



यूनाइटेड अजोड इन्स्योरेन्स लिमिटेड

United Ajod Insurance Limited

केन्द्रिय कार्यालय: सिटिसि मल सुन्धारा, काठमाडौं

सम्पर्क नं.: ०१-५३३३७४३, ०१-५३४४०१३, ०१-५३४४०१३, ०१-५३३३७४३

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३१ औं वार्षिक साधारण सभा बस्ने सम्बन्धी सूचना

दोस्रो पटक प्रकाशित २०८२/०३/१५ गते)

यस यूनाइटेड अजोड इन्स्योरेन्स लि. को संचालक समितिको ६२ औं बैठकको निर्णयानुसार देहायको मिति, स्थान र समयमा निम्न प्रस्तावहरु उपर छलफल गरी निर्णय गर्न यस कम्पनीको ३१ औं वार्षिक साधारण सभा बस्ने भएकोले कम्पनी ऐन, २०६३ को दफा ६७ अनुसार शेयरधनी महानुभावहरुको जानकारी तथा समुपस्थितिको लागि यो सूचना प्रकाशित गरिएको छ ।

**सभा बस्ने मिति, स्थान र समय**  
**मिति** : २०८२ साल असार महिना ३० गते, सोमवार (तदनुसार १४ जुलाई, २०२५)  
**स्थान** : अन्नपाली ब्याङ्कवेट क्याटरिङ एण्ड इभेन्ट प्रा.लि., माटभटेनी, काठमाण्डौ ।  
**समय** : विहान १०:३० बजे ।

- छलफलका विषयहरु :**
- १) सञ्चालक समितिको तर्फबाट अध्यक्षज्युद्धारा प्रस्तुत आ.व.२०८०/८१ को वार्षिक प्रतिवेदन छलफल गरी पारित गर्ने बारे ।
- २) लेखापरीक्षकको प्रतिवेदन सहित आ.व.२०८०/८१ को बासलात, नाफा-नोक्सान हिसाब तथा सोही अवधिको नगद प्रवाह सहितको विवरण तथा सोसँग सम्बन्धित अनुसूचीहरु छलफल गरी पारित गर्ने बारे ।
- ३) लेखापरीक्षण समितिले सिफारिस गरे बमोजिम आ.व.२०८१/८२ को लागि वाष्य लेखापरीक्षक नियुक्ति गरी निजको पारिश्रमिक निर्धारण गर्ने बारे (वर्तमान लेखापरीक्षक श्री जे.बि.राजभण्डारी एण्ड डिबिन्स चार्टर्ड एकाउन्टेन्ट्स पुनः नियुक्तिको लागि योग्य रहेको) ।
- ४) सञ्चालक समितिबाट प्रस्ताव गरिएको हाल कायम चुक्ता पुँजी रु.२,१०,००,००,०००/- (अक्षरेपी दुई अवं दश करोड) मा ०.५२६३ (शून्य दशमलव पाँच दुई छ तीन) प्रतिशतका दरले हुने नगद लाभांश रु. १,१०,५२,६३१।५८ (अक्षरेपी एक करोड दश लाख आउन्न हजार छ सय एकतीस पैसा अठ्ठावन्न्) प्रस्तावित लाभांशको कर प्रयोजनार्थ पारित गर्ने बारे ।
- ५) सञ्चालकहरुको नियुक्ति अनुमोदन गर्ने बारे ।

