



LSE VENTURES
partnering in growth

ANNUAL REPORT

2025

www.ventures.lse.com.pk



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Vision Statement

To accelerate the supply of new market investable companies

Mission Statement

To source and manage portfolio companies for optimal returns to our shareholders



Company Information

Board of Directors

| | |
|-------------------------------------|---------------------------------|
| 1. Mr. Muhammad Iqbal | Chairman/Non-Executive Director |
| 2. Mr. Aftab Ahmad Ch. | CEO / MD |
| 3. Ms. Aasiya Riaz | Executive Director |
| 4. Ms. Mehr Saleem | Non-Executive Director |
| 5. Mr. Muhammad Saleem Ahmad Ranjha | Independent Director |
| 6. Sardar Shahbaz Iqbal Ahmad Khan | Independent Director |
| 7. Mr. Tabassum Munir | Independent Director |

Audit Committee

| | |
|----------------------------|----------|
| 1. Mr. Saleem Ahmad Ranjha | Chairman |
| 2. Ms. Aasiya Riaz | Member |
| 3. Mr. Tabassum Munir | Member |

Human Resource and Remuneration Committee

| | |
|------------------------------------|----------|
| 1. Mr. Tabassum Munir | Chairman |
| 2. Ms. Mehr Saleem | Member |
| 3. Sardar Shahbaz Iqbal Ahmed Khan | Member |

Company Secretary

Mr. Sajjad Hyder

Chief Financial Officer

Mr. Muhammad Usman

Auditors

Kreston Hyder Bhimji & Co. Chartered Accountant

Legal Advisor

Allied Legal Services
(Advocates & Legal Consultant)
Cornelius Lane & Mufti

Share Registrar

F.D. Share Registrar Services (Pvt.) Limited
Suit 1705 – A. 17th Floor, Saima Trade Tower, I.I.
Chundrigar Road, Karachi.

Bankers

Bank Al-Habib Limited
MCB Bank Limited

Registered Office

The Exchange Plaza, 19 Kashmir Egerton Road,
Lahore



Chairman's Review

Dear Esteemed Shareholders,

It is my distinct pleasure to present the Chairman's Review for LSE Ventures Limited (LSEVL) for the financial year ended June 30, 2025.

The financial year 2024-2025 presented a shifting market landscape that demanded strategic agility. I am pleased to report that LSEVL successfully adapted its strategies, reinforcing our core mandate as a premier investment company. Our focus remains firmly on equity-oriented investments in emerging and growth-stage companies, providing critical financing to catalyze future expansion, while prudently overseeing the portfolio of legacy equity investments inherited from the erstwhile LSE.

Our prime objectives throughout the year centered on enhancing shareholder wealth through sound investment decisions and seeking strategic partnerships for mutual growth. The Company's performance was therefore marked by pivotal corporate actions designed not only to weather current market conditions but, more importantly, to significantly strengthen our capital base for future diversification and strategic plays. In the period immediately following the financial year end, the Board undertook decisive corporate actions to position LSEVL as a more active and liquid player in the market. Effective September 1, 2025, the Company executed a sub-division of its ordinary shares. This action changed the face value of our shares from PKR 10/- to PKR 5/-. This was implemented to double the total number of outstanding shares, thereby enhancing liquidity and improving market accessibility for both existing and prospective investors, while maintaining the paid-up capital base.

On September 12, 2025, the Board announced a plan to issue 40,000,000 Right Shares at par value (PKR 5/- each), aimed at raising PKR 200 million. This crucial capital raising effort is specifically intended to establish a dedicated pool for portfolio diversification. This pool will allow LSEVL to become an active player in the Special Purpose Acquisition Company (SPAC) market and private equity, with a sharp emphasis on securing early-stage investment opportunities and growth-oriented companies.

LSEVL holds the historical capital market infrastructure investments of the former Lahore Stock Exchange. Our investment portfolio thus maintains significant and strategic stakes in key national entities, including the Central Depository Company (CDC), National Clearing Company of Pakistan Limited (NCCPL), The Pakistan Mercantile Exchange Limited (PMEX), and Pakistan Credit Rating Agency (PACRA). These holdings continue to represent stable foundational assets for the Company. In adherence to our commitment to excellence, the Board diligently performed its duties, providing strategic oversight and ensuring effective governance practices. We conducted an annual self-evaluation focusing on continuous improvement in business opportunities, risk management, and oversight mechanisms.

I extend my heartfelt appreciation to our exceptional Management team for their unwavering dedication and tireless efforts, which are central to the Company's success. We remain proactively engaged in exploring new, value-accretive investment avenues for the ultimate benefit of our stakeholders, continually implementing best practices and policies across the organization.

I would like to thank our dedicated employees, the entire Board of Directors, our shareholders, business partners, and all stakeholders for their sustained confidence and invaluable support during this pivotal year. With collective effort and trust in Allah Almighty, we look forward to addressing future challenges with confidence and capitalizing on the opportunities that lie ahead.

Thank you.

-Sd-

Chairman



چیز مین کا جائزہ

معزز شیئر ہولڈرز،

30 جون 2025 کو ختم ہونے والے مالی سال کے لیے ایل ایس ای وی پی ایچ لمیٹڈ (ایل ایس ای وی ایل) کے لیے چیز مین کا جائزہ پیش کرنا میری خصوصی خوشی ہے۔ مالی سال 2024-2025 نے ایک بدلتی ہوئی مارکیٹ کا منظر پیش کیا جس نے اسٹریٹجک چستی کا مطالبہ کیا۔ مجھے یہ بتاتے ہوئے خوشی ہو رہی ہے کہ ایل ایس ای وی ایل نے ایک اہم سرمایہ کاری کمپنی کے طور پر ہمارے بنیادی مینڈیٹ کو مضبوط کرتے ہوئے اپنی حکمت عملیوں کو کامیابی کے ساتھ ڈھال لیا ہے۔ ہماری توجہ ابھرتی ہوئی اور ترقی کے مرحلے والی کمپنیوں میں ایکویٹی پر مبنی سرمایہ کاری پر مضبوطی سے مرکوز ہے، جو مستقبل کی توسیع کو متحرک کرنے کے لیے اہم مالی اعانت فراہم کرتی ہے، جبکہ سابقہ ایل ایس ای وی سے وراثت میں ملنے والی ایکویٹی سرمایہ کاری کے پورٹ فولیو کی دانشمندی سے نگرانی کرتی ہے۔

سال بھر میں ہمارے اہم مقاصد سرمایہ کاری کے ٹھوس فیصلوں اور باہمی ترقی کے لیے اسٹریٹجک شراکت داری کے ذریعے شیئر ہولڈرز کی دولت کو بڑھانے پر مرکوز ہے۔ اس لیے کمپنی کی کارکردگی کو اہم کارپوریٹ اقدامات سے نشان زد کیا گیا جو نہ صرف مارکیٹ کے موجودہ حالات کے لیے بنائے گئے تھے بلکہ اس سے بھی اہم بات یہ ہے کہ مستقبل میں تنوع اور اسٹریٹجک کھیلوں کے لیے ہمارے سرمائے کی بنیاد کو نمایاں طور پر مضبوط کیا جائے۔

مالی سال کے اختتام کے فوراً بعد کی مدت میں، بورڈ نے ایل ایس ای وی ایل کو مارکیٹ میں زیادہ فعال اور مائع کھلاڑی کے طور پر قائم کرنے کے لیے فیصلہ کن کارپوریٹ اقدامات کیے۔ یکم ستمبر 2025 سے مؤثر، کمپنی نے اپنے عام حصص کی ذیلی تقسیم پر عمل درآمد کیا۔ اس کارروائی نے ہمارے حصص کی فیس ویلیو کو پی کے آر 10/- سے پی کے آر 5/- میں تبدیل کر دیا۔ یہ بقایا حصص کی کل تعداد کو دو گنا کرنے کے لیے نافذ کیا گیا تھا، اس طرح موجودہ اور ممکنہ سرمایہ کاروں دونوں کے لیے لیکویڈیٹی میں اضافہ اور مارکیٹ تک رسائی کو بہتر بنانے کے ساتھ ساتھ ادا شدہ سرمایہ کی بنیاد کو برقرار رکھا گیا۔

12 ستمبر، 2025 کو، بورڈ نے پی کے آر 200 ملین اکٹھا کرنے کے مقصد سے برابر قیمت (پی کے آر 5/- ہر ایک) پر 40,000,000 شیئرز جاری کرنے کے منصوبے کا اعلان کیا۔ سرمایہ اکٹھا کرنے کی اس اہم کوشش کا مقصد خاص طور پر پورٹ فولیو تنوع کے لیے ایک مخصوص پائل قائم کرنا ہے۔ یہ پائل ایل ایس ای وی ایل کو اسٹیشل پرائیویٹ لیمیٹڈ (ایل ایس پی اے سی) مارکیٹ اور پرائیویٹ ایکویٹی میں ایک فعال کھلاڑی بننے کی اجازت دے گا، جس میں ابتدائی مرحلے میں سرمایہ کاری کے مواقع اور ترقی پر مبنی کمپنیوں کو محفوظ بنانے پر زور دیا جائے گا۔

