख्या तथा आफ्नो परिचय खुल्ने (जस्तै नागरिकताको प्रमाण पत्र वा अन्य कुनै परिचयपत्र) अनिवार्य रूपमा साथमा लिई सहभागी हुन अनुरोध छ । बैंकको वार्षिक साधारण सभाको सूचना, सञ्चालक समितिको प्रतिवेदन, आर्थिक विवरण सम्पूर्ण शेयरधनी महानुभावहरूलाई यथासमयमा पठाइनेछ । कारणवस कसैलाई उक्त प्रतिवेदनहरू प्राप्त हुन नसकेमा बैंकको केन्द्रीय कार्यालय, कमलपोखरी, काठमाडौंबाट शेयरधनीको प्रमाण प्रस्तुत गरी प्राप्त गर्न सक्नु हनेछ ।

२. सभामा भाग लिन प्रतिनिधि (प्रोक्सी) नियुक्त गर्न चाहने शेयरधनी महानुभावहरूले सभा शुरू हुने समय भन्दा कम्तीमा ४८ घण्टा अगावै बैंकको केन्द्रीय कार्यालय, कमलपोखरी, काठमाडौमा दर्ता गराई सक्नु पर्नेछ । यसरी प्रतिनिधि (प्रोक्सी) नियुक्त गरिएको व्यक्ति समेत बैंकको शेयरधनी हुन आवश्यक छ ।

३. सभामा भाग लिन प्रतिनिधि (प्रोक्सी) नियुक्त गरिसक्नु भएको शेयरधनी आफै सभामा उपस्थित भई हाजिरी पुस्तिकामा दस्तखत गर्नु भएमा प्रोक्सी दिइसकेको भएतापनि स्वतः बदर हुनेछ । प्रतिनिधि नियुक्त गरिसकेपछि उक्त प्रतिनिधि बदर गरी यो प्रतिनिधिपत्रलाई (प्रोक्सी) मान्यता दिइयोस भनी छुट्टै पत्र समेत लेखी पठाउनु भएको रहेछ भने अरू सबै प्रतिनिधिपत्र (प्रोक्सी) बदर भई सोही पत्र साथ आएको प्रतिनिधिपत्र (प्रोक्सी) मात्र मान्य हुनेछ । सोको लिखित सूचना सोही अवधि भित्र बैंकको केन्द्रीय कार्यालय, कमलपोखरी, काठमाडौमा दर्ता गरिसक्नु पर्नेछ । सो नगरी एक शेयरधनीले एक भन्दा बढी प्रोक्सी नियुक्त गरी त्यस्ता प्रतिनिधिपत्र (प्रोक्सी) समयमैं बैंकमा प्राप्त भएतापनि सबै बदर हुनेछ ।

४. नावालक वा विक्षिप्त शेयरधनीको तर्फबाट बैंकको शेयर लगत कितावमा संरक्षकको रूपमा नाम दर्ता भएको व्यक्तिले सभामा भाग लिन तथा प्रतिनिधि नियुक्त गर्न सक्नु हुनेछ ।

५. संयुक्त रूपमा शेयर ग्रहण गर्ने शेयरधनीहरूको हकमा शेयरधनीको लगत किताबमा पहिलो नाम उल्लेख भएको व्यक्ति वा संयुक्त नाम मध्येबाट सर्वसम्मतिमा नियुक्त कुनै एकजना शेयरधनीले वा सर्वसम्मतिबाट नियुक्त प्रोक्सीले मात्र सभामा भाग लिन र मतदान गर्न पाउनेछ ।

६. संगठित संस्थाका शेयरधनी भएमा त्यस्तो संगठित संस्थाको तर्फबाट सभामा उपस्थित हुनको लागि मनोनित व्यक्तिले शेयरधनी संस्थाको आधिकारिक पत्रका साथ प्रोक्सी फारममा संस्थाको छाप र आधिकारिक व्यक्तिको दस्तखत भएको पत्र सहित उपस्थित हुनु पर्नेछ ।

७. शेयरधनी महानुभावहरूलाई छलफलका विषयहरू मध्ये विविध शीर्षक अन्तर्गत बैंक सम्बन्धी केही जिज्ञासा भए इच्छुक शेयरधनी महानुभावहरूले सभा हुनु भन्दा ७ दिन अगावै कम्पनी सचिव मार्फत सञ्चालक समितिको अध्यक्षलाई लिखित रूपमा दिनुपर्नेछ । तर यसलाई छलफल र पारित हुने प्रस्तावको रूपमा समावेश गरिने छैन ।

