



तेह्रौं वार्षिक साधारण सभा बस्ने सम्बन्धी सूचना

(प्रथम पटक प्रकाशित मिति २०८२/१२/०४ गतेको कारोबार राष्ट्रिय दैनिक)

आदरणीय शेयरधनी महानुभावहरू,

यस वित्तीय संस्थाको सञ्चालक समितिको मिति २०८२/१२/०३ गते बसेको १८५औं बैठकबाट निर्णय भए बमोजिम यस वित्तीय संस्थाको तेह्रौं वार्षिक साधारण सभा देहायको मिति, समय र स्थानमा निम्न विषयहरू उपर छलफल तथा निर्णय गर्न बस्ने भएको हुँदा कम्पनी ऐन, २०६३ को दफा ६७(२) बमोजिम उक्त वार्षिक साधारण सभामा सम्पूर्ण शेयरधनी महानुभावहरूको उपस्थितिका लागि हार्दिक अनुरोध गर्दछौं ।

साधारण सभा हुने मिति, समय र स्थान:

मिति : २०८२ साल चैत्र २५ गते, बुधवार (तदनुसार ८, अप्रिल २०२६)

समय : बिहान १०:०० बजे

स्थान : होटल सिटि स्क्वायर प्रा.लि., पोखरा-८, न्यूरोड कास्की

छलफलका विषयहरू :

(क) सामान्य प्रस्तावहरू :

१. सञ्चालक समितिको तर्फबाट अध्यक्षज्यूले पेश गर्नुहुने आ.व. २०८१/०८२ को वार्षिक प्रतिवेदन उपर छलफल गरी पारित गर्ने सम्बन्धमा ।
२. लेखापरीक्षकको प्रतिवेदन सहित २०८२ आषाढ मसान्तको वासलात, आ.व. २०८१/०८२ को नाफा नोक्सान हिसाव तथा सोही अवधिको नगद प्रवाह विवरण र सो सँग सम्बन्धित अनुसूचिहरू उपर छलफल गरी पारित गर्ने सम्बन्धमा ।
३. कम्पनी ऐन, २०६३ को दफा १११ तथा बैंक तथा वित्तीय संस्था सम्बन्धी ऐन, २०७३ को दफा ६३ अनुसार आ.व. २०८२/०८३ को लेखा परीक्षण गर्नका लागि लेखापरीक्षकको नियुक्ति तथा निजको पारिश्रमिक तोक्ने सम्बन्धमा ।
४. एनएमबि बैंकबाट यस लघुवित्तमा सञ्चालकको रुपमा प्रतिनिधित्व गर्ने प्रतिनिधि सञ्चालकको नियुक्ति अनुमोदन गर्ने सम्बन्धमा ।

(ख) विशेष प्रस्तावहरू

१. यस वित्तीय संस्थाले नेपाल राष्ट्र बैंकबाट इजाजतपत्रप्राप्त "घ" वर्गका अन्य लघुवित्त वित्तीय संस्थासँग गाभ्ने/गाभिने वा प्राप्त (Merger/Acquisition) सम्बन्धी प्रकृया अगाडी बढाउन उपयुक्त देखिएमा सो प्रयोजनका लागि समिति गठन गर्ने, मूल्याङ्कनकर्ताको नियुक्ति तथा निजको पारिश्रमिक तोक्ने, गाभ्ने/गाभिने वा प्राप्त सम्बन्धी सम्झौता पत्रमा हस्ताक्षर गर्ने लगायतका सम्पूर्ण कार्य गर्ने अख्तियारी सञ्चालक समिति वा समितिले तोकेको पदाधिकारीलाई प्रदान गर्ने सम्बन्धमा ।
२. वित्तीय संस्थाको प्रबन्धपत्र तथा नियमावलीमा गरिएको संशोधनका सम्बन्धमा नियमनकारी निकायबाट कुनै संशोधन, फेरबदल वा परिमार्जनका लागि निर्देशन भएमा सोही बमोजिम गर्न गराउन संचालक समिति वा समितिले तोकेको पदाधिकारीलाई अख्तियारी प्रदान गर्ने सम्बन्धमा ।