ایل ایس ای وی ایل سابق لاہور اسٹاک ایکسچینج کی تاریخی کیپٹل مارکیٹ انفراسٹرکچر سرمایہ کاری رکھتا ہے۔ اس طرح ہمارا سرمایہ کاری پورٹ فولیو اہم قومی اداروں میں اہم اور اسٹریٹجک حصص کو برقرار رکھتا ہے، بشمول سینٹرل ڈپازٹری کمپنی (سی ڈی سی) نیشنل کلیئرنگ کمپنی آف پاکستان لمیٹڈ (این سی سی پی ایل) پاکستان مرکیٹس اینڈ ایکسچینج لمیٹڈ (پی ایم ای ایکس) اور پاکستان کریڈٹ ریٹنگ ایجنسی (پی اے سی آر اے) یہ ہولڈنگز کمپنی کے لیے مستحکم بنیادی اثاثوں کی نمائندگی کرتی ہیں۔

انکر جتا کے لیے ہمارے عزم کی پاسداری میں، بورڈ نے مستعدی سے اپنے فرائض انجام دیے، اسٹریٹجک نگرانی فراہم کی اور حکمرانی کے موثر طریقوں کو یقینی بنایا۔ ہم نے کاروباری مواقع، رسک مینجمنٹ، اور نگرانی کے طریقہ کار میں مسلسل بہتری پر توجہ مرکوز کرتے ہوئے ایک سالانہ خود جائزہ لیا۔

میں اپنی غیر معمولی مینجمنٹ ٹیم کی ان کی غیر متزلزل لگن اور انتھک کوششوں کے لیے دل کی گہرائیوں سے تعریف کرتا ہوں، جو کمپنی کی کامیابی کا مرکز ہیں۔ ہم اپنے اسٹیک ہولڈرز کے حتمی فائدے کے لیے نئے، قدر بڑھانے والے سرمایہ کاری کے مواقع تلاش کرنے، تنظیم بھر میں بہترین طریقوں اور پالیسیوں کو مسلسل نافذ کرنے میں سرگرم عمل ہیں۔

میں اپنے سرشار ملازمین، پورے بورڈ آف ڈائریکٹرز، ہمارے حصص یافتگان، کاروباری شراکت داروں اور تمام اسٹیک ہولڈرز کا اس اہم سال کے دوران ان کے مستقل اعتماد اور انمول تعاون کے لیے شکریہ ادا کرنا چاہتا ہوں۔ اللہ پر اجتماعی کوشش اور اعتماد کے ساتھ، ہم مستقبل کے چیلنجوں سے اعتماد کے ساتھ نمٹنے اور آگے آنے والے مواقع سے فائدہ اٹھانے کے منتظر ہیں

آپ کا شکریہ۔

-Sd-

چیز مین



Directors' Report

Dear Shareholders,

The Board of Directors of LSE Ventures Limited (LSEVL) is pleased to present its report, together with the audited financial statements and Auditors' report thereon, for the year ended June 30th, 2025.

Economic Review FY 2024-25

The global economic landscape continues to be shaped by moderation, with projected world growth slowing to 2.8% in 2025 amid rising geopolitical tensions, trade frictions, and heightened exchange rate volatility. Despite this volatile international backdrop, the domestic economy of Pakistan maintained its upward trajectory in FY 2025, recording an annual GDP growth of 2.68%, driven by effective macroeconomic management and a stabilization across key indicators. Crucial to this turnaround was the sharp reduction in inflation. Fiscal discipline also saw marked enhancement, highlighted by the achievement of a historic primary surplus of 3.0% of GDP for July-March FY 2025. On the external front, the account witnessed a remarkable reversal, shifting to an unprecedented US\$ 1.9 billion surplus during July-April FY 2025, supported by improved export performance and record remittance inflows, setting a firm foundation for a higher growth path.

This stabilization directly translated into a significant revival of investor confidence, most notably in the capital markets, where Pakistan's equity market outperformed world stock markets. The benchmark KSE-100 Index registered a phenomenal growth of 57.79%, surging from 78,824 points to 124,379 points. This unprecedented performance is attributed to robust corporate earnings, the declining policy rate, and the stable macroeconomic environment. Broadly, investor activity is underscored by a 27.5% rise in company incorporations and the industrial sector demonstrated resilience, posting a growth of 4.77% in FY 2025, driven by a recovery in the manufacturing segment.

Performance Review

The company's performance during the 2024-2025 financial year was marked by key corporate actions aimed at strengthening its capital base and strategic investments.

LSEVL is a premier investment company focused on equity-oriented investments in emerging and growth-stage companies. Our primary objective is to provide critical financing to catalyze future growth, while also overseeing a portfolio of legacy equity investments made by the erstwhile LSE.

Key Corporate & Strategic Developments in 2025:

1. Stock Split (Sub-Division of Shares):

- Effective September 1, 2025, the company executed a stock split, changing the face value of its shares from **PKR 10/- to PKR 5/-**.
- This action doubled the total number of outstanding shares while the paid-up capital remained unchanged, typically aimed at improving liquidity and market accessibility.

2. Right Shares Issue Announced:

- On September 12, 2025, the Board announced a plan to issue **40,000,000 Right Shares** at par value (PKR 5/- each), totaling PKR 200 million.
- The purpose is to establish a capital pool for **portfolio diversification**, focusing on becoming an active player in the **SPAC market** and **private equity**, with an emphasis on early-stage investment opportunities and growth-oriented companies.



3. Cancellation of Sukuk Issuance:

The earlier announced plan to issue **Redeemable and Convertible Sukuk** amounting to PKR 2,100 million was cancelled in September 2025. This was due to the investee entity, JJVL (Jamshoro Joint Venture Limited), having already entered into alternative financing arrangements.

4. Investment Portfolio:

- As an investment company holding the legacy capital market infrastructure investments of the former Lahore Stock Exchange (LSE), LSEVL maintained significant stakes in key entities like the **Central Depository Company (CDC)**, **National Clearing Company of Pakistan Limited (NCCPL)**, **The Pakistan Mercantile Exchange Limited (PMEX)** and **Pakistan Credit Rating Agency (PACRA)**.
- The Board has appointed M/s. Next Capital Limited as the sell-side advisor for the valuation and disposal of 10% equity in each of CDC and NCCPL.
- During the year, LSE Ventures Limited (the "Seller") entered into a Mutual Buy Out Agreement (MBO) dated January 12, 2025, with a group of individual shareholders of PACRA, namely Mr. Mumtaz Hussain, Mr. Sardar Ali Wattoo, Mr. Usman Haider, and Mr. Adnan Afaq (the "Buyers"), with Mr. Mumtaz Hussain acting as the Buyer's Agent and guarantor.

The MBO was for the sale of the Seller's entire shareholding in PACRA, comprising 26.830 million shares, for an aggregate consideration of Rs. 600 million. The consideration was to be paid over a period of five years in ten equal semi-annual instalments of Rs. 60 million each. The payments were primarily to be made through the Buyers assigning their dividends from PACRA to the Seller, with any shortfall or non-distribution of dividends guaranteed by Mr. Mumtaz Hussain. The shares were placed in a blocked account with the Central Depository Company (CDC) as the Escrow Agent.

The Buyers' Group and PACRA made the first gross payment of Rs. 60 million (net receipt of Rs. 51 million after withholding tax). In accordance with the MBO and Escrow agreements, 2.683 million shares (10% of the total) were released from the blocked account and transferred to the Buyers. However, the payment for 2nd Instalment of Rs. 60 million, which was due on March 01, 2025, was not made by the Buyers' Group or the guarantor. This non-payment constituted a fundamental breach of the MBO terms and conditions by the Buyers Group with the following violations:

- Violation of the principle of the assignment of dividend against the first payment and illegal confiscation of the sum of PKR 3.7 million.
- As a licensed company, non-compliance towards getting SECP's prior approval for MBO.
- Failure to the payment for 2nd Instalment of Rs. 60 million, which was due on March 01, 2025.
- Failure to honor the guarantee component and a significant deviation from the agreed payment timeline.
- Failure to disclose the schedule of its contractual payments in the financial statements of PACRA.
- Failure to the payment for next Instalment, which was due on September 01, 2025.

Consequently, on June 30, 2025, the Board of Directors of LSE Ventures Limited decided to terminate the MBO and the co-terminus Escrow Agreement with immediate effect. The remaining 24.147 million shares (90% of the total) remain in the blocked account. The termination was implemented without prejudice to any other remedies available to the Seller under the MBO and Escrow Agreements.



Now the matter of termination of the MBO Agreement and Escrow Agreement as decided by the Board of Directors have been placed as a special resolution before the general body, to solicit its ratification by the shareholders in the AGM.

Financial Performance

| Rupees in '000' | 2025 | 2024 |
|-------------------------------|------------------|------------------|
| Operating Income | 466,265 | 285,582 |
| Other Income | 14,885 | 8,961 |
| Share of profit of Associates | 37,291 | 129,131 |
| Admin & General Expenses | (139,911) | (126,692) |
| Finance Cost | (2,666) | (6,809) |
| Profit before Taxation | 375,864 | 290,173 |
| Taxation | (167,311) | (103,066) |
| Net Profit | 208,553 | 187,107 |
| Equity + Revaluation Surplus | 2,655,737 | 2,442,149 |
| Total Asset | 3,275,790 | 2,857,020 |
| Net Asset | 2,655,738 | 2,442,149 |
| Total Liability | 620,053 | 414,871 |
| Shares outstanding (Nos.) | 179,598 | 179,598 |
| Earnings per share EPS | 1.16 | 1.04 |

Proposed Final Cash Dividend

In view of profitable results of the Company, the directors have recommended a final cash dividend of **Rs. 0.50 per share** for the year ended June 30th, 2025, for the approval of the shareholders in the AGM.