८. शेयरधनी महानुभावहरूले व्यक्त गर्नु भएका मन्तब्य तथा प्रश्नहरूको सम्बन्धमा संचालक समितिको तर्फबाट सामूहिक रूपले वा समितिबाट अख्तियारी पाएका व्यक्तिले जबाफ दिन सक्नेछन ।

९. शेयरधनी महानुभावहरूको जानकारीका लागि बैंकको संक्षिप्त आर्थिक विवरण यसै सूचनासंग प्रकाशित गरिएको छ । संक्षिप्त आर्थिक विवरण लगायतका वार्षिक साधारण सभामा पेश हुने सम्पूर्ण प्रस्तावहरू बैंकको website: www.bok.com.np मा पनि हेर्न सकिनेछ ।

१०. सभामा भाग लिने प्रत्येक शेयरधनी महानुभावहरूले सभा हुने स्थानमा रहेको हाजिरी पुस्तिकामा दस्तखत गर्नुपर्नेछ । शेयरधनी महानुभावहरूको सुविधाको लागि हाजिरी पुस्तिका विहान ९:०० वजे देखि सभा चालु रहेसम्म खुल्ला रहनेछ ।

११. यस बैंकको मर्जर प्रयोजनका लागि मिति २०७९/०३/०२ गते श्री ग्लोबल आइएमई बैंक लि. सँग एक आपसमा गाभिने सम्बन्धी प्रारम्भिक सहमती पत्र (MOU) मा हस्ताक्षर भए देखि अर्थात मिति २०७९/०३/०२ गते देखि शेयर कारोवार रोक्का रहेकोले साधारण सभा तथा लाभाँश प्रयोजनका लागि बैंकको शेयर दाखिल खारेज मिति २०७९/०८/०९ गते एकदिन बन्द रहने छ । नेपाल स्टक एक्सचेन्ज लिमिटेडमा मिति २०७९/०८/०८ गते सम्म कारोवार भई नियमानुसार दाखिल खारेजको लागि यस बैंकको शेयर रजिष्ट्रार बि.ओ.के. क्यापिटल मार्केट लिमिटेड नक्साल, काठमाडौमा प्राप्त विवरणको आधारमा कायम भएको शेयर लगत अभिलेख नै साधारण सभा तथा लाभाँशको लागि कायम हुनेछ ।

१२. अन्य जानकारीका लागि बैंकको केन्द्रीय कार्यालय, कमलपोखरी, काठमाडौमा कार्यालय समयभित्र सम्पर्क राख्नु हुन अनुरोध छ ।

बैंक अफ काठमाण्डू लिमिटेडको आ.व. २०७८/७९ को संक्षिप्त आर्थिक विवरण कम्पनी ऐन, २०६३ को दफा ८४ (४) को प्रयोजनको निमित्त प्रकाशित विवरण

(प्रस्तुत संक्षिप्त वार्षिक आर्थिक विवरण, बैंकको वार्षिक आर्थिक विवरण तथा संचालक समितिको प्रतिवेदनको संक्षिप्त विवरण मात्र हो ।)

आदरणीय शेयरधनी महानुभावहरू,

यस बैंक अफ काठमाण्डू लिमिटेडको २८ औं वार्षिक साधारण सभाको प्रयोजनार्थ आ. व. २०७८/७९ को एकीकृत वित्तीय विवरण (वासलात), एकीकृत नाफा नोक्सान विवरण लगायत बैंकको समग्र कारोवारको सिंहावलोकन निम्नानुसार रहेको व्यहोरा यस संक्षिप्त वार्षिक आर्थिक विवरण मार्फत जानकारी गराउँदछौं ।

