



FOURTH ANNUAL REPORT

2082/83



Content

	4th AGM Report
	Overview of Sanima Securities Limited
	The Board of Directors
	Management Team
	Board of Directors Report
	Report as per Section 109(4) of Company Act
	Auditors Report
	Financial Statement and Other Information
	Notes to Accounts

AGM Notice

सानिमा सेक्युरिटीज लिमिटेडको चौथो वार्षिक साधारणसभा सम्बन्धी सूचना

(प्रथम पटक प्रकाशित मिति : २०८३।०५।१७)

यस कम्पनीको मिति २०८३ साल भाद्र ०५ गते बसेको सञ्चालक समितिको ३९ औं बैठकको निर्णयानुसार यस कम्पनीको चौथो वार्षिक साधारणसभा देहायका विषयहरूमा छलफल तथा निर्णय गर्न निम्न मिति, स्थान र समयमा बस्ने भएको हुँदा शेयरधनी महानुभावहरूको जानकारी तथा उपस्थितिका लागि यो सूचना प्रकाशित गरिएको छ ।

१. सभा हुने मिति, स्थान र समय :

मिति : वि.सं.२०८३ साल आश्विन ०८ गते (सन् २४ सेप्टेम्बर, २०२६) बिहीवार ।

स्थान : कम्पनीको रजिष्टर्ड कार्यालय, पुतलीसडक-२९, काठमाण्डौको सभाकक्ष ।

समय : अपरान्ह ३: ०० बजे ।

२. छलफलका विषयहरू:

क. सामान्य प्रस्ताव :

१. चौथो वार्षिक साधारणसभाको लागि सञ्चालक समितिको वार्षिक प्रतिवेदन छलफल गरी पारित गर्ने ।
 २. लेखापरीक्षकको प्रतिवेदन सहितको २०८३ साल आषाढ मसान्तको वित्तीय अवस्थाको विवरण (वासलात), आर्थिक वर्ष २०८२/०८३ को नाफा-नोक्सान विवरण तथा नगद प्रवाह विवरण लगायतका वार्षिक वित्तीय विवरण छलफल गरी पारित गर्ने ।
 ३. आर्थिक वर्ष २०८३/०८४ को लागि लेखापरीक्षकको नियुक्ति तथा निजको पारीश्रमिक निर्धारण गर्ने ।
३. विविध ।

संचालक समितिको निर्णयानुसार
कम्पनी सचिव



Sanima Securities

पुतलीसडक-२९, काठमाडौं, नेपाल । फोन: ०१-५९१५३४१, ईमेल: info@sanimasecurities.com.np

SANIMA SECURITIES - An Overview

Sanima Securities Limited – Company Profile

Sanima Securities Limited, a wholly owned subsidiary of Sanima Bank Limited, was established on **26 May 2019**. The Company operates as a **Licensed Stockbroker (Broker No. 83)** under the regulatory framework of the **Securities Board of Nepal (SEBON)** and **Nepal Stock Exchange Limited (NEPSE)**, providing stock brokerage and related securities services.

Since commencing its business operations on **27 September 2023**, Sanima Securities Limited has steadily expanded its clientele base, serving a diverse range of customers, including individual and walk-in clients, as well as various organizations and institutions established under prevailing laws. Through continuous efforts, professional expertise, and a strong commitment to service excellence, the Company has achieved significant growth within a relatively short period of operation.

The Company's progress has been driven by the dedicated efforts of the Sanima Securities management and employees, under the strategic direction and guidance of its **Board of Directors**, particularly in matters relating to policies, procedures, governance, and operational efficiency. As a result of these collective efforts, the Company has successfully achieved profitability within approximately **two and a half years of commencing its business operations**, reflecting its sound business strategy, operational discipline, and growing market presence.

Aligned with the philosophy of its parent company, **Sanima Bank Limited**, which emphasizes the “**Highest level of ethical standards, professional integrity, corporate governance and regulatory compliance**,” Sanima Securities Limited remains firmly committed to maintaining the highest standards of integrity, transparency, governance, and regulatory compliance.

The Company strives to provide **market-oriented, innovative, and customer-focused products and services** in the securities and stock brokerage business, supported by modern technology, efficient processes, and state-of-the-art facilities. Through these initiatives, Sanima Securities Limited aims to enhance customer experience, strengthen market confidence, and contribute meaningfully to the development of Nepal's capital market.

BOARD OF DIRECTORS



Bharat Bahadur Thapa
Chairman



Pradyumna Nepal
Director



Ashok Kumar Gurung
Director



Sanju K.C
Director



Pashupati Raj Ghimire
Company Secretary

MANAGEMENT TEAM



Sanjiv Poudel

GM/CEO
sanjiv.poudel@sanimasecurities.com.np



Deepesh Kumar Neupane

Head Operation and Compliance
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Bibek Khatiwada

Accounts Officer
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Mohan Lal Guro

IT Department



Manish Pradhananga

Trading Department
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Ashish Chauhan

Account Department
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Arpan Shrestha

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Roshna Shrestha

DP Department
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Rubija Rayamajhi

Customer Service Department
rubija.rayamajhi@sanimasecurities.com.np



Suraj Thapa Magar

Support Staff

अध्यक्षको मन्तव्य

आदरणीय शेयरधनी तथा अतिथि महानुभावज्यूहरु,

सर्वप्रथम यस चौथो वार्षिक साधारणसभामा उपस्थित शेयरधनी एवं अतिथि महानुभावहरुमा कम्पनीको सञ्चालक समितिको तर्फबाट हार्दिक स्वागत तथा अभिवादन व्यक्त गर्दछु ।

मिति २०७६/०२/१२ गते कम्पनी रजिष्ट्रारको कार्यालयमा दर्ता भई मिति २०८०/०६/१० देखि औपचारिक कारोबार प्रारम्भ गरेको यस कम्पनीले छोटो समय भित्रै नेपालको पूँजी बजारमा आफ्नो छुट्टै पहिचान बनाउन सफल भएको छ। कारोबार प्रारम्भको समयदेखि नै ग्राहकको विश्वास, पारदर्शिता, सुशासन, नियमपरक अनुपालन र प्रविधिमैत्री सेवाप्रति निरन्तर प्रतिवद्ध रहँदै कम्पनीले आफ्नो ग्राहक आधार विस्तार गर्दै आएको छ । वाकिङ ग्राहकदेखि संस्थागत तथा विभिन्न क्षेत्रका लगानीकर्तासम्म हाम्रो सेवाको पहुँच विस्तार हुनु कम्पनीप्रतिको विश्वासको यथेष्ट प्रमाण हो ।

समीक्षा वर्ष २०८२/८३ नेपालको समग्र अर्थतन्त्र तथा पूँजी बजारको लागि निकै चुनौतीपूर्ण, संवेदनशील र अत्यन्तै उतारचढावपूर्ण वर्षको रूपमा रह्यो। राजनीतिक तथा सामाजिक अस्थिरता, लगानीकर्ताको मनोविज्ञानमा आएको परिवर्तन, आर्थिक गतिविधिमा देखिएको सुस्तता, बजारमा तरलता तथा मागसम्बन्धी निष्क्रियता, नीतिगत अनिश्चितता लगायतका कारण शेयर बजारमा पटक-पटक दबाव श्रृजना भयो ।

यस सन्दर्भमा नेपालको शेयर बजारको उतारचढावलाई तथ्याङ्कबाट हेर्दा आर्थिक वर्ष २०८१/८२ को सुरुवातमा २,२४०.४१ विन्दुमा रहेको NEPSE परिसूचक आर्थिक वर्षको अन्त्यमा २,७९४.७८ विन्दुमा पुगेको थियो, यो एक वर्षमा ५५४.३७ विन्दु अर्थात् करिब २४.७४ प्रतिशतको वृद्धि हो । यस अवधिमा बजारले ३,००० भन्दा माथिको विन्दुसमेत छोएको थियो र लगानीकर्ताको मनोबलमा उल्लेखनीय उत्साह देखिएको थियो ।

तर आर्थिक वर्ष २०८२/८३ को अवस्था तुलनात्मक रूपमा फरक रह्यो । उक्त आर्थिक वर्षको सुरुवात २,७९४.७८ विन्दुबाट भएकोमा आर्थिक वर्षको अन्त्यमा NEPSE परिसूचक २,५९७.८० विन्दुमा बन्द भयो । अर्थात् आर्थिक वर्ष २०८२/८३ को परिसूचकमा १९६.९८ विन्दुले ह्रास आई करिब ७.०५ प्रतिशतको गिरावट देखियो । यसरी हेर्दा आर्थिक वर्ष २०८१/८२ मा देखिएको करिब २४.७४ प्रतिशतको सकारात्मक वृद्धिको तुलनामा आर्थिक वर्ष २०८२/८३ मा बजारले करिब ७.०५ प्रतिशतको नकारात्मक प्रतिफल दिएको अवस्था देखिन्छ । यसले समीक्षा वर्षमा बजार तथा लगानीकर्ताले सामना गर्नुपरेको चुनौतीको स्पष्ट चित्र प्रस्तुत गर्दछ ।

२०८२ साल मा उत्पन्न राजनैतिक उतार चढावले देशको सामाजिक, राजनीतिक तथा उत्पन्न आर्थिक वातावरणमा असामान्य परिस्थिति श्रृजना गर्‍यो । रअनपेक्षीत रूपमा NEPSE को कारोबार बन्द रह्यो । भदौ २४ गतेदेखि करिब नौ दिनसम्म शेयर बजारको नियमित कारोबार प्रभावित भई असोज २ गते पुनः कारोबार सुरु भयो । बजार पुनः खुलेपछि लगानीकर्ताको मनोविज्ञानमा परेको संशयपूर्ण प्रभाव स्पष्ट रूपमा देखियो । भदौ २४ गते अर्थात् सेप्टेम्बर ८ मा २,६७२.२५ विन्दुमा रहेको NEPSE परिसूचक पुनः खुलेको दिन तीव्र दबावमा परी १६०.३३ विन्दु अर्थात् ६ प्रतिशतले घटेर २,५११.९१ विन्दुमा बन्द भयो । कारोबार सुरु भएको केही मिनेटमै लगातार तीनवटा नकारात्मक

सर्किट ब्रेकर लाग्नुले बजारमा रहेको अस्थिरता र लगानीकर्ताको मनोवैज्ञानिक दबाबलाई थप स्पष्ट पारेको थियो ।

तदोपरान्तका दिनमा पनि बजारले तत्कालै स्थिरता प्राप्त गर्न सकेन । लगानीकर्तामा परेको मनोवैज्ञानिक असर र व्यवसायिक गतिविधिमा आएको शिथिलता तथा बजारमा बढेको जोखिम धारणाका कारण NEPSE परिसूचकमा थप दबाब देखियो । सेप्टेम्बर ८ मा २,६७२.२५ विन्दुमा रहेको परिसूचक अक्टोबर १९ सम्म आइपुग्दा २,५०३.८५ विन्दुमा झरेको थियो । यस अवधिमा बजार पूँजीकरणमा समेत उल्लेखनीय कमी आएको थियो । नेपालको पूँजी बजार कति संवेदनशील छ र सामाजिक तथा राजनीतिक परिदृश्यले लगानीकर्ताको मनोविज्ञानमा कस्तो प्रभाव पार्न सक्छ यो कुराको सहज अनुमान गर्न सकिन्छ ।

यद्यपि यस्ता चुनौतीपूर्ण परिस्थितिका बिच पनि यस कम्पनीले आफ्नो सेवा सञ्चालनलाई निरन्तरता दिँदै ग्राहकको हित, नियमजन्य अनुपालन र जोखिम व्यवस्थापनलाई उच्च प्राथमिकतामा राखेको छ । बजारमा देखिएको अस्थिरतालाई अवसर र चुनौती दुवैका रूपमा लिँदै कम्पनीले आफ्नो आन्तरिक प्रणालीलाई थप सुदृढ बनाउने, सेवा प्रवाहलाई थप प्रभावकारी बनाउने, प्रविधिको अधिकतम प्रयोग गर्ने तथा ग्राहकको आवश्यकता अनुसार नयाँ तथा सहज सेवाहरु विस्तार गर्ने कार्यलाई निरन्तरता दिएको छ ।

समीक्षा वर्ष २०८२/८३ कम्पनीको कारोबार सुरु भएको चौथो वर्षको महत्वपूर्ण चरण समेत रहेको जानकारी गराउन चाहन्छु । यस अवधिमा देखिएका विभिन्न चुनौतीका बाबजुद २०८३ असार मसान्तसम्म कम्पनीले कुल रु. १०,१५,६७,१०,५९८.१९ (अक्षरूपी दस अर्ब पन्ध्र करोड सत्सष्टी लाख दस हजार पाँच सय अठ्ठानब्बे रुपैयाँ, उन्नाइस पैसा) मात्र बराबरको शेयर खरिद बिक्री कारोबार गर्न सफल भएको छ । कम्पनीको दैनिक औसत कारोबार रकम रु. ४,५५,४५,७७७.४४ (अक्षरूपी चार करोड पचपन्न लाख पैतालिस हजार सात सय सत्तहत्तर रुपैया, चौवालिस पैसा) मात्र रहेको छ । कारोबारको यो स्तरले छोटो अवधिमा कम्पनीले ग्राहक आधार, बजार पहुँच र कारोबार क्षमतामा हासिल गरेको विस्तारलाई प्रतिबिम्बित गर्दछ ।

कम्पनीले हालसम्म हासिल गरेका उपलब्धि तथा गतिविधिहरु यसै सभामा प्रस्तुत गरिने वार्षिक प्रतिवेदनमा विस्तृत रूपमा उल्लेख गरिएको छ । प्रतिकुल अवस्थाको बाबजुद समीक्षा आर्थिक वर्षमा कम्पनीले रु. १७,३९,६५५ (अक्षरूपी सत्र लाख उननचालीस हजार छ सय पचपन्न रुपैयाँ) मात्र खुद नाफा आर्जन गर्न सफल भएको जानकारी गराउन पाउँदा हामी लाई खुसी लागेको छ । साथै कम्पनीको वितरणयोग्य मुनाफा रु. ३१,२३,६७५ (अक्षरूपी एकतीस लाख तेइस हजार छ सय पचहत्तर रुपैयाँ) रहेको जानकारी समेत गराउन चाहन्छु । सीमित स्रोत, छोटो सञ्चालन अवधि तथा अन्योलपूर्ण बजार परिस्थितिका बिच प्राप्त यी उपलब्धिहरु कम्पनीका लागि उत्साहजनक छन् ।

उल्लेखित उपलब्धिका पछाडि कम्पनीको सञ्चालक समिति, व्यवस्थापन, कर्मचारी साथीहरु, ग्राहकवर्ग, शेयरधनी महानुभावहरु, शुभच्छुक तथा अन्य सम्पूर्ण सम्बन्धित पक्षहरुको महत्वपूर्ण योगदान रहेको छ । उहाँहरुको निरन्तर विश्वास, सहयोग, सुझाव र सहकार्यप्रति कम्पनीको तर्फबाट हार्दिक धन्यवाद तथा आभार व्यक्त गर्दछु ।