External Auditors

The present auditors, M/s. KRESTON Hyder Bhimjee & Co., Chartered Accountants, are retiring at the conclusion of the current term. The matter of appointment/re-appointment of the auditors and their remuneration has been referred to the shareholders for approval in the Annual General Meeting (AGM) for the next term.

Internal Financial Control

The Board has adequately ensured that the system of internal financial controls is sound in design and has been effectively implemented and monitored through its Internal Auditor.

The financial statements, prepared by the management of your company, fairly present its state of affairs, the result of its operations, cash flows and changes in equity. Proper books of account have been maintained by your company. Appropriate accounting policies are consistently applied by your Company in the preparation of financial statements, and accounting estimates are based on reasonable and prudent judgment. International Accounting Standards, as applicable in Pakistan, have been followed in the preparation of these financial statements and any departure there from, if any, has been adequately disclosed. The system of Internal Control, being implemented in your Company is sound and has been effectively persisted throughout the year.

Corporate Social Responsibility & Environmental Management

The Company remained committed and engaged to undertake CSR and Environmental Management programs during the year. LSEVL focused its activities on education, health care and protection of environment programs. LSEVL endeavors to ensure that it qualifies as a responsible corporate citizen.



Anti-Harassment

The Company has a comprehensive mechanism towards **anti-harassment** to ensure that any type of workplace harassment is dealt with a zero-tolerance to ensure that all the employees of the company regardless of their gender and position avail the opportunity to work in a safe and respectful environment. Employees are encouraged to report such grievances to the HR department in a confidential to conduct fair investigations.

Gender Pay-Gap

The Company is committed that all employees of the company are treated with equality & fairness and there should be no gender pay gap within the Company. Accordingly, the compensation of employees is determined on the basis of experience, seniority, responsibilities and performance without any gender-based discrimination.

| | | |
|---|-----------------------|--------|
| 1 | Mean Gender Pay Gap | 78.79% |
| 2 | Median Gender Pay Gap | 53.85% |

In compliance with section 227 of the Companies Act, 2017, the followings are hereby specifically disclosed:

a. The names of the persons who, at any time during the financial year, were directors of the Company:

| Sr. | Name of Director | Category | Meeting Held | Attended |
|-----|-----------------------------|---------------------------------|--------------|----------|
| 1 | Mr. Muhammad Iqbal | Chairman/Non-Executive Director | 5 | 3 |
| 2 | Mr. Aftab Ahmad | Chief Executive Officer | 5 | 5 |
| 3 | Ms. Aasiya Riaz | Non-Executive Director | 5 | 4 |
| 4 | Dr. Zahid Mahmood | Independent Director | 5 | 5 |
| 5 | Mr. Muhammad Tabassum Munir | Independent Director | 5 | 5 |
| 6 | Mr. Muhammad Iqbal** | Non-Executive Director | 5 | 1 |
| 7 | Mr. Shahbaz Zaheer | Independent Director | 5 | 2 |
| 8 | Mr. Amir Zia* | Non-Executive Director | 5 | 3 |

* Mr. Amir Zia resigned on June 20, 2025

** Mr. Muhammad Iqbal appointed on June 24, 2025

The names of the current Board of Directors, consequent to the Election of the Board of Directors in the EOGM of the Company held on August 16, 2025 are:

| Sr. | Name of Director | Category |
|-----|----------------------------------|---------------------------------|
| 1 | Mr. Muhammad Iqbal | Chairman/Non-Executive Director |
| 2 | Mr. Aftab Ahmad | Chief Executive Officer |
| 3 | Ms. Aasiya Riaz | Executive Director |
| 4 | Sardar Shahbaz Iqbal Ahmed Khan | Non-Executive Director |
| 5 | Mr. Muhammad Tabassum Munir | Independent Director |
| 6 | Ms. Mehr Saleem | Independent Director |
| 7 | Mr. Muhammad Saleem Ahmad Ranjha | Independent Director |

b. The principal line of business of the Company is to invest in shares, bonds, stocks, units of mutual funds or any other securities or its related instruments, or otherwise in all types of real assets and in such manner as may from time to time be determined by the Company and to hold, or sale such real assets, shares, bonds, stocks, units of mutual funds or any other securities or its related instruments, subject to the compliance with applicable law.



This business is exposed to several threats such as credit risk, liquidity risk, operational risk, market risk and regulatory risk, economic uncertainty etc. Furthermore, venture capital is a high-risk, high-reward type of investment, and there is no guarantee of success.

Risk Management policies and procedures adopted by the Company enable it to proactively manage uncertainty and changes in internal and external environment to limit negative impacts and capitalize on opportunities. The profitability of the Company is also influenced by the overall economic, geo-political conditions of the country, policies of the Government and the performance of associated companies as well as the capital markets.

- c. At present the Chief Executive Officer is being paid the salary and such other benefits as approved by the Board under the Articles of Association and as per HR Manual of the Company. No other director is being paid any extra remuneration by the Company, except the meeting fee for attending the Board and Committee meetings. The relevant figures have been disclosed in the financial statements.

In compliance with the Regulation No. 34(2) of the with Listed Companies (Code of Corporate Governance) Regulations, 2019, the following information is provided: -

1. The total number of directors are seven (7) as per the following: -

- a. Male: 5
b. Female: 2

2. The composition of the Board is as follows: -

- i. Independent directors: Mr. M. Tabassum Munir
Mr. Muhammad Saleem Ahmad Ranjha
Ms. Mehr Saleem
- ii. Non-Executive directors: Mr. Muhammad Iqbal
Sardar Shahbaz Iqbal Ahmed Khan
- iii. Executive director: Mr. Aftab Ahmad Chaudhry
Ms. Aasiya Riaz
- iv. Female director: Ms. Mehr Saleem
Ms. Aasiya Riaz

3. Board Committees

During the year, the Board constituted following committees to assist the Board and provide recommendations on relevant functions:

Audit Committee:

| Sr. No. | Name | Status |
|---------|----------------------------------|----------|
| 1. | Mr. Muhammad Saleem Ahmad Ranjha | Chairman |
| 2. | Sardar Shahbaz Iqbal Ahmed Khan | Member |
| 3. | Mr. M. Tabassum Munir | Member |

**Human Resources & Remuneration and Compensation Committee:**

| Sr. No. | Name | Status |
|----------------|---------------------------------|---------------|
| 1. | Mr. M. Tabassum Munir | Chairman |
| 2. | Sardar Shahbaz Iqbal Ahmed Khan | Member |
| 3. | Ms. Mehr Saleem | Member |

Future Outlook

LSE Venture Limited actively oversees its investments in associates and strategic holdings, pursuing optimal returns through informed and cautious decision-making. Amidst the prevailing challenging socio-economic and investment environment, our focus remains on mitigating risks and unlocking opportunities to drive long-term value creation.

-Sd-**Chief Executive Officer****-Sd-****Director****Date: November 1, 2025****At Lahore**



ڈائریکٹرز کی رپورٹ

معزز شیئر ہولڈرز،

LSE Ventures Limited (LSEVL) کے بورڈ آف ڈائریکٹرز کو 30 جون کو ختم ہونے والے سال کے لیے آڈٹ شدہ مالیاتی گوشواروں اور اس پر آڈیٹرز کی رپورٹ کے ساتھ اپنی رپورٹ پیش کرتے ہوئے خوشی ہو رہی ہے۔ دسمبر، 2025۔

اقتصادی جائزہ مالی سال 2024-25

عالمی اقتصادی منظر نامے کی تشکیل اعتدال سے جاری ہے، 2025 میں بڑھتے ہوئے جغرافیائی سیاسی تناؤ، تجارتی تنازعات، اور شرح مبادلہ کے اتار چڑھاؤ کے درمیان متوقع عالمی نمو 2.8 فیصد تک کم ہو جائے گی۔ اس غیر مستحکم بین الاقوامی پس منظر کے باوجود، پاکستان کی ملکی معیشت نے مالی سال 2025 میں اپنے اوپر کی رفتار کو برقرار رکھا، جس میں 2.68 فیصد کی سالانہ GDP نمو ریکارڈ کی گئی، جو کہ موثر میکرو اکنامک مینجمنٹ اور کلیدی اشاریوں میں استحکام کی وجہ سے ہے۔ اس تبدیلی کے لیے اہم افراط زر میں کمی تھی۔ مالیاتی نظم و ضبط میں بھی نمایاں اضافہ دیکھا گیا، جو کہ جولائی تا مارچ مالی سال 2025 کے لیے جی ڈی پی کے 3.0% کے تاریخی بنیادی سرپلس کے حصول سے نمایاں ہوا۔ بیرونی محاذ پر، اکاؤنٹ میں غیر معمولی تبدیلی دیکھی گئی، جو کہ غیر معمولی US\$1.9 بلین سرپلس کی طرف منتقل ہوا، جولائی-اپریل 2025 کے دوران برآمدات میں ریکارڈ بہتری اور کارکردگی میں بہتری آئی۔ ترسیلات زر کی آمد، اعلیٰ ترقی کے راستے کی مضبوط بنیاد قائم کرتی ہے۔