- ख) विशेष प्रस्ताव :**
- १) सञ्चालक समितिबाट प्रस्ताव गरिएको हाल कायम चुक्ता पुँजी रु.२,१०,००,००,०००/- (अक्षरेपी दुई अवं दश करोड) को १० (दश) प्रतिशतले हुन आउने रकम रु.२१,००,००,०००/- (अक्षरेपी एस्काइस करोड) बराबरको बोनस शेयर जारी गर्ने प्रस्ताव पारित गर्ने बारे ।
- २) श्री नेपाल बीमा प्राधिकरणले निर्जीवन बीमा व्यवसायको न्यूनतम चुक्ता पुँजी रु.२ अवं ५० करोड कायम गर्न दिएको निर्देशन बमोजिम मिति २०८१।०२।३१ गते बसेको कम्पनीको विशेष साधारण सभाबाट कम्पनीको हाल कायम रहेको चुक्ता पुँजी रु.२,१०,००,००,०००।- (अक्षरेपी दुई अवं दश करोड) को १५(पन्ध्र) प्रतिशतका दरले हकप्रद शेयर जारी गर्ने विशेष प्रस्ताव पारित गरिएको भएतापनि कम्पनीको आ.व.२०८०।८१ को वितरणयोग्य मुनाफाबाट हाल कायम चुक्ता पुँजी रु.२,१०,००,००,०००/- (अक्षरेपी दुई अवं दश करोड) को १० (दश) प्रतिशतका दरले बोनस शेयर जारी गर्न प्रस्ताव गरिएको र सो पश्चात कायम हुने कम्पनीको चुक्ता पुँजी रु.२,३१,००,००,०००।- (अक्षरेपी दुई अवं एकतीस करोड) को १० (दश) प्रतिशत अर्थात प्रत्येक १०० किता शेयर बराबर १० किताका दरले हकप्रद शेयर परिमाजन गरी जारी गर्ने तथा हकप्रद शेयर जारी गरे पश्चात कम्पनीको जारी पुँजी रु.२,५४,१०,००,०००।- (अक्षरेपी दुई अवं चौवन करोड दश लाख) र चुक्ता पुँजी रु.२,५४,१०,००,०००।- (अक्षरेपी दुई अवं चौवन करोड दश लाख) पुग्ने हुँदा सोही बमोजिम कम्पनीको प्रवन्धपत्रमा भएको जारी पुँजी र चुक्ता पुँजी सम्बन्धी व्यवस्था संशोधन गर्ने सम्बन्धी प्रस्ताव पारित गर्ने ।
- ३) नियमावलीको नियम ३१(१) (ख) मा रहेको सञ्चालकको पारिश्रमिक, भत्ता र सुविधा सम्बन्धी व्यवस्था संशोधन गर्ने बारे ।
- ४) संशोधित प्रवन्धपत्र तथा नियमावली अभिलेख वा स्वीकृत गर्ने निकायहरुबाट कुनै फेरबदल, थपघट गर्न निर्देशन प्राप्त भएमा सो अनुसार फेरबदल गर्न संचालक समितिलाई पूर्ण अख्तियारी प्रदान गर्ने बारे ।

**ग) विविध :**

संचालक समितिको आज्ञाले कम्पनी सचिव

Statement of Other Comprehensive Income For Period 17th July, 2023 - 15th July, 2024 (For the Year Ended Ashad 2081)		
Fig in NPR		
Particulars	Current Year	Previous Year
Net Profit/(Loss) For the Year	248,403,449.29	185,134,946
Other Comprehensive Income		
a) Items that are or may be Reclassified to Profit or Loss		
Changes in Fair Value of FVOCI Debt Instruments		
Cash Flow Hedge - Effective Portion of Changes in Fair Value		
Exchange differences on translation of Foreign Operation		
Share of other comprehensive income of associates accounted for using the equity method		
Income Tax Relating to Above Items		
Reclassified to Profit or Loss		
b) Items that will not be Reclassified to Profit or Loss		
Changes in fair value of FVOCI Equity Instruments	59,617,691	370,998,343
Revaluation of Property and Equipment/ Goodwill & Intangible Assets		
Remeasurement of Post-Employment Benefit Obligations	(8,334,963)	(4,894,327)
Share of other comprehensive income of associates accounted for using the equity method		
Income Tax Relating to Above Items	(15,384,818)	(109,831,205)
Total Other Comprehensive Income For the Year, Net of Tax	35,897,910	256,272,811
Total Comprehensive Income For the Year, Net of Tax	284,301,359	441,407,757

