Kumud Tripathy & Co. Chartered Accountants

Chartered Accountants

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF POWER TRANSMISSION COMPANY NEPAL LTD.

Report on Financial Statements

We have audited the accompanying financial statements of Power Transmission Company Nepal Ltd., which comprise the balance sheet as of Ashadh 31, 2073 (Corresponding to July 15, 2016) and the income statement, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Nepal Accounting Standards. This responsibility includes; designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Nepal Standards on Auditing to the extent applicable. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.





Opinion

In our opinion, except for the effects of the matter described below under other matter paragraph, the financial statements give a true and fair view of the financial position of Power Transmission Company Nepal Ltd. as of Ashadh 31, 2073 (Corresponding to July 15, 2016) and of its financial performance and its cash flows for the year ended on that date in accordance with Nepal Financial Reporting Standards.

Other Matter

As per Section 10 of Value Added Tax Act, 2052 and Section 7 of the Value Added Tax Rule 2053, if the annual turnover is expected to exceed the threshold amount, the company has to apply for VAT registration as prescribed. However, we found that the company has not applied for VAT registration though its estimated annual turnover exceeds the threshold limit. Any liability on account of not being registered with VAT may have impact on the financial statements.

Report on Other Legal and Regulatory Requirements

We further report that:

- 1. 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.
- 2. In our opinion, the company has kept proper books of accounts as required by the law so far, as appears from our examination of such books.
- 3. The Balance Sheet, the Income Statement, the Statement of Changes in Equity and the Cash Flow Statement referred to in this report are prepared as per the provisions of the Companies Act, 2063 and are in agreement with the books of accounts.
- 4. In our opinion and to the best of our information and according to the explanations given to us, the board of directors or the representative or any employee of the company has neither acted contrary to the legal provisions relating to accounts nor committed any misappropriation of funds or caused loss or damage to the company.

Date: Marga 29, 2073 (December 14, 2016)

Place: Kathmandu, Nepal

For, M/S Kumud Tripathy, FCA, ISA For, M/S Kumud Tripathy & Co. Chartered Accountants

Durbarmarg, Kathmandu

Balance Sheet

As at 15th July, 2016 (Corresponding Nepali Date Ashadh 31, 2073)

| Particulars | Schedules | As at 15.07 | .2016 | As at 16. | 07.2015 |
|---------------------------------|------------|------------------|----------------|------------------|----------------|
| Particulars | Scriedules | Amount in NRs | Amount in INR | Amount in NRs | Amount in INR |
| Equity & Liabilities | | | | | |
| Shareholder's Fund | | | | | |
| Share Capital | 1 | 300,000,000.00 | 187,500,000.00 | 247,000,000.00 | 154,375,000.00 |
| Reserve & Surplus | 2 | 41,022,003.56 | 25,638,752.23 | - | |
| Total Shareholder's Fund | | 341,022,003.56 | 213,138,752.23 | 247,000,000.00 | 154,375,000.00 |
| Non Current Liabilities | | | | | |
| Long Term Borrowing | 3 | 828,380,678.35 | 517,737,923.97 | 567,133,718.20 | 354,458,573.87 |
| Total Non Current Liabilities | | 828,380,678.35 | 517,737,923.97 | 567,133,718.20 | 354,458,573.87 |
| Current Liabilities | | | | | |
| Provision | 4 | 11,281,050.98 | 7,050,656.86 | - | - |
| Sundry Creditors & Payables | 5 | 117,543,489.31 | 73,464,680.82 | 302,972,395.07 | 189,357,746.92 |
| Total Current Liabilities | | 128,824,540.29 | 80,515,337.68 | 302,972,395.07 | 189,357,746.92 |
| Total Equity & Liabilities | | 1,298,227,222.20 | 811,392,013.88 | 1,117,106,113.27 | 698,191,320.78 |
| Assets | | | | | |
| Non Current Assets | | | | | |
| Property, Plant and Equipment | 6 | 1,216,364,151.88 | 760,227,594.92 | 1,744,568.33 | 1,090,355.21 |
| Capital Work In Progress (CWIP) | 7 | - | - | 789,088,198.08 | 493,180,123.80 |
| Project Development Cost | 8 | - | - | 243,814,903.69 | 152,384,314.81 |
| Total Non Current Assets | | 1,216,364,151.88 | 760,227,594.92 | 1,034,647,670.10 | 646,654,793.81 |
| Current Assets | | | | | |
| Advance and Deposits | 9 | 41,734,004.86 | 26,083,753.03 | 25,887,768.94 | 16,179,855.59 |
| Inventory | | 99,422.00 | 62,138.75 | _ | - |
| Cash & Bank Balance | 10 | 40,029,643.47 | 25,018,527.17 | 56,570,674.23 | 35,356,671.39 |
| Total Current Assets | | 81,863,070.33 | 51,164,418.95 | 82,458,443.17 | 51,536,526.98 |
| Total Assets | | 1,298,227,222.20 | 811,392,013.88 | 1,117,106,113.27 | 698,191,320.78 |

Significant accounting policies &

notes to accounts

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Subject to our report of even date.

CA Kumud Tripathy, FCA For M/S Kumud Tripathy & Co.