اس استحکام نے براہ راست سرمایہ کاروں کے اعتماد کی ایک اہم بحالی میں ترجمہ کیا، خاص طور پر کینٹنل مارکیٹوں میں، جہاں پاکستان کی ایکویٹی مارکیٹ نے عالمی اسٹاک مارکیٹوں کو پیچھے چھوڑ دیا۔ بیچ مارک KSE-100 انڈیکس نے 57.79 فیصد کی غیر معمولی نمود درج کی، جو 78,824 پوائنٹس سے بڑھ کر 124,379 پوائنٹس پر پہنچ گئی۔ اس بے مثال کارکردگی کی وجہ مضبوط کارپوریٹ آمدنی، گرتی ہوئی پالیسی کی شرح اور مستحکم معاشی ماحول ہے۔ موٹے طور پر، سرمایہ کاروں کی سرگرمیوں کو کمپنی کے کارپوریٹیشنز میں 27.5 فیصد اضافے سے نمایاں کیا گیا ہے اور صنعتی شعبے نے پلک کا مظاہرہ کیا، مالی سال 2025 میں 4.77 فیصد اضافہ ہوا، جس کی وجہ مینوفیکچرنگ سیکٹور میں بحالی ہے۔

کارکردگی کا جائزہ

2024-2025 مالی سال کے دوران کمپنی کی کارکردگی کو اہم کارپوریٹ اقدامات سے نشان زد کیا گیا تھا جس کا مقصد اس کی سرمایہ کی بنیاد اور اسٹریٹجک سرمایہ کاری کو مضبوط کرنا تھا۔

LSEVL ایک اہم سرمایہ کاری کمپنی ہے جو ابھرتی ہوئی اور ترقی کے مرحلے والی کمپنیوں میں ایکویٹی پر مبنی سرمایہ کاری پر مرکوز ہے۔ ہمارا بنیادی مقصد مستقبل کی ترقی کو متحرک کرنے کے لیے اہم فنانشنگ فراہم کرنا ہے، جبکہ سابقہ LSE کی جانب سے کی جانے والی میراثی ایکویٹی سرمایہ کاری کے پورٹ فولیو کی بھی نگرانی کرنا ہے۔

2025 میں اہم کارپوریٹ اور اسٹریٹجک پیشرفت :

1. اسٹاک کی تقسیم (حصص کی ذیلی تقسیم):

- یکم ستمبر 2025 سے، کمپنی نے اسٹاک کی تقسیم کو عمل میں لایا، جس سے اس کے حصص کی قیمت میں تبدیلی -/10 PKR سے -/5 PKR
- اس کارروائی نے بقایا حصص کی کل تعداد کو دوگنا کر دیا جبکہ ادائ شدہ سرمایہ میں کوئی تبدیلی نہیں کی گئی، عام طور پر اس کا مقصد لیکویڈیٹی اور مارکیٹ کی رسائی کو بہتر بنانا ہے۔



2. رائٹ شیئرز کے معاملے کا اعلان کیا گیا:

- 12 ستمبر 2025 کو بورڈ نے جاری کرنے کے منصوبے کا اعلان کیا۔ 40,000,000 رائٹ شیئرز مساوی قیمت پر (PKR 5/-) ہر ایک (، کل 200 ملین PKR)۔
- مقصد کے لیے کیپٹل پول قائم کرنا ہے۔ پورٹ فولیو تو عمیس ایک فعال کھلاڑی بننے پر توجہ مرکوز کر رہا ہے۔ SPAC مارکیٹ اور نجی ایکویٹی بنیادی مرحلے میں سرمایہ کاری کے مواقع اور ترقی پر مبنی کمپنیوں پر زور دینے کے ساتھ۔

3. سکوک کے اجراء کی منسوخی:

جاری کرنے کا پہلے اعلان کردہ منصوبہ قابل تلافی اور بدلنے والا سکوک ستمبر 2025 میں PKR 2,100 ملین کی رقم منسوخ کر دی گئی۔ یہ سرمایہ کاری کرنے والے ادارے، JJVL (جامشور و جوائنٹ وینچر لمیٹڈ) کی وجہ سے تھا، جو پہلے ہی متبادل مالیاتی انتظامات میں داخل ہو چکا ہے۔

4. سرمایہ کاری پورٹ فولیو:

- سابق لاہور سٹاک ایکسچینج (LSE) کی میراٹی کیپٹل مارکیٹ انفراسٹرکچر سرمایہ کاری رکھنے والی ایک سرمایہ کاری کمپنی کے طور پر، LSEVL نے اہم اداروں جیسے اہم اداروں میں اہم حصص برقرار رکھے۔ سینٹرل ڈپازٹری کمپنی (CDC)، نیشنل کلیئرنگ کمپنی آف پاکستان لمیٹڈ (NCCPL) دی پاکستان مرکنٹائل ایکسچینج لمیٹڈ (PMEX) اور پاکستان کریڈٹ ریٹنگ ایجنسی (PACRA)۔
- بورڈ نے M/s نیکسٹ کیپیٹل لمیٹڈ اور CDC اور NCCPL میں سے ہر ایک میں 10% ایکویٹی کی تشخیص اور تصرف کے لیے سیل سائیڈ ایڈوائز کے طور پر۔
- سال کے دوران، ایل ایس ای وینچرز لمیٹڈ ("فروخت کنندہ") فروخت کنندہ ("نے 12 جنوری 2025 کو PACRA کے انفرادی شیئر ہولڈرز کے ایک گروپ کے ساتھ، محترم ممتاز حسین، محترم سردار علی وٹو، محترم عثمان حیدر، اور محترم عدنان عنانظم حسین (مسٹر عدنان مضافاتی) کے ساتھ ایک باہمی خریداری کا معاہدہ (ایم بی او) کیا۔ خریدار کے ایجنٹ اور ضامن کے طور پر۔

MBO PACRA میں بیچنے والے کے پورے حصص کی فروخت کے لیے تھا، جس میں 26.830 ملین حصص شامل تھے، مجموعی طور پر روپے کے حساب سے۔ 600 ملین اس پر غور پانچ سال کی مدت میں دس مساوی نیم سالانہ اقساط میں ادا کیا جانا تھا۔ 60 ملین ہر ایک۔ ادا کی گئیاں بنیادی طور پر خریداروں کے ذریعے کی جانی تھیں جو PACRA سے بیچنے والے کو اپنا منافع تفویض کرتے تھے، جس میں محترم ممتاز حسین کی طرف سے ضمانت دی گئی ڈیویڈنڈ کی کسی کمی یا عدم تقسیم کے ساتھ۔ حصص ایک بلاک شدہ اکاؤنٹ میں سینٹرل ڈپازٹری کمپنی (CDC) کے پاس بطور ایسکر و ایجنٹ رکھے گئے تھے۔

خریداروں کے گروپ اور PACRA نے روپے کی پہلی مجموعی ادائیگی کی۔ 60 ملین (دو ہولڈنگ ٹیکس کے بعد 51 ملین روپے کی خالص رسید)۔ ایم بی او اور ایسکر و معاہدوں کے مطابق، بلاک شدہ اکاؤنٹ سے 2.683 ملین شیئرز (کل 10%) جاری کیے گئے اور خریداروں کو منتقل کیے گئے۔ تاہم، 2 کے لئے ادائیگی روپے کی قسط 60 ملین، جو 01 مارچ 2025 کو واجب الادا تھے، خریداروں کے گروپ یا گارنٹرنے نہیں کیے تھے۔ یہ عدم ادائیگی خریدار گروپ کی طرف سے مندرجہ ذیل خلاف ورزیوں کے ساتھ MBO کی شرائط و ضوابط کی بنیادی خلاف ورزی ہے۔

- پہلی ادائیگی پر ڈیویڈنڈ تفویض کرنے کے اصول کی خلاف ورزی اور PKR 3.7 ملین کی رقم کی غیر قانونی ضبطی۔
- ایک لائسنس یافتہ کمپنی کے طور پر، MBO کے لیے SECP کی پیشگی منظوری حاصل کرنے کے لیے عدم تعمیل۔



- دوسری قسط کی ادائیگی میں ناکامی جو کہ مارچ 01، 2025 کو واجب الادا تھا۔
- گارنٹی کے جزو کا احترام کرنے میں ناکامی اور متفقہ ادائیگی کی ٹائم لائن سے اہم انحراف۔
- PACRA کے مالیاتی گوشواروں میں اس کے معاہدے کی ادائیگیوں کے شیڈول کو ظاہر کرنے میں ناکامی۔
- اگلی قسط کی ادائیگی میں ناکامی، جو 01 ستمبر 2025 کو واجب الادا تھی۔

نتیجتاً، 30 جون، 2025 کو، ایل ایس ای وینچرز لمیٹڈ کے بورڈ آف ڈائریکٹرز نے فوری اثر کے ساتھ ایم بی او اور شریک ٹرمینس ایسکر و معاہدے کو ختم کرنے کا فیصلہ کیا۔ باقی 24.147 ملین شیئرز (کل کا 90%) بلاک شدہ اکاؤنٹ میں باقی ہیں۔ ایم بی او اور ایسکر و معاہدوں کے تحت بیچنے والے کے لیے دستیاب کسی بھی دوسرے علاج کے تعصب کے بغیر برطانیہ کو نافذ کیا گیا تھا۔