Statement of Financial Position As At 15th July, 2024 (Ashad End 2081)		
Fig in NPR		
Particulars	Current Year	Previous Year
Assets		
Goodwill & Intangible Assets	176,492,162	177,375,551
Property and Equipment	165,744,747	146,360,734
Investment Properties	-	-
Deferred Tax Assets	-	-
Investment in Subsidiaries	-	-
Investment in Associates	-	-
Investments	4,443,155,229	4,354,762,940
Loans	3,854,418	7,210,487
Reinsurance Assets	1,463,720,894	2,147,994,217
Current Tax Assets	71,276,452	145,058,906
Insurance Receivables	628,245,157	250,838,891
Other Assets	214,280,723	289,831,064
Other Financial Assets	176,672,599	198,124,397
Cash and Cash Equivalent	309,658,986	153,023,077
Total Assets	7,653,101,368	7,870,580,265
Equity & Liabilities		
Equity		
Share Capital	2,100,000,000	1,904,568,000
Share Application Money Pending Allotment	-	-
Share Premium	-	-
Special Reserves	912,925,279	797,125,439
Catastrophe Reserves	39,740,473	33,645,949
Retained Earnings	94,178,606	157,908,474
Other Equity	707,858,286	684,519,173
Total Equity	3,854,702,643	3,577,767,035
Liabilities		
Provisions	91,635,294	121,088,122
Gross Insurance Contract Liabilities	2,632,177,160	3,215,761,419
Deferred Tax Liabilities	1,050,484	14,650,717
Insurance Payable	616,366,298	452,537,891
Current Tax Liabilities	-	-
Borrowings	-	-
Other Liabilities	120,071,732	123,907,792
Other Financial Liabilities	337,097,758	364,867,289
Total Liabilities	3,798,398,725	4,292,813,230
Total Equity and Liabilities	7,653,101,368	7,870,580,265

Statement of Profit or Loss For Period 17th July, 2023 - 15th July, 2024 (For the Year Ended Ashad 2081)		
Fig in NPR		
Particulars	Current Year	Previous Year
Income:		
Gross Earned Premiums	2,947,289,480	1,690,991,687
Premiums Ceded	1,852,135,300	966,587,899
Net Earned Premiums	1,095,154,180	724,403,787
Commission Income	391,389,267	204,912,966
Other Direct Income	20,234,234	6,966,261
Income from Investments & Loans	321,364,944	217,012,420
Net Gain/ (Loss) on Fair Value Changes	-	-
Net Realised Gains/ (Losses)	-	-
Other Income	3,889,197	2,502,657
Total Income	1,832,031,822	1,155,798,091
Expenses:		
Gross Claims Paid	1,549,976,877	839,452,535
Claims Ceded	(891,331,405)	(416,394,886)
Gross Change in Contract Liabilities	(387,637,663)	(73,033,401)
Change in Contract Liabilities Ceded to Reinsurers	450,372,518	15,523,693
Net Claims Incurred	721,380,327	365,547,941
Commission Expenses	76,209,429	54,921,204
Service Fees	8,498,313	5,006,607
Other Direct Expenses	1,404,048	3,126,294
Employee Benefits Expenses	394,374,753	243,345,544
Depreciation and Amortization Expenses	55,488,859	32,609,228
Impairment Losses	41,345,424	66,092,494
Other Operating Expenses	118,206,434	78,860,016
Finance Cost	10,910,600	7,682,250
Total Expenses	1,427,818,187	857,191,576
Net Profit/(Loss) For The Year Before Share of Net Profits of Associates Accounted for Using Equity Method and Tax	404,213,634	298,606,515
Share of Net Profit of Associates accounted using Equity Method	-	-
Profit Before Tax	404,213,634	298,606,515
Income Tax Expense	155,810,185	113,471,569
Net Profit/(Loss) For The Year	248,403,449	185,134,946
Earning Per Share		
Basic EPS	11.83	15.58
Diluted EPS	11.83	15.58