Chartered Accountants

For & on behalf of Board of Directors

Director: Rajeev Sharma

Director: CA Lekhnath Koirala

Chief Executive Officer: Om Prakash Mahato

Account Officer: Janak Prasad Dahal

Date: December 14, 2016

Place: Kathmandu

Durbarmarg, Kathmandu

Income Statement

For the period 19th February, 2016 to 15th July 2016 (Corresponding Nepali Date 7th Falgun, 2072 to 31st Ashadh 2073)

| Particulars | Schedu | 2072 | /73 | 2071 | 1/72 |
|---------------------------------------|--------|-----------------|-----------------|---------------|---------------|
| Faiticulars | le | Amount in NRs | Amount in INR | Amount in NRs | Amount in INR |
| | | | | 13.0 | |
| Revenue (Transmission Service Charge) | | 100,841,414.00 | 63,025,883.75 | - | - |
| Less : Rebate | | (1,807,129.44) | (1,129,455.90) | - | - |
| Total Operating Income | | 99,034,284.56 | 61,896,427.85 | | |
| Total Operating Expenses | 11 | (1,100,821.92) | (688,013.70) | - | - |
| Gross Profit | | 97,933,462.64 | 61,208,414.15 | - | - |
| Interest Income | | 232,150.91 | 145,094.32 | - | - |
| Other Income | | 93,475.00 | 58,421.88 | - | - |
| Administrative Expenses | 12 | (7,011,754.07) | (4,382,346.29) | - | - |
| Depreciation | | (21,015,400.12) | (13,134,625.07) | - | - |
| Interest Expenses | | (17,928,879.82) | (11,205,549.89) | - | - |
| Net Profit before Bonus and Tax | | 52,303,054.54 | 32,689,409.09 | - | - |
| Provision for Employee's Bonus | | (1,025,550.09) | (640,968.81) | , + | - |
| Provision for Tax | | | | | |
| Current Tax | | (10,255,500.89) | (6,409,688.06) | - | _ |
| Deferred Tax | | | , , , | | |
| Net Profit transferred to | | | | | |
| Reserve & Surplus | | 41,022,003.56 | 25,638,752.23 | - | - |

Subject to our report of evan date.

CA Kumud Tripathy, FCA
For M/S Kumud Tripathy & Co.
Chartered Accountants

For & on behalf of Board of Directors

Director: Rajeev Sharma

Director: CA Lekhnath Koirala

Chief Executive Officer: Om Prakash Mahato

Account Officer: Janak Prasad Dahal

Date: December 14, 2016

Place: Kathmandu



Durbarmarg, Kathmandu

Cash Flow Statement

For the period 17th July, 2015 to 15th July, 2016 (1st Shrawan, 2072 to 31st Asadh, 2073)

| For the period 1/th July, Particulars | 2072/ | | 2071 | |
|---|--------------------|------------------|---|------------------|
| 1 31 31 31 31 31 31 31 31 31 31 31 31 31 | Amount in NRs. | Amount in INR | Amount in NRs. | Amount in INR |
| | | | | |
| Cash Flows from Operating Activities | | | | |
| Profit(loss) Before Bonus & Tax | 52,303,054.54 | 32,689,409.09 | - | - |
| Adjustment for: | | | | |
| Depreciation | 21,015,400.12 | 13,134,625.07 | 499,939.89 | 312,462.43 |
| Operating Surplus/(Deficit) before | | | | |
| Working Capital Changes | 73,318,454.66 | 45,824,034.16 | 499,939.89 | 312,462.43 |
| Increase/(Decrease) in Sundry Creditors | | | | |
| & Payables | (185,428,905.76) | (115,893,066.10) | 144,425,708.68 | 90,266,067.93 |
| (Increase)/Decrease in Advance and | | | | |
| Deposits | (15,846,235.92) | (9,903,897.45) | 42,631,250.18 | 26,644,531.36 |
| (Increase)/Decrease in Stock | (99,422.00) | (62,138.75) | - | • |
| Blot Cock Head in Operating Activities | (139.056.100.03) | (80,035,068.14) | 187,556,898.75 | 117,223,061.72 |
| Net Cash Used in Operating Activities | (128,056,109.02) | (80,033,068.14) | 107,330,030.73 | 117,223,001.72 |
| Cash Flows from Investing Activities | | | | |
| Purchase of property, Plant & Equipment | (1,235,634,983.66) | (772,271,864.79) | (226,706.96) | (141,691.85) |
| (Increase)/Decrease in Capital WIP(| 700 000 400 00 | 400 400 400 00 | (704 400 004 34) | (400 350 550 00 |
| Transmission Line) | 789,088,198.08 | 493,180,123.80 | (784,400,894.24) | (490,250,558.90) |
| (Increase)/Decrease in Project Development Cost | 242 914 002 60 | 150 204 214 01 | (71 669 455 70) | (44 702 794 97 |
| Development Cost | 243,814,903.69 | 152,384,314.81 | (71,668,455.79) | (44,792,784.87) |
| Net Cash used in Investing Activities | (202,731,881.89) | (126,707,426.18) | (856,296,056.99) | (535,185,035.62) |
| | | | | |
| C Cash Flows from Financing Activities Increase/(Decrease)in Share Capital | 53,000,000.00 | 33,125,000.00 | 237,000,000.00 | 148,125,000.00 |
| Increase/(Decrease)in Share Application Money | _ | _ | (50,000,000.00) | (31,250,000.00 |
| Increase/(Decrease)in Long Term | | | (50)000,000.00) | (52)250,000.00 |
| Borrowing | . 261,246,960.15 | 163,279,350.09 | 496,656,333.73 | 310,410,208.58 |
| Net Cash Flows from Financing Activities | 314,246,960.15 | 196,404,350.09 | 683,656,333.73 | 427,285,208.58 |
| Net Increase/(Decrease) in Cash and | 314,240,300.13 | 130,404,330.09 | 003,030,333.73 | 427,203,200.38 |
| Cash Equivalents | (16,541,030.76) | (10,338,144.22) | 14,917,175.49 | 9,323,234.68 |
| Cash and Cash Equivalents at the | (10,541,030.70) | (10,330,144.22) | 14,317,173.43 | 3,323,234.00 |
| beginning of the period | 56,570,674.23 | 35,356,671.39 | 41,653,498.74 | 26,033,436.71 |
| Cash and Cash Equivalents at the end of | 30,370,074.23 | 33,330,071.33 | 41,000,400.74 | 20,033,430.71 |
| the period | 40,029,643.47 | 25,018,527.17 | 56,570,674.23 | 35,356,671.39 |
| • | | | AND THE RESIDENCE OF THE PARTY | ^ |

For & on behalf of Board of Directors

Director: Rajeev Sharma

Director: CA Lekhnath Koirala

Chief Executive Officer: Om Prakash Mahato

Account Officer: Janak Prasad Dahal

CA Kumud Tripathy, FCA For M/S Kumud Tripathy & Co.