क) आर्थिक वर्ष २०७८/७९ को कारोवारको सिंहावलोकन: **(रू. हजारमा)**

शिर्षक	आ.व.२०७८/७९	आ.व.२०७७/७८	वृद्धि/(ह्रास) रू.	वृद्धि/(ह्रास) %
पूँजी कोषको पर्याप्तता	१३.१५%	१४.१६%	–	(१.०१)%
कुल सम्पत्ति	१४०,९०५,८७६	१३१,९८१,७१५	८,९२४,१६१	६.७६%
निक्षेप	११०,९६१,९३५	१०४,३२४,३९२	६,६३७,५४३	६.३६%
कर्जा सापटीहरू	१०६,९०५,३०९	९९,०३०,४६६	७,८७४,८४३	७.९५%
लगानीहरू–धितोपत्र तथा शेयरहरू	१८,८४५,०५६	२०,१२३,०५७	(१,२७८,००१)	(६.३५)%
जगेडा तथा कोषहरू	७,७१८,४००	६,८६१,१०६	८५७,२९४	१२.४९%
खुद ब्याज आम्दानी	३,८०१,८२८	३,२६१,५६१	५४०,२६७	१६.५६%
गैर ब्याज आम्दानी (खुद)	९०४,५१९	९८८,३६५	(८३,८४६)	(८.४८)%
संचालन खर्च	२,१८६,५४६	१,८४०,६२७	३४५,९१९	१८.७९%
खुद मुनाफा	२,३२२,५४२	१,७२६,४०९	५९६,१३३	३४.५३%

समिक्षा अबधिमा बैंकको कुल कर्जा (Gross Loan) सापटीमा ७.९५ प्रतिशतले वृद्धि भई गत वर्षको अन्त्यमा रहेको रू. ९९ अर्व ३ करोड बाट रू.१०६ अर्व ९० करोड पुगेको छ भने निक्षेप रू.१०४ अर्व ३२ करोड रहेको बैंकको कुल निक्षेप ६.३६ प्रतिशतले वृद्धि भई समिक्षा वर्षको अन्त्यमा रू. ११० अर्व ९६ करोड पुगेको छ ।

ख) लेखापरीक्षकको मन्तव्य:

बैंक अफ काठमाण्डू लिमिटेडको आ.व. २०७८/७९ को एकीकृत वासलात, एकीकृत नाफा–नोक्सानको हिसाब, सोही अवधिको एकीकृत नगद प्रवाह विवरण, एकीकृत अन्य विस्तृत आम्दानीको विवरण तथा एकीकृत इक्विटीमा भएको परिवर्तनको विवरण लगायतका वित्तीय विवरणहरूमा लेखापरीक्षकबाट नेपाल राष्ट्र बैंकद्वारा जारी निर्देशन तथा सर्वमान्य लेखाका सिद्धान्त अनुसार यथार्थ परक रहेको राय सहितको प्रतिवेदन निम्नानुसार रहेको छ ।

आर्थिक वर्ष २०७८/२०७९ को लेखापरिक्षकको प्रतिवेदन

S.A.R. ASSOCIATES
CHARTERED ACCOUNTANTS

Independent Auditor's Report

To the Shareholders of Bank of Kathmandu Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Bank of Kathmandu Limited (the "Bank") and its subsidiary (the "Group"), which comprise the consolidated statement of financial position as at Ashadh 32, 2079 (July 16, 2022), and the consolidated statement of profit or loss, consolidated statement of other comprehensive income, consolidated statement of changes in equity and 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 presents fairly, in all material respects, the consolidated financial position of the Group as at Ashadh 32, 2079 (July 16, 2022), and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Nepal Financial Reporting Standards.

Basis for opinion

We conducted our audit in accordance with Nepal Standards on Auditing (NSAs). Our responsibilities under those standards are further described in the *Auditors 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 financial statements in Nepal, and we have fulfilled our other ethical responsibilities in accordance with these requirements and 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 the audit of the consolidated financial statements of the current period. These matters were addressed in the context of the audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