Statement of Cash Flows For Period 17th July, 2023 - 15th July, 2024 (For the Year Ended Ashad 2081)		
Fig in NPR		
Particulars	Current Year	Previous Year
Cash Flow From Operating Activities:		
Cash Received		
Gross Premium Received	2,751,342,884	1,654,646,419
Reinsurance Commission Received	351,621,414	211,981,816
Claim Recovery Received from Reinsurers	513,925,139	416,394,886
Realised Foreign Exchange Income other than on Cash and Cash Equivalents		
Other Direct Income Received	20,234,234	(319,955,027)
Others (to be specified)		
Cash Paid		
Gross Benefits and Claims Paid	(1,549,976,877)	(839,452,535)
Reinsurance Premium Paid	(1,618,234,495)	246,534,110
Commission Paid	(46,884,972)	(63,918,099)
Service Fees Paid	(20,635,072)	(13,351,797)
Employee Benefits Expenses Paid	(381,309,932)	(210,144,263)
Other Expenses Paid	(118,206,434)	270,404,171
Other Direct Expenses Paid		
Others (to be specified)		
Income Tax Paid	(111,012,782)	
Net Cash Flow From Operating Activities [1]	(209,136,893)	1,353,139,681
Cash Flow From Investing Activities		
Acquisitions of Intangible Assets		(2,021,551)
Proceeds From Sale of Intangible Assets	345,113	
Acquisitions of Investment Properties		
Proceeds From Sale of Investment Properties		
Acquisitions of Property & Equipment	(74,334,596)	(148,340,567)
Proceeds From Sale of Property & Equipment		
Investment in Subsidiaries		
Receipts from Sale of Investments in Subsidiaries		
Investment in Associates		
Receipts from Sale of Investments in Associates		
Purchase of Equity Instruments		
Proceeds from Sale of Equity Instruments		
Purchase of Mutual Funds		
Proceeds from Sale of Mutual Funds		
Purchase of Preference Shares		
Proceeds from Sale of Preference Shares		
Purchase of Debentures		
Proceeds from Sale of Debentures		
Purchase of Bonds		
Proceeds from Sale of Bonds		
Investments in Deposits	(88,392,290)	(1,557,065,230)
Maturity of Deposits		
Loans Paid		
Proceeds from Loans	3,356,069	156,391
Rental Income Received		
Proceeds from Finance Lease		
Interest Income Received	313,951,555	213,574,681
Dividend Received	2,756,902	1,446,448
Others (to be specified)	218,375,942	
Total Cash Flow From Investing Activities [2]	376,058,696	(1,492,249,828)
Cash Flow From Financing Activities		
Interest Paid		
Proceeds From Borrowings		
Repayment of Borrowings		
Payment of Finance Lease		
Proceeds From Issue of Share Capital		
Share Issuance Cost Paid		
Dividend Paid	(10,285,895)	(2,705,684)
Dividend Distribution Tax Paid		
Others (to be specified)		
Total Cash Flow From Financing Activities [3]	(10,285,895)	(2,705,684)
Net Increase/(Decrease) In Cash & Cash Equivalents [1+2+3]	156,635,908	(141,815,829)
Cash & Cash Equivalents At Beginning of The Year/Period	153,023,077	294,838,906
Effect of Exchange Rate Changes on Cash and Cash Equivalents		
Cash & Cash Equivalents At End of The Year/Period	309,658,986	153,023,077
Components of Cash & Cash Equivalents		
Cash In Hand	-	6,891
Cheque in Hand	-	-
Term Deposit with Banks (with initial maturity upto 3 months)		-
Balance With Banks	309,658,986	153,016,186