Durbarmarg, Kathmandu

Statement of Changes in Equity

For the period 17th July, 2015 to 15th July, 2016 (1st Shrawan, 2072 to 31st Asadh, 2073)

Amount in NRs

| | | | | AIIIOUIILIII INKS |
|--|----------------|-------------------|---------------|-------------------|
| | Share Capital | Share Application | Retained | Total |
| | | Money | Earning | |
| Particulars | | | | |
| | Amount in NRs | Amount in NRs | Amount in NRs | Amount in NRs |
| Balance as at 16th July, 2014 | 10,000,000.00 | 50,000,000.00 | - | 60,000,000.00 |
| Net Gain & Losses not recognised in the | | | | |
| Income Statement | | | | - |
| Net surplus/(Deficit) for the period | | | | - |
| Increase/(Decrease) in Share Capital | 237,000,000.00 | _ | - | 237,000,000.00 |
| | | | | |
| Increase/(Decrease) in Application Money | _ | (50,000,000.00) | - | (50,000,000.00) |
| Balance as at 16th July, 2015 | 247,000,000.00 | - | - | 247,000,000.00 |
| Net Gain & Losses not recognised in the | | | | |
| Income Statement | - | | | - |
| Net surplus/(Deficit) for the period | - | | 41,022,003.56 | 41,022,003.56 |
| Increase/(Decrease) in Share Capital | 53,000,000.00 | _ | - | 53,000,000.00 |
| | | | | |
| Increase/(Decrease) in Application Money | _ | _ | _ | _ |
| Balance as at 15th July, 2016 | 300,000,000.00 | - | 41,022,003.56 | 341,022,003.56 |

Amount in INR

| Particulars | Share Capital | Share Application Money | Retained Earning | Total |
|--|----------------|----------------------------|---------------------|-----------------|
| | Amount inINR | Amount in INR | Amount in INR | Amount in INR |
| Balance as at 16th July, 2014 | 6,250,000.00 | 31,250,000.00 | - | 37,500,000.00 |
| Surplus on Revaluation of Properties | - | - | - | - |
| Deficit on Revaluation of Investment | - | - | - | |
| Currency Translation differences | | - | - | _ |
| Increase/(Decrease) in Share Capital | 148,125,000.00 | - | _ | 148,125,000.00 |
| | | | | |
| Increase/(Decrease) in Application Money | - | (31,250,000.00) | - | (31,250,000.00) |
| Balance as at 16th July, 2015 | 154,375,000.00 | - | - | 154,375,000.00 |
| Net Gain & Losses not recognised in the | • | | | |
| Income Statement | - | - | - | - |
| Net surplus/(Deficit) for the period | - | - | 25,638,752.23 | 25,638,752.23 |
| Increase/(Decrease) in Share Capital | 33,125,000.00 | - | - | 33,125,000.00 |
| | | | | |
| Increase/Decrease in Application Money | - | - | - | - |
| Balance as at 15th July, 2016 | 187,500,000.00 | - | 25,638,752.23 | 213,138,752.23 |

For & on behalf of Board of Directors

Director: Rajeev Sharma

Director: CA Lekhnath Koirala

Chief Executive Officer: Om Prakash Mahato

Account Officer: Janak Prasad Dahal

CA Kumud Tripathy, FCA For M/S Kumud Tripathy & Co.

Durbarmarg, Kathmandu

Schedules forming part of the financial statements for the year ended 15th July, 2016 (31st Asadh, 2073)

Schedule-1

Share Capital

| Particulars | As at 15. | .07.2016 | As at 16.0 | 07.2015 |
|--|----------------|----------------|----------------|----------------|
| Turrediais | Amount in NRs | Amount in INR | Amount in NRs | Amount in INR |
| Authorised Capital | | | | |
| 4,500,000 Ordinary Shares of NRs 100.00 each | 450,000,000.00 | 281,250,000.00 | 300,000,000.00 | 187,500,000.00 |
| Issue Capital | | | | |
| 4,000,000 Ordinary Shares of NRs 100.00 each | 400,000,000.00 | 250,000,000.00 | 260,000,000.00 | 162,500,000.00 |
| Subscribed & Paid up Capital | | | | |
| Nepal Electricity Authority (NEA) | 150,000,000.00 | 93,750,000.00 | 130,000,000.00 | 81,250,000.00 |
| (1,500,000 Ordinary Shares of NRs 100.00 each) | | | | |
| Powergrid Corporation of India Limited. (PGCIL) | 78,000,000.00 | 48,750,000.00 | 67,600,000.00 | 42,250,000.00 |
| (780,000 Ordinary Shares of NRs 100.00 each) | | | | |
| Hydroelectricity Investment and Development Co. Ltd.(H | 42,000,000.00 | 26,250,000.00 | 36,400,000.00 | 22,750,000.00 |
| (420,000 Ordinary Shares of NRs 100.00 each) | | | | |
| IL & FS Energy Development Co. (IEDCL) | 30,000,000.00 | 18,750,000.00 | 13,000,000.00 | 8,125,000.00 |
| (300,000 Ordinary Shares of NRs 100.00 each) | | | | |
| Total | 300,000,000.00 | 187,500,000.00 | 247,000,000.00 | 154,375,000.00 |

Schedule-2

Reserve & Surplus

| Particulars | As at 15.07 | 7.2016 | As at 16. | 07.2015 |
|---|---------------|---------------|---------------|---------------|
| , articulars | Amount in NRs | Amount in INR | Amount in NRs | Amount in INR |
| Opening Balance | - | - | - | - |
| Net Profit (Loss) For the period between 19th Feb | | | | |
| 2016 to 15th July 2016 | 41,022,003.56 | 25,638,752.23 | - | |
| Total | 41,022,003.56 | 25,638,752.23 | - | - |