(ग) विविध

सञ्चालक समितिको आज्ञाले
कम्पनी सचिव

तेह्रौं वार्षिक साधारण सभा सम्बन्धी अन्य जानकारी

१. तेह्रौं वार्षिक साधारण सभा प्रयोजनार्थ मिति २०८२ चैत्र १७ गते एक दिनका लागि वित्तीय संस्थाको शेयर दाखिला खारेजीको काम बन्द रहने छ । नेपाल स्टक एक्सचेन्ज लिमिटेडमा मिति २०८२ चैत्र १६ गतेसम्म कारोबार भई तोकिएको समयभित्रमा यस वित्तीय संस्थाको शेयर रजिष्ट्रार श्री एनएमबि क्यापिटल लिमिटेड, बालुवाटार काठमाडौंबाट प्राप्त नामसारीको लिखतको आधारमा शेयरधनी दर्ता किताबमा कायम शेयरधनीहरू मात्र यस वार्षिक साधारण सभामा भाग लिन योग्य हुनेछन् ।
२. वार्षिक साधारण सभामा भाग लिन आउँदा शेयरधनीहरूले वार्षिक प्रतिवेदनका साथ संलग्न प्रवेशपत्र वा शेयरको प्रमाणपत्र/हितग्राही खाताको प्रमाण वा आफ्नो परिचय खुल्ने फोटो सहितको परिचयपत्र वा सो को प्रतिलिपि अनिवार्य रुपमा साथमा लिई आउनुहुन अनुरोध छ ।
३. वार्षिक साधारण सभामा भाग लिन आउने शेयरधनी महानुभावहरूले सभा हुने स्थानमा उपस्थित भई त्यहाँ राखिने उपस्थिति पुस्तिकामा दस्तखत गर्नुपर्नेछ । शेयरधनी उपस्थिति पुस्तिका सभा स्थलमा बिहान ९:०० बजे देखि खुल्ला रहनेछ ।
४. वार्षिक साधारण सभामा भाग लिनका लागि प्रतिनिधि (प्रोक्सी) नियुक्त गर्न चाहने शेयरधनी महानुभावहरूले प्रतिनिधि पत्र (प्रोक्सी फारम) सभा हुनु भन्दा कमिमा ४८ घण्टा अगावै वित्तीय संस्थाको केन्द्रीय कार्यालय पोखरा-८, न्यूरोडमा दर्ता गराई सक्नुपर्नेछ ।
५. प्रतिनिधि नियुक्त गर्दा मतदान गर्न अधिकार प्राप्त वित्तीय संस्थाको शेयरधनी बाहेक अन्य ब्यक्तिलाई नियुक्त गर्न सकिने छैन । कुनै शेयरधनीले प्रतिनिधि (प्रोक्सी) नियुक्त गरेपछि आफु स्वयं उपस्थित भएमा त्यस्तो प्रतिनिधि (प्रोक्सी) स्वतः रद्द भएको मानिनेछ ।
६. नाबालक वा विक्षिप्त शेयरधनीहरूको हकमा वित्तीय संस्थाको शेयरधनी दर्ता पुस्तिकामा संरक्षकको रुपमा नाम दर्ता भएको व्यक्तिले मात्र साधारण सभामा भाग लिन वा प्रतिनिधि (प्रोक्सी) तोक्न सक्नेछ । संयुक्त रुपमा शेयर लिने शेयरधनीहरूको हकमा त्यस्तो शेयरधनीहरू मध्येबाट सर्वसम्मत रुपमा मनोनित प्रतिनिधिले वा सो बमोजिम कुनै प्रतिनिधि नियुक्त नभएमा शेयरधनी दर्ता किताबमा पहिलो नाम उल्लेख भएको शेयरधनीले मात्र साधारण सभामा भाग लिन पाउनेछ ।
७. शेयरधनीहरूबाट उठेका प्रश्न, जिज्ञासा वा मन्तव्यहरूको सम्बन्धमा सञ्चालक समितिको तर्फबाट अध्यक्ष वा अध्यक्षबाट अनुमति प्राप्त व्यक्तिले जवाफ दिन सक्नेछ ।
८. कुनै शेयरधनी महानुभावलाई वित्तीय संस्थाको सम्बन्धमा केही जिज्ञासा भए त्यस्तो व्यहोरा लिखित रुपमा सभा हुनुभन्दा कमिमा ७ (सात) दिन अगावै वित्तीय संस्थाको रजिस्टर्ड कार्यालयमा पठाउनुहुन अनुरोध गर्दछौं । तर यसलाई छलफल र पारित हुने प्रस्तावको रुपमा समावेश गरिने छैन ।
९. साधारण सभामा भाग लिन आउनुहुने शेयरधनीहरूले साधारण सभासँग सम्बन्धित कागजात बाहेकका कुनै भोला, पोका वा अन्य निर्षेधित सामग्री नलिई आउनुहुन अनुरोध गरिएको छ ।