اب ایم بی او ایسکر و ایسکر و اینڈ کو ختم کرنے کا معاملہ جیسا کہ بورڈ آف ڈائریکٹرز نے فیصلہ کیا ہے، جنرل باڈی کے سامنے ایک خصوصی قرارداد کے طور پر رکھا گیا ہے، تاکہ AGM میں شیئرز ہولڈرز سے اس کی توثیق کی درخواست کی جائے۔

مالی کارکردگی

| 2024 | 2025 | روپے '000 میں |
|-----------|-----------|------------------------------|
| 285,582 | 466,265 | آپریٹنگ آمدنی |
| 8,961 | 14,885 | دوسری آمدنی |
| 129,131 | 37,291 | ایسوسی ایٹس کے منافع کا حصہ |
| (126,692) | (139,911) | ایڈمن اینڈ جنرل اخراجات |
| (6,809) | (2,666) | مالیاتی لاگت |
| 290,173 | 375,864 | ٹیکس سے پہلے منافع |
| (103,066) | (167,311) | ٹیکس لگانا |
| 187,107 | 208,553 | خالص منافع |
| 2,442,149 | 2,655,737 | ایکیویٹی اور ریویلویشن سرپلس |
| 2,857,020 | 3,275,790 | کل اثاثہ |
| 2,442,149 | 2,655,738 | خالص اثاثے |
| 414,871 | 620,053 | کل ذمہ داری |
| 179,598 | 179,598 | بقایا حصص (نمبر) |
| 1.04 | 1.16 | آمدنی فی شیئر EPS |

مجوزہ فائنل کیش ڈیویڈنڈ

کمپنی کے منافع بخش نتائج کے پیش نظر، ڈائریکٹرز نے حتمی نقد منافع کی سفارش کی ہے۔ روپے 0.50 فی شیئر 30 جون کو ختم ہونے والے سال کے لیے دیک 2025، AGM میں شیئرز ہولڈرز کی منظوری کے لیے۔

بیرونی آڈیٹرز



موجودہ آڈیٹرز، M/s. کر سٹن حیدر بھیمبھی اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس، موجودہ مدت کے اختتام پر ریٹائر ہو رہے ہیں۔ آڈیٹرز کی تقرری/دوبارہ تقرری اور ان کے معاوضے کا معاملہ اگلی مدت کے لیے سالانہ جنرل میٹنگ (AGM) میں منظوری کے لیے شیئر ہولڈرز کو بھیج دیا گیا ہے۔

اندرونی مالیاتی کنٹرول

بورڈ نے مناسب طریقے سے اس بات کو یقینی بنایا ہے کہ اندرونی مالیاتی کنٹرول کا نظام ڈیزائن کے لحاظ سے درست ہے اور اس کے اندرونی آڈیٹرز کے ذریعے موثر طریقے سے لاگو اور نگرانی کی گئی ہے۔

آپ کی کمپنی کی انتظامیہ کے ذریعہ تیار کردہ مالیاتی بیانات، اس کی حالت، اس کے کاموں کے نتائج، نقد بہاؤ اور ایکویٹی میں ہونے والی تبدیلیوں کو اچھی طرح سے پیش کرتے ہیں۔ آپ کی کمپنی کی طرف سے حساب کتاب کی مناسب دیکھ بھال کی گئی ہے۔ مناسب اکاؤنٹنگ پالیسیاں آپ کی کمپنی کی طرف سے مالیاتی بیانات کی تیاری میں مستقل طور پر لاگو ہوتی ہیں، اور اکاؤنٹنگ کے تخمینے معقول اور دانشمندانہ فیصلے پر مبنی ہوتے ہیں۔ ان مالیاتی گوشواروں کی تیاری میں بین الاقوامی اکاؤنٹنگ معیارات، جیسا کہ پاکستان میں لاگو ہوتا ہے، کی پیروی کی گئی ہے اور وہاں سے کسی بھی روانگی، اگر کوئی ہے، مناسب طور پر ظاہر کیا گیا ہے۔ اندرونی کنٹرول کا نظام، جو آپ کی کمپنی میں لاگو کیا جا رہا ہے، درست ہے اور پورے سال موثر طریقے سے برقرار ہے۔

کارپوریٹ سماجی ذمہ داری اور ماحولیاتی انتظام

کمپنی سال کے دوران CSR اور ماحولیاتی انتظام کے پروگراموں کو شروع کرنے کے لیے پر عزم اور مصروف رہی۔ LSEVL نے اپنی سرگرمیوں کو تعلیم، صحت کی دیکھ بھال اور ماحولیاتی پروگراموں کے تحفظ پر مرکوز رکھا۔ LSEVL اس بات کو یقینی بنانے کی کوشش کرتا ہے کہ وہ ایک ذمہ دار کارپوریٹ شہری کے طور پر اہل ہو۔

اینٹی ہراسمنٹ

کمپنی کے پاس ایک جامع طریقہ کار ہے۔ مخالف ہراسناں اس بات کو یقینی بنانے کے لیے کہ کسی بھی قسم کی جگہ پر ہراسناں کیے جانے سے نمٹائے اس بات کو یقینی بنانے کے لیے کہ کمپنی کے تمام ملازمین کو ان کی صنف اور پوزیشن سے قطع نظر ایک محفوظ اور باعزت ماحول میں کام کرنے کا موقع ملے۔ ملازمین کی حوصلہ افزائی کی جاتی ہے کہ وہ ایسی شکایات کی اطلاع محکمہ HR کو خفیہ طور پر دیں تاکہ منصفانہ تفتیش کی جاسکے۔

جینڈر پے گیپ

کمپنی پر عزم ہے کہ کمپنی کے تمام ملازمین کے ساتھ مساوات اور انصاف کے ساتھ برتاؤ کیا جاتا ہے اور کمپنی کے اندر تنخواہ میں صنفی فرق نہیں ہونا چاہیے۔ اس کے مطابق ملازمین کے معاوضے کا تعین تجربہ، سناریٹی، ذمہ داریوں اور کارکردگی کی بنیاد پر بغیر کسی صنفی امتیاز کے کیا جاتا ہے۔

| | | |
|---|--------------------------|--------|
| 1 | مطلب جینڈر پے گیپ | 78.79% |
| 2 | میڈین صنفی تنخواہ کا فرق | 53.85% |

کمپنیز ایکٹ، 2017 کے سیکشن 227 کی تعمیل میں، مندرجہ ذیل کو خاص طور پر ظاہر کیا جاتا ہے:

الف ان افراد کے نام جو مالی سال کے دوران کسی بھی وقت کمپنی کے ڈائریکٹر تھے:

| نمبر | ڈائریکٹر کا نام | زمرہ | اجلاس منعقد ہوا۔ | شرکت کی۔ |
|------|------------------|-------------------------------|------------------|----------|
| 1 | محترم محمد اقبال | چیئرمین/نان ایگزیکٹو ڈائریکٹر | 5 | 3 |



| | | | | |
|---|---|-----------------------|----------------------|---|
| 5 | 5 | چیف ایگزیکٹو آفیسر | محترم آفتاب احمد | 2 |
| 4 | 5 | نان ایگزیکٹو ڈائریکٹر | محترمہ آسیہ ریاض | 3 |
| 5 | 5 | آزاد ڈائریکٹر | ڈاکٹر زاہد محمود | 4 |
| 5 | 5 | آزاد ڈائریکٹر | محترم محمد تبسم منیر | 5 |
| 1 | 5 | نان ایگزیکٹو ڈائریکٹر | محترم محمد اقبال* | 6 |
| 2 | 5 | آزاد ڈائریکٹر | محترم شہباز ظہیر | 7 |
| 3 | 5 | نان ایگزیکٹو ڈائریکٹر | محترم عامر ضیاء* | 8 |

* محترم عامر ضیاء نے 20 جون 2025 کو استعفیٰ دے دیا۔

** محترم محمد اقبال 24 جون 2025 کو مقرر ہوئے۔

16 اگست 2025 کو کمپنی کے ای او جی ایم میں بورڈ آف ڈائریکٹرز کے انتخاب کے نتیجے میں موجودہ بورڈ آف ڈائریکٹرز کے نام یہ ہیں:

| نمبر | ڈائریکٹر کا نام | زمرہ |
|------|-----------------------------|--------------------------------|
| 1 | محترم محمد اقبال | چیرمین / نان ایگزیکٹو ڈائریکٹر |
| 2 | محترم آفتاب احمد | چیف ایگزیکٹو آفیسر |
| 3 | محترمہ آسیہ ریاض | ایگزیکٹو ڈائریکٹر |
| 4 | سردار شہباز اقبال احمد خان | نان ایگزیکٹو ڈائریکٹر |
| 5 | محترم محمد تبسم منیر | آزاد ڈائریکٹر |
| 6 | محترمہ مہر سلیم | آزاد ڈائریکٹر |
| 7 | محترم محمد سلیم احمد رانجھا | آزاد ڈائریکٹر |

ب کمپنی کے کاروبار کی اصل لائن حصص، بانڈز، اسٹاکس، میوچل فنڈز کی اکائیوں یا کسی بھی دوسری سیکیورٹیز یا اس سے متعلقہ آلات میں سرمایہ کاری کرنا ہے، یا بصورت دیگر تمام قسم کے حقیقی اثاثوں میں اور اس طریقے سے جو کمپنی وقتاً فوقتاً متعین کرتی ہے اور ایسے حقیقی اثاثوں، حصص، بانڈز، اسٹاکس یا دیگر متعلقہ فنڈز، اس کے متعلقہ فنڈز، حصص یا اس کے دیگر مضامین میں فروخت کرنا ہے۔ قابل اطلاق قانون کی تعمیل کے لیے۔