Schedule-3

Long Term Borrowing

| Particulars | As at 15.07. | 2016 | As at 16.07 | 7.2015 |
|--|----------------|----------------|----------------|----------------|
| · drecarding | Amount in NRs | Amount in INR | Amount in NRs | Amount in INR |
| Loan from NEA under Subsidiary Financing | | | | |
| Agreement | 794,407,624.12 | 496,504,765.08 | 553,175,921.55 | 345,734,950.97 |
| Interest Accrued | 33,973,054.23 | 21,233,158.89 | 13,957,796.65 | 8,723,622.91 |
| Total | 828,380,678.35 | 517,737,923.97 | 567,133,718.20 | 354,458,573.87 |

Schedule-4

Provisions

| Particulars | As at 15.0 | 07.2016 | As at 16. | 07.2015 |
|---------------------|---------------|---------------|---------------|---------------|
| | Amount in NRs | Amount in INR | Amount in NRs | Amount in INR |
| Provision for Bonus | 1,025,550.09 | 640,968.81 | - | - |
| Provision for Tax | 10,255,500.89 | 6,409,688.06 | | _ |
| Total | 11,281,050.98 | 7,050,656.86 | - | - |

For & on behalf of Board of Directors

Director: Rajeev Sharma

Director: CA Lekhnath Koirala

Chief Executive Officer: Om Prakash Mahato

Account Officer: Janak Prasad Dahal

CA Kumud Tripathy, FCA
For M/S Kumud Tripathy & Co.

Durbarmarg, Kathmandu

Schedule-5

Sundry Creditors & Payables

| Sundi y Creditors & Payables | As at 15. | 07.2016 | As at 16. | 07.2015 |
|--|----------------|---------------|----------------|----------------|
| Particulars | Amount in NRs | Amount in INR | Amount in NRs | Amount in INR |
| Nepal Electricity Authority (NEA) | 15,428,198.63 | 9,642,624.14 | 49,511,251.31 | 30,944,532.07 |
| IL & FS Energy Development Co. | 814,248.77 | 508,905.48 | 23,660,000.00 | 14,787,500.00 |
| Cross Border Power Transmission Co.Pvt.Ltd | 305,484.00 | 190,927.50 | 305,484.00 | 190,927.50 |
| Nepal Electricity Authority -(Staff Loan payable to NEA) | 189,575.00 | 118,484.38 | 390,325.00 | 243,953.13 |
| Power Grid Corporation India Limited Excess Equity Payable | 46,495.60 | 29,059.75 | 57,075.20 | 35,672.00 |
| Tata Project s Limited India-Contracts/Services | 2,916,099.80 | 1,822,562.38 | 124,807,119.60 | 78,004,449.75 |
| Kumud Tripathy &Co. Chartered Accountants | 144,950.00 | 90,593.75 | 66,900.00 | 41,812.50 |
| JKK & Associates Chartered Accountants | 133,800.00 | 83,625.00 | - | - |
| Sajha Pasal Sewa | 10,370.81 | 6,481.76 | 29,493.21 | 18,433.26 |
| Ratish Traders Janakpur | 107,333.33 | 67,083.33 | 112,000.00 | 70,000.00 |
| V. Oil Stores Janakpur | 15,751.58 | 9,844.74 | 52,402.25 | 32,751.41 |
| Balaju Auto Works Ltd | 56.25 | 35.16 | - | - |
| Nepal Telecom | 5,802.26 | 3,626.41 | 8,984.75 | 5,615.47 |
| Dhs Consult & Associates Putalisadak | 45.00 | 28.13 | 45.00 | 28.13 |
| NEA-interest Payable | 17,928,879.82 | 11,205,549.89 | | - |
| Patan Dhoka Stationary | 8,451.30 | 5,282.06 | - | - |
| Earnest Money Deposit (Retention Money) | 78,509,210.89 | 49,068,256.81 | 70,367,872.76 | 43,979,920.48 |
| TDS Payable - Various Parties | 958,238.02 | 598,898.76 | 417,315.06 | 260,821.91 |
| TDS Payable-Employee | 251.75 | 157.34 | 432.00 | 270.00 |
| Liability to Employee | 20,246.50 | 12,654.06 | - | - |
| N K Verma & Associates | - | - | 84,975.00 | 53,109.38 |
| A. Kumar & Co | - | - | 8,500.00 | 5,312.50 |
| Usha Bista Sanepa Lalitpur | - | - | 70,200.00 | 43,875.00 |
| Power Grid Corporation India Limited (Consultancy Service) | - | - | 12,668,112.87 | 7,917,570.54 |
| Mosic Technologies Pvt Ltd | - | - | 40,140.00 | 25,087.50 |
| Dayakanta Jha Janakpur-4 | - | - | 27,225.00 | 17,015.63 |
| Shanti Kiran Consultant Pvt Ltd Kathmandu 7 | - | - | 450,801.19 | 281,750.74 |
| Tata Projects Limited India For 1% Import Duty | - | | 2,017,680.00 | 1,261,050.00 |
| Ganapati Steel Furniture Industries, Janakpurdham | - | - | 319,633.34 | 199,770.84 |
| Shanti Nirman Sewa | - | - | 288,790.58 | 180,494.11 |
| Jay Shankar Nirman Sewa | - | - | 288,495.10 | 180,309.44 |
| Singha Construction | - 1 | - | 282,079.39 | 176,299.62 |
| Shree Manakamana General Suppliers | - | - | 3,015.08 | 1,884.43 |
| TATA project limited India VAT | - | - | 13,619,041.31 | 8,511,900.82 |
| Payable to TATA (advance) | | - | 3,013,896.30 | 1,883,685.19 |
| Badri Narayan Sah | >n | - | 3,109.77 | 1,943.61 |
| Total | 117,543,489.31 | 73,464,680.82 | 302,972,395.07 | 189,357,746.92 |

For & on behalf of Board of Directors

Director: Rajeev Sharma

Director: CA Lekhnath Koirala

Chief Executive Officer: Om Prakash Mahato

Account Officer: Janak Prasad Dahal

CA Kumud Tripathy, FCA

For M/S Kumud Tripathy & Co.