Consolidated Statement of Changes in Equity For Period 17th July, 2023 - 15th July, 2024 (For the Year Ended Ashad 2081)																
Previous Year																Fig. in NPR
	Ordinary Share Capital	Preference Shares	Share Application Money Pending Allotment	" Share Premium "	Retained Earnings	" Revaluation Reserves "	Special Reserves	Capital Adjustment Reserve	Catastrophe Reserve	Corporate Social Responsibility (CSR) Reserves	Insurance Fund including Insurance Reserve	Fair Value Reserves	Actuarial Reserves	Deferred Tax Reserve	Merger Reserve	Total
Balance as on Shrawan 1, 2079	1,028,160,000	-	-	66,098,605	7,941,533	-	-	-	8,443,437	-	477,630,544	(11,774,589)	(13,280,256)	48,024,896	-	1,611,244,171
Prior period adjustment					(16,000)											(16,000)
Restated Balance as at Shrawan 1, 2079	1,028,160,000	-	-	66,098,605	7,925,533	-	-	-	8,443,437	-	477,630,544	(11,774,589)	(13,280,256)	48,024,896	-	1,611,228,171
Transfer from Acquisition of Ajod Insurance					53,678,425		227,238,612	349,600,000	20,584,573	1,112,542		5,041,936		48,489,030		705,745,118
Profit/(Loss) For the Year					185,134,946											185,134,946
Other Comprehensive Income for the Year, Net of Tax																-
i) Changes in Fair Value of FVOCI Debt Instruments																-
ii) Gains/ (Losses) on Cash Flow Hedge																-
iii) Exchange differences on translation of Foreign Operation																-
iv) Changes in fair value of FVOCI Equity Instruments												259,698,840				259,698,840
v) Revaluation of Property and Equipment/ Goodwill & Intangible Assets																-
vi) Remeasurement of Post-Employment Benefit Obligations													(3,426,029)			(3,426,029)
Transfer to Reserves/ Funds					(100,078,166)		92,153,777		4,607,689	3,316,700		3,532,377	3,984,077	(7,516,453)		-
Transfer of Insurance Fund							477,630,544				(477,630,544)					-
Transfer to Deferred Tax Reserves					(827,391)									827,391		-
Transfer of Depreciation on Revaluation of Property and Equipment																-
Transfer on Disposal of Revalued Property and Equipment																-
Transfer on Disposal of Equity Instruments Measured at FVTOCI					90,205		102,505		10,251	2,050						205,010
CSR Expenses										(3,113,339)						(3,113,339)
Transfer of Share Preimum				(66,098,605)	66,098,605		-		-						-	-
Contribution by/ Distribution to the owners of the Company																-
i) Bonus Share Issued	51,408,000				(51,408,000)											-
ii) Share Issue	825,000,000															825,000,000
iii) Cash Dividend					(2,705,684)											(2,705,684)
iv) Dividend Distribution Tax																-
v) Others (To be specified)																-
Balance as on Ashadh end, 2080	1,904,568,000	-	-	-	157,908,473	-	797,125,439	349,600,000	33,645,949	1,317,953	-	256,498,564	(12,722,208)	89,824,864	-	3,577,767,033
Balance as on Shrawan 1, 2080	1,904,568,000	-	-	-	157,908,473	-	797,125,439	349,600,000	33,645,949	1,317,953	-	256,498,564	(12,722,208)	89,824,864	-	3,577,767,033
Prior period adjustment					(8,209,737)											(8,209,737)
Restated Balance as at Shrawan 1, 2080	1,904,568,000	-	-	-	149,698,736	-	797,125,439	349,600,000	33,645,949	1,317,953	-	256,498,564	(12,722,208)	89,824,864	-	3,569,557,296
Transfer from Acquisition of Ajod Insurance																-
Profit/(Loss) For the Year					248,403,449											248,403,449
Other Comprehensive Income for the Year, Net of Tax																-
i) Changes in Fair Value of FVOCI Debt Instruments																-
ii) Gains/ (Losses) on Cash Flow Hedge																-
iii) Exchange differences on translation of Foreign Operation																-
iv) Changes in fair value of FVOCI Equity Instruments												41,732,384				41,732,384
v) Revaluation of Property and Equipment/ Goodwill & Intangible Assets																-
vi) Remeasurement of Post-Employment Benefit Obligations													(5,834,474)			(5,834,474)
Transfer to Reserves/ Funds					(117,388,843)		109,709,199		5,485,460	2,194,184		-				(0)
Transfer of Insurance Fund							-				-					-
Transfer to Deferred Tax Reserves					(33,986,029)									33,986,029		-
Transfer of Depreciation on Revaluation of Property and Equipment																-
Transfer on Disposal of Revalued Property and Equipment																-
Transfer on Disposal of Equity Instruments Measured at FVTOCI					5,359,764		6,090,641		609,064	121,813						12,181,282
CSR Expenses										(1,051,400)						(1,051,400)
Transfer of Capital Adjustment Reserve					47,809,422			(47,809,422)							-	-
Contribution by/ Distribution to the owners of the Company																-
i) Bonus Share Issued	195,432,000				(195,432,000)											-
ii) Share Issue	-															-
iii) Cash Dividend																-
iv) Dividend Distribution Tax																-
v) Others (To be specified)					(10,285,895)											(10,285,895)
Balance as on Ashadh end, 2081	2,100,000,000	-	-	-	94,178,605	-	912,925,279	301,790,578	39,740,473	2,582,550	-	298,230,948	(18,556,682)	123,810,893	-	3,854,702,642