اس کاروبار کو تمام خطرات جیسے کریڈٹ رسک، لیکویڈٹی رسک، آپریشنل رسک، مارکیٹ رسک اور ریگولیٹری رسک، معاشی غیر یقینی صورتحال وغیرہ کا سامنا ہے۔ مزید برآں، وینچر کیپیٹل ایک اعلیٰ رسک، زیادہ انعامی قسم کی سرمایہ کاری ہے، اور کامیابی کی کوئی گارنٹی نہیں ہے۔

رسک منجمنٹ کی پالیسیاں اور طریقہ کار جو کمپنی کی طرف سے اختیار کی گئی ہیں وہ اسے فعال طور پر غیر یقینی صورتحال اور اندرونی اور بیرونی ماحول میں ہونے والی تبدیلیوں کو منفی اثرات کو محدود کرنے اور مواقع سے فائدہ اٹھانے کے قابل بناتی ہیں۔ کمپنی کا منافع ملک کے مجموعی اقتصادی، جغرافیائی سیاسی حالات، حکومت کی پالیسیوں اور متعلقہ کمپنیوں کی کارکردگی کے ساتھ ساتھ کیپیٹل مارکیٹس سے بھی متاثر ہوتا ہے۔

ج فی الحال چیف ایگزیکٹو آفیسر کو تنخواہ اور اس طرح کے دیگر مراعات ادا کی جا رہی ہیں جو بورڈ نے آرٹیکل آف ایسوسی ایشن کے تحت اور کمپنی کے HR مینوئل کے مطابق منظور کی ہیں۔ بورڈ اور کمیٹی کے اجلاسوں میں شرکت کی میٹنگ فیس کے علاوہ کمپنی کی طرف سے کسی دوسرے ڈائریکٹر کو کوئی اضافی معاوضہ نہیں دیا جا رہا ہے۔ مالیاتی گوشواروں میں متعلقہ اعداد و شمار کا انکشاف کیا گیا ہے۔



لسٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کے ضابطہ نمبر 34(2) کی تعمیل میں، درج ذیل معلومات فراہم کی جاتی ہیں:-

1- مندرجہ ذیل کے مطابق ڈائریکٹرز کی کل تعداد سات (7) ہیں:

الف مرد: 5
ب عورت: 2

2- بورڈ کی تشکیل حسب ذیل ہے:

آزاد ڈائریکٹرز:

محترم ایم تبسم منیر

محترم محمد سلیم احمد رانجھا

محترمہ مہر سل

غیر ایگزیکٹو ڈائریکٹرز:

محترم محمد اقبال

سردار شہباز اقبال احمد خان

ایگزیکٹو ڈائریکٹرز:

محترم آفتاب احمد چوہدری

محترمہ آسیہ ریاض

خاتون ڈائریکٹرز:

محترمہ مہر سلیم

محترمہ آسیہ ریاض

3- بورڈ کمیٹیاں

سال کے دوران، بورڈ نے بورڈ کی مدد اور متعلقہ کاموں پر سفارشات فراہم کرنے کے لیے درج ذیل کمیٹیاں تشکیل دیں۔

آڈٹ کمیٹی:

| نمبر | نام | حیثیت |
|------|-----------------------------|----------|
| 1 | محترم محمد سلیم احمد رانجھا | چیئر مین |
| 2 | سردار شہباز اقبال احمد خان | ممبر |
| 3 | محترم ایم تبسم منیر | ممبر |



انسانی وسائل اور معاوضہ اور معاوضہ کمیٹی:

| نمبر | نام | حیثیت |
|------|----------------------------|----------|
| 1 | محترم ایم تبسم منیر | چیئر مین |
| 2 | سردار شہباز اقبال احمد خان | ممبر |
| 3 | محترمہ مہر سلیم | ممبر |

مستقبل کا آؤٹ لک

LSE Ventures Limited باخبر اور محتاط فیصلہ سازی کے ذریعے زیادہ سے زیادہ منافع حاصل کرتے ہوئے، ایسوسی ایٹس اور اسٹریٹجک ہولڈنگز میں اپنی سرمایہ کاری کی فعال طور پر نگرانی کرتا ہے۔ موجودہ چیلنجنگ سماجی، اقتصادی اور سرمایہ کاری کے ماحول کے درمیان، ہماری توجہ خطرات کو کم کرنے اور طویل مدتی قدر کی تخلیق کو آگے بڑھانے کے مواقع کو کھولنے پر مرکوز ہے۔

-Sd-

ڈائریکٹر

-Sd-

چیف ایگزیکٹو آفیسر

تاریخ: یکم نومبر 2025

لاہور



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

Name of Company: LSE Ventures Limited
Year ended: June 30, 2025

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

4. The total number of directors are seven (7) as per the following,-
 - a. Male: 5
 - b. Female: 2

5. The composition of the Board is as follows: -
 - ii. Independent directors: Mr. M. Tabassum Munir
Mr. Muhammad Saleem Ahmad Ranjha
Ms. Mehr Saleem
 - ii. Non-Executive directors: Mr. Muhammad Iqbal
Sardar Shahbaz Iqbal Ahmed Khan
 - iii. Executive director: Mr. Aftab Ahmad Chaudhry
Ms. Aasiya Riaz
 - iv. Female director: Ms. Mehr Saleem
Ms. Aasiya Riaz

6. The directors have confirmed that none of them is serving as a director on more than seven (7) listed companies, including this company;

7. 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;

8. 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;

9. 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;

10. 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 meeting of the Board;

11. The Board have a formal policy and transparent procedures for remuneration of directors in accordance with the Act and the Regulations;



12. Two (2) Directors out of seven (7) Directors have the prescribed certification under the Directors' Training Program. Moreover, One (1) Director qualify for exemption of certification requirement by virtue of his qualification and experience on the Board of listed companies. The Company shall arrange Directors' Training Program for remaining directors in due course;
13. The Board has approved 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;
14. The Chief Financial Officer and Chief Executive Officer duly endorsed the financial statements before approval of the Board;
15. The Board has formed committees comprising of members given below:-

a) Audit Committee:

| Sr. No. | Name | Status |
|---------|----------------------------------|----------|
| 4. | Mr. Muhammad Saleem Ahmad Ranjha | Chairman |
| 5. | Sardar Shahbaz Iqbal Ahmed Khan | Member |
| 6. | Mr. M. Tabassum Munir | Member |

b) Human Resources & Remuneration and Compensation Committee:

| Sr. No. | Name | Status |
|---------|---------------------------------|----------|
| 4. | Mr. M. Tabassum Munir | Chairman |
| 5. | Sardar Shahbaz Iqbal Ahmed Khan | Member |
| 6. | Ms. Mehr Saleem | Member |

16. The terms of reference of the aforesaid committees have been formed, documented and advised to the committee for compliance;
17. The frequency of meetings of the Committees were as per following:-
- a) Audit Committee - Quarterly
- b) Human Resources & Remuneration and Compensation Committee – At least once in a year.
18. The Board has appointed the resource for the internal audit function while considering suitably qualified and experienced for the purpose and conversant with the policies and procedures of the company;
19. 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;

20. 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 requirements and the auditors have confirmed that they have observed IFAC guidelines in this regard;
21. We confirm that during the FY ended June 30th, 2025, the applicable and relevant requirements of regulations 3, 6, 7, 8, 27, 32, 33 and 36 of the Regulations were complied with.
22. Explanation for non-compliance with requirements, other than regulations 3, 6, 7, 8, 27, 32, 33 and 36 are below:

Regulation No. 19:

The directors required to acquire the director training, shall be arranged to have their director training program certification within the next period of one year, as required under the relevant regulations.

Regulation No. 29(1):

The responsibilities as prescribed for the Nomination Committee are being taken care of at Board level as and when needed, so a separate committee is not considered to be necessary at present.

Regulation No. 30(1):

The Board has tasked the Audit Committee to oversee Risk Management related matters of the Company, therefore a separate committee has not been constituted.

Section 131 of the Companies Act:

The Company was incorporated in 2022 as a wholly owned subsidiary of LSEFSL. Its initial directors were appointed by LSEFSL. Subsequently, the Company entered into a Scheme of Arrangement and merger/de-merger with LSEFSL and other entities. This scheme was implemented in 2023 after being sanctioned by the Honorable Lahore High Court, Lahore. The Company's first Annual General Meeting was held in 2023. Following the completion of term of the Board, an election for a new Board was conducted in August 2025

Regulation No. 6(3):

As explained above, the Company was incorporated in 2022 as a public-unlisted company being a wholly owned subsidiary of LSEFSL. The initially appointed directors continued as the directors of the Company till election for a new Board in August-2025. Accordingly, the newly elected directors have submitted their consents to act as director and declaration of independence.

-Sd-

Signature
Chairman

Lahore.

Date: November 01, 2025

INDEPENDENT AUDITOR'S MODIFIED 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** for the year ended June 30, 2025 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 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.

The following instances of non-compliance with the requirements of the Regulations was observed which are not appropriately stated in the Statement of Compliance:

- a) There is only one person assigned to the role of head of internal audit function without any other member and accordingly there is no internal audit department in existence in the company. Hence, the role and functions of internal audit as defined in Regulation 31(4) of the Code of Corporate Governance Regulations, 2019 are complied with in letters and not in spirit.
- b) No arrangements were in place in the company to ensure that the continued findings as highlighted by the head of internal audit to the audit committee in its meetings have been duly resolved and complied with to have effective internal control system and to have its due utility.