Power Transmission Company Nepal Ltd. Property, Plant & Equipment as Per Income Tax As at 31st Ashadh 2073 (15th July, 2016)

| | | | | | | | , | | | | S | Schedule 6 All Amounts in NPR | |
|--------------------------------|------|-------------------|--------------|------------------|-------------------|----------|-------------------|---------------|---------------|---------------------------|----------------------|-------------------------------|---------------------|
| Particulars | Pool | Pool Depreciation | | , | | | | | Depreciation | | | Net Block | × |
| | | Rate | Opening | Addition | Absorbed Addition | Disposal | Depreciation Base | up to preyear | This period | Total as on 15.07.2016 | Unabsorbed Additions | As on 15.07,2016 | As on 16.07.2015 |
| Land | A | | | | | | , | | | , | , | | , |
| Transmission Line | ٧. | 2% | , | 1,235,404,233.66 | 411,801,411.22 | | 411,801,411.22 | , | 20,590,070.56 | 20,590,070.56 | 823,602,822.44 | 1,214,814,163.10 | , |
| Furniture & Fixture | В | 25% | 462,529.83 | 4 | | • | 462,529.83 | 363,607,22 | 115,632.46 | 479,239.68 | • | 346,897.37 | 462,529.83 |
| Office Equipments | В | 25% | 717,086.61 | 3 | , | ٠ | 717,086.61 | 543,346.47 | 179,271.65 | 722,618.12 | , | 537,814.96 | 117,086.61 |
| Total Pool | В | | 1,179,616.44 | 1 | , | , | 1,179,616,44 | 906,953,69 | 294,904,11 | 1,201,857.80 | , | 884,712,33 | 1,179,616.44 |
| Vehicles | Ü | 20% | , | 230,750.00 | 153,833.33 | | 153,833.33 | | 30,766.67 | 30,766.67 | 76,916.67 | 199,983,34 | , |
| Miscellaneous Assets | ۵ | 15% | 483,591.89 | | , | | 483,591.89 | 183,898.91 | 72,538.78 | 256,437.69 | | 411,053.11 | 483,591.89 |
| Accounting and Payroll Softwar | a E | 1/5 | 81,360.00 | | 1 | • | 81,360.00 | 54,240.00 | 27,120.00 | 81,360.00 | 4 | 54,240.00 | 81,360.00 |
| Total | | | 1,744,568,33 | 1,235,634,983.66 | 411,955,244,55 | | 413,699,812.88 | 1,145,092.60 | 21,015,400.12 | 22,160,492.71 | 823,679,739,11 | 1,216,364,151,88 | 1,744,568,33 |

Capital Work in Progress

493,180,123.80 452,452,607.80 Schedule 7 As at 16.07.2015 723,924,172.48 65,164,025.60 789,088,198.08 Amount in NRs Amount in INR As at 15.07.2016 Amount in NRs roject Consultancy & Development ransmission Line 400 Kv Particulars

For & on behalf of Board of Directors

Director: CA Lekhnath Koirala

Chief Executive Officer: Om Prakash Mahato

Account Officer: Janak Prasad Dahal





For M/S Kumud Tripathy & Co. CA Kumud Tripathy, FCA Chartered Accountants

Schedule - 6 Property, Plants & Equipments As at Ashadh 31, 2073 (July 15, 2016)

Schedule 6 All Amounts in NPR

| | | | Gross Block | ck | | Accumulated depre | Accumulated depreciation/ amortisation | | | Net block | SK. |
|---------------|-------------------------|--------------|------------------|-------------|------------------|-------------------|--|--------------------------|---------------|------------------|--------------|
| Particulars | Rate of Depreciation | As on | Additions | Deletions/ | As on | As on | 17th July, 2015 to | Deletions/ Adjustment | As on | As on | As on |
| | | 17.07.2015 | | Aajustments | 15.07.2016 | 17.07.2015 | 15th July, 2016 | vs. | 15.07.2016 | 15.07.2016 | 16-07-2015 |
| | | | | | | | | | | | |
| Furniture & | | | | | | | | | | | |
| Fixtures | 25% | 826,137.05 | | | 826,137.05 | 363,607.22 | 115,632.46 | , | 479,239.68 | 346,897.37 | 462,529.83 |
| Office | | | | | | | | | | | |
| Equipments | 25% | 1,260,433.08 | | | 1,260,433.08 | 543,346.47 | 179,271.65 | • | 722,618.12 | 537,814.96 | 717,086.61 |
| Vehicle | 20% | | 230,750.00 | | 230,750.00 | 1 | 30,766.67 | | 30,766.67 | 199,983.34 | |
| Miscellaneous | | | 1 | | | | | | | | |
| Assets | 15% | 667,490.80 | | ı | 667,490.80 | 183,898.91 | 72,538.78 | | 256,437.69 | 411,053.11 | 483,591.89 |
| Accounting | | | | | | | | | | | |
| and payroll | | | | | | | | | | | |
| Software | 1/5 | 135,600.00 | | | 135,600.00 | 54,240.00 | 27,120.00 | 1 | 81,360.00 | 54,240.00 | 81,360.00 |
| Transmission | 200 | | | | | | | | | | |
| Line 400 Kv | 07.0 | - | 1,235,404,233.66 | | 1,235,404,233.66 | | 20,590,070.56 | | 20,590,070.56 | 1,214,814,163.10 | |
| Total | | 2,889,660.93 | 1.235,634,983,66 | 1 | 1.238.524.644.59 | 1.145,092,60 | 21,015,400,12 | 1 | 22,160,492,72 | 1,216,364,151,88 | 1,744,568.33 |