द्रष्टव्य : वित्तीय संस्थाको वार्षिक प्रतिवेदन वित्तीय संस्थाको वेबसाइट www.nmbmicrofinance.com मा पनि राखिने हुँदा त्यहाँबाट समेत हेर्न सकिने व्यहोरा जानकारी गराउछौं ।

NMB Lughubitta Bitiya Sanstha Ltd.
Statement of Financial Position
As on year ended 32 Ashadh, 2082

Particulars	Note	Current Year	Previous Year
Amount (NPR)			
Assets			
Cash and Cash Equivalent	4.1	221,797,296	351,939,429
Statutory Balances and Due from Nepal Rastra Bank	4.2	30,000,000	24,500,000
Placement with Bank & Financial Institutions	4.3	40,000,000	40,000,000
Derivative Financial Instruments	4.4	-	-
Other Trading Assets	4.5	-	-
Loans and Advances to MFIs & Cooperative	4.6	-	-
Loans and Advances to Customers	4.7	6,669,888,911	5,316,104,154
Investment Securities	4.8	1,195,691	2,000,000
Current Tax Assets	4.9	7,448,281	3,611,536
Investment Property	4.1	-	-
Property and Equipment	4.11	80,943,289	103,468,470
Goodwill and Intangible Assets	4.12	3,459,906	3,141,442
Deferred Tax Assets	4.13	12,180,387	-
Other Assets	4.14	14,476,852	11,048,793
Total Assets		7,081,390,614	5,855,813,826

Particulars	Note	Current Year	Previous Year
Amount (NPR)			
Liabilities			
Due to Bank and Financial Institutions	4.15	-	-
Due to Nepal Rastra Bank	4.16	-	-
Derivative Financial Instruments	4.17	-	-
Deposits from Customers	4.18	1,567,726,762	1,333,476,327
Borrowings	4.19	4,334,499,067	3,390,827,914
Current Tax Liabilities	4.9	-	-
Provisions	4.2	-	-
Deferred Tax Liabilities	4.13	-	749,446
Other Liabilities	4.21	234,940,041	196,446,528
Debt Securities Issued	4.22	-	-
Subordinated Liabilities	4.23	-	-
Total Liabilities		6,137,165,869	4,921,500,214
Equity			
Share Capital	4.24	721,449,149	721,449,149
Share Premium		72,972,961	72,972,961
Retained Earnings		(60,476,990)	(63,105,941)
Reserves	4.25	210,279,624	202,997,442
Total Equity		944,224,744	934,313,611
Total Liabilities and Equity		7,081,390,614	5,855,813,826
Contingent Liabilities and Commitments	4.26	-	-
Net Assets Value per share		130.88	129.51

Significant Accounting Policies and Notes to the accounts are integral part of financial statement.