Based on our review, except for the above instances of non-compliance, 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 Regulations as applicable to the Company for the year ended June 30, 2025.

Further, we highlight below instance(s) of non-compliance with the requirement(s) of the Regulations as reflected in the paragraph reference where these are stated in the Statement of Compliance:

Paragraph in Statement of Compliance:

| <u>Reference</u> | <u>Description</u> |
|-------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| I. Paragraph No. 19 | <p>Regulation No. 19: The directors are required to acquire the director training, which shall be arranged to get their director training program certification (DTC) within a period of one year, as required under the relevant regulations.</p> <p>Regulation No. 29 (1): The responsibilities as prescribed for the Nomination Committee are being taken care of at Board level as and when needed, so a separate committee is not considered to be necessary at present.</p> <p>Regulation No. 30 (1): The Board has tasked the Audit Committee to oversee Risk Management related matters of the Company, therefore a separate committee has not been constituted.</p> <p>Section 131 of the Companies Act: The Company was incorporated in 2022 as a wholly owned subsidiary of LSEFSL. Its initial directors were appointed by LSEFSL. Subsequently, the Company entered into a Scheme of Arrangement and merger/de-merger with LSEFSL and other entities. This scheme was implemented in 2023 after being sanctioned by the Honorable Lahore High Court, Lahore. The Company's first Annual General Meeting was held in 2023. Following the completion of term of the Board, an election for a new Board was conducted in August 2025.</p> <p>Regulation No. 6 (3): As explained above, the Company was incorporated in 2022 as a public-unlisted company, being a wholly owned subsidiary of LSEFSL. The initially appointed directors continued as the directors of the Company till election for a new Board in August-2025. Accordingly, the newly elected directors have submitted their consents to act as director and declaration of independence.</p> |

Kreston Hyder Bhimji

Lahore: November 1, 2025
UDIN: CR202510141GpnHWL104

KRESTON HYDER BHIMJI & CO.
CHARTERED ACCOUNTANTS

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LSE VENTURES LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the annexed financial statements of **Messrs. LSE Ventures Limited (the "Company")**, which comprises statement of financial position as at June 30, 2025, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended and notes to the financial statements including material accounting policy information and other explanatory information, and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of the audit.

In our opinion and to the best of our information and according to the explanations given to us, the statement of financial position, statement of profit or loss, the statement of comprehensive income, statement of changes in equity and statement of cash flows together with the notes forming part thereof conform with the accounting and reporting Standards as applicable in Pakistan, and, give the information required by the Companies Act, 2017(XIX of 2017), in the manner so required and respectively give a true and fair view of the state of the company's affairs as at June 30, 2025 and of the profit, the other comprehensive income, the changes in equity and its cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) as applicable in Pakistan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants as adopted by the Institute of Chartered Accountants of Pakistan (the Code) and we have fulfilled our other ethical responsibilities in accordance with the Code. 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 judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our 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.

Following are the Key Audit Matters:

| Sr. No. | Key Audit Matters | How the Matter was addressed in audit |
|---------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | Investments | |
| | <p>(refer notes 5 and 6 to the annexed financial statements)</p> <p>The carrying amount of investments held by the Company amounted to Rs. 2,957.688 which constitutes 90.29% of the total assets as at June 30, 2025.</p> <p>The significant portion of investments comprise of investment in associates, listed and unlisted equity securities and debt securities.</p> <p>Investments are carried under equity method, amortized cost, or fair value in accordance with the Company's accounting policy relating to their recognition and measurement. Provision against investments is based on impairment policy of the Company which includes both subjective and objective factors.</p> | <p>Our audit procedures to verify the valuation of the investments, among others include the following:</p> <ul style="list-style-type: none"> Assessed the design and tested the operating effectiveness of key controls in place relating to valuation of investments; Checked on a test basis the valuation of investments, recognition of proportionate share of post-acquisition post tax profits and other comprehensive income of investees as recorded in the general ledger to supporting documents, externally quoted market prices, break-up values, etc.; Checking the existence of shares from the Central Depository Company's report or share certificates; Obtained independent confirmations for verifying the existence of investments portfolio as at June |

| | |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>We identified assessing carrying value of the investment as a key audit matter because of its significance to the financial statements and because assessing the fair value and the key impairment assumptions involves a significant degree of management judgement.</p> | <p>30, 2025 and reconciled it with the books and records of the Company. Where such confirmations were not available, alternate procedures performed;</p> <ul style="list-style-type: none"> • Evaluated the Company's assessment for impairment, if any including those securities that are not traded actively in market in accordance with the accounting and reporting standards as applicable in Pakistan and performed an independent assessment of the assumptions and conclusions; and • Considered the Company's disclosures of investments in accordance with the requirements of the accounting and reporting standards as applicable in Pakistan. |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

Information Other than the Financial Statements and Auditor's Report Thereon

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and the Board of Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting and reporting standards as applicable in Pakistan, the requirements of the Companies Act, 2017 (XIX of 2017) 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. The Board of directors is responsible for overseeing the company's financial reporting process.

Auditors' 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 a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs as applicable in Pakistan will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs as applicable in Pakistan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain 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 purpose 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 management.
- Conclude on the appropriateness of 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 a material uncertainty exists, we are required to draw attention in our auditor's 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.

We communicate with the Board of Directors 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 to the Board of Directors 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 the Board of Directors, we determine those matters that were of most significance in the audit of the 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, in 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 Other Legal and Regulatory Requirements

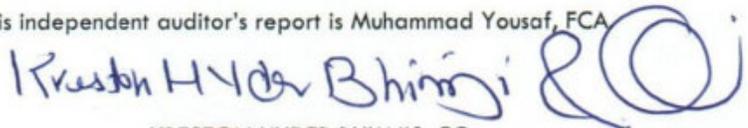
Based on our audit, we further report that in our opinion:

- a) proper books of account have been kept by the Company as required by the Companies Act, 2017 (XIX of 2017);
- b) the statement of financial position, the statement of profit or loss, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows (together with the notes thereon have been drawn up in conformity with the Companies Act, 2017(XIX of 2017) and are in agreement with the books of account and returns;
- c) investments made, expenditure incurred and guarantees extended during the year were for the purpose of the Company's business; and
- d) zakat deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980), was deducted by the Company and deposited in the Central Zakat Fund established under section 7 of that Ordinance.

Other Matter

The financial statements for the year ended June 30, 2024 were audited by another auditor who expressed an unmodified opinion on those financial statements on November 04, 2024.

The engagement partner on the audit resulting in this independent auditor's report is Muhammad Yousaf, FCA



LAHORE: NOVEMBER 01, 2025
UDIN: AR202510141Jd0439AUe

KRESTON HYDER BHIMJI & CO.
CHARTERED ACCOUNTANTS

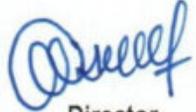
LSE VENTURES LIMITED
STATEMENT OF FINANCIAL POSITION AS AT JUNE 30, 2025

| | Note | 2025 Rupees in thousands | 2024 |
|----------------------------------------------------------------|------|-----------------------------|------------------|
| ASSETS | | | |
| NON CURRENT ASSETS | | | |
| Investment in associates | 5 | 2,168,854 | 1,887,629 |
| Financial assets | 6 | 788,834 | 719,496 |
| Prepayments | 7 | 5,202 | 5,852 |
| Long term deposits | 8 | 400 | 100 |
| | | <u>2,963,290</u> | <u>2,613,077</u> |
| CURRENT ASSETS | | | |
| Income tax refunds due from Government | 9 | 70,803 | 32,329 |
| Receivables, advances and prepayments | 10 | 165,310 | 156,236 |
| Cash and bank balances | 11 | 29,261 | 3,016 |
| | | <u>265,374</u> | <u>191,581</u> |
| Assets classified as held for sale | 12 | 47,126 | 52,362 |
| | | <u>3,275,790</u> | <u>2,857,020</u> |
| EQUITY AND LIABILITIES | | | |
| SHARE CAPITAL AND RESERVES | | | |
| Authorized Share Capital | | | |
| 300,000,000 (2024: 200,000,000) ordinary shares of Rs. 10 each | | <u>3,000,000</u> | <u>2,000,000</u> |
| Issued, subscribed and paid-up share capital | 13 | 1,795,979 | 1,795,979 |
| Capital reserves: | | | |
| - Demerger reserve | | 26,533 | 26,533 |
| - Fair value reserve | | 337,424 | 152,791 |
| | | <u>363,957</u> | <u>179,324</u> |
| Revenue reserves: | | | |
| - Unappropriated profit | | 495,800 | 466,846 |
| | | <u>2,655,736</u> | <u>2,442,149</u> |
| NON CURRENT LIABILITIES | | | |
| Deferred tax liability | 14 | 446,311 | 302,611 |
| CURRENT LIABILITIES | | | |
| Trade and other payables | 15 | 20,505 | 41,480 |
| Un-paid dividend | | 30,709 | 37,444 |
| Un-claimed dividend | | 41,207 | 15,568 |
| Provision for taxation | 9 | 81,322 | 17,768 |
| | | <u>173,743</u> | <u>112,260</u> |
| CONTINGENCIES AND COMMITMENTS | | | |
| | 16 | <u>3,275,790</u> | <u>2,857,020</u> |

The annexed notes from 1 to 34 form an integral part of these financial statements.


