नेपालको पहिलो बैंक
नेपाल बैंक लिमिटेड
NEPAL BANK LIMITED
स्थापित वि.सं. १९८४
नेपाल राष्ट्र बैंकबाट 'क' वर्गको इजाजतपत्र प्राप्त संस्था

प्रधान कार्यालय
सञ्चालक समितिको सचिवालय
धर्मपथ, काठमाडौं

प.सं.:प्र.का./संस/८८/४७६ मितिः २०८२/०९/०८

श्री नेपाल स्टक एक्सचेन्ज,
सिहंदरबार प्लाजा , काठमाडौं।

विषय : वार्षिक साधारण सभा तथा शेयरधनी दर्ता पुस्तिका बन्द (Book Close) सम्बन्धमा।

महाशय,

उपर्युक्त सम्बन्धमा यस बैंकको सञ्चालक समितिको मिति २०८२/०९/०७ गतेको बैठकबाट बैंकको ६६ औं वार्षिक साधारण सभा देहायको मिति, स्थान र समयमा बस्ने निर्णय भए बमोजिम साधारण सभा सम्बन्धी सूचना मिति २०८२ पुष ०८ गतेको गोरखापत्र दैनिकमा प्रकाशित गरिएको व्यहोरा जानकारीका लागि अनुरोध गर्दछौं।

साधारण सभा हुने मिति, स्थान र समय :

मिति	:	२०८२ पुष ३० गते बुधबार
स्थान	:	नेपाल पुलिस क्लब, भृकुटीमण्डप, काठमाडौं
समय	:	बिहान ११:०० बजे

साथै, वार्षिक साधारण सभा प्रयोजनको निमित्त मिति २०८२/०९/२१ गते शेयरधनी दर्ता पुस्तिका बन्द (Book Close) गरिने व्यहोरा समेत जानकारीका लागि अनुरोध छ।

संलग्न
मिति २०८२/०९/०८ गतेको गोरखापत्र दैनिकमा प्रकाशित सूचना।

भवदीय,

(केशव प्रसाद भण्डारी)
कम्पनी सचिव

बोधार्थ :
श्री नेपाल धितोपत्र बोर्ड, खुमलटार, ललितपुर।
श्री नेपाल राष्ट्र बैंक, बैंक तथा वित्तीय संस्था नियमन विभाग, बालुवाटार, काठमाडौं।
श्री नेपाल राष्ट्र बैंक, बैंक सुपरिवेक्षण विभाग, बालुवाटार, काठमाडौं।
श्री कम्पनी रजिष्ट्रारको कार्यालय, त्रिपुरेश्वर, काठमाडौं।
श्री सिडिएस एण्ड क्लियरिङ्ग लिमिटेड, पुतलीसडक, काठमाडौं।
श्री हिमालयन क्यापिटल लिमिटेड, कमलादी, काठमाडौं।

नेपालको पहिलो बैंक

नेपाल बैंक लिमिटेड
NEPAL BANK LIMITED

(नेपाल राष्ट्र बैंकबाट 'क' वर्गको इजाजत प्राप्त संस्था)

रजिस्टर्ड (केन्द्रीय कार्यालय): काठमाडौँ जिल्ला, का.म.न.पा वडा नं. २२, धर्मपथ

पोस्ट बक्स नं. ३६, फोन नं. ०१- ५९७१२२२/५३४७९९९

Email: info@nepalbank.com.np, URL: www.nepalbank.com.np

नेपाल बैंक लिमिटेडको ६६औँ वार्षिक साधारण सभा सम्बन्धी सूचना

(प्रथम पटक प्रकाशित मिति : २०८२/०९/०८ गते)

यस बैंकको सञ्चालक समितिको मिति २०८२/०९/०७ गते सोमबार बसेको २६औँ बैठकबाट देहायका विषयहरूमा छलफल तथा निर्णय गर्नका लागि निम्न मिति, स्थान र समयमा बैंकको ६६औँ वार्षिक साधारण सभा बस्ने निर्णय भएको हुँदा कम्पनी ऐन, २०६३ को दफा ६७ बमोजिम सम्पूर्ण शेयरधनी महानुभावहरूको जानकारी तथा उपस्थितिका लागि अनुरोध गर्दै यो सूचना प्रकाशित गरिएको छ।

१. **साधारण सभा हुने मिति, स्थान र समय :**

मिति : २०८२ पुस ३० गते बुधबार

स्थान : नेपाल पुलिस क्लब, भृकुटीमण्डप, काठमाडौँ।

समय : बिहान ११:०० बजे

२. **छलफलका विषयहरू :**

क. सामान्य प्रस्तावहरू :

१. आर्थिक वर्ष २०८१/८२ को सञ्चालक समितिको वार्षिक प्रतिवेदन छलफल गरी पारित गर्ने।

२. लेखा परीक्षकको प्रतिवेदन सहितको २०८२ आषाढ मसान्तको वासलात, सोही मितिमा समाप्त आर्थिक वर्ष २०८१/८२ को नाफा/नोक्सान हिसाब तथा नगद प्रवाह विवरण र सोही अवधिको वित्तीय विवरणसँग सम्बन्धित अनुसूचीहरू छलफल गरी पारित गर्ने।

३. कम्पनी ऐन, २०६३ को दफा १११, बैंक तथा वित्तीय संस्था सम्बन्धी ऐन, २०७३ को दफा ६३ र लेखापरीक्षण ऐन २०७५ को दफा ११ अनुसार आर्थिक वर्ष २०८२/८३ का लागि लेखापरीक्षक नियुक्त गर्ने र पारिश्रमिक निर्धारण गर्ने।

ख. विशेष प्रस्तावहरू :

१. सञ्चालकको पारिश्रमिक, भत्ता र सुविधा सम्बन्धी व्यवस्थामा संशोधन गर्न बैंकको नियमावलीको नियम ३१ मा संशोधन गर्ने।