As per our report of even date attached

NMB Lughubitta Bitiya Sanstha Ltd.
Statement of Profit or Loss
For the year ended 32 Ashadh 2082

Particulars	Note	Current Year	Previous Year
Amount (NPR)			
Interest Income	4.27	800,085,933	646,794,152
Interest Expense	4.28	(361,021,080)	(377,676,989)
Net Interest Income		439,064,853	269,117,164
Fees and Commission Income	4.29	58,515,393	41,389,105
Fees and Commission Expense	4.3	-	-
Net Fee and Commission Income		58,515,393	41,389,105
Net Interest, Fee and Commission Income		497,580,246	310,506,269
Net Trading Income	4.31	-	-
Other Operating Income	4.32	-	-
Total Operating Income		497,580,246	310,506,269
Impairment charge/(reversal) for loan and other losses	4.33	(112,134,967)	(11,093,081)
Net Operating Income		385,445,279	299,413,188
Operating Expense			
Personnel Expenses	4.34	(259,141,113)	(233,002,551)
Other Operating Expenses	4.35	(94,123,431)	(89,245,272)
Depreciation and Amortization	4.36	(31,585,248)	(30,429,354)
Operating Profit		595,488	(53,263,990)
Non Operating Income	4.37	3,682,252	-
Non Operating Expense	4.38	-	(4,032,176)
Profit Before Income Tax		4,277,740	(57,296,166)
Income Tax Expense	4.39	10,485,908	4,379,851
Current Tax		(2,202,631)	-
Deferred Tax		12,688,540	4,379,851
Profit for the year		14,763,648	(52,916,315)
Profit Attributable to:			
Equity holders of the Financial Institution		14,763,648	(52,916,315)
Profit for the Year		14,763,648	(52,916,315)
Earnings per Share			
Basic Earnings per Share		2.05	(7.33)
Diluted Earnings per Share		2.05	(7.33)

Significant Accounting Policies and Notes to the accounts are integral part of financial statement.

As per our report of even date attached

NMB Lughubitta Bitiya Sanstha Ltd.
Statement of Cash Flows
For the year ended 32 Ashadh 2082

Particulars	Note	Current Year	Previous Year
Amount (NPR)			
CASH FLOWS FROM OPERATING ACTIVITIES			
Interest Received		794,658,681	658,279,668
Fee and Other Income Received		84,077,078	40,534,403
Dividend Received		-	-
Receipts from Other Operating Activities		-	-
Interest Paid		(361,021,080)	(377,676,989)
Commission and Fee Paid		(254,023,743)	(234,544,956)
Cash Payment to Employees		(94,152,546)	(113,827,845)
Other Expense Paid		-	-
Operating Cash Flows before Changes in Operating Assets and Liabilities (Increase)/Decrease in Operating Assets		149,538,391	(27,235,718)
Due from Nepal Rastra Bank		(1,469,827,203)	(421,490,145)
Due to Bank and Financial Institutions		(5,500,000)	2,500,000
Placement with Banks and Financial Institutions		-	-
Other Trading Assets		-	-
Loans and Advances to Bank and Financial Institutions		-	-
Loans and Advances to Customers		(1,460,899,145)	(470,840,028)
Other Assets		(3,428,059)	46,849,803
Increase/(Decrease) in Operating Liabilities		1,205,661,410	508,424,555
Due to Bank and Financial Institutions		-	-
Due to Nepal Rastra Bank		-	-
Deposit from Customers		234,250,436	(213,838,403)
Borrowings		943,671,153	705,097,418
Other Liabilities		27,739,821	17,165,520
Net Cash Flow from Operating Activities before Tax Paid		(114,627,402)	59,698,692
Income Taxes Paid		(5,978,080)	(12,093,223)
Net Cash Flow from Operating Activities		(120,605,482)	47,605,469
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of Investment Securities		-	-
Receipts from Sale of Investment Securities		-	-
Purchase of Property and Equipment		(4,070,403)	(9,246,747)
Receipts from the sale of Property and Equipment		(5,466,247)	-
Purchase of Intangible Assets		-	-
Receipt from the sale of intangible assets		-	-
Purchase of Investment Properties		-	-
Receipt from Sale of Investment Properties		-	-
Interest Received		-	-
Dividend Received		-	-
Net Cash Used in Investing Activities		(9,536,651)	(9,246,747)
CASH FLOWS FROM FINANCING ACTIVITIES			
Receipts from Issue of Debt Securities		-	-
Repayments of Debt Securities		-	-
Receipts from Issue of Subordinated Liabilities		-	-
Repayments of Subordinated Liabilities		-	-
Receipt from Issue of Shares		-	-
Dividends Paid		-	-
Interest Paid		-	-
Other Receipts/Payments		-	-
Net Cash from Financing Activities		-	-
Net Increase (Decrease) in Cash and Cash Equivalents		(130,142,133)	38,358,722
Cash and Cash Equivalents including Statutory Balance due from Nepal Rastra Bank at Shrawan 1, 2081		351,939,429	338,080,707
Effect of Exchange Rate Fluctuations on Cash and Cash Equivalents Held		-	-
Statutory Balance due from Nepal Rastra Bank at Ashadh 32, 2082		-	(24,500,000)
Cash and Cash Equivalents at Ashadh 32, 2082		221,797,296	351,939,429