धितोपत्र दलाल व्यवसायले देशको अर्थतन्त्र, पूँजी बजार तथा समग्र आर्थिक-सामाजिक गतिविधिमा महत्वपूर्ण भूमिका निर्वाह गर्दछ । यस भूमिकालाई आत्मसात् गर्दै हामी हाम्रा ग्राहकहरुलाई आवश्यक

सेवा सरल, सुरक्षित, पारदर्शी र सहज रूपमा उपलब्ध गराउँदै देशको पूँजी निर्माण तथा आर्थिक विकासमा आफ्नो तर्फबाट सक्दो योगदान पुऱ्याउन प्रतिबद्ध छौं ।

कम्पनीलाई अब सबल, विश्वसनीय र प्रतिस्पर्धी बनाउन आवश्यक प्रविधि, जोखिम नियन्त्रण प्रणाली, दक्ष तथा गुणस्तरीय जनशक्ति व्यवस्थापन, आन्तरिक नियन्त्रण, सुशासन तथा नियामकीय अनुपालनमा विशेष जोड दिइएको छ। आगामी दिनमा पनि ग्राहकवर्गको बदलिँदो आवश्यकता र बजारको विकाससँगै डिजिटल तथा ग्राहकमैत्री सेवाहरूको विस्तारलाई उच्च प्राथमिकता दिँदै सेवा प्रवाहलाई अब प्रभावकारी बनाउँदै लैजानेछौं ।

नेपालको पूँजी बजारमा प्रविधिको प्रयोग तीव्र रूपमा बढिरहेको छ । नयाँ पुस्ताका लगानीकर्ताहरू विशेषगरी युवावर्गले डिजिटल माध्यम, मोबाइल प्रविधि, तत्काल सूचना तथा सहज अनलाइन सेवामा उच्च अपेक्षा राख्ने गरेका छन् । यस परिवर्तनलाई कम्पनीले केवल चुनौतीको रूपमा नभई नयाँ अवसरका रूपमा लिएको छ। आगामी दिनमा डिजिटल सेवा, सूचना प्रवाह, ग्राहक शिक्षा, लगानीसम्बन्धी सचेतना तथा सुरक्षित कारोबार प्रणालीलाई थप सुदृढ गर्दै नयाँ पुस्तासहित सबै वर्गका लगानीकर्तालाई विश्वासिलो सेवा उपलब्ध गराउने हाम्रो उद्देश्य रहेको छ ।

कम्पनीको आगामी योजना तथा रणनीतिहरूलाई प्रभावकारी र सफल बनाउन हामी निरन्तर प्रतिबद्ध छौं । बजारमा जस्तोसुकै उतारचढाव आए पनि संस्थागत सुशासन, पारदर्शिता, अनुपालन, जोखिम व्यवस्थापन र ग्राहक हितलाई केन्द्रमा राखेर कम्पनीलाई दीर्घकालीन रूपमा सबल र सक्षम बनाउँदै लैजाने कुरामा हामी विश्वस्त छौं ।

यस चौथो वार्षिक साधारणसभामा संस्थापक शेयरधनीको प्रतिनिधित्व गरी पाल्नु भएका आदरणीय प्रतिनिधि एवं अतिथिज्यूहरूको उपस्थितिप्रति हार्दिक कृतज्ञता व्यक्त गर्दछु । कम्पनीलाई प्राप्त अमूल्य मार्गदर्शन, सुझाव तथा सहयोगका लागि नेपाल धितोपत्र बोर्ड, कम्पनी रजिष्ट्रारको कार्यालय, नेपाल स्टक एक्सचेञ्ज, सीडीएस एण्ड क्लियरिङ लिमिटेड लगायत सम्पूर्ण नियामक तथा सम्बन्धित निकायहरूप्रति समेत हार्दिक धन्यवाद ज्ञापन गर्नु चाहन्छु ।

साथै कम्पनीको उच्च लक्ष्य र मितिको नीति दिशान्तर, व्यवसायिक नेतृत्व, कर्मचारी साथीहरूको मेहनत तथा लगनशीलता, शेयरधनी महानुभावहरूको विश्वावास र अन्य शुभेच्छुक तथा सरोकारवालाहरुबाट प्राप्त निरन्तर सहयोग र सुझाव आगामी दिनमा समेत यथावत् कायम रहनेमा म विश्वस्त छु ।

अन्त्यमा, यस गरिमामय चौथो वार्षिक साधारणसभामा उपस्थित सम्पूर्ण महानुभावहरूलाई पुनः हार्दिक स्वागत गर्दै यहाँहरूको उत्तरोत्तर प्रगति, सुस्वास्थ्य, समृद्धि तथा सफलताको लागि हार्दिक शुभकामना व्यक्त गर्दछु ।

धन्यवाद ।

भरत बहादुर थापा

अध्यक्ष

मिति: २०८३/०६/०८

संचालक समितिको आर्थिक वर्ष २०८२/८३ को वार्षिक प्रतिवेदन

आदरणीय शेयरधनी महानुभावहरु

यस सानिमा सेक्यूरिटीज लिमिटेडको चौथो वार्षिक साधारण सभामा उपस्थित संस्थापक शेयरधनी लगायत सम्पूर्ण महानुभावहरुमा मेरो तथा संचालक समितिको तर्फबाट हार्दिक स्वागत, अभिवादन एवं न्यानो आभार व्यक्त गर्दछौ ।

सानिमा बैंक लिमिटेडको रणनीतिक योजना अनुरूप “सम्पूर्ण वित्तीय सेवा प्रदायक” को भूमिका निर्वाह गर्ने क्रममा बैंकको पूर्ण स्वामित्व अन्तर्गत रहेको यस सेक्यूरिटीज कम्पनी मिति २०७६/०२/१२ गते कम्पनी रजिस्ट्रारको कार्यालयमा विधिवत रुपमा दर्ता भएको थियो । त्यसपछि मिति २०८०/०४/१० गते नेपाल धितोपत्र बोर्डबाट सिमित कार्यक्षेत्रमा कार्य गर्ने गरी धितोपत्र दलाल व्यवसायीको अनुमति प्राप्त गरेपश्चात् कम्पनीले आफ्नो व्यवसायिक गतिविधिहरुलाई थप व्यवस्थित र प्रभावकारी रुपमा अगाडी बढाउँदै आएको छ ।

आर्थिक वर्ष २०८२/८३ यस कम्पनीको कारोबारको तेस्रो वर्ष रहेको छ । स्थापनाको मूल उद्देश्य तथा दीर्घकालीन रणनीतिक लक्ष्यहरु अनुरूप कम्पनीले आफ्नो प्रारम्भिक समय देखि नै ग्राहक केन्द्रित सेवा, व्यवसायिक अनुशासन, पारदर्शिता, जोखिम व्यवस्थापन तथा नियामकीय अनुपालनलाई प्राथमिकतामा राखि कार्य गर्दै आएको छ ।

आगामी दिनहरुमा पनि कम्पनीले दक्ष, तालिमप्राप्त, जिम्मेवार तथा सेवाप्रति समर्पित कर्मचारीहरु मार्फत ग्राहकहरुलाई सर्वसुलभ, छिटो, विश्वसनीय एवं गुणस्तरीय सेवा प्रदान गर्ने कार्यलाई प्रमुख लक्ष्यको रुपमा अगाडी बढाउनेछ । साथै नयाँ पुस्ताका ग्राहकहरुको बढ्दै गएको अपेक्षा समेतलाई मध्यनजर गर्दै प्रविधिमैत्री सेवा, डिजिटल सेवा प्रवाह, ग्राहक सम्बन्ध व्यवस्थापन तथा लगानीकर्ता शिक्षामा थप जोड दिँदै धेरै भन्दा धेरै ग्राहकहरुको विश्वास हासिल गर्न कम्पनी प्रतिबद्ध रहनेछ ।

आजको यस विशेष अवसरमा यहाँहरु समक्ष कम्पनीले आर्थिक वर्ष २०८२/०८३ मा हासिल गरेका उपलब्धिहरु, अंगिङ्कार गरेका कार्यनीति तथा भावी योजना तथा रणनीतिक कार्यक्रमहरु सम्बन्धी प्रतिवेदन पेश गर्न पाउँदा मलाई खुशी लागेको छ । यस प्रतिवेदनमा उल्लेख गरिएका विषयवस्तुहरुलाई यस साधारण सभाबाट यहाँहरुको समर्थन तथा स्वीकृति पश्चात् पारित हुनेछ भन्नेमा हामी विश्वस्त छौ ।

यस क्रममा कम्पनीको आर्थिक अवस्थाको वास्तविक चित्रण प्रस्तुत गर्ने उद्देश्यले वाह्य लेखापरीक्षक श्री एस.ए.आर. एसोसिएट्स, चार्टर्ड एकाउन्टेन्ट्स द्वारा लेखापरीक्षण गरि तयार पारिएको मिति २०८३ आषाढ मसान्तको वासलात, आर्थिक वर्ष २०८२/०८३ को नाफा-नोक्सान हिसाब, नाफा-नोक्सान बाँडफाँट विवरण, नगद प्रवाह विवरण तथा अन्य सम्पूर्ण वित्तीय विवरणहरु सभा समक्ष स्वीकृतिको लागि प्रस्तुत गर्दछौ ।

सम्पूर्ण वित्तीय विवरणहरुले कम्पनीको आर्थिक अवस्था, कारोबारको गति, नाफा-नोक्सानको अवस्था, नगदीको प्रवाह तथा कम्पनीले आगामी दिनमा लिएको व्यवसायिक दिशा समेत स्पष्ट गर्ने विश्वास लिएको छु । यस सम्बन्धमा साधारण सभामा उपस्थित शेयरधनी महानुभावहरुबाट प्राप्त हुने सुझाव, प्रतिक्रिया तथा रचनात्मक सुझावलाई कम्पनीको भावी योजना तथा कार्यक्रम निर्माणको महत्वपूर्ण आधारको रुपमा लिइनेछ ।

अन्त्यमा, कम्पनीको स्थापना देखि हालसम्म प्राप्त सहयोग, विश्वास, सद्भाव तथा सुभाव प्रदान गर्नुहुने शेयरधनी महानुभाव, सञ्चालक समितिका सदस्यहरु, व्यवस्थापन, कर्मचारी साथीहरु, ग्राहकवर्ग तथा सम्पूर्ण सम्बन्धित निकायहरु प्रति कम्पनीको तर्फबाट हार्दिक धन्यवाद तथा आभार व्यक्त गर्दछौ ।

अगामी दिनहरुमा समेत यहाँहरुको निरन्तर विश्वास, सहयोग, सुभाव तथा समर्थन प्राप्त भइरहनेछ भन्ने पूर्ण विश्वास लिँदै कम्पनीलाई थप सबल, विश्वसनीय, प्रतिस्पर्धी तथा ग्राहकमैत्री संस्थाको रूपमा स्थापित गर्न हामी सबै मिलेर अगाडी बढ्नेछौं भन्ने प्रतिबद्धता व्यक्त गर्दछौ ।

धन्यवाद ।

कम्पनीको संक्षिप्त वित्तीय स्थिति:

आर्थिक वर्ष २०८२/८३ (जसलाई यस पछि समीक्षा अवधि भनिएको छ) को वित्तीय स्थिति निम्नानुसार रहेको छ :

रकम (रु) मा

क.सं.	विवरण	२०८३ आषाढ मसान्त	२०८२ आषाढ मसान्त	बृद्धि प्रतिशत (%)
1	शेयर पूँजी	२०,००,००,०००	२०,००,००,०००	-
2	जगेडा कोषहरु	५२,०८,८५२	१,३३,७७,५८८	(६१)
3	अन्य दायित्व	९,९३,१९,२९५	५,४८,४९,२२१	८१
4	कुल पूँजी तथा दायित्व	३९,२७,६७,९८९	२७,६९,६४,१०४	१३
5	स्थिर सम्पत्ति खुद	१,२९,०३,८१६	१,४३,१७,७९२	(१०)
6	नगद तथा बैंक मौज्दात	१,३३,३५,९०१	५,७३,०८,९४०	(७७)
7	लगानी	११,१७,९८,७५३	१२,६७,२६,५१३	(१२)
8	अन्य सम्पत्ति	१७,४७,२९,५१९	७,८६,१०,८५९	१२२
9	कुल सम्पत्ति	३९,२७,६७,९८९	२७,६९,६४,१०४	१३
10	कुल आम्दानी	३,३५,२९,६६५	४,८०,१७,८३७	(३०)
11	कुल खर्च	२,९३,१६,३६०	२,९५,४५,९१५	(१)
12	खुद संचालन मुनाफा	६,५३,१७६	१,३९,४५,६४५	(९५)
13	गैर संचालन मुनाफा	३५,५०,८५८	४५,२६,२७७	(२१)
14	आयकर व्यवस्था	२२,९०,६७६	६७,२०,९८२	(६६)
15	खुद/नाफा (नोक्सान)	१७,३९,६५५	१,२४,७७,११५	(८६)
16	शेयर संख्या (हजारमा)	२०००	२०००	-
17	प्रति शेयर आम्दानी	०.८७	६.२४	(८६)
18	प्रति शेयर नेटवर्थ	१०२.६०	१०६.६९	(४)

आ.व. २०८२/८३ को देशको आर्थिक तथा वित्तीय स्थितिको बारेमा संक्षिप्त जानकारी :

१. समग्र आर्थिक अवस्था (Overall Economic Situation)

मिति २०८३/०२/१५ मा संघीय संसदमा पेश गरीएको आर्थिक वर्ष २०८३/०८४ को आर्थिक सर्वेक्षण अनुसार आ.व. २०८३/०८४ मा नेपालको अर्थतन्त्र ३.८५ प्रतिशतले विस्तार हुने प्रक्षेपण गरिएको छ ।

सूचक (Indicator)	मूल्य (Value)
कुल गार्हस्थ्य उत्पादन (GDP) वृद्धिदर, आ.व. २०८२/८३	३.८५ प्रतिशत (प्रारम्भिक अनुमान)
GDP वृद्धिदर, आ.व. २०८१/८२ (परिमार्जित)	४.४३ प्रतिशत
GDP वृद्धिदर, आ.व. २०८०/८१ (अन्तिम)	३.६८ प्रतिशत
कुल गार्हस्थ्य उत्पादन (चालु मूल्यमा), आ.व. २०८२/८३	रु. ६.६० खर्ब (Rs 6.60 trillion)
कुल गार्हस्थ्य उत्पादन, आ.व. २०८१/८२	रु. ६.२० खर्ब
प्रतिव्यक्ति कुल राष्ट्रिय आय (Per Capita GNI)	US\$ १,५३५
प्रतिव्यक्ति GDP (Nominal)	US\$ १,५१३ हाराहारी

क्षेत्रगत संरचना (Sectoral Composition)

- कृषि क्षेत्र: कुल GDP को करिब २१.९ प्रतिशत
- उद्योग क्षेत्र: कुल GDP को करिब ११.४ प्रतिशत
- सेवा क्षेत्र: कुल GDP को करिब ५५.२ प्रतिशत (प्रमुख योगदानकर्ता)