२. प्रबन्ध पत्र/ नियमावलीको प्रस्तावित संशोधनमा नियमनकारी निकायबाट कुनै फेरबदलको सुझाव प्राप्त भएमा सो बमोजिम आवश्यक फेरबदल गर्न सञ्चालक समितिलाई अख्तियारी प्रदान गर्ने।

सञ्चालक समितिको आज्ञाले
केशव प्रसाद भण्डारी
कम्पनी सचिव

साधारण सभा सम्बन्धी अन्य जानकारी

१. वार्षिक साधारण सभा प्रयोजनका निमित्त मिति २०८२/०९/२१ गते शेयरधनी दर्ता पुस्तिका **(Book Close)** बन्द रहनेछ। नेपाल स्टक एक्सचेञ्ज लिमिटेडमा मिति २०८२/०९/२० गतेसम्म कारोबार भई नियमानुसार शेयर नामसारी भएका शेयरधनीहरू मात्र साधारण सभामा सहभागी हुन योग्य हुनेछन्।

२. सभामा भाग लिन इच्छुक शेयरधनी महानुभावहरूले शेयर प्रमाणपत्र वा हितग्राही **(DMAT)** खाता खोलिएको प्रमाण/हितग्राही खाता नं./शेयर कित्ता सङ्ख्या तथा फोटो सहितको कुनै परिचयपत्र अनिवार्य रूपमा साथमा लिई सहभागी हुनुपर्नेछ।

३. सभामा भाग लिने प्रत्येक शेयरधनी महानुभावले सभाको दिन सभा हुने स्थानमा उपस्थित भई सभा स्थलमा रहेको हाजिरी पुस्तिकामा दस्तखत गर्नुपर्नेछ। हाजिरी पुस्तिका उक्त दिन बिहान १०:०० बजेदेखि खुला रहनेछ।

४. सभामा भाग लिन र मतदान गर्नका लागि आफ्नो प्रतिनिधि (प्रोक्सी) नियुक्त गर्न चाहने शेयरधनीहरूले आफ्नो सम्पूर्ण शेयरको एउटै प्रतिनिधि हुने गरी प्रचलित कम्पनी कानूनले तोकेको ढाँचामा प्रतिनिधिपत्र (प्रोक्सी) फाराम भरी सभा सुरू हुनुभन्दा कम्तीमा ७२ घण्टा अगावै **बिहान ११:०० बजेभित्र बैंकको शेयर रजिस्ट्रारको कार्यालय श्री हिमालयन क्यापिटल लिमिटेड, आईटी** प्लाजा, कमलादी, काठमाडौँमा दर्ता गरिसक्नुपर्नेछ। प्रोक्सी नियुक्त गर्दा बैंकका शेयरधनीहरूलाई मात्र प्रोक्सी नियुक्त गर्न सकिनेछ। एकभन्दा बढी व्यक्तिलाई शेयर विभाजन गरी वा अन्य कुनै किसिमबाट छुट्टयाएर दिइएको प्रोक्सी बदर हुनेछ।

५. **सभामा भाग लिन र मतदान गर्नका लागि प्रतिनिधि (प्रोक्सी) नियुक्त गरिसकेपछि प्रतिनिधि** फेरबदल गर्न चाहेमा यस अघि दिएको प्रतिनिधि (प्रोक्सी) बदर गरी यो प्रतिनिधि (प्रोक्सी) लाई मान्यता दिइयोस् भन्ने छुट्टै पत्र सहित प्रोक्सी फाराम सभा सुरू हुनुभन्दा कम्तीमा ४८ घण्टा अगावै बिहान **११:०० बजेभित्र बैंकको शेयर रजिस्ट्रार श्री हिमालयन क्यापिटल लिमिटेडमा** प्राप्त हुने गरी दर्ता गराएको अवस्थामा अघिल्लो प्रतिनिधिलाई स्वतः बदर भएको मानी पछिल्लो प्रतिनिधिलाई मान्यता दिइनेछ। प्रतिनिधि नियुक्त गरिसकेको शेयरधनी स्वयं सभामा सहभागी भएमा निजले दिएको प्रतिनिधि स्वतः बदर हुनेछ।

६. संयुक्त रूपमा शेयर ग्रहण गर्ने शेयरधनीहरूको हकमा शेयर लगत किताबमा पहिले नाम उल्लेख भएको व्यक्ति वा सर्वसम्मत नियुक्त प्रतिनिधिले मात्र सभामा भाग लिन पाउनेछन्।

७. नाबालक तथा मानसिक सन्तुलन ठीक नरहेको शेयरधनीको तर्फबाट शेयर लगत दर्ता किताबमा संरक्षकका रूपमा नाम दर्ता भएको व्यक्तिले सभामा भाग लिन तथा प्रतिनिधि नियुक्त गर्न सक्नेछन्।

८. सङ्गठित संस्थाका शेयरधनी भएमा त्यस्तो संगठित संस्थाको तर्फबाट बैंकको साधारण सभामा उपस्थित हुनको लागि मनोनित व्यक्तिले शेयरधनी संस्थाको आधिकारिक पत्रका साथ प्रोक्सी फाराममा संस्थाको छाप र आधिकारिक व्यक्तिको दस्तखत भएको कागजात पेश गर्नुपर्नेछ।

९. बुँदा ४ र ५ को उल्लिखित दिन कुनै सार्वजनिक बिदा पर्न गएमा पनि सो बुँदामा उल्लिखित प्रयोजनका लागि कार्यालय कक्ष खला रहनेछ।

