

Independent Auditor's Review Report
To the Members of Blue Ex Limited (formerly Universal Network Systems Limited)
Review Report on the Statement of Compliance contained in Listed Companies (Code of Corporate Governance) Regulations, 2019

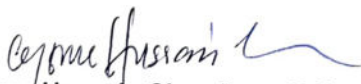
We have reviewed the enclosed Statement of Compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the 'Regulations') prepared by Board of Directors of **Blue Ex Limited (formerly Universal Network Systems Limited)**, (the 'Company'), for the year ended June 30, 2024 in accordance with the requirements of regulation 36 of the Regulations.

The responsibility for compliance with the Regulations is that of the Board of Directors of Company. Our responsibility is to review whether the Statement of Compliance reflects the status of the Company's compliance with the provisions of the Regulations and report if it does not and to highlight any non-compliance with the requirements of the Regulations. A review is limited primarily to inquiries of the Company's personnel and review of various documents prepared by the Company to comply with the Regulations.

As a part of our audit of the financial statements we are required to obtain an understanding of the accounting and internal control systems sufficient to plan the audit and develop an effective audit approach. We are not required to consider whether the Board of Directors' statement on internal control covers all risks and controls or to form an opinion on the effectiveness of such internal controls, the Company's corporate governance procedures and risks.

The Regulations require the Company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors for their review and approval, its related party transactions and also ensure compliance with the requirements of section 208 of the Companies Act, 2017. We are only required and have ensured compliance of this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee. We have not carried out procedures to assess and determine the Company's process for identification of related parties and that whether the related party transactions were undertaken at arm's length price or not.

Based on our review, nothing has come to our attention which causes us to believe that the Statement of Compliance does not appropriately reflect the Company's compliance for and on behalf of the Company, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the year ended June 30, 2024.



Crowe Hussain Chaudhury & Co.
Chartered Accountants

Karachi.

Dated: 30 OCT 2024

UDIN: CR202410207TfUzrnujl

Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019

BLUE-EX LIMITED YEAR ENDED JUNE 30, 2024

The company has complied with the requirements of the Regulations in the following manner:

1. The total number of directors are seven (07) as per the following:
 - a. Male: 04
 - b. Female: 03
2. The composition of board is as follows:

Category	Names
Non-Executive Directors	Mr. Arif Elahi (Chairman) Mr. Danish Elahi Ms. Safina Danish Elahi Mr. Mufti Muhammad Najeeb Khan
Independent Directors*	Ms. Nadine Malik Almani Ms. Naveen Ahmed
Executive Director	Mr. Ali Aamer Baxamoosa
Female Director	Ms. Safina Danish Elahi Ms. Nadine Malik Almani Ms. Naveen Ahmed

* Note: Number of Directors are seven and one third is 2.33, and as a general principal 0.33 is not rounded off to one.

3. The directors have confirmed that none of them is serving as a director on more than seven listed companies, including this company;
4. The company has prepared a Code of Conduct and has ensured that appropriate steps have been taken to disseminate it throughout the company along with its supporting policies and procedures;
5. The Board has developed a vision/mission statement, overall corporate strategy, and significant policies of the company. The Board has ensured that complete record of particulars of the significant policies along with their date of approval or updating is maintained by the company;
6. All the powers of the Board have been duly exercised and decisions on relevant matters have been taken by Board/ shareholders as empowered by the relevant provisions of the Act and these Regulations;

7. The meetings of the Board were presided over by the Chairman and, in his absence, by a director elected by the Board for this purpose. The Board has complied with the requirements of Act and the Regulations with respect to frequency, recording and circulating minutes of meeting of the Board;
8. The Board have a formal policy and transparent procedures for remuneration of directors in accordance with the Act and these Regulations;
9. No Directors' Training Program has been arranged. However, the Company undertakes to arrange training programs within the next year, for the all the Directors except below who are already certified as per the Regulations:

Mr. Arif Elahi - Chairman / Non-Executive Director
 Mr. Danish Elahi - Non-Executive Director
 Mrs. Safina Danish Elahi - Non-Executive Director
 Mrs. Nadine Malik Almani - Independent Director
 Mrs. Naveen Ahmed - Independent Director
 Mr. Ali Aamer Baxamoosa - Executive Director;

10. The Board has approved appointment of Company Secretary and Head of Internal Audit, including their remuneration and terms and conditions of employment and complied with relevant requirements of the Regulations;
11. Chief Financial Officer and Chief Executive Officer duly endorsed the financial statements before approval of the Board;
12. The board has formed committees comprising of members given below:

a) Audit Committee


Name	Designation	Category
Ms. Naveen Ahmed	Chairperson	Independent Director
Mr. Danish Elahi	Member	Non-Executive Director
Ms. Nadine Malik Almani	Member	Independent Director

b) Human Resource and Remuneration Committee

Name	Designation	Category
Ms. Nadine Malik Almani	Chairperson	Independent Director
Mr. Danish Elahi	Member	Non-Executive Director
Ms. Safina Danish Elahi	Member	Non-Executive Director
Mr. Imran Baxamoosa	Member	Chief Executive Officer

13. The terms of reference of the aforesaid committees have been formed, documented and advised to the committee for compliance;
14. The frequency of meetings (quarterly/half yearly/ yearly) of the committee were as per following:
 - a) Audit Committee: 04 meetings held during the year ended on June 30, 2024.

15. The Board has set up an effective internal audit function managed by a suitably qualified and experienced professional who is conversant with the policies and procedures of the Company;
16. The statutory auditors of the company have confirmed that they have been given a satisfactory rating under the Quality Control Review program of the Institute of Chartered Accountants of Pakistan and registered with Audit Oversight Board of Pakistan, that they and all their partners are in compliance with International Federation of Accountants (IFAC) guidelines on code of ethics as adopted by the Institute of Chartered Accountants of Pakistan and that they and the partners of the firm involved in the audit are not a close relative (spouse, parent, dependent and non-dependent children) of the chief executive officer, chief financial officer, head of internal audit, company secretary or director of the company;
17. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Act, these regulations or any other regulatory requirement and the auditors have confirmed that they have observed IFAC guidelines in this regard; and
18. We confirm that all requirements of regulations 3, 6, 7, 8, 27,32, 33 and 36 of the Regulations have been complied with.



Arif Elahi
Chairman

Karachi: **October 29, 2024**