२. अन्य प्रमुख वित्तीय तथा आर्थिक सूचकहरू

सूचक (Indicator)	मूल्य (Value)
मुद्रास्फीति (औसत, आ.व. २०८२/८३)	२.१३ प्रतिशत
शोधनान्तर स्थिति / विदेशी विनिमय सञ्चिति	रु. ३.४१ खर्ब (१८.५ महिनाको आयात धान्न पर्याप्त)
विप्रेषण आप्रवाह (Remittance) वृद्धि	३७.७ प्रतिशतले वृद्धि, रु. १.४५ खर्ब पुगेको
व्यापार घाटा (Trade Deficit)	११.२ प्रतिशतले विस्तार, रु. १.०९८ खर्ब
कुल सार्वजनिक ऋण	रु. २८७८।३० खर्ब (GDP को ४३.६ प्रतिशत)

चालु आ.व.मा परिचालित नयाँ सार्वजनिक ऋण	रु. ३०० अर्ब
सार्वभौम साख मूल्याङ्कन (Sovereign Credit Rating, 2025)	"BB minus", दृष्टिकोण स्थिर (Stable Outlook)
QR कोड मार्फतको डिजिटल कारोबार (मध्य-चैत्रसम्म)	रु.१२५ अर्ब भन्दा बढी

३. नेपाल धितोपत्र बजार (NEPSE) को अवस्था

नेप्से परिसूचक (NEPSE Index) हालैका हप्तामा उतारचढावपूर्ण अवस्थामा रहेको छ। लगानीकर्ताहरू सतर्क कारोबार गरिरहेका छन् र प्रमुख उप-सूचकहरूमध्ये अधिकांश ओरालो लागेका छन् ।

सूचक (Indicator)	मूल्य (Value)
नेप्से परिसूचक (NEPSE Index - २५ अगस्ट २०२६)	२,५९४.२७ अंक
नेप्से परिसूचक- २६ अगस्ट २०२६(लाइभ)	२,५५७.८७ अंक (३६.४०, -१.४० प्रतिशत)
कुल बजार पूँजीकरण - २५ अगस्ट २०२६	रु. ४,४६२ अर्ब हाराहारी
कुल बजार पूँजीकरण - ८ अगस्ट २०२६ (साप्ताहिक)	रु. ४.५५ खर्ब
सेन्सिटिभ इन्डेक्स (Float Index)	४६३.५६ अंक
फ्लोट इन्डेक्स (Float Index)	१८१.७९ अंक
साप्ताहिक कुल कारोबार रकम	रु. २१.४५ अर्ब
औसत दैनिक कारोबार	रु. ४.२९ अर्ब
सूचीकृत कम्पनी संख्या (मार्च २०२६ अनुसार)	२६३ वटा
सर्वकालीन उच्च नेप्से परिसूचक (अगस्ट २०२१)	३,१९९.०३ अंक
नेप्से स्थापना मिति	१३ जनवरी १९९४ (३२ वर्षअघि)

बजार प्रवृत्ति (Market Trend)

- अगस्ट २०२६ को दोस्रो साता बजार करिब १.३ प्रतिशतले घट्यो, जसले लगानीकर्ताको सम्पत्तिबाट करिब रु. ७० अर्ब गुमेको देखाउँछ।
- वार्षिक हिसाबमा सन् २०२५ मा नेप्से परिसूचकले करिब २.२ प्रतिशत मात्र प्रतिफल दिएको थियो, जसले बजार समग्रमा सीमित दायरामा (कन्सोलिडेसन) रहेको संकेत गर्छ।
- ब्याजदर घट्दो क्रममा रहेकाले बचतबाट सेयर बजारतर्फ लगानी गर्ने प्रवृत्ति देखिएको छ।

४. सारांश तथा निष्कर्ष

समग्रमा नेपालको समष्टिगत आर्थिक सूचकहरू सुधारोन्मुख देखिन्छन् - विदेशी मुद्रा सञ्चिति बलियो रहेको, विप्रेषण आप्रवाहमा उल्लेखनीय वृद्धि भएको र साख मूल्याङ्कन स्थिर रहेको छ। तथापि व्यापार घाटा विस्तार हुनु र GDP वृद्धिदर अघिल्लो वर्षको तुलनामा घट्नु चुनौतीका विषय हुन्। धितोपत्र बजार भने अल्पकालमा उतारचढावपूर्ण रहेको छ, जुन लगानीकर्ताको सतर्कता र समग्र आर्थिक अनिश्चितताको प्रतिबिम्ब मानिन्छ।

स्रोत र Sources: अर्थ मन्त्रालय। आर्थिक सर्वेक्षण आका २०८२/८३स राष्ट्रिय तथ्याङ्क कार्यालय (NSO); नेपाल राष्ट्र बैंकस नेपाल स्टक एक्सचेन्ज (NEPSE); Asian Development Bank; IMF।

२. आर्थिक वर्ष २०७८/७९ देखि २०८२/८३ सम्मको कम्पनीको वासलात तथा वित्तिय विवरणको स्थिति

कम्पनी स्थापना पश्चात आर्थिक वर्ष २०७८/७९ देखि २०८२/८३ सम्म कम्पनीले शेयर कारोवार र मुद्दती निक्षेपबाट प्राप्त व्याजबाट कम्पनीको विभिन्न शिर्षकहरू मा आवश्यक खर्च गरिएको छ। कम्पनीको आर्थिक वर्ष २०७८/७९ देखि २०८२/८३ सम्मको वित्तीय विवरण Nepal Financial Reporting Standard (NFRS) बमोजिमको सर्वमान्य लेखाको सिद्धान्तका आधारमा तयार गरिएको छ। उपरोक्त अवधिको वित्तीय विवरण अनुसार यस कम्पनीको वित्तीय स्थितिको अवस्था देहाय बमोजिम रहेको छ।

वासलात	आर्थिक वर्ष २०७८/७९	आर्थिक वर्ष २०७९/८०	आर्थिक वर्ष २०८०/८१	आर्थिक वर्ष २०८१/८२	आर्थिक वर्ष २०८२/८३
चुक्तापूँजी	-	२०,००,००,०००	२०,००,००,०००	२०,००,००,०००	२०,००,००,०००
कुल सम्पत्ति	४१,९२५	२०,६८,५९,०८२	२०,१८,९७,५१७	२७,६९,६४,१०४	३१,२७,६७,९८९
लगानीहरू - चल्ती तथा मुद्दती निक्षेप	-	१५,५०,००,०००	९,००,००,०००	९,००,००,०००	९,००,००,०००
अन्य सम्पत्ती	४१,९२५	२,५९,६३६	७,०९,९७,५१६	९,२९,२८,६५१	१८,७६,३३,३३५

जगेडा तथा कोषहरु	-	६५,३७,९६९	९,००,४७३	१,३३,७७,५८८	५२,०८,८५२
नाफा - नोक्सानी हिसाब	आर्थिक वर्ष २०७८/७९	आर्थिक वर्ष २०७९/८०	आर्थिक वर्ष २०८०/८१	आर्थिक वर्ष २०८१/८२	आर्थिक वर्ष २०८२/८३
कमीसन आम्दानी	-	-	६५,६७,२९९	३,४७,२८,९६९	३,२८,३४,४२४
ब्याज आम्दानी	-	१,२४,०९,४५९	९३,९५,५०७	५४,४६,२४८	३५,५०,८५८
गैह्र संचालन आम्दानी	-	-	-	(९,९९,९७९)	९,२७९
व्यवस्थापन / सञ्चालन खर्च	२२,६००	२९,९९,८२३	१,२३,८२,४२२	१,९९,२५,८७८	१,९४,५७,२८३
खुद मुनाफा	(१५,८२०)	६६,३४,९८५	(६,३६,६८८)	१,२४,७७,९९५	१७,३९,६५५

३. विगत वर्षको कम्पनीको कारोवारको सिंहावलोकन

आर्थिक वर्ष २०८२/८३ को वित्तीय विवरण Nepal Financial Reporting Standard (NFRS) बमोजिमको सर्वमान्य लेखाको सिद्धान्तका आधारमा तयार गरिएको छ । उक्त समीक्षा अवधिको वित्तीय विवरण अनुसार यस कम्पनीको वित्तीय स्थितिको अवस्था देहाय बमोजिम रहेको छ ।

कम्पनी रजिष्ट्रार कार्यालयमा कम्पनी दर्ता तथा आन्तरिक राजस्व कार्यालयबाट स्थायी लेखा नम्बर प्राप्त भए पश्चात संस्थापक सानिमा बैंक लिमिटेड सँग कम्पनी स्थापना गर्ने वेलामा बैंकको तर्फबाट प्रवन्धपत्र र नियमावलीमा कबुल गरिए बमोजिमको पूँजी माग गरिएकोमा मिति २०७९।०६।२८ का दिन उक्त रकम प्राप्त हुने गरी भएको रु. २० (बिस) करोड कम्पनीको खातामा जम्मा गरिएको थियो ।

वासलात	आर्थिक वर्ष २०८१/८२	आर्थिक वर्ष २०८२/८३
चुक्तापूँजी	२०,००,००,०००	२०,००,००,०००
कुल सम्पत्ती	२७,६९,६४,९०४	२७,६९,६४,९०४
लगानीहरु - चल्ती तथा मुद्दती निक्षेप	९,००,००,०००	९,००,००,०००
अन्य सम्पत्ती	९,२९,२८,६५९	९८,७६,३३,३३५
जगेडा तथा कोषहरु	१,३३,७७,५८८	५२,०८,८५२
नाफा - नोक्सानहिसाब	आर्थिक वर्ष २०८१/८२ श्रावण १ देखि असार मसान्त सम्म	आर्थिक वर्ष २०८२/८३ श्रावण १ देखि असार मसान्त सम्म
कमिसन आम्दानी	३,४७,२८,९६९	३,२८,३४,४२४
ब्याज आम्दानी	५४,४६,२४८	३५,५०,८५८
गैह्र संचालन आम्दानी	(९,९९,९७९)	९,२७९
सञ्चालन खर्च	१,९९,२५,८७८	१,९४,५७,२८३
खुद मुनाफा	१,२४,७७,९९५	१७,३९,६५५

पूँजी संरचना : आर्थिक वर्ष २०८२/८३ को अन्त्यमा कम्पनीको चुक्ता पूँजी रु. २०,००,००,००० (अक्षरूपी बीस करोड रुपैयाँ) रहेको छ ।

व्याज आम्दानी : आ.व. २०८२/८३ मा यस कम्पनीले रु. ३५,५०,८५८ (अक्षरूपी पैतिस लाख पचास हजार आठ सय अन्ठाउँन्न रुपैयाँ) व्याज आम्दानी गरेको छ ।

सञ्चालन खर्च : आ.व. २०८२/८३ मा नेपाल धितोपत्र बोर्डमा निवेदन दिन आवश्यक निवेदन दस्तुर, पूर्वाधार तयार गर्ने कार्य गर्न र कम्पनीका संचालक, महाप्रबन्धक तथा अन्य कर्मचारीहरुलाई प्रदान गरिएको पारिश्रमिक, भत्ता सहितको संचालन खर्च र कम्पनीको विभिन्न प्रयोजनको लागी कुल रु. २,९३,१६,३६० (अक्षरूपी दुई करोड त्रियान्नब्बे लाख सोह्र हजार छ सय साठी रुपैयाँ) मात्र खर्च भएको छ ।

खुद मुनाफा : कम्पनीले आ.व. २०८२/८३ मा रु. १७,३९,६५५ (अक्षरूपी सत्र लाख उनन्चालिस हजार छ सय पचपन्न रुपैयाँ) मात्र खुद मुनाफा आर्जन गरेको छ ।

४.संस्थागत सुशासन तथा अनुपालन :

संस्थागत सुशासन तथा अनुपालन (Corporate Governance and Compliance)को स्तरलाई उच्चतम राख्ने कुरामा कम्पनीले सदैव सचेष्ट रही कार्य सञ्चालन गरी आएको छ । संस्थागत सुशासनको प्रभावकारी कार्यान्वयनलाई प्राथमिकतामा राख्दै कम्पनीले आफ्नो निहित उद्देश्य, नीति, आन्तरिक संरचना र कर्मचारीवर्गले पालना गर्नु पर्ने आचरणको व्यवस्था गरेको छ । यसको लागि आवश्यक कर्मचारी विनियमावली, आर्थिक प्रशासन विनियमावली लगायत आवश्यक आधारभुत विनियमावलीहरु सञ्चालक समितिबाट स्विकृति समेत भई सकेको छ। सञ्चालक समिति तथा कम्पनीका सबै कार्यहरु पारदर्शी रूपमा सञ्चालन गरी संस्थागत सुशासनलाई सुदृढ गर्दै लैजाने तर्फ कम्पनी सदैव क्रियाशील रहने छ । नियमन निकाय तथा अन्य सम्बद्ध निकायहरुबाट समय-समयमा जारी भएका नीति एवं निर्देशनलाई कम्पनी पूर्ण रूपमा कार्यान्वयन गर्ने छ ।

५.सञ्चालक समितिमा भएको हेरफेर र त्यसको कारण

➤ भएको ।

➤ सञ्चालक समितिका सदस्य श्री भुपेश राजभण्डारीले व्यक्तिगत कारणले आफ्नो पदबाट राजिनामा दिनुभएको ।

६. व्यवस्थापनमा भएको हेरफेर र त्यसको कारण

➤ नभएको ।

७. अन्य समितिहरु

नेपाल धितोपत्र बोर्डबाट कारोवार गर्ने इजाजत प्राप्त भए पश्चात नियमानुसार आर्थिक समिति, आन्तरिक लेखापरीक्षण समिति, ए.एम.एल समिति, जनशक्ति समिति, जोखिम व्यवस्थापन समिति र पदपूर्ति समिति गठन गरिएको छ ।

८. सरकारी राजस्वमा योगदान

आ.व. २०८२/८३ मा कम्पनीले अग्रिम आयकर वापत रु. ४५,५९,६७२ (अक्षरूपी पैतालिस लाख उनान्नाठी हजार सात सय बहत्तर रुपैयाँ) मात्र दाखिला गरेको छ ।

९. कम्पनीको कारोवारलाई असर पार्ने मुख्य कारकहरू

कम्पनीको कारोवारलाई असर पार्न सक्ने विभिन्न किसिमका जोखिमहरूलाई तल प्रस्तुत गरिएको छ ।