१०. शेयरधनी महानुभावहरूको जानकारीका लागि बैंकको सङ्क्षिप्त आर्थिक विवरण यसै सूचना साथ प्रकाशित गरिएको छ। साथै, वार्षिक साधारण सभामा प्रस्तुत छलफलका विषयहरू रहेको लेखापरीक्षणको प्रतिवेदन सहितको वार्षिक प्रतिवेदन बैंकको वेबसाइटमा पनि प्रकाशित गरिनेछ।

११. साधारण सभा सम्बन्धमा थप जानकारी आवश्यक परेमा कार्यालय समयभित्र बैंकको प्रधान कार्यालय, सञ्चालक समिति सचिवालयमा सम्पर्क राख्न समेत अनुरोध गरिन्छ।

नेपाल बैंक लिमिटेडको आ.व. २०८१/८२ को सङ्क्षिप्त आर्थिक विवरण

कम्पनी ऐन, २०६३ (पहिलो संशोधन २०७४) को दफा ८४(४) प्रयोजनको निमित्त प्रकाशित विवरण (सङ्क्षिप्त आर्थिक विवरण बैंकको वार्षिक आर्थिक विवरण र सञ्चालकको प्रतिवेदनको सङ्क्षिप्त विवरणको रूपमा रहेको छ।)

शेयरधनी महानुभावहरू,

नेपाल बैंक लिमिटेडको ६६औँ वार्षिक साधारण सभाको प्रयोजनार्थ आ.व. २०८१/८२ को बैंकको वासलात, नाफा/नोक्सान हिसाब, अन्य विस्तृत आम्दानीको नगद प्रवाह विवरण लगायत बैंकको समग्र कारोबारको सिंहावलोकन निम्नानुसार रहेको व्यहोरा यस सङ्क्षिप्त वार्षिक आर्थिक विवरण मार्फत जानकारी गराउँदछौँ।

क) विगत वर्षको बैंकको कारोबारको सिंहावलोकन

आ.व. २०८०/८१ को अन्त्यमा रु.९६ करोड ५१ लाख ऋणात्मक कायम रहेको वितरण योग्य सञ्चित मुनाफा यस वर्ष विभिन्न नियामकीय समायोजन गरिएसँगै रु. १ अर्ब ४१ करोड ८६ लाख ऋणात्मक रहेको छ। समग्र देशको **आर्थिक गतिविधिमा शिथिलता आई कर्जा मागमा कमी आएको** कारण कर्जा प्रवाह प्रभावित भए तापनि **आ.व. २०८१/८२ मा १२.८९ प्रतिशतको बढोत्तरी भई बैंकको** समग्र कर्जा रु. २ खर्ब २७ अर्ब ६८ करोड ७ लाख रुपैयाँ पुगेको छ। समीक्षा अवधिमा बैंकको कुल निक्षेप गत आर्थिक वर्षको तुलनामा १८.८० प्रतिशतले वृद्धि भई रु. ३ खर्ब ३६ अर्ब ८७ करोड ४९ लाख रुपैयाँ पुगेको छ। आ.व. २०८१/८२ को अन्त्यमा बैंकको लगानी रु. ६४ अर्ब ४३ करोड ४३ लाख कायम रहेको छ। आ.व. २०८०/८१ मा १२.४५ प्रतिशत रहेको बैंकको पुँजी कोषको अनुपात समीक्षा वर्षमा ०.०२ विन्दुले घटेर १२.४३ प्रतिशत पुगेको छ भने निष्क्रिय कर्जा ०.२३ विन्दुले वृद्धि भई समीक्षा वर्षमा ४.५६ प्रतिशत पुगेको छ।

(रकम रु. लाखमा)

वासलात	आ.व. २०८१/८२	आ.व. २०८०/८१	परिवर्तन
शेयर पुँजी	१४६,९४०.२३	१४६,९४०.२३	-
सञ्चित मुनाफा	(१४,१८५.५३)	(९,६५०.७५)	(४६.९९%)
जगेडा तथा कोषहरू	२४३,४११.८७	२१९,०६७.४३	११.११%
कर्जा*	२२,७६,८०६.६६	२०,१६,८१२.३३	१२.८९%
निक्षेप	३३,६८,७४८.८१	२८,३५,६०३.२७	१८.८०%
लगानी	६४४,३४३.२६	४८४,६७१.२१	३२.९४%

* बैंक तथा वित्तीय संस्था, ग्राहक तथा कर्मचारीलाई प्रदान गरिएको कर्जा तथा सापटी समावेश।

आ.व. २०८०/८१ को तुलनामा समीक्षा वर्षमा बैंकको खुद ब्याज आम्दानीमा १७.४२ प्रतिशतले वृद्धि भएको छ। आ.व. २०८०/८१ मा रु. १० अर्ब ३२ करोड ७२ लाख रहेको बैंकको कुल सञ्चालन आम्दानीमा समीक्षा वर्षमा १६.१५ प्रतिशतले वृद्धि भई रु. ११ अर्ब ९९ करोड ५३ लाख रहेको छ। आ.व. २०८१/८२ मा बैंकले सञ्चालन मुनाफा रु.४ अर्ब ४४ करोड ८० लाख आर्जन गरेको छ।

बैंकले आ.व. २०८०/८१ मा रु.२ करोड ८४ लाख आयकर पछिको खुद मुनाफा गरेकोमा समीक्षा वर्षमा आयकर पछिको खुद मुनाफा रु.३ अर्ब ७ करोड ८० लाख रहेको छ।

(रकम रु. लाखमा)