S.N	Key Audit Matters	Auditor's Response
1.	**Interest Recognition** The interest income of the bank has to be recognized on accrual basis and following the Interest Income Recognition Guidelines 2019 issued by NRB. Though accrual basis of income recognition is prescribed in general, the guidelines require suspension of interest recognition on accrual basis for loans and advances with overdue of more than 12 months whereas for loans and advances with overdue interest/installment for 3 to 12 months, interest recognition on accrual basis is limited based on result of collateral testing as specified. Given the lack of system capability to suspend recognition of income based on overdue status of loan and fair value of collateral as well as review of fair valuation of collateral on regular basis, manual intervention will be required in interest recognition process and hence create risk of improper application of the guidelines and determination of the Fair Value of the collateral. This may, in turn, have effect on recognition of interest income the bank. Thus, we have considered it as key audit matter.	Our audit approach regarding verification of process of interest recognition included: a. Obtaining clear understanding of the process of accrual of interest income on loans and advances in the Core Banking Software of the bank. b. For fair valuation of collateral, we relied on the latest available engineer's valuation of the collateral and have test checked the hair cut in fair value of collateral as per NRB Income Recognition guidelines 2019. c. Test check of the interest income booking with manual computation.
2.	**Investment Valuation, Identification, and Impairment** Investment of the bank comprises of investment in government bonds, T-bills, development bonds and investment in quoted and unquoted equity instruments. The valuation of the aforesaid securities has been done in compliance with NFRS 9 and NRB Directive no. 8. The investment in the government and NRB bonds and T-bills should be recognized on reporting date on Amortizec cost basis whereas other investments in equity instruments, other than those held for trading, should be valued at Fair Value through Other Comprehensive Income. Given the varieties of treatments recommended for valuation of investment based on nature of cash flow, the business model adopted, complexity of calculations and the significance of amount involved in such investments, same has been considered as Key Audit Matter in our audit.	Our audit approach regarding verification of process of investment valuation, identification and impairment included: a. Review of the investment of the bank and its valuation having reference to NFRS issued by the Accounting Standard Board of Nepal and NRB Directive 4 read with 8. b. We assessed the nature of expected cash flow of the investments as well as the business model adopted by the management on the basis of available evidences/circumstances and ensured that classification of investment is commensurate with nature of cash flow and management intention of holding the investment. c. For the investment valuation that are done at amortized cost, we checked the EIR and amortization schedule on test basis. d. For the investment valued through OCI for quoted investment, we ensured that fair valuation has been done at the closing transaction rate in NEPSE as on 16.07.2022 and for the unquoted investment the fair value has been taken as the NPR 100.
3.	**Impairment of Loans and Advances** As per NRB Directive 4, bank shall measure impairment loss on loans and advances at the higher of: ▪ Amount derived as per norms prescribed by Nepal Rastra Bank for loan loss provisioning; and ▪ Amount determined as per para 5.5. of NFRS 9, read with carve out issued by Institute of Chartered Accountants of Nepal dated 18 July 2022, adopting Incurred Loss Model As per the norms prescribed by NRB, provision at prescribed rate should be created on loans and advances based on overdue status of loans and advances as well as utilization status of the facility, status of security, borrower's whereabouts etc. As per NFRS 9 read with carve out issued by Institute of Chartered Accountants of Nepal dated 18 July 2022, impairment of loans and advances should be made on individual impairment basis for loans and advances that are individually significant and collective impairment basis for homogeneous groups of loans that are not considered individually significant. On individual impairment, amount of the loss is measured as the difference between the assets' carrying amount and the present value of estimated future cash flows. Under collective impairment, loss is determined after taking into accoun: the Historical Loss Experience in portfolios of similar credit risk and Management's experienced judgment as to whether current economic and credit conditions are such that the actual level of inherent losses at the reporting date is like to be greater or less than that suggested by historical experience. Given the fact that impairment of loans and advances under incurred loss model require assessment of future cash flows as well as historical loss experiences of portfolios. Further, impairment of loans and advances under NRB norms for loan loss provisioning will require assessment of overdue status of loans and advances and proper utilization of loan for intended purpose. Hence, assessment of availability and accuracy of required data for impairment of loans and advances under incurred loss model as well as NRB provisioning norms is regarded as key audit matters.	Our audit approach regarding verification of impairment of loans and advances included: a. Review of the overdue status of loans and advances by obtaining data from the system and matched the same with the NRB 2.2 report. b. Sample credit files were reviewed, among other things, from the perspective of utilization of loans and advances for intended purpose by way of scrutiny of financial statements, account movement, account turnover etc. c. Expected future cash flows from the individually significant loans and advances with indication of impairment are assessed on the basis of realizable value of collateral securities based on management estimate. d. Grouping of homogeneous groups of loans was assessed on the basis of nature and purpose of loans and data of historical loss experience in portfolios are assessed on the basis of past due data from the system as well as data of loan loss provisions of the defined group in the past.
4.	**Information Technology General Controls** IT controls with respect to recording of transactions, generating various reports in compliance with NRB guidelines and other compliances to regulators is an important part of the process. Such reporting is highly dependent on the effective working of Core Banking Software and other allied systems. We have considered this as key audit matter as any control lapses, validation failures, incorrect input data and wrong extraction of data may result in wrong reporting of data to the management, shareholders and regulators	Our audit approach regarding Information technology of the bank is based upon the Information Technology Guidelines 2012 issued by NRB and it included: a. Understanding the coding system adopted by the bank for various categories of customers b. Understanding the feeding of the data in the system and going through the extraction of the financial information and statements from the IT system existing in the bank c. Checking of the user requirements for any changes in the regulations/ policy of the bank d. Reviewed the reports generated by the system on sample basis. We verified the interest income and expense booking regarding loan and deposit on test basis with the CBS or the bank. e. We relied on the IT" audit conducted by the bank. f. We verified the provisioning of the loan and advances based on ageing on the test check basis as on 16.07.2022