१. नेपाल धितोपत्र बोर्ड सम्बन्धी नीति नियममा परिवर्तन गर्दा श्रृजना हुनसक्ने संभावित जोखिमहरू ।
२. नेपाल स्टक एक्सचेन्ज लिमिटेडबाट शेयर कारोवारमा असर पर्ने नीति नियममा परिवर्तनबाट हुन सक्ने जोखिमहरू ।
३. सिडिएस एण्ड क्लियरिंग लिमिटेडको नीति निर्देशन परिवर्तन वा परिमार्जनबाट हुन सक्ने जोखिमहरू ।
४. देशको आर्थिक अवस्थामा आउने परिवर्तनबाट पर्न सक्ने जोखिमहरू ।
५. पूँजी बजारमा आउन सक्ने उतारचढावबाट हुन सक्ने जोखिमहरू ।
६. देशको राजनैतिक अस्थिरताले पर्न सक्ने असरहरू ।
७. तीव्र प्रतिस्पर्धाका कारण पर्न सक्ने असरहरू ।
८. सम्पत्ति शुद्धीकरणलाई रोक्नका लागि देशमा केन्द्रित तथ्यांकहरू तथा पर्याप्त प्रविधिहरूको अभावका कारण हुन सक्ने जोखिमहरू ।
९. सूचना प्रविधिको विकास सँगै यससँग जोडिएका सञ्चालन जोखिम सम्बन्धी चुनौती ।
१०. विभिन्न प्राकृतिक प्रकोपबाट श्रृजना हुन सक्ने जोखिमहरू ।

१०. लेखापरीक्षकको नियुक्ति

कम्पनीको आर्थिक वर्ष २०८२/८३ का हरहिसाबहरू लेखापरीक्षण गर्न साधारणसभाबाट नियुक्त हुनु भएका श्री एस.ए.आर. एसोसिएट्स चार्टर्ड एकाउन्टेन्ट्सबाट लेखापरीक्षण सम्पन्न भयो ।

११. भावी कार्यक्रम तथा योजनाहरू

यस कम्पनीको भावी कार्यक्रम तथा योजनाहरू निम्नानुसार रहेका छन् :

१. कारोवार विस्तार गर्दै जाने ।
२. कम्पनीको आन्तरिक नियन्त्रण प्रणाली तथा सुशासनलाई बढीभन्दा बढी सुदृढ गर्दै जाने ।
३. विज्ञापन तथा व्यापार प्रवर्द्धन कार्यक्रमद्वारा कम्पनीले आफ्नो Brand विस्तार गरी व्यापार बढाउँदै जाने ।
४. कर्मचारीहरूको दक्षता अभिवृद्धिको लागि नियमित रूपमा तालिम दिइ मानव संसाधनको विकास गर्दै जाने ।
५. शेयर कारोवारको क्षेत्रमा विकसित नविनतम प्रविधिलाई आवश्यकता अनुसार लागू गर्दै जाने ।

१२. लेखापरीक्षण, वासलात र अन्य विवरण

२०८३ असार मसान्तको कम्पनीको वासलात, २०८२/८३ को नाफा-नोक्सान हिसाब, नगद प्रवाह विवरण, सम्बद्ध अनुसूचीहरू र लेखापरीक्षकको प्रतिवेदन यसै प्रतिवेदनको अंगको रूपमा राखिएको छ ।

१३. वितरणयोग्य मुनाफा

आर्थिक वर्ष २०८२/८३ मा कम्पनीको खुद नाफा रु. १७,३९,६५५ (अक्षरूपी सत्र लाख उनन्चालिस हजार छ सय पचपन्न रुपैयाँ) मात्र रहेकाले धितोपत्र व्यवसायी (धितोपत्र दलाल तथा धितोपत्र व्यापारी) नियमावली, २०६४ को दफा ३४क बमोजिम खुद नाफाको १० प्रतिशत साधारण जगेडा कोषमा छुट्याइएको छ ।

यस कम्पनीको यस आर्थिक वर्ष सम्मको सञ्चित नाफा रु. ३१,२३,६७५ (अक्षरूपी एकतीस लाख तेइस हजार सात सय पचहत्तर रुपैयाँ) मात्र रहेको छ ।

कम्पनी ऐन २०६३ को दफा १०९ उपदफा ४ अनुसारको अतिरिक्त विवरण

(क) विगत वर्षको कारोबारको सिंहावलोकन,

- सञ्चालक समितिको वार्षिक प्रतिवेदनमा उल्लेख गरिएको छ ।

(ख) राष्ट्रिय तथा अन्तर्राष्ट्रिय परिस्थितिबाट कम्पनीको कारोबारलाई कुनै असर परेको भए सो असर,

- पूँजीबजार तथा दोस्रो बजारमा शेयरको मूल्यमा दैनिक रुपमा आउने उतार चढाव, लगानीकर्ताको आय, सूचिकृत कम्पनीको नीति, आम्दानी, पूँजी तथा लाभांश नीति परिवर्तनको कारण समग्र व्यवसाय समेत प्रभावित हुनसक्ने देखिन्छ ।

(ग) प्रतिवेदन तयार भएको मितिसम्म चालू वर्षको उपलब्धि र भविष्यमा गर्नु पर्ने कुराको सम्बन्धमा सञ्चालक समितिको धारणा,

- सञ्चालक समितिको वार्षिक प्रतिवेदनमा “विगत वर्षको कम्पनीको कारोबारको सिंहावलोकन” र “भावी कार्यक्रम” शीर्षक अन्तर्गत उल्लेख गरिएको छ ।

(घ) कम्पनीको औद्योगिक वा व्यावसायिक सम्बन्ध,

- कम्पनीको औद्योगिक एवम् व्यावसायिक सम्बन्ध भएका सबै सरोकारवालाहरूसँग सुमधुर व्यावसायिक सम्बन्ध कायम रहेको छ । भावी दिनहरूमा अझ बढी सुमधुर व्यावसायिक सम्बन्ध बिस्तार गर्दै लगिने छ ।

(ङ) सञ्चालक समितिमा भएको हेरफेर र सोको कारण,

- भएको ।
- सञ्चालक समितिका सदस्य श्री भूपेश राजभण्डारीले व्यक्तिगत कारणले आफ्नो पदबाट राजिनामा दिनुभएको ।

(च) कारोबारलाई असर पार्ने मुख्य कुराहरू,

१. नेपाल धितोपत्र बोर्ड सम्बन्धी नीति नियममा परिवर्तन गर्दा श्रृजना हुनसक्ने संभावित जोखिमहरू ।
२. नेपाल स्टक एक्सचेन्ज लिमिटेडबाट शेयर कारोबारमा असर पर्ने नीति नियममा परिवर्तनबाट हुन सक्ने जोखिमहरू ।
३. सिडिएस एण्ड क्लियरिंग लिमिटेडले नीति निर्देशन परिवर्तन वा परिमार्जनबाट हुन सक्ने जोखिमहरू ।
४. देशको आर्थिक अवस्थामा आउने परिवर्तनबाट पर्न सक्ने जोखिमहरू ।
५. पूँजीबजारमा आउन सक्ने उतारचढावबाट हुन सक्ने जोखिमहरू ।
६. देशको राजनैतिक अस्थिरताले पर्न सक्ने असरहरू ।

७. तीव्र प्रतिस्पर्धाका कारण पर्न सक्ने असरहरु ।
८. सम्पत्ति शुद्धीकरणलाई रोक्नका लागि देशमा केन्द्रकृत तथ्यांकहरु तथा पर्याप्त प्रविधीहरुको अभावका कारण हुन सक्ने जोखिम ।
९. सूचना प्रविधिको विकास सँगै यससँग जोडिएका सञ्चालन जोखिम सम्बन्धी चुनौती ।
१०. विभिन्न प्राकृतिक प्रकोपबाट श्रृजना हुन सक्ने जोखिमहरु ।

(छ) लेखापरीक्षण प्रतिवेदनमा कुनै कैफियत उल्लेख भएको भए सो उपर सञ्चालक समितिको प्रतिक्रिया,

- सारभुत कैफियत नरहेको ।

(ज) लाभांश बाँडफाँड गर्न सिफारिस गरिएको रकम,

- आ.व २०८२/८३ मा लाभांश बाँडफाँड गर्न सिफारिस नगरिएको ।

(झ) शेयर जफत भएको भए जफत भएको शेयर संख्या, त्यस्तो शेयरको अङ्कित मूल्य, त्यस्तो शेयर जफत हुनुभन्दा अगावै सोबापत कम्पनीले प्राप्त गरेको जम्मा रकम र त्यस्तो शेयर जफत भएपछि सो शेयर बिक्री गरी कम्पनीले प्राप्त गरेको रकम तथा जफत भएको शेयरबापत रकम फिर्ता गरेको भए सोको विवरण,

- कम्पनीले गत वर्ष कुनै पनि शेयर जफत गरेको छैन ।

(ञ) विगत आर्थिक वर्षमा कम्पनी र यसको सहायक कम्पनीको कारोबारको प्रगति र सो आर्थिक वर्षको अन्तमा रहेको स्थितिको पुनरावलोकन,

- कम्पनीको सहायक कम्पनी नरहेको ।

(ट) कम्पनी तथा त्यसको सहायक कम्पनीले आर्थिक वर्षमा सम्पन्न गरेको प्रमुख कारोबारहरु र सो अवधिमा कम्पनीको कारोबारमा आएको कुनै महत्वपूर्ण परिवर्तन,

- कम्पनीको सहायक कम्पनी नरहेको ।

(ठ) विगत आर्थिक वर्षमा कम्पनीको आधारभूत शेयरधनीहरुले कम्पनीलाई उपलब्ध गराएको जानकारी,

- यस्तो कुनै जानकारी प्राप्त भएको छैन ।

(ड) विगत आर्थिक वर्षमा कम्पनीका सञ्चालक तथा पदाधिकारीहरुले लिएको शेयरको स्वामित्वको विवरण र कम्पनीको शेयर कारोबारमा निजहरु संलग्न रहेको भए सोसम्बन्धमा निजहरुबाट कम्पनीले प्राप्त गरेको जानकारी :

- सानिमा बैंक लिमिटेडको शत प्रतिशत लगानी रहेको - २०,००,००० (बिस लाख) कित्ता शेयर ।

(ढ) विगत आर्थिक वर्षमा कम्पनीसँग सम्बन्धित सम्भौताहरुमा कुनै सञ्चालक तथा निजको नजिकको नातेदारको व्यक्तिगत स्वार्थको बारेमा उपलब्ध गराइएको जानकारीको व्यहोरा,

- यस्तो कुनै जानकारी कम्पनीलाई प्राप्त भएको छैन ।

(ण) कम्पनीले आफ्नो शेयर आफैले खरिद गरेको भए त्यसरी आफ्नो शेयर खरिद गर्नुकोकारण, त्यस्तो शेयरको संख्या र अङ्कित मूल्य तथा त्यसरी शेयरखरिद गरेबापत कम्पनीले भुक्तानी गरेको रकम,

➤ कम्पनीले आफ्नो शेयर आफैले खरिद गरेको छैन ।

(त) आन्तरिक नियन्त्रण प्रणाली भए वा नभएको र भएको भएसोको विस्तृत विवरण,

कम्पनीले आन्तरिक नियन्त्रण प्रणाली अन्तर्गत देहाय बमोजिमको व्यवस्था गरेको छ ।

(क) सञ्चालन प्रक्रिया तर्फ आर्थिक विनियमावली, कर्मचारी विनियमावली, कार्य संचालन विनियमावली, तथा आवश्यक कार्यविधिहरू तयार गरी प्रचलनमा ल्याएको छ ।

(ख) संस्थागत सुशासनको लागि हरसम्भव निरन्तर प्रयत्नहरू जारी राखेको छ ।

(ग) जोखिम न्यूनिकरणको लागि व्यवसायमा प्रत्यक्ष संलग्न नहुने गरी जोखिम व्यवस्थापन समिति रहेको छ ।

(घ) सञ्चालन तथा AML/CFT जोखिम न्यूनिकरणको निमित्त जोखिम व्यवस्थापन समिति गठन गरिएको छ ।

(ङ) यस कम्पनीको शत प्रतिशत (१००%) स्वामित्व रहेको सानिमा बैंक लिमिटेडले वार्षिक रुपमा आन्तरिक लेखा परिक्षण गर्ने गरेको छ ।

(थ) विगत आर्थिक वर्षको कुल व्यवस्थापन खर्चको विवरण,

क्र.सं.	शीर्षक	रकम रु
१	कार्यालय संचालन खर्च	१,९४,५७,२८३/-

(द) लेखापरीक्षण समितिका सदस्यहरूको नामावली, निजहरूले प्राप्त गरेको पारिश्रमिक, भत्ता तथा सुविधा, सो समितिले गरेको काम कारबाहीको विवरण र सो समितिले कुनैसुझाव दिएको भए सोको विवरण,

लेखापरीक्षण समितिका पदाधिकारीहरूको नामावली:

क्र स	पदाधिकारीहरू	पद
१.	श्री प्रद्युम्न नेपाल	अध्यक्ष
२.	श्रीमती सबिता ठकाल	सदस्य
३.	श्रीमती सदिक्ष्या कार्की	सदस्य

निजहरूले प्राप्त गरेको पारिश्रमिक, भत्ता तथा सुविधा:

- लेखापरीक्षण समितिमा प्रतिनिधित्व गर्ने सञ्चालक सदस्यहरूलाई मात्र बैठक भत्ता वापत आ.ब. २०८२/८३ मा जम्मा रु ३०,०००/- (अक्षरपी तीस हजार) मात्र उपलब्ध गराईएको छ ।

समितिले गरेको काम कारबाहीको विवरण र सो समितिले कुनै सुझाव दिएको भए सोको विवरण:

- लेखापरीक्षण समितिको मिति २०८२ आश्विन २६ गतेको निर्णयबाट

आ.व. २०८२/८३ को आर्थिक तथा वित्तीय कारोबारको लेखापरीक्षण गर्न लेखापरीक्षण समितिको सिफारिस बमोजिम लेखापरीक्षक संस्था श्री एस.ए.आर. एसोसिएट्स, चार्टर्ड एकाउन्टेन्ट्स, काठमाण्डौलाई मूल्य अभिवृद्धि कर बाहेक रु.१,१५,०००/- (अक्षरेपी एक लाख पन्ध्र हजार) मात्र पारिश्रमिक दिने गरि वाह्य लेखापरीक्षकमा नियुक्ति गर्न यस समितिले निर्णय गरी साधारणसभामा सिफारिस गर्ने निर्णय गरिएको थियो ।

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

➤ नभएको ।

(न) सञ्चालक, प्रबन्ध सञ्चालक, कार्यकारी प्रमुख तथा पदाधिकारीहरुलाई भुक्तानी गरिएको पारिश्रमिक, भत्ता तथा सुविधाको रकम,

क्र. सं.	विवरण	सञ्चालक बैठक भत्ता रकम रु.	कार्यकारी प्रमुखको रुपमा कार्यरत महाप्रबन्धकको तलब भत्ता लगायतका सुविधा रकम रु.
१	बैठक भत्ता	४,४६,०००/-	
२	पारिश्रमिक तथा भत्ता		
	(क) तलब		१९,८४,६५०/-
	(ख) भत्ता		४,२०,२८५/-
	(ग) अन्य		९,९४,४३०/-
	कुल जम्मा	४,४६,०००/-	३३,९९,३६५/-

(प) शेयरधनीहरुले बुझिलिन बाँकी रहेको लाभांशको रकम,

➤ नभएको ।

(फ) दफा १४१ बमोजिम सम्पत्ति खरिद वा बिक्री गरेको कुराको विवरण,

➤ नभएको ।

(ब) दफा १७५ बमोजिम सम्बद्ध कम्पनी बिच भएको कारोबारको विवरण,

➤ सम्बद्ध कम्पनी बिच भएको कारोबारको विवरण कम्पनीको वार्षिक वित्तीय विवरणको लेखा सम्बन्धी टिप्पणीहरु अन्तर्गतको बुँदा नं. ३.१३ मा उल्लेख गरिएका छन् ।

(भ) यस ऐन तथा प्रचलित कानूनबमोजिम सञ्चालक समितिको प्रतिवेदनमा खुलाउनु पर्ने अन्य कुनै कुरा,

➤ नभएको ।

(म) अन्य आवश्यक कुराहरु ।

➤ नभएको ।

Independent Auditor's Report

To the Shareholders of Sanima Securities Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of the Sanima Securities Limited (the "Company"), which comprise the statement of financial position as at Ashadh 32, 2083 (July 16, 2026), and the statement of profit or loss, statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements presents fairly, in all material respects, the financial position of the Company as at at Ashadh 32, 2083 (July 16, 2026), and of its financial performance and its 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 Financial Statements* section of our Report. We are independent of the Company in accordance with the *ICAN's Handbook of Code of Ethics for Professional Accountants* together with the ethical requirements that are relevant to our audit of the financial statements 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 financial statements of the current period. These matters were addressed in the context of the audit of the 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 that there are no any key audit matters to communicate in our report.