नाफा नोक्सान हिसाब	आ.व. २०८१/८२	आ.व. २०८०/८१	परिवर्तन
खुद ब्याज आम्दानी	१०१,३९२.८७	८६,३४७.६८	१७.४२%
कुल सञ्चालन आम्दानी	११९,९५३.१५	१,०३,२७२.१५	१६.१५%
सञ्चालन मुनाफा	४४,४७९.९२	६,८३४.५३	५५०.८१%
कर्मचारी बोनस व्यवस्था	२,३४४.८९	४०३.०९	४८१.७३%
आयकर अघिको खुद मुनाफा	४४,५५२.९१	७,६५८.६३	४८१.७३%
चालु आयकर व्यवस्था	१५,३७२.४६	४,०३१.५७	२८१.३०%
आयकर पछिको खुद मुनाफा	३०,७८०.३१	२८४.२०	१०,७३०.५१%

ख) लेखापरीक्षकको मन्तव्य

बैंकको आ.व. २०८१/८२ को वासलात, नाफा-नोक्सानको हिसाब तथा सोही अवधिको एकीकृत नगद प्रवाह विवरण लगायतका वित्तीय विवरणहरूमा लेखापरीक्षकबाट नेपाल राष्ट्र बैंकद्वारा जारी निर्देशन तथा सर्वमान्य लेखाका सिद्धान्त अनुसार यथार्थपरक रहेको राय सहितको प्रतिवेदन निम्नानुसार रहेको छ।

Pradeep & Co. Chartered Accountants | M.B. Pande & Co. Chartered Accountants | B. & S. Associates Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Nepal Bank Limited.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Nepal Bank Limited. (the Bank), which comprises the statement of financial position as at Ashad 32, 2082 (July 16, 2025), and the statement of profit or loss, statement of other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion and to the best of our information and according to explanations provided to us, the accompanying financial statements present fairly, in all material respects, the financial position of the Bank as at Ashad 32, 2082 and its financial performance and its cash flows for the year then ended in accordance with Nepal Financial Reporting Standards (NFRS).

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 Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Bank 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 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.

Emphasis of Matter

We draw attention to the following matters as reflected in the notes to the financial statements. Our opinion is not modified in respect of these matters:

1. Note 4.16 "Other Assets" of the financial statements include long-pending net receivable amount of NPR 164 million (comprising Debit of NPR 181.99 million and Credit of NPR 16.16 million) for which no balance confirmations have been obtained. Long-pending other assets include balances of accounts receivable, DD paid without schedule and other assets.

2. Note 4.23 "Other Liabilities" of the financial statements includes a net payable amount of NPR 162.89 million (comprising Debit of NPR 166.55 million and Credit of NPR 3.66 million), which has been long pending for settlement and for which no balance confirmations have been obtained. The bank has adjusted and settled the inter-branch account resulting in a net closing balance of Rs. 2.54 million, however, few individual branch accounts are unreconciled. Further, other liabilities also include net unreconciled amounts of NPR 670.08 million. Unreconciled and long-pending outstanding in other liabilities include balances of bills payable, creditors and accruals, unpaid dividends, interest payable on deposit, government transaction payable, inter-branch account and other liabilities.

3. As outlined in Note 4.23.7 "Actuarial Assumptions" of the notes to the financial statements, there has been a revision in the discount rate from 9% p.a. for previous year to 7.96% p.a. for current year in actuarial assumptions used for valuation of pension/gratuity and retirement benefits.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters. Our assessed key audit matters and how we addressed them are outlined below:

