

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

**NAME OF THE COMPANY:** LSE VENTURES LIMITED  
**YEAR ENDED:** FOR THE PERIOD FROM JUNE 27, 2023 TO JUNE 30, 2023

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

1. The total number of Directors are 07 as per the following:
  - a) Male: 06
  - b) Female: 01

\* The Company is listed on Pakistan Stock Exchange on June 27, 2023. The Company has formalized the Board, its composition, the senior management and its committees in the initial time of 3 days before the close of financial year end. While, compliance with the Listed Companies (Code of Corporate Governance) Regulations, 2019 shall be ensured in the next financial year. We present hereunder relevant information as on 30th June 2023 for the readers.

2. The composition of the Board is as follows:

CATEGORY	NAMES
<b>Independent Directors</b>	Mr. Muhammad Tabassum Munir Mr. Shahnawaz Mahmood Mr. Yaser Manzoor
<b>Executive Directors</b>	Mr. Aftab Ahmad Chaudhry
<b>Non-Executive Directors</b>	Mr. Muhammad Iqbal Mr. Abid Latif Khan Ms. Minahil Ali
<b>Female Director</b>	Ms. Minahil Ali

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 a 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 the 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 the Act and the Regulations with respect to frequency, recording and circulating minutes of meetings of the Board.
8. The Board has a formal policy and transparent procedures for remuneration of Directors in accordance with the Act and these Regulations.
9. Three Directors out of Seven Directors have acquired prescribed certification under Directors' Training Program. The Company shall arrange Directors' Training Program for its remaining four Directors in due course.
10. The Board has approved the appointment of Chief Financial Officer, 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. The 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:**

Sr. No.	Name	Status
1.	Mr. Shahnawaz Mahmood	Chairman
2.	Mr. Muhammad Tabassum Munir	Member
3.	Ms. Minahil Ali	Member

**b) Human Resource & Remuneration Committee:**

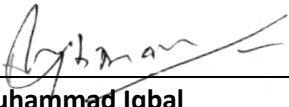
Sr. No.	Name	Status
1.	Mr. Yaser Manzoor	Chairman
2.	Mr. Abid Latif Khan	Member
3.	Mr. Muhammad Tabassum Munir	Member

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 committees were as per following:
  - a) Audit Committee: -\*
  - b) Human Resource and Remuneration Committee: -\*



**\*The Company is listed on Pakistan Stock Exchange on June 27, 2023. Therefore, compliance for the frequency of meeting shall be ensured in next financial year.**

15. The Board has set up an effective Internal Audit Function led by Head of Internal Audit (who is also an employee of the Company) and has outsourced the Internal Audit Function to M/s. Kreston Hyder Bhimji & Co. Chartered Accountants for the year ended June 30, 2023, who are considered suitably qualified and experienced for the purpose and are 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.
18. We e confirm that all requirements of regulations 3, 6, 7, 8, 27,32, 33 and 36 of the Regulations have been complied with. And
19. Explanation for non-compliance with requirements, other than regulations 3, 6, 7, 8, 27, 32, 33 and 36 are below (if applicable):

  
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**Muhammad Iqbal**  
Chairman

**INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF  
LSE VENTURES 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 the Board of Directors of LSE Ventures Limited ("the Company") for the period from June 27, 2023 to June 30, 2023 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 the 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.

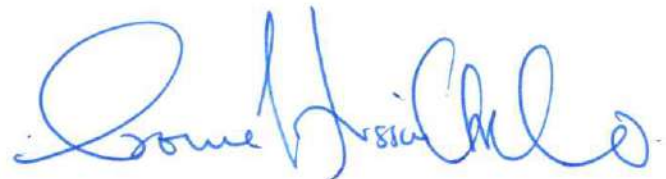
The Regulations require the Company to place before the Audit Committee, and upon recommendation of the Audit Committee, place before the Board of Directors for their review and approval, its related party transactions. We are only required and have ensured compliance of this requirement to the extent of the approval of the related party transactions by the Board of Directors upon recommendation of the Audit Committee.

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, in all material respects, with the requirements contained in the Regulations as applicable to the Company for the period from June 27, 2023 to June 30, 2023.

Further, we highlight below instance of non-compliance with the requirement of the Regulations as reflected in the paragraph reference where it is stated in the Statement of Compliance:

<b>Sr. No</b>	<b>Paragraph Reference</b>	<b>Description</b>
1	1	The Company is listed at Pakistan Stock Exchange limited ("PSX") on June 27, 2023. The Company shall ensure compliance as required under the Listed Companies (Code of Corporate Governance) Regulations, 2019 from the next financial year.

Lahore  
Dated: October 09, 2023  
UDIN: CR202310051DuYhaqsSA



**CROWE HUSSAIN CHAUDHURY & CO.**  
*Chartered Accountants*