Responsibility 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 Nepal Financial Reporting Standards and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is high level of assurance but is not a guarantee that an audit conducted in accordance with 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 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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management,
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the 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, 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 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 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 Company were adequate for the purpose of the audit; the financial statements including the statement of financial position, statement of profit or loss, statement of 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 they are in agreement with the books of accounts of the Company; and the accounts and records of the Company are properly maintained in accordance with the prevailing laws.

To the best of our information and according to the explanations given to us, in the course of our audit, we observed the business of the Company was conducted satisfactorily, and the Company'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 Company has acted contrary to the provisions of law or caused loss or damage to the Company or committed any misappropriation of the funds of Company.



Aman Uprety
Partner



Place: Kathmandu, Nepal
Date: August 21, 2026

UDIN.: 260902CA00451NaEN8

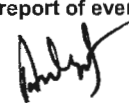
Sanima Securities Limited
Statement of Financial Position
As at Ashad 32, 2083

Particulars	Note	As at Ashad 32, 2083	As at Ashad 32, 2082
Assets			
Non-Current Assets			
Property, Plant and Equipment	4.1	12,903,816.00	14,317,792
Intangible assets	4.1	3,081,372.34	3,253,770
Investment securities	4.2	90,000,000	90,000,000
Total Non- Current Assets		105,985,188	107,571,562
Current Assets			
Financial Assets			
Financial assets measured at FVTPL	4.3	21,798,753	36,726,513
Trade and Other receivables	4.4	165,658,880	71,709,374
Current tax assets	4.5	3,979,516	1,710,520
Other assets	4.6	1,334,672	1,079,142
Cash and cash equivalent	4.7	13,335,901	57,308,940
Deferred tax assets	4.22	675,079	858,053
Total Current Assets		206,782,801	169,392,542
Total Assets		312,767,989	276,964,104
Equity & Liabilities			
Equity			
Equity	4.8	200,000,000	200,000,000
Reserve (Statutory Reserve)	4.9	2,085,177	1,911,211
Retained earnings	4.10	3,123,675	11,466,377
Total Equity		205,208,852	213,377,588
Non-Current Liabilities			
Financial Liabilities			
Lease Liabilities	4.11	8,239,843	8,737,295
Total Non-Current Liabilities		8,239,843	8,737,295
Current Liabilities			
Financial Liabilities			
Borrowings	4.12	96,987,564	51,534,045
Trade and Other payables	4.13	2,331,731	3,315,176
Total Current Liabilities		99,319,295	54,849,221
Total Liabilities		107,559,138	63,586,516
Total Equity and Liabilities		312,767,989	276,964,104

As per our report of even date


Bharat Bahadur Thapa
Chairman


Ashok Kumar Gurung
Director


Aman Uprety
Partner
SAR and Associates
Chartered Accountants

Bhupesh Rajbhandari
Director


Sanju K.C.
Director


Pradyumna Nepal
Director


Sanjiv Roudel
General Manager


Bibek Khatriwada
Accounts Officer

Place: Kathmandu
Date:

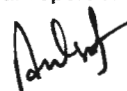
Sanima Securities Limited
Statement of Profit or Loss and Other Comprehensive Income
for the period ending Ashad 32, 2083

Particulars	Note	Year ended Ashad 32, 2083	Year ended Ashad 32, 2082
Revenue			
Revenue from Operations	4.14	29,969,536	43,491,560
Finance Income	4.15	3,550,858	5,446,248
Other Income	4.16	9,271	(919,971)
Total		33,529,665	48,017,837
Expenses			
Cost of service	4.17	9,859,077	10,420,037
Employee Benefit Expenses	4.18	8,677,518	8,867,020
Finance Costs	4.19	5,676,465	4,579,812
Depreciation & Amortization	4.1	1,883,400	1,682,432
Other expenses	4.20	3,219,900	3,996,614
Total		29,316,360	29,545,915
Profit Before Tax		4,213,305	18,471,922
Income tax			
Current Tax	4.21	2,290,676	6,720,982
Deferred Tax	4.22	182,974	(726,175)
Profit for the Period		1,739,655	12,477,115
Gains/ (Losses) on revaluation			
Gains/ (Losses) on equity measured at fair value			
Income Tax relating to above items			
Other Comprehensive Income, Net of Tax		-	-
Total Comprehensive Income for the period		1,739,655	12,477,115
Earnings Per Share		0.87	6.24

As per our report of even date


Bharat Bahadur Thapa
Chairman

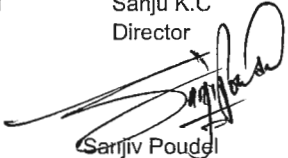

Ashok Kumar Gurung
Director


Aman Uprety
Partner
SAR and Associates
Chartered Accountants

Bhupesh Rajbhandari
Director


Sanju K.C
Director


Pradyumna Nepal
Director


Sanjiv Poudel
General Manager


Bibek Khatriwada
Accounts Officer

Place: Kathmandu
Date:

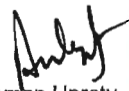
Sanima Securities Limited
Statement of Cash Flows
for the period ending Ashad 32, 2083

Particulars	As at Ashad 32, 2083	As at Ashad 32, 2082
CASH FLOWS FROM OPERATING ACTIVITIES		
Commission Income	32,834,424	34,728,961
Investment Income	(2,864,888)	8,762,600
Other Income	9,271	
Service charges	(3,066,336)	(3,264,980)
Transaction cost	(6,792,741)	(7,155,057)
Other expense paid	(17,939,752)	(17,669,147)
Finance Income	3,550,858	5,446,248
Operating cash flows before changes in current assets and current liabilities	5,730,836	20,848,623
(Increase)/Decrease in current assets	(79,277,276)	(15,115,656)
Increase/(Decrease) in current liabilities	(983,445)	2,318,132
Net cash flow from operating activities before tax paid	(74,529,885)	8,051,099
Income taxes paid	(4,559,674)	(6,036,837)
Net cash flow from operating activities	(79,089,559)	2,014,262
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property and equipment	(337,000)	(2,658,493)
Purchase of intangible assets	-	-
Sale/(Purchase) of Investments	-	-
Net cash used in investing activities	(337,000)	(2,658,493)
CASH FLOWS FROM FINANCING ACTIVITIES		
Receipt from issue of shares	-	-
Increase/(Decrease) in Borrowing	45,453,519	51,534,045
Dividends paid	(10,000,000)	-
Interest paid	-	-
Net cash from financing activities	35,453,519	51,534,045
Net increase (decrease) in cash and cash equivalents	(43,973,039)	50,889,815
Cash and cash equivalents at Shrawan 1, 2082	57,308,940	6,419,125
Cash and cash equivalents at Ashad 32, 2083	13,335,901	57,308,940

As per our report of even date

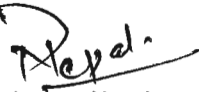

Bharat Bahadur Thapa
Chairman

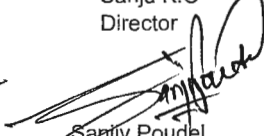

Ashok Kumar Gurung
Director


Aman Uprety
Partner
SAR and Associates
Chartered Accountants


Bhupesh Rajbhandari
Director


Sanju K.C
Director


Pradyumna Nepal
Director


Sanjiv Poudel
General Manager

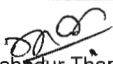

Bibek Khatriwada
Accounts Officer

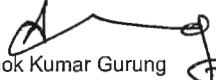
Place: Kathmandu
Date:

Sanima Securities Limited
Statement of Changes in Equity
for the month ending Ashad 32, 2083

Amount in NPR

Attributable to equity holders of the Sanima Securities Limited							
	Share Capital	Statutory reserve	Revaluation Reserve	Retained earning	Total	NCI	Total equity
Balance at 32 Ashad 2082	200,000,000	1,911,211	-	11,466,377	213,377,588	-	213,377,588
Profit for the year	-	-	-	1,565,689	1,565,689	-	1,565,689
Other comprehensive income, net of tax	-	173,966	-	-	173,966	-	173,966
Total comprehensive income for the year	-	-	-	-	-	-	-
Transfer to reserve during the year period	-	-	-	-	-	-	-
Transfer from reserve during the year period	-	-	-	-	-	-	-
Contributions from and distributions to owners							
Share issued	-	-	-	-	-	-	-
Share based payments	-	-	-	-	-	-	-
Dividends to equity holders	-	-	-	(10,000,000)	(10,000,000)	-	(10,000,000)
Bonus shares issued	-	-	-	-	-	-	-
Cash dividend paid	-	-	-	-	-	-	-
Adjustments	-	-	-	91,609	-	-	-
Other	-	-	-	-	-	-	-
Total contributions by and distributions	-	173,966	-	(8,342,702)	(8,168,736)	-	(8,260,346)
Balance at 32 Ashad 2083	200,000,000	2,085,177	-	3,123,675	205,208,852	-	205,117,242

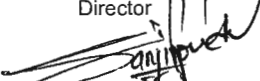

Bharat Bahadur Thapa
Chairman


Ashok Kumar Gurung
Director


Bhupesh Rajbhandari
Director

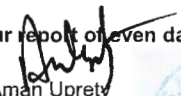

Sanju K.C.
Director


Pradyumna Nepal
Director


Sanjiv Poudel
General Manager


Bibek Khatiwada
Accounts Officer

As per our report of even date


Aman Uprety
Partner
SAR and Associates
Chartered Accountants

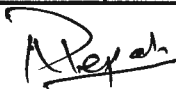


Place: Kathmandu
Date:

4.1 Property and Equipment

Particulars	Land	ROU Assets	Leasehold Properties	Computer & Accessories	Vehicles	Furniture & Fixture	Equipment & Others	Total
Cost								
Balance as on Ashad end 2081	-	-	944,146	1,185,095	3,413,900	177,023	156,508	5,876,672
Addition during the Year								
Acquisition	-	8,962,996	-	214,000	-	-	-	9,176,996
Capitalization	-	-	2,352,001	-	-	-	92,453	2,444,454
Disposal during the year	-	-	(944,146)	-	-	-	-	(944,146)
Adjustment/Revaluation	-	-	-	-	-	-	-	-
Balance as on Ashad end 2082	-	8,962,996	2,352,001	1,399,095	3,413,900	177,023	248,961	16,553,976
Addition during the Year								
Acquisition	-	-	-	-	-	-	337,000	337,000
Capitalization	-	-	-	-	-	-	-	-
Disposal during the year	-	-	-	-	-	-	-	-
Adjustment/Revaluation	-	(32,017)	-	-	-	-	-	(32,017)
Balance as on Ashad end 2083	-	8,930,979	2,352,001	1,399,095	3,413,900	177,023	585,961	16,858,959
Depreciation and Impairment								
Balance as on Ashad end 2081	-	-	50,055	317,437	394,777	47,803	38,609	848,681
Depreciation charge for the Year	-	597,533	92,548	239,083	454,109	32,394	38,080	1,453,747
Impairment for the year	-	-	-	-	-	-	-	-
Disposals	-	-	(66,244)	-	-	-	-	(66,244)
Adjustment	-	-	-	-	-	-	-	-
Balance as on Ashad end 2082	-	597,533	76,359	556,520	848,886	80,197	76,689	2,236,184
Depreciation and Impairment								
Depreciation charge for the Year	-	908,235	113,782	210,644	384,752	24,207	69,382	1,711,002
Impairment for the year	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-
Adjustment	-	7,957	-	-	-	-	-	7,957
Balance as on Ashad end 2083	-	1,513,725	190,141	767,164	1,233,638	104,404	146,071	3,955,143
Capital Work in Progress	-	-	-	-	-	-	-	-
Net Book Value								
Balance as on Ashad end 2083	-	7,417,254	2,161,860	631,931	2,180,262	72,619	439,890	12,903,816
Balance as on Ashad end 2082	-	8,365,463	2,275,642	842,575	2,565,014	96,826	172,272	14,317,792

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4.1 Goodwill and Intangible Assets

Particulars	Goodwill	Software		Other	Total
		Purchased	Developed		
Cost					
Balance as on Ashad end 2081	-	3,739,338	-	-	3,739,338
Addition during the Year					-
Acquisition	-	-	-	-	-
Capitalization	-	-	-	-	-
Disposal during the Year	-	-	-	-	-
Adjustment/Revaluation	-	-	-	-	-
Balance as on Ashad end 2082	-	3,739,338	-	-	3,739,338
Addition during the Year					-
Acquisition	-	-	-	-	-
Capitalization	-	-	-	-	-
Disposal during the Year	-	-	-	-	-
Adjustment/Revaluation	-	-	-	-	-
Balance as on Ashad end 2083	-	3,739,338	-	-	3,739,338
Amortization and Impairment					
Balance as on Ashad end 2081	-	256,883	-	-	256,883
Amortization charge for the Year	-	228,685	-	-	228,685
Impairment for the year	-	-	-	-	-
Disposals	-	-	-	-	-
Adjustment	-	-	-	-	-
Balance as on Ashad end 2082	-	485,568	-	-	485,568
Amortization charge for the Year	-	172,398	-	-	172,398
Impairment for the year	-	-	-	-	-
Disposals	-	-	-	-	-
Adjustment	-	-	-	-	-
Balance as on Ashad end 2083	-	657,966	-	-	657,966
Capital Work in Progress 2083	-	-	-	-	-
Balance as on Ashad end 2083	-	3,081,372	-	-	3,081,372
As on Ashad end 2082		3,253,770			3,253,770

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Notes 4.1 to 4.11 and 4.19 forms integral part of Statement of Financial Position