S. No	Key Audit Matters	Auditor's Response
1	**Interest Recognition:** The bank recognizes interest income on an accrual basis, in accordance with the Interest Income Recognition Guidelines set by Nepal Rastra Bank. The recognition of interest income on non-performing loans requires judgment in determining the net realizable value of loans and advances. Since an automated system is not yet in place to suspend income recognition based on loan overdue status, the fair value of collateral, or to regularly review the collateral's fair value, manual intervention is necessary. This may result in the risk of improper application of the guidelines and inaccurate determination of collateral's fair value.	Our audit approach regarding verification of the process of interest recognition included: a. Obtaining a clear understanding of the process of accrual of interest income on loans and advances in the Core Banking Software of the bank. b. Test check the interest income recording with manual computation on sampled borrowers. c. Test-check the premium charged on sampled borrowers from the report provided and the basis taken by the management. d. Review and verification of the transactions relating to manual debit or credit of interest in the system. e. Understanding as to how the Bank's management monitors their business, analyze its credit portfolio and the interest income thereon.
2.	**Impairment of Financial Assets** In accordance with NRB Directive 4 read with NFRS-9 Expected Credit Loss related guidelines 2024, issued by NRB and the Carve out of alternatives provided for Bank and Financial Institution under NFRS-9 issued by the Institute of Chartered Accountants of Nepal on August 25, 2025 for FY 2081/82, the Bank is required to measure impairment loss on financial assets based on the higher of: • The amount calculated in line with the provisions set by Nepal Rastra Bank for loan loss provisioning, or • The amount determined under paragraph 5.5 of NFRS 9	Our audit approach regarding verification of impairment of financial assets included: a. Review of overdue loans and advances by obtaining data from the Bank's system and matching with the report in accordance with NRB Directive 2.2 . b. Sample credit files were reviewed for the purpose of assuring the utilization of loan & advances for the intended purpose, account movement and account turnover. c. Assessed the alignment of the Bank's impairment for expected credit losses computations and underlying methodology including responses to current economic conditions with its accounting policies,
	The impairment of loans and advances under NRB's loan loss provisioning norms involves evaluating the overdue status of loans and the proper use of loans for their intended purposes. The determination of expected credit losses (ECL) involves significant judgment and estimates, particularly in determining the probability of default (PD), loss given default (LGD), and exposure at default (EAD) for individual loans and portfolios. The accuracy of these estimates relies on the application of the bank's internal models, external economic factors, and management's assumptions. These assumptions include: • Macro-economic factors such as GDP growth, inflation, and interest rates. • Historical credit loss data used to predict future defaults. • The staging of financial assets (i.e., whether loans are in Stage 1, Stage 2, or Stage 3). • Model parameters such as the PD, LGD, and EAD Due to the material impact of this matter on the financial statements, we have identified it as a key audit matter.	based on the best available information up to the date of our report. d. Evaluated the design, implementation and operating effectiveness of controls over estimation of expected credit losses, which included assessing the level of oversight, review and approval of impairment for expected credit losses, policies and procedures by the Board and management e. Reviewed the ECL validation report of the bank regarding the methodologies, assumptions and limitations related to the computation of ECL issued by the independent external consultant appointed by the Bank. f. We found that the ECL model implemented by the Bank for the computation of impairment charges was reasonable, considering the estimates, assumptions, and judgments involved. However, given the subjectivity in the model assumptions, the risk of management bias is inherent in the estimation process.
3.	**Information Technology System and Control over Financial Reporting** IT controls with respect to recording transactions, generating various reports in compliance with NRB guidelines and other compliances to regulators is an important part of the process. Such reporting is heavily dependent on the effective working of Core Banking Software (CBS) and other allied systems. We have considered this a key audit matter as any control lapses, validation failures, incorrect input data, and errors in the extraction of data may result in incorrect financial reporting.	Our audit approach regarding the information technology of the bank is based upon the Information Technology Guidelines issued by NRB and included: a. Understanding business processes, IT Systems used to generate and support those balances and associated IT application controls and IT dependencies in manual controls. b. Understanding the coding system adopted by the bank for various categories of customers. c. Evaluating and testing the design and operating effectiveness of certain control activities over the integrity of the material IT systems that are relevant to financial reporting.
		d. Understanding the feeding of the data in the system and going through the extraction of the financial information and statements from the existing IT system in the bank. e. Checking the user /authority matrix for any changes in the regulations/ policy of the bank. f. Review of the reports generated by the system on a sample basis and verified the interest income and expense booking regarding loans and deposits on a test basis with the CBS of the bank.
4	**Investment valuation and impairment** The bank's investments include holdings in government bonds, T-bills, and both quoted and unquoted equity instruments. The valuation of these securities is carried out in accordance with NFRS and NRB Directive requirements. Investments in government and NRB bonds, as well as T-bills, should be recognized at an amortized cost on the reporting date. Meanwhile, other equity investments, excluding those held for trading, are to be valued at fair value through Other Comprehensive Income. Due to the different valuation treatments based on the nature of cash flows, the adopted business model, the complexity of the calculations, and the materiality of the amounts involved, we have identified this as a Key Audit Matter.	Our audit approach regarding verification of the process of investment valuation, identification and impairment included: a. Review of the investment of the bank and its valuation having reference to NFRS and NRB Directive 4 read with Directive 8. b. Assessing the nature of the expected cash flow of the investments as well as the business model adopted by the management on the basis of available evidence/circumstances and ensure that the classification of investment is commensurate with the nature of cash flow and management's intention of holding the investment. c. Test checking the effective interest rate and amortization schedule on a test basis for the investment valued at amortized cost. d. Ensuring that fair valuation has been done at the closing rate in NEPSE at the year-end for quoted investment and for the unquoted investment, net assets value based on the audited financial statements or latest available unaudited financial statements.

Information Other than Financial Statements and Auditor's Report Thereon

Management is responsible for the other information. The other information comprises the information included in the annual report but not included in the financial statements and our auditor's report thereon. The annual report is expected to be made available after the date of this auditor's report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available, and in doing so, we will 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 the annual report, if we conclude that there is a material misstatement therein, we are required to request management and those charged with governance to correct the material misstatement.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

In preparing the financial statements, management is responsible for assessing the bank'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 Bank or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the bank's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

As a part of 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 obtain audit evidence that is sufficient and appropriate to provide an opinion. The risk of not detecting a material misstatement resulting from fraud is higher than one resulting from error, as fraud may involve collusion, forgery, intentional omission, misrepresentation, 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 purpose of expressing an opinion on the effectiveness of internal control.
- Conclude an appropriateness of management's use of going concern basis of accounting and, based on audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Bank's ability to continue as 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 Bank to cease to continue as going concern.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Evaluate the overall presentation, structure, and content of 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 to express an opinion on the financial statements. We remain solely responsible for our audit opinion.

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

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

Report on Other Legal and Regulatory Requirement

We further report that:

- We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit.
- The financial statements including the statement of financial position, statement of profit or loss, statement of other comprehensive income, statement of changes in equity, statement of cash flows including a summary of significant accounting policies and other explanatory notes have been prepared in all material respect in accordance with the provisions of the Company Act, 2063 and Bank and Financial Institution Act 2073, 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.
- The bank operates a centralized core accounting system, and while the statements received from the bank's branches not independently audited were adequate for the purpose of our audit.
- To the best of our information and according to the explanations given to us and from our examination of the books of account, we observed that the loans have been written off as specified, the business of the bank was conducted satisfactorily, and bank's transactions were found to be within the scope of its authority.
- We did not come across the cases of accounting-related fraud and cases where the Board of Directors or any member thereof or any employee of the bank have acted in contrary with the provisions of the law relating to accounts or caused loss or damage to the bank or committed any misappropriation of the funds of the bank or violated any directive of Nepal Rastra Bank.