Significant Accounting Policies and Notes to the accounts are integral part of financial statement.

As per our report of even date attached

NMB Lughubitta Bitiya Sanstha Ltd.
Statement of Comprehensive Income
For the year ended 32 Ashadh 2082

Particulars	Note	Current Year	Previous Year
Amount (NPR)			
Profit for the year		14,763,648	(52,916,315)
Other Comprehensive Income, Net of Income Tax			
a) Items that will not be reclassified to profit or loss			
Gains/(losses) from investment in equity instruments measured at fair value		(804,309)	-
Gains/(losses) on revaluation		-	-
Actuarial gains/(losses) on defined benefit plans		-	-
Income tax relating to above items		241,293	-
Net other comprehensive income that will not be reclassified to profit or loss		(563,016)	-
b) Items that are or may be reclassified to profit or loss			
Gains/(losses) on cash flow hedge		-	-
Exchange gains/(losses) arising from translating financial assets of foreign operation		-	-
Income tax relating to above items		-	-
Reclassify to profit or loss		-	-
Net other comprehensive income that are or may be reclassified to profit or loss		-	-
Total Comprehensive Income for the year, Net of Income Tax		(563,016)	-
Total Comprehensive Income for the Year		14,200,632	(52,916,315)
Total Comprehensive Income for the Period		14,200,632	(52,916,315)

Significant Accounting Policies and Notes to the accounts are integral part of financial statement.

NMB Lughubitta Bitiya Sanstha Ltd.
Statement of Distributable Profit or Loss
For the year ended 32 Ashadh 2082
(As per NRB Regulation)