4.2 Investment

	As at Ashad 32, 2083	As at Ashad 32, 2082
Investment in Fixed deposits	90,000,000	90,000,000
Total	90,000,000	90,000,000

4.3 Financial Assets

	As at Ashad 32, 2083	As at Ashad 32, 2082
Investment in mutual Fund measured at FVTPL	3,002,500	2,995,000
Investment in listed Equity measured at FVTPL	18,796,253	33,731,513
Total	21,798,753	36,726,513

4.3.1: Information relating to investment in equities

a) Investment in mutual fund

Scrip Name	Qty	Qty
Kumari Sabal Yojana	250,000	250,000
Mukthinath Mutual Fund 1	50,000	50,000
Sub total	300,000	300,000

b) Investment in equity

Scrip Name	Qty	Qty
Agricultural Development Bank Limited	-	6,605
Api Power Company Limited	4,000	4,000
Citizen Investment Trust	540	810
Deprosc Laghubitta Bittiya Sanstha Limited	-	4,196
Himalayan Everest Insurance Limited	1,000	1,993
Hydroelectricity Investment and Development Company Li	10,000	7,000
Himalayan Reinsurance Limited	-	5,225
IGI Prudential Insurance Limited	1,000	2,250
Infinity Laghubitta Bittiya Sanstha Limited	-	4,000
Lumbini Bikas Bank Limited	2,600	1,000
Nepal Insurance Company Limited	5,000	8,419
Reliable Nepal Life Insurance Limited	-	8,960
United Ajod Insurance Limited	1,000	3,300
Kumari Bank Limited	3,333	-
Kamana Sewa Bikas Bank Limited	3,000	-
Pranali Corporate Bank / Prime Commercial Bank Limited	5,500	-
Shivam Cements Limited	2,500	-
Samata Gharelu Laghubitta Bittiya Sanstha Limited	500	-
Sonapur Minerals and Oil Limited	8,795	-
Sub total	48,768	57,758
Total	348,768	357,758

4.4 Trade and Other receivables

	As at Ashad 32, 2083	As at Ashad 32, 2082
Trade receivables (net)	169,724,437	91,130,445
Other receivables (net)	(4,065,557)	(19,421,071)
Total	165,658,880	71,709,374

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4.5 Current tax assets

	As at Ashad 32, 2083	As at Ashad 32, 2082
Current tax assets		
Opening balance	1,710,520	2,394,665
Current year income tax assets	4,559,672	6,036,837
Tax assets of prior periods	-	-
Current tax liabilities		
Current year income tax liabilities	2,290,676	6,720,982
Tax liabilities of prior periods	-	-
Total	3,979,516	1,710,520

4.6 Other Assets

	As at Ashad 32, 2083	As at Ashad 32, 2082
Prepaid Expenses	363,588	179,142
Cash Margin/Security Deposit	900,000	900,000
Settlement Guarantee Fund-Contribution Receivable	71,084	-
Total	1,334,672	1,079,142

4.7 Cash and cash equivalent

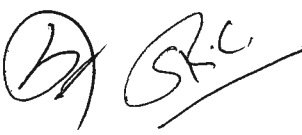
	As at Ashad 32, 2083	As at Ashad 32, 2082
Cash in hand	-	-
Bank Balances	13,335,901	57,308,940
Total	13,335,901	57,308,940

4.8 Share Capital

	As at Ashad 32, 2083	As at Ashad 32, 2082
Authorized Capital		
2,000,000 Ordinary shares of Rs. 100 each	200,000,000	200,000,000
Issued capital		
2,000,000 Ordinary shares of Rs. 100 each	200,000,000	200,000,000
Subscribed and Paid up capital		
2,000,000 Ordinary share of Rs. 100 each Fully Paid up	200,000,000	200,000,000
Total	200,000,000	200,000,000

4.9 Reserves

	As at Ashad 32, 2083	As at Ashad 32, 2082
Statutory Reserve	2,085,177	1,911,211
Total	2,085,177	1,911,211





4.10 Retained Earnings

	As at Ashad 32, 2083	As at Ashad 32, 2082
Opening Balance of Retained Earnings	11,466,378	236,974
Add: Profit for the year	1,739,655	12,477,115
Less: Transferred to statutory reserve	(173,966)	(1,247,712)
Less: Distribution of dividend	(10,000,000.00)	-
Add: Adjustments	91,609.11	-
Total	3,123,677	11,466,378

4.11 Lease Liabilities

	As at Ashad 32, 2083	As at Ashad 32, 2082
Lease Liability	8,239,843	8,737,295
Total	8,239,843	8,737,295

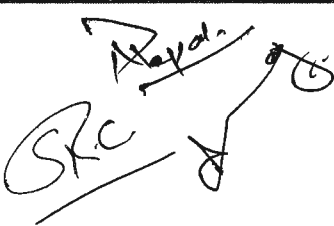
4.12 Borrowings

	As at Ashad 32, 2083	As at Ashad 32, 2082
Bank Overdraft- Sanima Bank	68,746,319	41,008,785
Bank Overdraft- Prabhu Bank	28,241,245	10,525,260
Total	96,987,564	51,534,045

4.13 Trade and Other payables

	As at Ashad 32, 2083	As at Ashad 32, 2082
Statutory Liability	781,426	371,557
Accruals	1,322,580	2,899,409
Other Payable	227,726	44,211
Total	2,331,731	3,315,176







Notes 4.12 to 4.19 and 4.1 forms integral part of Statement of Profit or Loss and Other Comprehensive Income

4.14 Revenue from Operations

	Year ended Ashad 32, 2083	Year Ended Ashad 32, 2082
Commission Income-Trading	32,598,622	34,728,961
Commission Income-Others	235,802	
Changes in fair value of financial assets	(2,483,896)	(2,449,549)
Gain/loss on disposal of financial assets	(380,992)	11,212,148
Total	29,969,536	43,491,560

4.15 Finance Income

	Year ended Ashad 32, 2083	Year Ended Ashad 32, 2082
Interest Income	3,550,858	5,446,248
Total	3,550,858	5,446,248

4.16 Other Income

	Year ended Ashad 32, 2083	Year Ended Ashad 32, 2082
Gain/(Loss) on Disposal of Fixed Assets	-	(919,971)
Liabilities written back	9,271	
Total	9,271	(919,971)

4.17 Cost of service

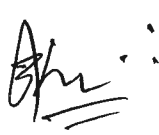
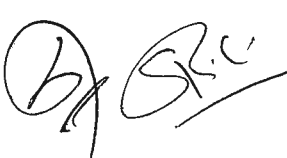
	Year ended Ashad 32, 2083	Year Ended Ashad 32, 2082
Service charge	3,066,336	3,264,980
Transaction costs	6,792,741	7,155,057
Total	9,859,077	10,420,037

4.18 Employee Benefit Expenses

	Year ended Ashad 32, 2083	Year Ended Ashad 32, 2082
Basic Salaries	3,580,907	2,983,292
Allowances	3,087,802	2,586,008
Gratuity	298,290	248,508
Contribution to Provident Fund	358,091	298,329
Leave Fare Allowances	270,210	207,392
Provision for Leave Encashment	238,132	205,531
Staff welfare expenses	375,941	285,525
Employee Bonus	468,145	2,052,436
Total	8,677,518	8,867,020

4.19 Finance Costs

	Year ended Ashad 32, 2083	Year Ended Ashad 32, 2082
Amortized Interest expenses on Borrowings	4,516,658	3,483,161
Bank Charges	325,676	522,352
Finance cost on Lease Liability	834,131	574,299
Total	5,676,465	4,579,812



4.20 Other Expenses

	Year ended Ashad 32, 2083	Year Ended Ashad 32, 2082
Rent Expenses	-	483,746
Registration and renewal fees	462,900	420,150
Service Fees	600,000	600,000
Communication Expenses	462,593	449,068
Fines & Penalties	1,785	-
Electricity Expenses	113,943	128,462
Legal fees	28,250	101,000
Fuel Expenses	242,466	213,460
Board Meeting Fees	446,000	367,000
Repair & Maintainance	106,940	144,788
Audit Fees	214,700	124,300
Printing & Stationery	127,037	164,109
Outsourcing contract cost	124,451	327,796
Insurance Expenses	60,216	76,172
Guest Refreshment expenses	71,321	206,878
Travelling and Conveyance	3,330	5,820
Certification Fees	45,200	22,600
Office Setup Expenses	-	27,120
Annual General meeting expenses	92,170	99,265
Other Expenses	16,598	34,880
Total	3,219,900	3,996,614

4.21 Current Tax

	Year ended Ashad 32, 2083	Year Ended Ashad 32, 2082
Current tax expense		
Current year	2,290,676	6,720,982
Total income tax expense	2,290,676	6,720,982

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Deferred Tax

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Particulars	Carrying Value	Tax Base	Taxable Temporary Differences
Property, Plant and Equipment	8,567,934	6,840,365	(1,727,569)
Investment in Equity measured at FVTPL	21,798,753	24,282,649	2,483,896
ROU Assets	7,417,254	-	(7,417,254)
Lease Liability	8,239,843	-	8,239,843
Provision for Leave Encashment	671,349	-	671,349
Provision for Gratuity Contribution	-	-	-
Net Temporary Difference			2,250,264
Deferred Tax Asset/(Liability) @30%			675,079
Opening Deferred Tax Assets			858,053
Deferred Tax (Expenses) / Income for the year			(182,974)

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Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

1. General Information

1.1 Reporting Entity

Sanima Securities Limited (the Company) is a public limited company with its registered office in Kathmandu Metropolitan City-29, Putalisadak, Kathmandu, Nepal. The company was registered with the Office of Company Registrar on 26 May 2019 under the Companies Act 2063 of Nepal. Sanima Securities obtained a license to conduct business as a stock broker from the Securities Board of Nepal (SEBON) and secured necessary approvals from the Nepal Stock Exchange (NEPSE). Sanima Securities Limited is wholly owned subsidiary of Sanima Bank Limited.

1.2 Subsidiary/Group

Subsidiaries are investees that are controlled by the company. Control is achieved when the company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect the returns of those investees through its power over the investee.

The Company does not have any subsidiary companies but it is under the group of Sanima Bank Limited being its 100% subsidiary.

1.3 Principal activities of the company

The principal activities of Sanima Securities Limited are to provide brokerage services to its customers.

2. Basis of Preparation

2.1 Statement of Compliance

The Financial Statements of Sanima Securities for the year ended 16 July 2026 comprising of a Statement of Financial Position, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows and Significant Accounting Policies and Other Explanatory Notes to the Financial Statements, have been prepared in accordance with Nepal Financial Reporting Standards (hereafter referred to as NFRS), as published by the Accounting Standards Board (ASB) Nepal and pronounced by The Institute of Chartered Accountants of Nepal (ICAN) and in compliance with the requirement of the relevant applicable laws and regulations.

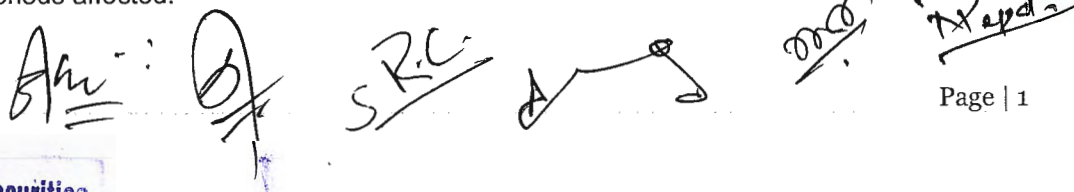
2.2 Reporting Period and approval of financial statements

The Company has prepared the financial statements in accordance with NFRS depicting financial performance for FY 2025/26 and financial position of 16 July, 2026.

The Board of Directors of the Company has authorized the financial statement vide its resolution dated 21 August, 2026 and recommended for its approval by the Annual General Meeting of the shareholders.

2.3 Use of Estimates, Assumptions and Judgements

The preparation of Financial Statements in conformity with Nepal Financial Reporting Standards requires the management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ due to these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates is recognized in the period in which the estimates are revised and in any future periods affected.



Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

The Company applies estimates in preparing and presenting the financial statements and such estimates and underlying assumptions are reviewed periodically. The revision to accounting estimates is recognized in the period in which the estimates are revised and are applied prospectively. Disclosures of the accounting estimates have been included in the relevant sections of the notes wherever the estimates have been applied along with the nature and effect of changes of accounting estimates, if any.

2.4 Going Concern

The Board of Directors has made an assessment of the Company's ability to continue as a going concern and is satisfied that it has the resources to continue its business for the foreseeable future. Furthermore, the Board is not aware of any material uncertainties that may cast significant doubt upon the company's ability to continue as a going concern and they do not intend either to liquidate or to cease operations of it. Therefore, the financial statements continue to be prepared on the going concern basis

2.5 Fair Value of Financial Instruments

Where the fair value of financial assets and financial liabilities recorded in the statement of financial position can be derived from active markets, they are derived from observable market data. However, if this is not available, judgment is required to establish fair values. The valuation of financial instruments is described in more detail in the Notes.

2.6 Changes in Accounting Policies

The accounting policies adopted have been consistently applied during the period.

2.7 Functional and Presentation Currency

The financial statements of the Company are presented in Nepalese Rupees (NPR), which is the currency of the primary economic environment in which the company operates. Financial information is presented in Nepalese Rupees. There was no change in the presentation and functional currency during the period under review. The figures are rounded to the nearest integer, except otherwise indicated.

2.8 Responsibility for Financial Statements

The board of directors of the Company is responsible for the preparation of financial statements of the company which reflects a true and fair view of the financial position and performance of the company. The board is of the view that the financial statements in its entirety have been prepared in conformity with the prevailing financial reporting standards, regulations of SEBON, and the requirements of the Companies Act, 2006.

2.9 Presentation of Financial Statements

The financial statements have been presented as per NAS 01 (Presentation of Financial Statements).

2.10 Comparative Information

Comparative information is provided in narrative and descriptive nature, if it is relevant to understand the current period's financial statement and reclassified whenever necessary to conform to the current year presentation.

3. Summary of Significant Accounting Policies

The principal accounting policies applied by the Company in the preparation of these financial statements are presented below. These policies have been consistently applied for the period presented unless stated otherwise.

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Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

3.1 Cash & Cash Equivalent

Cash and Cash Equivalents include cash in hand, balances with banks and money at call and at short notice. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. These are used by the company in the management of short-term commitments.

3.2 Financial Assets and Financial Liabilities

a. Recognition

The Company initially recognizes a financial asset or a financial liability in its statement of financial position when, and only when, it becomes a party to the contractual provisions of the instrument. The company initially recognizes loans and advances; deposits and debt securities/ subordinated liabilities issued on the date that they are originated which is the date that the company becomes party to the contractual provisions of the instruments. Investments in equity instruments, bonds, debenture, Government securities or deposit auctions, and outright purchases are recognized on trade date at which the company commits to purchase/ acquire the financial assets. Regular way purchase and sale of financial assets are recognized on the trade date at which the company commits to purchase or sell the asset.

b. Classification

i. Financial Assets

All financial instruments are measured initially at their fair value plus transaction costs that are directly attributable to the acquisition or issue of such financial instruments except in the case of such financial assets and liabilities at fair value through profit or loss, as per the Nepal Accounting Standard – NFRS 9 (Financial Instruments: Recognition and Measurement). Transaction costs in relation to financial assets and financial liabilities at fair value through profit or loss are dealt with in the Statement of Profit or Loss.