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Responsibility of Management and Those Charged with Governance for the Consolidated Financial Statements

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

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

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

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

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is high level of assurance, but is not a guarantee that an audit conducted in accordance with NSAs will always detect a material misstatement when it exists. Misstatement 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 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 polices 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' 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 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 group audit. We remain solely responsible for our audit opinion.

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

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

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, 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 requirements of Banks and Financial Institutions Act, 2073 and Company Act, 2063

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; the returns received from the branch offices of the bank, though the statements are independently not audited, were adequate for the purpose of the audit; the consolidated financial statements including the consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows including a summary of significant accounting policies and other explanatory notes have been prepared in all material respect in accordance with the provisions of the Company Act, 2063, and they are in agreement with the books of accounts of the Bank; and the accounts and records of the Bank are properly maintained in accordance with the prevailing laws.

To the best of our information and according to the explanations given to us, in the course of our audit, we observed that the loans have been written off as specified; the business of the Bank was conducted satisfactorily, and the Bank's transactions were found to be within the scope of its authority. 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 Bank has acted contrary to the provisions of law or caused loss or damage to the Bank or committed any misappropriation of the funds of bank

Aman Uprety
Partner

Place: Kathmandu, Nepal
Date: October 16, 2022

UDIN No.: 221016CA00451OurTb

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

Management is responsible for the other information. The other information comprises the information included in the Management Report, Report of the Director's Report and Chairman's Statement but does not include the consolidated financial statements and our auditor's report thereon. Such information 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 we will not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information 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.