Particulars	Note	Current Year	Previous Year
Amount (NPR)			
Net profit or (loss) as per statement of profit or loss		14,763,648	(52,916,314)
Appropriations:			
a. General reserve		(2,952,730)	-
b. Foreign exchange fluctuation fund		-	-
c. Capital redemption reserve		-	-
d. Corporate social responsibility fund		(147,636)	-
e. Employees' training Fund		-	-
f. Other		(221,455)	-
Client Protection Fund		-	-
Other (+/-)		-	-
Profit or (loss) before regulatory adjustment		11,441,828	(52,916,314)
Regulatory adjustment:			
a. Interest receivable (-)/previous accrued interest received (+)		3,274,293	7,383,079
b. Short loan loss provision in accounts (-)/reversal (+)		-	-
c. Short provision for possible losses on investment (-)/reversal (+)		-	-
d. Short loan loss provision on Non Banking Assets (-)/reversal (+)		-	-
e. Deferred tax assets recognised (-)/reversal (+)		(12,180,387)	-
f. Goodwill recognised (-)/impairment of Goodwill (+)		-	-
g. Bargain purchase gain recognised (-)/reversal (+)		-	-
h. Actuarial loss recognised (-)/reversal (+)		-	-
i. Other (+/-)		31,920	-
Net profit for the year ended 2082 available for distribution		(63,105,940)	(5,554,647)
Opening Retained Earning as on Shrawan 1, 2081		61,296	(12,018,059)
Adjustment (+/-)		-	-
Distribution			
Bonus Share Issued		-	-
Cash Dividend Paid		-	-
Total Distributable profit or (loss) as on year ended Ashadh 31, 2082		(60,476,989)	(63,105,940)
Annualised Distributable Profit/Loss Per Share		-	-

Significant Accounting Policies and Notes to the accounts are integral part of financial statement.

As per our report of even date attached

NMB Lughubitta Bitiya Sanstha Ltd.
Statement of Changes in Equity
For the year ended 32 Ashadh 2082

Particulars	Attributable to Equity-Holders of NMB Lughubitta Bitiya Sanstha Limited											
	Share Capital	Share Premium	General Reserve	Fair Value Reserve	Client Protection Fund	CSR Reserve	Staff Skills Development Fund	Retained Earning	Regulatory Reserve	Training & Development fund	Other Equity	Total Equity
Balance at Shrawan 01, 2080	721,449,149	72,972,961	118,791,685	-	48,437,162	3,757,781	2,034,697	(5,554,647)	34,905,644	37,907	-	1,057,299
Adjustment/Retirement	-	-	-	-	34,281	-	-	75,164	-	-	-	109,445
Adjustment/Retained Balance as at Shrawan 01, 2080	721,449,149	72,972,961	118,791,685	-	48,471,443	3,757,781	2,034,697	(5,479,483)	34,905,644	37,907	-	996,941,783
Comprehensive Income for the year	-	-	-	-	-	-	-	(52,916,314)	-	-	-	(52,916,314)
Profit for the year	-	-	-	-	-	-	-	-	-	-	-	-
Other Comprehensive Income, Net of Tax	-	-	-	-	-	-	-	-	-	-	-	-
Gains/(losses) from investment in equity instruments measured at fair value	-	-	-	-	-	-	-	-	-	-	-	-
Gains/(losses) on revaluation	-	-	-	-	-	-	-	-	-	-	-	-
Actuarial gains/(losses) on defined benefit plans	-	-	-	-	-	-	-	-	-	-	-	-
Gains/(losses) on cash flow hedge	-	-	-	-	-	-	-	-	-	-	-	-
Exchange gains/(losses) arising from translating financial assets of foreign operation	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	-	-	(52,916,314)	-	-	-	(52,916,314)
Transfer to Reserves during the year	-	-	-	-	-	-	-	-	-	-	-	-
Transfer from Reserves during the year	-	-	-	-	-	-	-	-	-	-	-	-
Transactions with Owners, directly recognized in Equity	-	-	-	-	-	-	-	-	-	-	-	-
Share Issued	-	-	-	-	-	-	-	-	-	-	-	-
Share Based Payments	-	-	-	-	-	-	-	-	-	-	-	-
Dividend to Equity-Holders	-	-	-	-	-	-	-	-	-	-	-	-
Bonus Shares Issued	-	-	-	-	-	-	-	-	-	-	-	-
Cash Dividend Paid	-	-	-	-	-	-	-	-	-	-	-	-
Other	-	-	-	-	-	-	-	-	-	-	-	-
Interest received in client protection fund	-	-	-	-	3,177,473							