At inception, a financial asset is classified into one of the following:

- i. **Financial Assets measured at amortized cost:** The company classifies a financial asset measured at amortized cost if both of the following conditions are met:
 - The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows, and
 - The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- ii. **Financial assets measured at fair value:** Financial assets other than those measured at amortized cost are measured at fair value. Financial assets measured at fair value are further classified into two categories below:
 - Financial assets at fair value through profit or loss.
 - Financial assets at fair value through other comprehensive income

Financial assets at fair value through profit or loss.

Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

Financial assets are classified as fair value through profit or loss (FVTPL) if they are held for trading or are designated at fair value through profit or loss. Upon initial recognition, transaction costs directly attributable to the acquisition are recognized in profit or loss as incurred. Such assets are subsequently measured at fair value and changes in fair value are recognized in the statement of profit or loss.

Financial assets at fair value through other comprehensive income

Investment in an equity instrument that is not held for trading and at the initial recognition, the company makes an irrevocable election that the subsequent changes in fair value of the instrument is to be recognized in other comprehensive income are classified as financial assets at fair value through other comprehensive income. Such assets are subsequently measured at fair value and changes in fair value are recognized in other comprehensive income.

II. Financial Liabilities

At the inception, Sanima Securities determines the classification of its financial liabilities. Accordingly, financial liabilities are classified as:

- i. Financial liabilities at fair value through profit or loss
- ii. Financial liabilities at amortized cost

i. Financial Liabilities at Fair Value through Profit or Loss

Financial Liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as fair value through profit or loss. Subsequent to initial recognition, financial liabilities at fair value through profit or loss are measured at fair value and changes therein are recognized in profit or loss.

ii. Financial Liabilities at Amortized Cost

All financial liabilities that are not classified as fair value through profit or loss are classified as financial liabilities at amortized cost. After initial recognition, such financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Amortization is included in 'Interest Expenses' in the statement of profit or loss. Gains and losses are recognized in the statement of profit or loss when the liabilities are derecognized.

c. Measurement

Initial measurement

A financial asset or financial liability is measured initially at fair value plus or minus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue. Transaction costs in relation to financial assets and liabilities at fair value through profit or loss are recognized in the statement of profit or loss.

Subsequent Measurement

i. Financial assets measured at amortized cost

Financial assets in this category are measured initially at fair value plus transaction costs and subsequently amortized using the effective interest rate method, less impairment losses if any. The amortization is included in 'Interest income' in the



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Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

statement of profit or loss. The losses arising from the impairment of such investments are recognized in the statement of profit or loss. The amortized cost of a financial asset or liability is the amount at which the financial asset or liability is measured at initial recognition, minus principal repayments, plus or minus the cumulative amortization using the effective interest method of any difference between the initial amount recognized and the maturity amount, minus any reduction for impairment.

ii. Financial liabilities measured at amortized cost

Financial liabilities in this category are measured initially at fair value less transaction costs and subsequently amortized using the effective interest rate method. The amortization is included in 'Interest expenses' in the statement of profit or loss. The Amortized cost of a financial asset or liability is the amount at which the financial asset or liability is measured at initial recognition, minus principal repayments, plus or minus the cumulative amortization using the effective interest method of any difference between the initial amount recognized and the maturity amount, minus any reduction for impairment.

iii. Financial assets measured at fair value

Financial assets classified at fair value are subsequently measured at fair value. The subsequent changes in the fair value of financial assets at fair value through profit or loss are recognized in the statement of profit or loss whereas financial assets at fair value through other comprehensive income are recognized in other comprehensive income.

d. De-recognition

De-recognition of Financial Assets

The company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred or in which the company neither transfers nor retains substantially all the risks and rewards of ownership and it does not retain control of the financial asset.

Any interest in such transferred financial assets that qualify for de-recognition that is created or retained by the company is recognized as a separate asset or liability. On de-recognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset transferred), and the sum of:

- The consideration received (including any new asset obtained less any new liability assumed) and
- Any cumulative gain or loss that had been recognized in other comprehensive income is recognized in profit or loss.

In transactions in which the Company neither retains nor transfers substantially all the risks and rewards of ownership of a financial asset and it retains control over the asset, the company continues to recognize the asset to the extent of its continuing involvement, determined by the extent to which it is exposed to changes in the value of the transferred asset.

De-recognition of Financial Liabilities

A financial liability is derecognized when the obligation under the liability is discharged or canceled or expired. Where an existing financial liability is replaced by another from

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Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognized in the statement of profit or loss.

e. Determination of Fair Value

Fair value is the amount for which an asset could be exchanged, or liability be settled, between knowledgeable, willing parties in an arm's length transaction on the measurement date. The fair value of a liability reflects its non-performance risk. The fair values are determined according to the following hierarchy:

Level 1: Fair value measurements are those derived from unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2: Valuations are those with quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in inactive markets and financial instruments valued using models where all significant inputs are observable.

Level 3: Portfolios are those where at least one input, which could have a significant effect on the instrument's valuation, is not based on observable market data.

When available, the Company measures the fair value of an instrument using quoted prices in an active market for that instrument. A market is regarded as active if quoted prices are readily and regularly available and represent actual and regularly occurring market transactions on an arm's length basis.

- f. If a market for a financial instrument is not active, the company establishes fair value using a valuation technique. Valuation techniques include using recent arm's length transactions between knowledgeable, willing parties (if available), reference to the current fair value of other instruments that are substantially the same, and discounted cash flow analyses. The best evidence of the fair value of a financial instrument at initial recognition is the transaction price – i.e. the fair value of the consideration given or received. However, in some cases, the fair value of a financial instrument on initial recognition may be different from its transaction price. If such fair value is evidenced by comparison with other observable current market transactions in the same instrument (without modification) or based on a valuation technique whose variables include only data from observable markets, then the difference is recognized in profit or loss on initial recognition of the instrument. In other cases, the difference is not recognized in profit or loss immediately but is recognized over the life of the instrument on an appropriate basis or when the instrument is redeemed, transferred or sold, or the fair value becomes observable. All unquoted equity investments are recorded at cost, considering the non-trading of promoter shares up to the date of the statement of financial position, the market price of such shares could not be ascertained with certainty. Hence, these investments are recognized at cost net of impairment, if any offsetting.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the group has a legal right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously. Income and expenses are presented on a net basis only when permitted under NFRS, or for gains and losses arising from a group of similar transactions such as in the Group's trading activity.

Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

g. Impairment

At each reporting date, the company assesses whether there is any indication that an asset may have been impaired. If such an indication exists, the recoverable amount is determined. A financial asset or a group of financial assets is impaired and impairment losses are incurred if, and only if, there is objective evidence of impairment as a result of one or more events occurring after the initial recognition of the asset (a loss event), and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

The Company considers the following factors in assessing objective evidence of impairment:

- Whether the counterparty is in default of principal or interest payments.
- When a counterparty files for bankruptcy and this would avoid or delay discharge of its obligation.
- Where the company initiates legal recourse of recovery in respect of a credit obligation of the counterpart.
- Where the company consents to a restructuring of the obligation, resulting in a diminished financial obligation, demonstrated by material forgiveness of debt or postponement of scheduled payments.
- Where there is observable data indicating that there is a measurable decrease in the estimated future cash flows of a group of financial assets, although the decrease cannot yet be identified with specific individual financial assets.

The company considers evidence of impairment for held-to-maturity investment securities at both a specific asset and collective level. All individually significant held-to-maturity investment securities are assessed for specific impairment. Those found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified.

Held-to-maturity investment securities that are not individually significant are collectively assessed for impairment by grouping held-to-maturity investment securities with similar risk characteristics. Impairment test is done on an annual basis for trade receivables and other financial assets based on the internal and external indications observed.

Impairment losses on assets measured at amortized cost

Financial assets carried at amortized cost (such as amounts due from Banks as well as held-to-maturity investments are impaired, and impairment losses are recognized, only if there is objective evidence as a result of one or more events that occurred after the initial recognition of the asset. The amount of the loss is measured as the difference between the asset's carrying amount and the deemed recoverable value of the asset.

3.3 Risk Management

A. Credit Risk

Credit risk is the probability of loss of principle and reward associated with it due to the failure of counterparty to meet its contractual obligations to pay the company in accordance with agreed terms. The Credit Risk Monitoring and Reporting Framework/ have been prepared in order to mitigate/minimize the credit risk of the company through appropriate monitoring and reporting framework established within the company.

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Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

Credit Risk Management is ultimately the responsibility of the Board of Directors, hence Overall strategy as well as significant policies has to be reviewed by the board regularly. Further, Senior Management is responsible for implementing the company's credit risk management strategies and policies and ensuring that procedures are put in place to manage and control credit risk and the quality of the investment portfolio in accordance with these policies.

B. Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: foreign exchange rates (currency risk), market interest rates (interest rate risk) and market prices (price risk).

i. Currency Risk:

Foreign exchange risk is the potential for the company to experience volatility in the value of its assets, liabilities and solvency and to suffer actual financial losses as a result of changes in value between the currencies of its assets and liabilities and its reporting currency.

The company does not have any receivables/payables in foreign currency as at the balance sheet date.

ii. Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The major interest rate risk that the company is exposed to is the discount rate for determining the present value of its future cash flows. This discount rate, often derived from prevailing market interest rates, plays a crucial role in assessing the current worth of the company's projected income and cash inflows. Fluctuations in market interest rates can significantly impact this discount rate, thereby influencing the valuation of the Company's financial instruments and potentially leading to variations in the fair value of its investments, loans, and other interest-sensitive assets.

iii. Equity Price Risk

Equity price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in equity prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or by factors affecting all similar financial instruments traded in the market.

The Company's equity price risk exposure relates to financial investment held at FVTPL, whose values fluctuate as a result of changes in market prices.

C. Liquidity Risk

The Company recognizes Market Risk as the possibility for loss of earnings or economic value to the company caused due to adverse changes in the market level of interest rates or prices of securities (equity), foreign exchange rates and commodity price fluctuation, as well as the volatilities, of those prices. While Liquidity risk is the chances of failure of the company to meet obligations as they become due. Effective liquidity risk management helps ensure the company's ability to meet its obligations as they fall due without adversely affecting the company's financial condition and reduces the probability of developing an adverse situation.

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Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

Liquidity risk is defined as the risk that the company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk arises because of the possibility that the company might be unable to meet its payment obligations when they fall due as a result of mismatches in the timing of the cash flows under both normal and stress circumstances. Such scenarios could occur when funding needed for illiquid asset positions is not available to the company on acceptable terms. To limit this risk, management has arranged for diversified funding sources in addition to its core sources of fund and adopted a policy of managing assets with liquidity in mind and monitoring future cash flows and liquidity.

D. Operational Risk

Operational Risk is defined as the risk of potential loss resulting from inadequate or failed internal processes, people and systems or from the impact of external events, including legal risks for the company. Operational Risk is pervasive across all the functions of the company and is influenced by all resources, including human resource, systems and procedural designs, deployed by the company to carry out those functions. Operational Risk can be caused by both internal and external sources such as fraud, business interruptions, system failures, damage to physical infrastructure, failure in execution and service delivery, inherent risks in products, customers, inadequacy in procedures or flawed process designs, and business practices. The risk can occur in any business function or the business supporting functions.

The company is committed to be governed with a strong culture of risk management and ethical business practices and therefore to averse it from potentially damaging operational risk events and is in a sound position to deal effectively with those events that do occur. The actions of the board and senior management, and policies, processes and systems provide the foundation for a sound risk management culture.

3.4 Property, Plant and Equipment

Recognition

Property, plant and equipment are tangible items that are held for use in the production or supply of services, for rental to others, or for administrative purposes and are expected to be used during more than one period. Sanima Securities applies the requirements of the Nepal Financial Reporting Standard - NAS 16 (Property, Plant and Equipment) in accounting for these assets. Property, plant and equipment are recognized if it is probable that future economic benefits associated with the asset will flow to the entity and the cost of the asset can be measured reliably measured.

Measurement

An item of property, plant and equipment that qualifies for recognition as an asset is initially measured at its cost. Cost includes expenditure that is directly attributable to the acquisition of the asset and cost incurred subsequently to add to, replace part of an item of property, plant and equipment. The cost of self-constructed assets includes the cost of materials and direct labor, any other costs directly attributable to bringing the asset to a working condition for its intended use and the costs of dismantling and removing the items and restoring the site on which they are located. Purchased software that is integral to the functionality of the related equipment is capitalized as part of computer equipment. When parts of an item of property or equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Cost Model

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Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

Property, plant and equipment are stated at cost excluding the costs of day-to-day servicing, less accumulated depreciation and accumulated impairment in value. Such cost includes the cost of replacing part of the equipment when that cost is incurred, if the recognition criteria are met.

Subsequent Cost

The subsequent cost of replacing a component of an item of property, plant and equipment is recognized in the carrying amount of the item, if it is probable that the future economic benefits embodied within that part will flow to the company and it can be reliably measured. The cost of day-to-day servicing of property, plant and equipment is charged to the statement of profit or loss as incurred.

Revaluation Model

Sanima Securities has not applied the revaluation model to any assets.

Depreciation

Depreciation is calculated by using the written down value method on the cost of the Property, Plant & Equipment other than leasehold properties. Depreciation on leasehold properties is calculated by using the straight-line method on the cost or valuation of the property. The useful life of the class of assets is given below. The rate of depreciation is computed based on the expected useful life of the assets.

The useful life of Property, Plant and Equipment is categorized as stated below:

Particulars	Expected Useful Life
Computer & Computer Accessories	4 years
Office Equipment	4 years
Furniture & Fixtures	4 years
Leasehold Improvements	10 years
Vehicle	7 Years

Assets with a unit value of NPR 10,000 or less are expensed-off during the year of purchase irrespective of its useful life.

Changes in Estimates

The asset's methods of depreciation are reviewed and adjusted if appropriate, at each financial year end.

Capital Work in Progress (CWIP)

These are expenses of capital nature directly incurred in the construction of buildings, major plant and machinery and system development, awaiting capitalization. Capital work-in-progress would be transferred to the relevant asset when it is available for use, i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Capital work-in-progress is stated at cost less any accumulated impairment losses. Currently, the Company does not have any CWIP.

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Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

3.5 Intangible Assets

Recognition

An intangible asset is an identifiable non-monetary asset without physical substance, held for use in the production or supply of goods or services, for rental to others, or for administrative purposes. An intangible asset is recognized if it is probable that the future economic benefits that are attributable to the asset will flow to the entity and the cost of the asset can be measured reliably. An intangible asset is initially measured at cost. Expenditure incurred on an intangible item that was initially recognized as an expense in prior period Financial Statements are not recognized as part of the cost of an intangible asset at a later date.