All Amounts in INR

| | | | Gross Block | × | | Accumulated depre | Accumulated depreciation/ amortisation | | | Net block | Č, |
|---------------------------------------|-----|--------------|----------------|-------------|----------------|-------------------|--|--------------------------|---------------|----------------|--------------|
| Particulars | | As on | Additions | Deletions/ | As on | As on | 17th July, 2015 to | Deletions/ Adjustment | As on | As on | As on |
| | | 17.07.2015 | | Adjustments | 15.07.2016 | 17.07.2015 | TOTIL July, ZOTO | u | 15.07.2016 | 15.07.2016 | 16-07-2015 |
| | | | | | | | | | | | |
| Furniture & Fixtures | 25% | 516,335.66 | , 3m. | , | 516,335.66 | 227,254.51 | 72,270.29 | 1 | 299,524.80 | 216,810.86 | 289,081.14 |
| Office Eauipments | 25% | 787,770.68 | • | , | 787,770.68 | 339,591.54 | 112,044.78 | 1 | 451,636.33 | 336,134.35 | 448,179.13 |
| Vehicle | 20% | , | 144,218.75 | 1 | 144,218.75 | 1 | 19,229.17 | | 19,229.17 | 124,989.59 | , |
| Miscellaneous Assets | 15% | 417,181.75 | , | | 417,181.75 | 114,936.82 | 45,336.74 | - | 160,273.56 | 256,908.19 | 302,244.93 |
| Accounting and payroll Software | 1/5 | 84,750.00 | | | 84,750.00 | 33,900.00 | 16,950.00 | , | 50,850.00 | 33,900.00 | 50,850.00 |
| Transmission Line 400 Kv | 5% | . 1 | 772,127,646.04 | | 772,127,646.04 | , | 12,868,794.10 | | 12,868,794.10 | 759,258,851.94 | , |
| Total | | 1,806,038.08 | 772,271,864.79 | | 774,077,902.87 | 715,682.88 | 13,134,625.07 | | 13,850,307.95 | 760,227,594.92 | 1,090,355.21 |

For & on behalf of Board of Directors

Director: Rajeev Sharma

Director: CA Lekhnath Koirala

Chief Executive Officer: Om Prakash Mahato

Account Officer: Janak Prasad Dahal

Nebal Tid. Self Nebal Tid.

CA Kumud Tripathy, FCA
For M/S Kumud Tripathy & Co.

Durbarmarg, Kathmandu

Schedules forming part of the Accounts for the year ended Ashad 31, 2073 (15.07.2016)

Project Development Cost

Schedule - 8

| Particular | As at 15 | .07.2016 | As at 16. | 07.2015 |
|--------------------------------------|---------------|---------------|----------------|----------------|
| | Amount in NRs | Amount in INR | Amount in NRs | Amount in INR |
| Audit Fee | - | - | 399,450.00 | 249,656.25 |
| Bank Charges & Commission | - | - | 2,224,873.56 | 1,390,545.98 |
| Books & Periodicals Expenses | - | - | 20,030.00 | 12,518.75 |
| Depreciation | - | - | 1,145,092.56 | 715,682.85 |
| Water & Electricity | - | - | 164,895.85 | 103,059.91 |
| Fine & penalty | - | - | 10,900.00 | 6,812.50 |
| Loss on Exchange Variation | - | - | 2,918,128.87 | 1,823,830.54 |
| Rent-Office | - | - | 1,274,000.00 | 796,250.00 |
| Interest On NEA Loan | - | - | 13,989,684.13 | 8,743,552.58 |
| Project Consultancy & Development | - | | 21,286,543.04 | 13,304,089.40 |
| Notice Publishing Expenses | - | - | 1,191,359.66 | 744,599.79 |
| Miscellaneous Expenses | - | | 612,712.17 | 382,945.11 |
| Postage & Courier | - | - | 38,365.00 | 23,978.13 |
| Printing & Stationery | - | - | 586,541.99 | 366,588.74 |
| Project Development Cost(IEDCL) | - | - | 69,000,000.00 | 43,125,000.00 |
| Project Development Cost (NEA) | - | - | 78,014,967.27 | 48,759,354.54 |
| Entertainment Expenses | - | - | 782,567.47 | 489,104.67 |
| Registration & Renewal | - | - | 114,895.65 | 71,809.78 |
| Staff Salary & Allowances | - | - | 12,460,914.23 | 7,788,071.39 |
| Meeting Allowance | - | - | 2,082,733.60 | 1,301,708.50 |
| Telecommunication Charges | - | - | 552,480.48 | 345,300.30 |
| Travelling Expenses | - | - | 4,874,146.05 | 3,046,341.28 |
| Training Expenses | - | - | 134,832.00 | 84,270.00 |
| Repair & Maintenance -Vehicle | - | - | 769,649.73 | 481,031.08 |
| Repair & Maintenance - Miscellaneous | - | - | 121,565.70 | 75,978.56 |
| Vehicle Fuel & mobil | - | - | 1,760,592.06 | 1,100,370.04 |
| Rent-Vehicle | - | - | 4,155,183.34 | 2,596,989.59 |
| Compensation for Tree & Crops | - | _ | 22,293,667.50 | 13,933,542.19 |
| Organization Development Expense | - | - | 8,000.00 | 5,000.00 |
| Other Services | - | - | 870,926.03 | 544,328.77 |
| Ceremonial Expenses | - | - | 8,600.00 | 5,375.00 |
| Tender Sales Income | - | _ | (53,394.25) | (33,371.41) |
| Total | | - | 243,814,903.69 | 152,384,314.81 |

For & on behalf of Board of Directors

Director: Rajeev Sharma

Director: CA Lekhnath Koirala

Chief Executive Officer: Om Prakash Mahato

Account Officer: Mr. Janak Prasad Dahal

CA Kumud Tripathy, FCA, ISA For M/S Kumud Tripathy & Co. Chartered Accountants

Durbarmarg, Kathmandu

Advance and Deposits

| Particulars | As at 15.0 | 07.2016 | As at 16.07.2015 | |
|---|---------------|---------------|------------------|---------------|
| - Total Collais | Amount in NRs | Amount in INR | Amount in NRs | Amount in INR |
| Advance Payments to TATA Projects Ltd | 464,042.02 | 290,026.26 | | |
| Advance to Contractors (Sajha Pasal sewa) | 25,000.00 | 15,625.00 | 25,000.00 | 15,625.00 |
| Janak Prasad Dahal -Staff Loan | 189,575.00 | 118,484.38 | 222,825.00 | 139,265.63 |
| Advance Tax | 9,070,472.84 | 5,669,045.53 | | |
| Dist. Admin Office Dhanusa (Deposit for Land Acquisition) | 7,500,000.00 | 4,687,500.00 | 4,000,000.00 | 2,500,000.00 |
| Dist. Admin Office Mahottari (Deposit for Land Acquisition) | 14,000,000.00 | 8,750,000.00 | 14,000,000.00 | 8,750,000.00 |
| TSC Receivable from 1st July to 15th July 2016 | 10,484,915.00 | 6,553,071.88 | | |
| Claim Receivables/Tata Project Limited India TDS | | - | 7,472,443.94 | 4,670,277.46 |
| Sunil Kumar Mahato -Staff Loan | | - | 34,500.00 | 21,562.50 |
| Ashok Kumar Pandi -Staff Loan | - | | 133,000.00 | 83,125.00 |
| Total | 41,734,004.86 | 26,083,753.03 | 25,887,768.94 | 16,179,855.59 |