CA. Pradeep Kumar Shrestha Proprietor Pradeep & Co. Chartered Accountants UDIN: 251219CA00009f5xbS	CA. Madhu Bir Pande Proprietor M. B. Pande & Co. Chartered Accountants UDIN:251219CA0005823m8Y	CA. Sristi Koirala Partner B. & S. Associates Chartered Accountants UDIN:251219CA01135X5R2T

Place: Kathmandu
Date: 2082/09/04

Statement of Financial Position

As at 32nd Ashad 2082 (16 July 2025)

Figures in NPR

	Note	Year ended 32nd Ashad 2082	Year ended 31st Ashad 2081
ASSETS			
Cash and cash equivalents	4.1	49,807,158,761	35,705,074,523
Due from Nepal Rastra Bank	4.2	18,193,432,501	21,545,476,231
Placement with Bank and Financial Institutions	4.3	6,871,215,000	4,115,390,000
Derivative Financial Instruments	4.4	6,634,727,478	3,334,953,041
Other Trading Assets	4.5	177,323,659	99,314,408
Loans and advances to B/FIs	4.6	7,180,888,311	7,013,462,114
Loans and advances to customers	4.7	220,499,777,916	194,667,770,477
Investment securities	4.8	60,728,431,200	45,275,635,194
Current tax assets	4.9	2,569,626,251	2,927,032,365
Investment in subsidiaries	4.10	-	-
Investment in associates	4.11	3,705,894,927	3,191,485,241
Investment property	4.12	264,227,850	205,738,502
Property and Equipment	4.13	13,502,108,890	13,302,874,848
Goodwill and Intangible assets	4.14	23,567,319	22,251,984
Deferred Tax Assets	4.15	-	-
Other assets	4.16	8,483,290,437	8,946,768,726
Total Assets		**398,641,670,501**	**340,353,227,653**
	Note	**Yearended 32ndAshad2082**	**Yearended 31stAshad2081**
Liabilities			
Due to Bank and Financial Institutions	4.17	4,782,508,343	476,582,133
Due to Nepal Rastra Bank	4.18	-	-
Derivative Financial Instrument	4.19	6,617,859,207	3,321,660,000
Deposits from customers	4.20	332,092,373,047	283,083,745,209
Borrowings	4.21	-	-
Current Tax Liabilities	4.9	-	-
Provisions	4.22	138,801,325	142,235,769
Deferred Tax Liabilities	4.15	3,409,253,788	4,039,288,771
Other liabilities	4.23	10,488,640,094	10,159,085,084
Debt securities issued	4.24	3,495,578,127	3,494,939,268
Subordinated Liabilities	4.25	-	-
Total liabilities		**361,025,013,931**	**304,717,536,234**
Equity			
Share Capital	4.26	14,694,022,928	14,694,022,928
Share Premium		-	-
Retained Earnings		(1,418,553,086)	(965,074,675)
Reserves	4.27	24,341,186,727	21,906,743,166
Total equity attributable to equity holders		**37,616,656,569**	**35,635,691,419**
Non-controlling interest			
Total Equity		**37,616,656,569**	**35,635,691,419**
Total Liabilities and Equity		**398,641,670,501**	**340,353,227,653**
Contingent Liabilities and commitment	4.28	109,809,136,544	99,990,237,460
Net Assets Value Per share		256.00	242.52

Statement of Profit or Loss

for the year ended 32nd Ashad 2082 (16 July 2025)

Figures in NPR

	Note	Year ended 32nd Ashad 2082	Year ended 31st Ashad 2081
Interest income	4.29	23,122,464,255	25,075,564,947
Interest expense	4.30	12,983,177,012	16,440,796,684
Net interest income		**10,139,287,243**	**8,634,768,263**
Fees and commission income	4.31	1,473,807,498	1,341,034,240
Fees and commission expense	4.32	295,735,240	233,296,513
Net fee and commission income		**1,178,072,257**	**1,107,737,727**
Net interest, fee and commission income		**11,317,359,500**	**9,742,505,989**
Net trading income	4.33	202,182,291	113,457,813
Other operating income	4.34	475,773,458	471,251,694
Total operating income		**11,995,315,249**	**10,327,215,497**
Impairment charge/(reversal) for loans and other losses	4.35	2,254,365,414	4,755,258,138
Net operating income		**9,740,949,835**	**5,571,957,358**
Operating expense			
Personnel expenses	4.36	3,860,396,589	3,554,769,997
Other Operating expenses	4.37	1,081,654,473	953,713,341
Depreciation and Amortisation	4.38	350,906,616	380,020,584
Operating Profit		**4,447,992,156**	**683,453,437**
Non operating Income	4.39	7,298,661	82,409,188
Non operating expense	4.40	-	-
Profit before income tax		**4,455,290,817**	**765,862,624**
Income tax expense	4.41		
Current Tax		1,537,245,638	403,156,761
Deferred Tax		(159,985,739)	334,285,827
Profit for the period		**3,078,030,919**	**28,420,037**
Profit attributable to:			
Equity holders of the Bank		3,078,030,919	28,420,037
Non-controlling interests		-	-
Profit for the period		**3,078,030,919**	**28,420,037**
Earnings Per Share (EPS)			
Basic EPS		20.95	0.19
Diluted EPS		20.95	0.19

Statement of Other Comprehensive Income

for the year ended 32nd Ashad 2082 (16 July 2025)

Figures in NPR

	Note	Year ended 32nd Ashad 2082	Year ended 31st Ashad 2081
Profit for the year		**3,078,030,919**	**28,420,037**
Other Comprehensive Income, net of income tax			
a Items that will not be reclassified to Profit or Loss			
Gains/(Losses) from investment in equity instruments measured at fair value		1,094,583,189	(205,720,584)
Gains / (Losses) on revaluation		-	-
Actuarial Gains/(Losses) on defined benefit plans		(2,661,414,001)	(1,052,886,039)
Income tax relating to above items		470,049,244	377,581,987
Net other Comprehensive Income that will not be reclassified to Profit or Loss		**(1,096,781,568)**	**(881,024,636)**
b Items that are or may be reclassified to Profit or Loss			
Gains (Losses) on cash flow hedge		-	-
Exchange gains (Losses) arising from translating financial assets of foreign operation		-	-
Income tax relating to above items		-	-
Reclassify to Profit or Loss		-	-
Net other Comprehensive Income that are or may be reclassified to Profit or Loss		**-**	**-**
c Share of other comprehensive income of associate accounted as per equited method		-	-
Other Comprehensive income for the year, net of income tax		**(1,096,781,568)**	**(881,024,636)**
Total Comprehensive income for the year		**1,981,249,350**	**(852,604,599)**
Total Comprehensive income attributable to:			
Equity shareholder of the bank		**1,981,249,350**	**(852,604,599)**
Non controlling interest		-	-
Total Comprehensive income for the period		**1,981,249,350**	**(852,604,599)**