License

The company has a license to operate as a stockbroker, which was obtained through a one-time payment to the regulatory authority. This license grants the right to conduct brokerage activities indefinitely, as long as the company continues its business operations and complies with regulatory requirements. The license is recognized as an intangible asset. Since the license does not have a finite useful life, it is not amortized. However, it is subject to an annual impairment test if there are indicators of impairment.

Software

Cost of purchased licenses and all computer software costs incurred, licensed for use by the Securities, which is not integrally related to the associated hardware, which can be clearly identified, reliably measured, and it's probable that they will lead to future economic benefits, are included in the Statement of Financial Position under the category 'Intangible Assets' and carried at cost less accumulated amortization and any accumulated impairment losses.

Subsequent Expenditure

Expenditure incurred on software is capitalized only when it is probable that this expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standard of performance and this expenditure can be measured and attributed to the asset reliably. All other expenditure is expensed as incurred.

Amortization of Intangible Assets

Intangible Assets are amortized on a straight-line basis in the Statement of Profit or Loss from the date when the asset is available for use, over the best of its useful economic life based on a pattern in which the asset's economic benefits are consumed by the bank. Amortization methods, useful lives, residual values are reviewed at each financial year end and adjusted if appropriate. The Bank assumes that there is no residual value for its intangible assets.

Acquired computer software licenses are capitalized on the basis of cost incurred to acquire and bring to use the specific software and are amortized over their useful life estimated as 5 years from the next month of the date of acquisition or over the period of the license, whichever is less.

Derecognition of Intangible Assets

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Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

The carrying amount of an item of intangible asset is derecognized on disposal or when no future economic benefits are expected from its use. The gain or loss arising on de-recognition of an item of intangible assets is included in the Statement of Profit or Loss when the item is derecognized.

Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of an asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that the company incurs in connection with the borrowing of funds.

De-recognition

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use. The gain or loss arising from de-recognition of an item of property, plant and equipment is included in the Statement of Profit or Loss when the item is derecognized. When replacement costs are recognized in the carrying amount of an item of property, plant and equipment, the remaining carrying amount of the replaced part is derecognized. Major inspection costs are capitalized. At each such capitalization, the remaining carrying amount of the previous cost of inspections is derecognized.

3.6 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration.

The Company as a lessee

At the commencement date, the Company shall recognize a right to use (ROU) asset at cost and a lease liability at the present values of the lease payments that are not paid at that date. The lease payment shall be discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the company shall use its incremental borrowing rate.

After the commencement date, the company shall measure the right to use the asset applying a cost model or measurement model. To apply a cost model, the company shall measure the right of use asset at cost less any depreciation and any accumulated impairment losses adjusted for remeasurement of lease liability as mentioned below.

After the commencement date, the company shall measure the lease liability by

- (a) Increasing the carrying amount to reflect interest on the lease liability;
- (b) Reducing the carrying amount to reflect the lease payments made; and
- (c) Re-measuring the carrying amount to reflect any reassessment or lease modifications to reflect revised in-substance fixed lease payments.

The arrangement is, or contains, a lease if fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset

Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

or assets, even if that right is not explicitly specified in an arrangement. A lease is classified at the inception date as a finance lease or an operating lease.

The Company has recognized right-of-use assets in accordance with NFRS 16, Leases. The right-of-use assets are subsequently measured using the cost model and depreciated over the lease term. Depreciation expense of NPR 908,235.15 has been recognized under 'Depreciation and Amortization', while finance cost on lease liability of NPR 834,131.45 has been recognized under 'Interest Expenses'.

The lease liability is initially measured at the present value of future lease payments using the lessee's incremental borrowing rate and is subsequently measured by increasing the carrying amount for finance cost and reducing it by lease payments made.

During the year, an error was identified in the previous year's lease liability and corresponding right-of-use asset calculation. Accordingly, the revised opening balances have been adjusted in the current year through retained earnings. The adjustment resulted in a net increase in retained earnings of NPR 91,609.11. The corresponding adjustments to the right-of-use asset and accumulated depreciation have been reflected in the Property and Equipment schedule.

The movement in right-of-use assets is as follows:

Particulars	Amount
Right-of-use assets – opening cost	8,930,979.02
Add: Additions during the year	-
Less: Adjustments	-
Right-of-use assets – closing cost	8,930,979.02
Accumulated depreciation – opening	605,490.10
Add: Depreciation for the year	908,235.15
Accumulated depreciation – closing	1,513,725.25
Net carrying amount of right-of-use assets	7,417,253.77

The movement in lease liabilities is as follows:

Particulars	Amount
Lease liability – opening	8,605,711.81
Add: Finance cost	834,131.45
Less: Lease payments	(1,200,000)
Lease liability – closing	8,239,843.26

The prior-period adjustment comprises a decrease in lease liability of NPR 131,583.19, a decrease in the right-of-use asset cost of NPR 32,016.98 and an increase in accumulated depreciation of NPR 7,957.10, resulting in a net increase in retained earnings of NPR 91,609.11.

3.7 Income Tax

As per Nepal Accounting Standard - NAS 12 (Income Taxes) tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current and deferred taxation. Income Tax expense is recognized in the statement of Profit or Loss, except to the extent it relates to items recognized directly in equity or other

Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

comprehensive income in which case it is recognized in equity or in other comprehensive income respectively.

Current Tax Asset

Current tax assets and liabilities consist of amounts expected to be recovered from or paid to the Inland Revenue Department in respect of the current year, using the tax rates and tax laws enacted or substantively enacted on the reporting date and any adjustment to tax payable in respect of prior years.

Deferred Tax Asset

Deferred tax is provided on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax assets are recognized for all deductible temporary differences, carried forward unused tax credits and unused tax losses (if any), to the extent that it is probable that the taxable profit will be available against which the deductible temporary differences, carried forward unused tax credits and unused tax losses can be utilized:

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is probable that sufficient profit will be available to allow the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Current and deferred tax assets and liabilities are offset only to the extent that they relate to income taxes imposed by the same taxation authority.

3.8 Revenue Recognition

Revenue is the gross inflow of economic benefits during the period arising from the course of the ordinary activities of an entity when those inflows result in increases in equity, other than increases relating to contributions from equity participants. Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized.

Brokerage Income

Brokerage income is recorded on the trade date being accrual basis.

Interest Income

For all financial assets measured at amortized cost, interest bearing financial assets classified as Fair value through profit and loss, interest income is recorded using the rate that closely approximates the effective interest rate (EIR) because the company considers that the cost of exact calculation of effective interest rate method exceeds the benefit that would be derived from such compliance. EIR is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or financial liability.

Dividend Income

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Page | 14

Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

Dividend incomes are recognized when the right to receive such dividends is established. Usually, this is the ex-dividend date for equity securities. Dividends are presented in net trading income, net income from other financial instruments at fair value through profit or loss or other revenue based on the underlying classification of the equity investment.

Net Income from other financial instruments at fair value through Profit or Loss

Trading assets such as equity shares and mutual funds are recognized at fair value through profit or loss. No other financial instrument is designated at fair value through profit or loss. Contractual interest income and expense on financial instruments held at fair value through profit or loss is recognized within net interest income.

Other Income

Other incomes are recognized when it is probable that consideration associated with the transaction will flow to the company and the amount of revenue can be measured reliably.

3.9 Share capital & Reserves

Share capital and reserves are different classes of equity claims. Equity claims are claims on the residual interest in the assets of the entity after deducting all its liabilities. Changes in equity during the reporting period comprise income and expenses recognized in the statement of financial performance; plus, contributions from holders of equity claims, minus distributions to holders of equity claims.

3.10 Earnings per share including diluted earning

The company presents basic and diluted Earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit and loss attributable to ordinary equity holders of the company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting both the profit and loss attributable to the ordinary equity holders and the weighted average number of ordinary shares outstanding, for the effects of all dilutive potential ordinary shares, if any. Earnings per share is calculated and presented in the face of the statement of profit and loss.

3.11 Expenses

a. Service Charges

The fee paid is primarily for the provision of ongoing services, including system and network infrastructure necessary for running and performing various operations for the trade management system. This includes database hosting, as well as support and maintenance services provided by various software vendors.

b. Transaction cost

The fee is paid to regulatory authorities, mainly to the Securities and Exchange Board of Nepal (SEBON) and the National Stock Exchange (NEPSE), to execute transactions for trading (buying and selling)

c. Interest Expense

For all financial liabilities measured at amortized cost, interest expense is recognized using the EIR. EIR is the rate that exactly discounts estimated future cash payments through the expected life of the financial liabilities or a shorter period, where appropriate, to the net carrying amount of the financial liability.

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Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

d. Employee Benefit Expenses

Employee benefits include:

- Short-term employee benefits such as the following, if expected to be settled wholly before twelve months after the end of the annual reporting period in which the employees render the related services:
 - i. Wages, salaries and provident fund contributions;
 - ii. Paid annual leave and paid sick leave;
 - iii. Profit sharing and bonuses, and
 - iv. Non-monetary benefits (such as medical care, housing, cars and free or subsidized goods or services) for employees;

Short-term employee benefits are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid under short-term cash bonuses or profit-sharing plans if the company has the present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

- Post-employment benefits, such as the following:
 - i. Retirement benefits (eg: pensions, lump sum payments on retirement); and
 - ii. Other post-employment benefits such as post-employment life insurance and post-employment medical care;
- Other long-term employee benefits and
- Termination benefits

Post employment benefits are as follows:

Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the company pays fixed contributions into a separate entity (a fund) and will have no legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits relating to employee services in the current and prior periods, as defined in Nepal Accounting Standards – NAS 19 (Employee Benefits).

The contribution payable by the employer to a defined contribution plan in proportion to the services rendered to the company by the employees and is recorded as an expense under 'Personnel expense' as and when they become due. Unpaid contribution is recorded as a liability under 'Other Liabilities'.

The Company contributed 10% of the basic salary of each employee to the Employees' Provident Fund and 8.33% for gratuity. The above expenses are identified as contributions to 'Defined Contribution Plans' as defined in Nepal Accounting Standards – NAS 19 (Employee Benefits).

Defined Benefit Plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The company has not provided any defined benefit plans to its employees.

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Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

Gratuity

8.33% of basic salary is deposited each month towards gratuity as per the requirements of the Labour Act, 2074 which constitutes a defined contribution plan in accordance with NAS 19-Employee Benefits.

Unutilized accumulated leave

The Company has created a provision for unutilized accumulated leave based on the latest basic salary of all employees.

e. Other Expenses

Other Expenses have been recognized in the statement of profit or loss as they are incurred in the period to which they relate. All expenditure incurred in the operation of the business and in maintaining the capital assets in a state of efficiency has been charged to revenue in arriving at the profit for the year. Provisions in respect of other expenses are recognized when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

3.12 Contingent Liabilities and Commitments

As at FY 2082-83, the Company has no pending litigations or other commitments. However, the Company has the following contingent liability in respect of bank guarantees outstanding as at the reporting date:

Original BG No.	Bank Name	Original Date of BG	Extended Expiry Date of BG	Amount
PBG30124NPR2581	Global IME bank	08-08-2024	07-08-2027	20,000,000
PBG30124NPR2580	Global IME bank	08-08-2024	07-08-2027	15,000,000
PBG30124NPR2884	Global IME bank	10-09-2024	09-09-2026	1,000,000

3.13 Related Party Disclosures

Particulars	Name of the related party
Parent Company	Sanima Bank Limited
Sister Concern	Sanima Capital Limited
Those Charged with Governance	Bharat Bahadur Thapa Bhupesh Raj Bhandari* Pradyumna Nepal Ashok Kumar Gurung Sanju KC
Key Management Personnel	Sanjiv Poudel (General Manager)

* Bhupesh Raj Bhandari has resigned from Bhadra 5, 2083.

Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

Transactions with related parties

Particulars	Year ended	Parent Company	Those Charged with Governance	Key Management Personnel
Rent expenses	32 Ashad - 2083	-	-	-
	31 Ashad - 2082	483,746	-	-
Service Level Agreement Fees	32 Ashad - 2083	600,000	-	-
	31 Ashad - 2082	600,000	-	-
Interest received	32 Ashad - 2083	3,465,959	-	-
	31 Ashad - 2082	5,141,626	-	-
Interest paid	32 Ashad - 2083	3,114,177	-	-
	31 Ashad - 2082	2,957,901	-	-
Bank Charges	32 Ashad - 2083	-	-	-
	31 Ashad - 2082	-	-	-
Meeting allowances	32 Ashad - 2083	-	446,000	-
	31 Ashad - 2082	-	367,000	-
Managerial remuneration	32 Ashad - 2083	-	-	3,399,365
	31 Ashad - 2082	-	-	2,677,631

The Company has entered with a service level agreement (SLA) for procurement of certain services in the areas of Administration, Operation, Accounts, Treasury, IT, Legal, Human Resources, Internal Audit, Brand Usage, etc. for an annual fee of NPR 600,000 including taxes and sub-lease agreement for sharing an office at Putalisadak for a monthly rent of NPR 100,000 with its parent company Sanima Bank Limited.





Sanima Securities Limited
Significant Accounting Policies and Other Explanatory Notes
For the period from 17 July 2025 to 16 July 2026
(corresponding to Shrawan 1, 2082 to Ashad 32, 2083)

Balance with Related Parties

Receivable balances form part of	Year ended	Parent Company	Those Charged with Governance	Key Management Personnel
- Receivables	32 Ashad - 2083	-	-	-
	31 Ashad - 2082	-	-	-

Repeat.
Ami: *B. S.R.C.* *Ang* *mo*


धन्यवाद ज्ञापन :

यस कम्पनीको स्थापना एवम् सुसंचालनको लागी सहयोग पुऱ्याउनु हुने संस्थापक शेयरधनी श्री सानिमा बैंक लिमिटेड, यस कम्पनीको संचालक समितिका सदस्य ज्यू हरु, प्रमुख कार्यकारी अधिकृत, कर्मचारीवर्ग लगायत सम्बन्धित संस्थाका पदाधिकारी र नेपाल सरकारका सम्बद्ध निकाय, नेपाल धितोपत्र बोर्ड, नेपाल स्टक एक्सचेञ्ज र सिडिएस एण्ड क्यालियरीङ्ग लिमिटेडलाई सञ्चालक समितिको तर्फबाट म हार्दिक आभार प्रकट गर्दछु । यसको अतिरिक्त कम्पनीको स्थापना तथा सञ्चालनमा पुऱ्याउनु भएको योगदानको लागि खटिनु भएका कार्यरत सम्पूर्ण कर्मचारीहरूलाई हार्दिक धन्यवाद दिन चाहन्छु । साथै यस कम्पनीलाई सहयोग पुऱ्याउने सम्पूर्ण शुभेच्छुकहरू प्रति पनि म हार्दिक आभार व्यक्त गर्दछौ ।

धन्यवाद ।

मिति: २०८३/०६/०८

सञ्चालक समितिको तर्फबाट
भरत बहादुर थापा
अध्यक्ष