When we read such other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

एकिकृत वित्तीय अवस्थाको विवरण (वासलात) २०७९ आषाढ मसान्तको

विवरण	समूह		बैंक	
	आषाढ २०७९	आषाढ २०७८	आषाढ २०७९	आषाढ २०७८
सम्पत्ति				
नगद तथा नगद समान	५,४३७,४२२,७४२	३,०७२,१८१,७४८	५,३९५,१०४,७८०	२,९९४,९९३,३८५
नेपाल राष्ट्र बैंकमा रहेको मौज्दात तथा लिन पर्ने	५,५६९,१५४,६८८	६,९७४,३७०,५३४	५,५६९,१५४,६८८	६,९७४,३७०,५३४
बैङ्क तथा वित्तीय संस्थामा रहेको मौज्दात (Placement)	२,२०७,९१५,०२४	२,८५०,३७१,२६३	२,०७३,८१५,०२४	२,७२१,३७१,२६३
व्युत्पन्न (Derivative) वित्तीय उपकरण	–	३२,५४२,९९६	–	३२,५४२,९९६
अन्य व्यापारिक सम्पत्तिहरू	१४८,००७,५००	१०३,९७३,१५६	१०३,७३१,७००	४२,२०४,५४२
बैङ्क तथा वित्तीय संस्थालाई दिएको कर्जा तथा सापटी	२,४२३,६४४,५९१	३,१७०,५०७,१९५	२,४२३,६४४,५९१	३,१७०,५०७,१९५
ग्राहकलाई दिएको कर्जा तथा सापटी	१०३,५८०,७३३,१५२	९३,८०८,१५६,१४२	१०३,५८०,७३३,१५२	९३,८०८,१५६,१४२
धितोपत्रमा लगानी (Securities) लगानी	९८,८९७,८१०,३१५	२०,१२९,०५७,३३८	९८,८४५,०५६,३१५	२०,१२३,०५७,३३८
चाल् कर सम्पत्ति	६०,९७४,९६०	९९६,५२६,४४१	६३,३३९,३१०	९९४,३६६,२८९
सहायक कम्पनीमा लगानी	–	–	१४०,०००,०००	१४०,०००,०००
सम्बद्ध कम्पनीमा लगानी	–	–	–	–
लगानी जायजेथा (Investment Property)	४२,३९८,१४७	२४,६५८,४२५	४२,३९८,१४७	२४,६५८,४२५
सम्पत्ति तथा उपकरण	१,४०८,५९०,९०६	८३७,७५०,२१२	१,३८२,३०९,६६७	८२८,८३०,३९२
ख्याती र अमूर्त सम्पत्ति	३३,५२८,६९८	३७,५१४,५६८	३०,७७५,८९३	३४,९३३,५८८
स्थगन कर सम्पत्ति	–	–	–	–
अन्य सम्पत्ति	१,१३२,३६६,९८६	८१७,९८३,७३९	१,२५६,३१२,८८५	८१९,७६२,१००
कुल सम्पत्ति	**१४०,९४२,५४७,७०८**	**१३२,१३५,५८३,३५७**	**१४०,९०५,८७५,५५२**	**१३१,९८१,७१४,७८८**
दायित्व				
बैङ्क तथा वित्तीय संस्थालाई तिर्न बाँकी	१,५१८, ४९३,३५५	९९०,९६१,५८६	१,५१८, ४९३,३५५	९९०,९६१,५८६
नेपाल राष्ट्र बैंकलाई तिर्न बाँकी	४,२८५,५२८,८४७	६,०५९,०१७,६२७	४,२८५,५२८,८४७	६,०५९,०१७,६२७
व्युत्पन्न (Derivative) वित्तीय उपकरण	२४,००४,२४३	–	२४,००४,२४३	–
ग्राहकको निक्षेप	१०९,२४४,७२३,९०१	१०३,४०१,०७३,७७४	१०९, ४४३, ४४१, २१७	१०३, ४१३, ४३०, २०३
सापटी	३,१९८, ७१९, ८१३	१,१९८, २४४,३५९	३,१९८, ७१९, ८१३	१,१९८, २४४,३५९
चाल् कर दायित्व	–	–	–	–
व्यवस्था	१५,१६६,१८५	१३,७६६,६६४	१५,१६६,१८५	१३,७६६,६६४
स्थगन कर दायित्व	४५३,४९७,०४३	५०१,८३८,१९६	४५७,७२४,६२१	४९७,७३३,८४८
अन्य दायित्व	२,१७७,२९१,७५४	१,१२३,८८६,४९६	२,०२०,३४५,५३७	१,०८०,११८,०१३
जारी गरिएको ऋणपत्र	१,५९९,९८७,४७८	२,२८९,१६०,०४९	१,५९९,९८७,४७८	२,२८९,१६०,०४९
सुरक्षण नराखिएको सहायक आवधिक दायित्व	–	–	–	–
कुल दायित्व	**१२२,५१७,४१२,६५८**	**११५,४८७,८४८,४७१**	**१२२,५६३,४८१,२८६**	**११५,४६२,४३२,३४८**
पूँजी (Equity)				
शेयर पूँजी	१०,६२३,९९४,०७२	९,६५८,१७६,४२९	१०,६२३,९९४,०७२	९,६५८,१७६,४२९
शेयर प्रिमियम	–	–	–	–
सञ्चित मुनाफा	१,६३८, ७४७,३०६	१,३८७,८६६,१५९	१,६२८, ४१७,६४२	१,३५७,८१८,९६३
जगेडा कोषहरू	६,०९३,५४४,५२५	५,५०६,२११,१०७	६,०८९,९८२,५४२	५,५०३,२८७,०४८
शेयर धनीहरूलाई बाँडफाँड योग्य कुल पूँजी	**१८,३५६,२८५,९०३**	**१६,५५२,२५४,४९५**	**१८,३४१,३८४,२५६**	**१६,५१९,२८२,४४०**
गैह नियन्त्रित स्वार्थ	७५,८४९,१८७	८५,८८९,३९१	–	–
कुल पूँजी	**१८,४३२,१३५,०८०**	**१६,६३७,६४३,८८६**	**१८,३४१,३८४,२५६**	**१६,५१९,२८२,४४०**
कुल पूँजी तथा दायित्व	**१४०,९४२,५४७,७०८**	**१३२,१३५,५८३,३५७**	**१४०,९०५,८७५,५५२**	**