Statement of Cash Flows

for the year ended 32nd Ashad 2082 (16 July 2025)

Figures in NPR

	Year ended 32nd Ashad 2082	Year ended 31st Ashad 2081
CASH FLOWS FROM OPERATING ACTIVITIES		
Interest received	17,738,504,317	19,736,214,544
Fees and other income received	1,473,807,498	1,341,034,240
Dividend received	-	-
Receipts from other operating activities	652,773,730	659,953,253
Interest paid	(12,615,604,319)	(16,072,393,940)
Commission and fees paid	(295,735,240)	(233,296,513)
Cash payment to employees	(3,860,396,589)	(3,554,769,997)
Other expense paid	(3,686,926,504)	(6,088,992,063)
Operating cash flows before changes in operating assets and liabilities	**(593,577,108)**	**(4,212,250,476)**
(Increase)/Decrease in operating assets		
Due from Nepal Rastra Bank	3,352,043,729	(1,796,603,968)
Placement with Bank and Financial Institutions	(2,755,825,000)	(3,532,878,750)
Other trading assets	(3,377,783,689)	(3,310,632,323)
Loans and advances to bank and financial institutions	(167,426,196)	(1,513,802,316)
Loans and advances to customers	(25,832,007,439)	(16,111,201,460)
Other assets	1,784,748,900	2,601,084,331
Increase/(Decrease) in operating liabilities		
Due to bank and financial institutions	4,305,926,210	(798,859,571)
Due to Nepal Rastra Bank	-	(70,000,000)
Deposit from customers	49,008,627,838	38,569,745,505
Borrowings	-	(262,300,000)
Other liabilities	3,553,524,798	7,039,005,349
Net cash flow from operating activities before tax paid	**29,278,252,044**	**16,601,306,321**
Income taxes paid	(1,649,888,767)	(2,504,805,572)
Net cash flow from operating activities	**27,628,363,277**	**14,096,500,749**
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of investment securities	(15,452,796,006)	10,538,408,729
Receipts from sale of investment securities	-	-
Purchase of property and equipment	(199,234,043)	60,747,925
Receipt from the sale of property and equipment	-	-
Acquisition of intangible assets	-	-
Receipt from the sale of intangible assets	(1,315,335)	9,592,301
Purchase of investment properties	(58,489,349)	(7,628,896)
Receipt from the sale of investment properties	-	-
Interest received	3,548,279,641	3,557,273,379
Dividend received	32,480,681	7,165,442
Net cash used in investing activities	**(12,131,074,411)**	**14,165,558,880**
CASH FLOWS FROM FINANCING ACTIVITIES		
Receipt from issue of debt securities	-	-
Repayment of debt securities	-	-
Receipts from issue of subordinated liabilities	-	-
Repayment of subordinated liability	-	-
Receipts from issue of shares	-	-
Dividends paid	-	-
Interest paid	(298,138,858)	(298,087,661)
Other receipt/payment	(1,097,065,768)	(915,400,426)
Net cash from financing activities	**(1,395,204,627)**	**(1,213,488,087)**
Net increase (decrease) in cash and cash equivalents	**14,102,084,239**	**27,048,571,541**
Cash and cash equivalents at beginning of the period	35,705,074,523	8,656,502,983
Effect of exchange rate fluctuations on cash and cash equivalents held		
Cash and cash equivalents at the end of the period	**49,807,158,761**	**35,705,074,522**

Statement of Distributable Profit or Loss

for the year ended 32nd Ashad 2082 (16 July 2025)
As per NRB Regulation

Particulars	Current Year	Previous Year
Net Profit/(loss) as per Statement of Profit or Loss	**3,078,030,919**	**28,420,037**
Appropriation		
a. General Reserve	(615,606,184)	(5,684,007)
b. Foreign Exchange Fluctuation fund	(909,136)	(83,436)
c. Capital redemption reserve	-	-
d. Corporate social responsibility fund	(8,618,979)	12,964,906
e. Employees training fund	(22,537,024)	(15,089,687)
f. Other		
- Debenture Redemption Reserve	(388,888,889)	(388,888,889)
- Employees Welfare Fund	(30,780,309)	(284,200)
Profit/(loss) before regulatory adjustment	**2,010,690,398**	**(368,645,276)**
Regulatory Adjustments:		
a. Interest Receivable (-)/previous accrued interest received(+)	(64,600,077)	344,451,388
b. Short loan loss provision in accounts(-)/reversal(+)	-	-
c. Short provision for possible losses on investment(-)/ reversal(+)	-	-
d. Short provision for possible losses on Non-Banking Assets (-)/reversal(+)	(30,727,379)	(5,073,216)
e. Deferred Tax Assets recognized(-)/reversal(+)	(475,851,551)	(199,177,303)
f. Goodwill recognized (-)/Impairment of Goodwill(+)	-	-
g. Bargain purchase gain recognized (-)/reversal(+)	-	-
h. Actuarial Loss recognized (-)/reversal(+)	(1,862,989,801)	(737,020,227)
i. Other (+/-)	-	-
- *Fair Value of Investment Securities*	-	-
- *Investment Adjustment Reserve*	(30,000,000)	
Net Profit/(loss) for the year end Ashad 2082 available for distribution	**(453,478,411)**	**(965,464,634)**
Opening Retained Earning as on Shrawan 1 2081	(965,074,675)	389,959
Adjustment(+/-)		
Others		
Distribution:		
Bonus shares issued	-	-
Cash Dividend paid	-	-
Total Distributable profit or (loss) as on Ashad end 2082	**(1,418,553,086)**	**(965,074,675)**
Annualized Distributable Profit/Loss per share	-9.65%	-6.57%