Schedule-10

Schedule-9

Cash and Bank Balance

| Particulars | As at 15. | .07.2016 | As at 16.07.2015 | |
|---------------------------------------|---------------|---------------|------------------|---------------|
| , articulars | Amount in NRs | Amount in INR | Amount in NRs | Amount in INR |
| Cash in Hand (As certified) | - | - | 18,997.50 | 11,873.44 |
| Cash at Bank | | | | |
| Bank of Kathmandu (Current A/C) | 519,089.40 | 324,430.88 | 4,696,130.22 | 2,935,081.39 |
| Standard Chartered Bank (Current A/C) | 534,500.91 | 334,063.07 | 51,545,817.80 | 32,216,136.13 |
| Nabil Bank Ltd (Current A/C) | 51,325.22 | 32,078.26 | 309,728.71 | 193,580.44 |
| Sanima Bank (Current A/C) | 1,000.00 | 625.00 | | |
| Sanima Bank (Call A/C) | 38,923,727.94 | 24,327,329.96 | - | |
| Total | 40,029,643.47 | 25,018,527.17 | 56,570,674.23 | 35,356,671.39 |

For & on behalf of Board of Directors

Director: Rajeev Sharma

Director: CA Lekhnath Koirala

Account Officer: Janak Prasad Dahal

Chief Executive Officer: Om Prakash Mahato

CA Kumud Tripathy, FCA

For M/S Kumud Tripathy & Co.

Durbarmarg, Kathmandu

Schedule-11

Operating Expenses

For the period 19th February, 2016 to 15th July 2016 (Corresponding Nepali Date 7th Falgun, 2072 to 31st Ashadh 2073)

| Particulars | 2072 | 2/73 | 2071/72 | |
|--------------------------|---------------|---------------|---------------|---------------|
| Faiticulais | Amount in NRs | Amount in INR | Amount in NRs | Amount in INR |
| O & M fee payable to NEA | 1,100,821.92 | 688,013.70 | - | - |
| (As per O & M Agreement) | | | | |
| Total | 1,100,821.92 | 688,013.70 | - | • |

Schedule-12

Administrative Expenses

For the period 19th February, 2016 to 15th July 2016 (Corresponding Nepali Date 7th Falgun, 2072 to 31st Ashadh 2073)

| Particulars | 2072 | 2072/73 | | 2071/72 | |
|------------------------------------|---------------|---------------|---------------|---------------|--|
| Faiticulais | Amount in NRs | Amount in INR | Amount in NRs | Amount in INR | |
| Staff Salary & Allowances | 2,351,615.35 | 1,469,759.59 | - | | |
| Notice Publicing Expenses | 64,672.00 | 40,420.00 | - | | |
| Postage & Courier | 10,250.00 | 6,406.25 | - | | |
| Bank Charges & Commission | 159,998.86 | 99,999.29 | - · | | |
| Printing & Stationery | 119,750.47 | 74,844.04 | - | | |
| Water Expenses | 14,749.00 | 9,218.13 | - | | |
| Electricity Expenses | 27,629.64 | 17,268.53 | · · | | |
| Repair & Maintenance-Miscellaneous | 153,958.00 | 96,223.75 | - | | |
| Vehicle Fuel & Mobil | 276,205.85 | 172,628.66 | - | | |
| Repair & Maintenance-vehicle | 35,704.00 | 22,315.00 | - | | |
| Rent-Office | 281,250.00 | 175,781.25 | - | | |
| Rent- Vehicle | 875,833.33 | 547,395.83 | - | | |
| Telecommunication Charges | 67,677.44 | 42,298.40 | - | | |
| Audit fee | 282,500.00 | 176,562.50 | - | | |
| Training | 296,059.94 | 185,037.46 | - | | |
| Books & Periodicals | 8,580.00 | 5,362.50 | - | | |
| Directors meeting allowance | 245,000.00 | 153,125.00 | - | | |
| Other Meeting Allowance | 16,000.00 | 10,000.00 | - | | |
| Travelling Expenses | 390,762.80 | 244,226.75 | - | | |
| Entertainment Expenses | 168,596.80 | 105,373.00 | | | |
| Miscellaneous Expenses | 207,020.86 | 129,388.04 | - | | |
| Consultancy Services | 957,939.73 | 598,712.33 | - | | |
| Total | 7,011,754.07 | 4,382,346.29 | - | | |

For & on behalf of Board of Directors

Director: Rajeev Sharma

Director: CA Lekhnath Koirala

Chief Executive Officer: Om Prakash Mahato

Account Officer: Janak Prasad Dahal

CA Kumud Tripathy, FCA
For M/S Kumud Tripathy & Co.
Chartered Accountants

Durbarmarg, Kathmandu

Schedule 13

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS For the year ended 15th July, 2016 (31st Ashadh, 2073)

1 Constitution & Objective

Power Transmission Company Nepal Ltd. (PTCN) was incorporated on Bhadra 30, 2064 (i.e. 16th September, 2007) with the objective of developing infrastructure, management & executing job related to transmission of electricity.

2 Basis of Accounting

Financial Statements are prepared under the historical cost convention and on accrual basis of accounting and are in conformity with Nepal Accounting Standards to the extent applicable and generally accepted accounting principles.