Statement of Changes in Equity

Figures in NPR

Particulars	Share Capital	Share premium	General reserve	Exchange equalisation reserve	Regulatory Reserve	Fair Value Reserve	Revaluation Reserve	Retained earning	Other reserve	Total	Non-controlling interest	Total equity
Balance at 1st Shrawan 2080	**14,694,022,928**	**-**	**7,952,622,366**	**87,340,885**	**5,696,490,660**	**3,155,001,112**	**7,743,591,321**	**389,959**	**(2,806,787,423)**	**36,522,671,808**	**-**	**36,522,671,808**
Adjustment/ Restatement										-		-
Adjusted/Restated balance at 1st Shrawan 2080	**14,694,022,928**	**-**	**7,952,622,366**	**87,340,885**	**5,696,490,660**	**3,155,001,112**	**7,743,591,321**	**389,959**	**(2,806,787,423)**	**36,522,671,808**	**-**	**36,522,671,808**
Comprehensive income for the year									-	-		-
Profit for the year								**28,420,037**	**-**	**28,420,037**		**28,420,037**
Other comprehensive income, net of tax									-	-		-
Gains/(losses) from investment in equity instruments measured at fair value.						(144,004,409)			-	**(144,004,409)**		(144,004,409)
Gains/(losses) on revaluation									-	-		-
Actuarial gains/(losses) on defined benefit plans									(737,020,227)	**(737,020,227)**		(737,020,227)
Gains/(losses) on cash flow hedges									-	-		-
Exchange gains/(losses) (arising from translating financial assets of foreign operation)									-	-		-
Total Comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**(144,004,409)**	**-**	**28,420,037**	**(737,020,227)**	**(852,604,599)**	**-**	**(852,604,599)**
Transfer to reserve during the year			5,684,007	83,436	596,819,358				391,297,870	993,884,672		993,884,672
Transfer from reserve during the year					-	-		(993,884,672)	-	(993,884,672)		(993,884,672)
Deferred tax impact of respective reserve									-	-		-
Transactions directly recognised in equity									-	-		-
Share issued									-	-		-
Share based payment									-	-		-
Dividends to equity holders									-	-		-
Bonus shares issued								-	-	-		-
Cash dividend paid									-	-		-
Other (FPO Tax)								-	(34,375,790)	(34,375,790)		(34,375,790)
Total contributions by and distributions	**-**	**-**	**5,684,007**	**83,436**	**596,819,358**	**-**	**-**	**(993,884,672)**	**356,922,080**	**(34,375,790)**	**-**	**(34,375,790)**
Balance at 31st Ashad 2081	**14,694,022,928**	**-**	**7,958,306,373**	**87,424,321**	**6,293,310,018**	**3,010,996,703**	**7,743,591,321**	**(965,074,675)**	**(3,186,885,570)**	**35,635,691,419**	**-**	**35,635,691,419**
Balance at 1st Shrawan 2081	**14,694,022,928**	**-**	**7,958,306,373**	**87,424,321**	**6,293,310,018**	**3,010,996,703**	**7,743,591,321**	**(965,074,675)**	**(3,186,885,570)**	**35,635,691,419**	**-**	**35,635,691,419**
Adjustment/ Restatement										-		-
Adjusted/Restated balance at 1st Shrawan 2081	**14,694,022,928**	**-**	**7,958,306,373**	**87,424,321**	**6,293,310,018**	**3,010,996,703**	**7,743,591,321**	**(965,074,675)**	**(3,186,885,570)**	**35,635,691,419**	**-**	**35,635,691,419**
Comprehensive income for the year									-	-		-
Profit for the year								**3,078,030,919**	**-**	**3,078,030,919**		**3,078,030,919**
Other comprehensive income, net of tax									-	-		-
Gains/(losses) from investment in equity instruments measured at fair value.						766,208,232			-	**766,208,232**		766,208,232
Gains/(losses) on revaluation									-	-		-
Actuarial gains/(losses) on defined benefit plans									(1,862,989,801)	**(1,862,989,801)**		(1,862,989,801)
Gains/(losses) on cash flow hedges									-	-		-
Exchange gains/(losses) (arising from translating financial assets of foreign operation)									-	-		-
Total Comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**766,208,232**	**-**	**3,078,030,919**	**(1,862,989,801)**	**1,981,249,350**	**-**	**1,981,249,350**
Transfer to reserve during the year			615,606,184	909,136	2,434,168,808				480,825,202	3,531,509,329		3,531,509,329
Transfer from reserve during the year					-	-		(3,531,509,329)	-	(3,531,509,329)		(3,531,509,329)
Deferred tax impact of respective reserve									-	-		-
Transactions directly recognised in equity									-	-		-
Share issued									-	-		-
Share based payment									-	-		-
Dividends to equity holders									-	-		-
Bonus shares issued								-	-	-		-
Cash dividend paid									-	-		-
Other								-	(284,200)	(284,200)		(284,200)
Total contributions by and distributions	**-**	**-**	**615,606,184**	**909,136**	**2,434,168,808**	**-**	**-**	**(3,531,509,329)**	**480,541,002**	**(284,200)**	**-**	**(284,200)**
Balance at 32nd Ashad 2082	**14,694,022,928**	**-**	**8,573,912,557**	**88,333,457**	**8,727,478,826**	**3,777,204,935**	**7,743,591,321**	**(1,418,553,086)**	**(4,569,334,369)**	**37,616,656,569**	**-**	**37,616,656,569**