3 Income Recognition

Since the company has started its commercial operation from 19th February 2016, Income Statement has been prepared for the period covering from 19th February, 2016 to 15th July, 2016. The administrative expenses incurred prior to 19th February, 2016 have been capitalized under transmission line (400 KV). The amount of annual transmission charges (Revenue) has been computed as per Schedule 6 of the Implementation & Transmission Service Agreement between NEA and PTCN signed on 13th December, 2011.

4 Use of estimates

The preparation of Financial Statements in conformity with generally accepted accounting principles require estimates and assumptions to be made that affect the reported amounts of revenue & expenses during the reporting period.

5 Interest Expenses

The interest expenses incurred from July 17th 2015 to 19th February, 2016 amounting to NRs. 20,015,257.28 has been capitalized to loan account whereas the interest expenses incurred from 19th February, 2016 to 15th July, 2016 amounting to NRs. 17,928,879.82 have been charged to Income Statement.

6 Property, Plant and Equipment

Property, plant and equipment are stated at cost of acquisition less accumulated depreciation. The company has adopted the policy of charging depreciation on various assets as per Income Tax Act 2058.

7 Income Tax



Since the company has started its commercial operation from 7th Falgun, 2072 (19th February, 2016), provision of NRs.10.26 million has been made for income tax in the accounts. The rate of income tax has been applied as per Section 2 (4) of Schedule 1 of Income Tax Act 2058, which is 20% on the Net Profit.

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8 Share Capital

The authorized share capital and issued share capital of company have been increased to Rs. 450 million and Rs.400 million respectively as per the resolution passed by the 7th annual general meeting dated 03/09/2072 (18/12/2015). The company has increased its paid up share capital by Rs. 53 million during this year and, thus, the paid up share capital of the company amounts to Rs. 300 million at the year end.

9 Translation of Financial Statements

The functional currency of the company is Nepalese Rupees and hence all the transactions of the company are recorded in Nepalese Rupees in the books of accounts. For the information of Indian Shareholders, the financial statements are also translated into Indian Rupees using exchange rate of INR 1 = NRs. 1.60.

10. Capitalization of Project Development Cost and Capital Work In Progress

Since the company has started its commercial operation from 19th February, 2016, Project Development Cost and Capital Work In Progress has been capitalized under Transmission Line 400 KV and shown as assets in the balance sheet. Other Expenses which are directly related to Transmission Line e.g. payment to contractor, payment to consultant, compensation etc., which were incurred after 19th Feb, 2016 has also been charged to Transmission Line 400 kV. The Transmission Line 400 kV is categorized under Pool A (Building and other Permanent structure).

11. Loan From Nepal Electricity Authority

Nepal Government & EXIM Bank of India has entered into a Loan agreement on September 14, 2007, where EXIM Bank agrees to provide 100 Million US Dollar to Nepal Government. Amongst the agreement between Nepal Government & EXIM Bank of India, Nepal Government has entered subsidiary loan agreement with Nepal Electricity Authority (NEA) on 28th February 2012 of the value US Dollar 50 Million for the implementation of various electricity projects including transmission line.

Amongst the agreement between Nepal Government & NEA, NEA has signed **Subsidiary Finance Agreement** with Power Transmission Company Nepal Ltd. (PTCN) on 2070.11.27 (11th March, 2014). As per the agreement, NEA shall provide in Nepali currency amount equivalent to US Dollar 13.2 Million, for execution of project related to 400 KV Nepal India Cross Border Transmission Line. Accordingly, the borrowing from NEA under this Subsidiary Finance Agreement amounts to NRs.828.38 million as of 15th July, 2016.

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12. Related Party Disclosure

Following transactions were carried out with related parties during this year.

| | The post of the state of the st | | | |
|------------------|--|--|--|--|
| Amount (In NPR.) | Item/Services | Balance as of | | |
| | | 15 th July, 2016 | | |
| 51,429,376.31 | Infrastructural Development | 15,428,198.63 | | |
| | Liability paid | | | |
| 30,069,591.50 | Company Affairs & Support | 814,248.77 | | |
| | Consultancy fee paid | | | |
| 32,272,450.03 | Project Management | 0.00 | | |
| | Consultancy fee paid | | | |
| | 30,069,591.50 | Amount (In NPR.) Item/Services 51,429,376.31 Infrastructural Development Liability paid 30,069,591.50 Company Affairs & Support Consultancy fee paid 32,272,450.03 Project Management | | |

13. Staff Bonus

The provisions relating to employees involved in the generation, transmission and distribution of electricity, including accommodation facility and bonus are specified under Section 15 of Electricity Act, 2049. Also, Section 86 (2) of Electricity Regulations 2050 has stated that the Licensee shall have to distribute bonus to the workers and employees every year setting aside the amount equal to two percent of the amount of net profit. Accordingly, provision for employee's bonus amounting to NRs. 1.03 million has been made in the account.

14. Operating Expenses

The company has entered into an agreement with NEA for operation and maintenance of Dhalkebar–Bhittamod Transmission Line during Commercial Operational Phase as per the decision of its 36th board meeting dated.23.06.2016. Accordingly, for the period starting from 19th February, 2016 to 15th July 2016, NRs. 1.10 million has been charged to income statement as operating expenses.

- 15. The company has given advance of Rs. 7,500,000 and Rs. 14,000,000 to District Administration Office Dhanusha and District Administration Office Mahottari respectively as the deposits for land acquisition. District Administration Offices have distributed the compensation for land acquisition and the list of distribution to land Owner has been obtained on 2073.07.07. Advance given to District Administration Office will be settled on F/Y 2073-74.
- **16.** Previous year figures have been rearranged and regrouped, if required, in order to make them comparable with the current year figures.
- 17. Schedules 1 to 13 form an integral part of the Financial Statements.

For & on behalf of Board of Directors

Director: Rajeev Sharma

Director: CA Lekhnath Koirala

CA Kumud Tripathy, FCA
For M/S Kumud Tripathy & Co.
Chartered Accountants

Chief Executive Officer: Om Prakash Mahato

Account Officer: Mr. Janak Prasad Dahal