Chief Executive Officer


Chief Financial Officer



Director

LSE VENTURES LIMITED
STATEMENT OF PROFIT OR LOSS FOR THE YEAR ENDED JUNE 30, 2025

| | Note | 2025 | 2024 |
|---------------------------------------------------|--------|----------------------------|-----------------|
| | | <u>Rupees in thousands</u> | |
| Revenue | 17 | 466,265 | 285,582 |
| OPERATING EXPENSES | | | |
| Administrative and general expenses | 18 | (131,211) | (102,823) |
| Other operating expenses | 19 | (8,700) | (23,869) |
| | | <u>326,354</u> | <u>158,890</u> |
| OTHER INCOME | 20 | 14,885 | 8,961 |
| POST TAX SHARE OF PROFIT FROM ASSOCIATES | 5.3 | 37,291 | 129,131 |
| OPERATING PROFIT | | <u>378,530</u> | <u>296,982</u> |
| FINANCE COST | 21 | (2,666) | (6,809) |
| PROFIT BEFORE LEVIES AND INCOME TAX | | <u>375,864</u> | <u>290,173</u> |
| LEVIES | 22 | (82,591) | (16,191) |
| PROFIT BEFORE INCOME TAX | | <u>293,273</u> | <u>273,982</u> |
| INCOME TAX | 22 | (84,721) | (86,875) |
| PROFIT AFTER INCOME TAX FOR THE YEAR | | <u>208,552</u> | <u>187,107</u> |
| EARNINGS PER SHARE - BASIC AND DILUTED | 23 | <u>1.16</u> | <u>1.04</u> |

The annexed notes from 1 to 34 form an integral part of these financial statements.


Chief Executive Officer


Chief Financial Officer

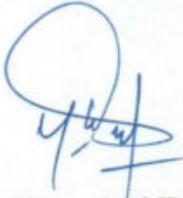

Director

LSE VENTURES LIMITED
STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED JUNE 30, 2025

| | 2025 | 2024 |
|-------------------------------------------------------------------------------------------|---------------------|----------------|
| | Rupees in thousands | |
| PROFIT AFTER INCOME TAX FOR THE YEAR | 208,552 | 187,107 |
| OTHER COMPREHENSIVE INCOME | | |
| Items that may be subsequently reclassified to profit or loss | - | - |
| Items that may not be reclassified to profit or loss: | | |
| Share of other comprehensive income of associates | 6,521 | 9,524 |
| Gain on equity instruments designated at fair value through other comprehensive income | 252,239 | 198,462 |
| Less: Deferred tax | (74,127) | (60,316) |
| | 184,633 | 147,670 |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | 393,185 | 334,777 |

The annexed notes from 1 to 34 form an integral part of these financial statements.


 Chief Executive Officer


 Chief Financial Officer


 Director

100% share

LSE VENTURES LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED JUNE 30, 2025

| | Share Capital | Capital Reserves | | | Revenue Reserve | Total Equity |
|----------------------------------------------------------------------|---------------|--------------------|------------------|---------|-----------------------|--------------|
| | | Fair Value Reserve | Demerger Reserve | Total | Unappropriated Profit | |
| Rupees in Thousands | | | | | | |
| Balance as at June 30, 2023 | 1,795,979 | 11,883 | 26,533 | 38,416 | 362,776 | 2,197,171 |
| Net profit for the year | - | - | - | - | 187,107 | 187,107 |
| Other comprehensive income | - | 140,908 | - | 140,908 | 6,762 | 147,670 |
| Total comprehensive income for the year | - | 140,908 | - | 140,908 | 193,869 | 334,777 |
| Transactions with owners of the Company | | | | | | |
| Cash dividends @ Rs. 0.50 per share for the year ended June 30, 2023 | - | - | - | - | (89,799) | (89,799) |
| Balance as at June 30, 2024 | 1,795,979 | 152,791 | 26,533 | 179,324 | 466,846 | 2,442,149 |
| Net profit for the year | - | - | - | - | 208,552 | 208,552 |
| Other comprehensive income | - | 184,633 | - | 184,633 | - | 184,633 |
| Total comprehensive income for the year | - | 184,633 | - | 184,633 | 208,552 | 393,185 |
| Transactions with owners of the Company | | | | | | |
| Cash dividends @ Rs. 1.00 per share for the year ended June 30, 2024 | - | - | - | - | (179,598) | (179,598) |
| Balance as at June 30, 2025 | 1,795,979 | 337,424 | 26,533 | 363,957 | 495,800 | 2,655,736 |

The annexed notes from 1 to 34 form an integral part of these financial statements.

Chief Executive Officer

Chief Financial Officer

Director

LSE VENTURES LIMITED
STATEMENT OF CASH FLOWS FOR THE YEAR ENDED JUNE 30, 2025

| | Note | 2025 | 2024 |
|---------------------------------------------------------------|------|----------------------------|---------------------|
| | | <u>Rupees in thousands</u> | |
| CASH USED IN OPERATIONS | 24 | (113,904) | (118,906) |
| Finance cost paid | | (4,266) | (5,209) |
| Income tax paid | | (72,658) | (41,436) |
| Changes in long term deposits | | (300) | - |
| Net cash used in operating activities | | <u>(191,128)</u> | <u>(165,551)</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | |
| Investment made in MTS / (recovered) - net | | - | 316,526 |
| Investment in listed and unlisted securities | | (39,494) | (17,200) |
| Investments recovered during the year | | - | 3,500 |
| Investments in associates made during the year | | (1,360) | - |
| Sale proceed from disposal of investment | | 21,124 | - |
| Investments made during the year | | - | (376,000) |
| Interest bearing loan received back / (to associate) | | (6,021) | 14,420 |
| Dividend received | | 423,819 | 209,228 |
| Net cash generated from investing activities | | <u>398,068</u> | <u>150,474</u> |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | |
| Loans (repaid) / obtained during the year | | (20,000) | 20,000 |
| Dividend paid | | (160,695) | (85,810) |
| Net cash used in financing activities | | <u>(180,695)</u> | <u>(65,810)</u> |
| NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS | | <u>26,245</u> | <u>(80,887)</u> |
| CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR | | 3,016 | 83,903 |
| CASH AND CASH EQUIVALENT AT THE END OF THE YEAR | 11 | <u><u>29,261</u></u> | <u><u>3,016</u></u> |

The annexed notes from 1 to 34 form an integral part of these financial statements.


Chief Executive Officer


Chief Financial Officer


Director

LSE VENTURES LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30, 2025

1. CORPORATE AND GENERAL INFORMATION

LSEVL was registered on July 18, 2022, under the Companies Act, 2017 (XIX of 2017) as a public unlisted company limited. Under a Scheme of Arrangement having been sanctioned by the Honorable Lahore High Court (LHC) on April 26, 2023, the above investment portfolio was transferred to LSEVL. Under the same scheme, the Company also acquired the status of a listed company (through reverse merger with a shell listed company - Data Textiles). As a consequence, the shares of the Company started trading on the Pakistan Stock Exchange (PSX) in June 2023, under the symbol of "LSEVL".

The Company's primary business is to invest in such positive cash flow generating companies, which could later be made to debut on PSX as the listed companies. Hence, the vision behind the Company's formation is to expand the availability of listed enterprises in Pakistan and play an effective part in the expansion of the capital market of the country.

LSE Ventures Limited (LSEVL / the Company) was created for the purpose of transferring the portfolio of legacy investments in capital market infrastructure companies having been made by its predecessor company - the erstwhile Lahore Stock Exchange (LSE).

The head office / registered office of the company is located at the Exchange Hub, LSE Plaza, 19, Khayaban-e-Aiwan-e-Iqbal, Lahore.

2. STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan. The accounting and reporting standards applicable in Pakistan comprise of:

- International Financial Reporting Standards (IFRS Standards) issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017; and
- Provisions of and directives issued under the Companies Act, 2017.

Where provisions of and directives issued under the Companies Act, 2017 differ from the IFRS Standards, the provisions of and directives issued under the Companies Act, 2017, have been followed.

3. BASIS OF MEASUREMENT

a) Accounting convention

These financial statements have been prepared following accrual basis of accounting except for cash flow statement.

These financial statements have been prepared under the historical cost convention without any adjustments for the effect of inflation or current values, except for the following material items in the statement of financial position:

10/3/25

- Certain investment in associates are stated under equity method and under fair value through other comprehensive income in accordance with IAS 28 and IFRS 9 respectively.
- Certain financial instruments which are carried at their fair value in accordance with IFRS 9.

b) Functional and presentation currency

The financial statements are presented in Pakistani Rupee (Rs.) which is the Company's functional and presentation currency. All financial information presented in Pakistan Rupees has been rounded to nearest rupee, unless otherwise indicated.

c) Critical accounting estimates, judgements and assumptions

The preparation of financial statements in conformity with the accounting and reporting standards as applicable in Pakistan requires the use of certain critical accounting estimates. In addition, it requires management to exercise judgment in the process of applying the Company's accounting policies. The areas involving a high degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements, are documented in the following accounting policies and notes, and relate primarily to:

| Description | Note |
|--------------------------------------------------------------------------------------------------------------------------------|------|
| • Current income tax expense, provision for current tax and recognition of deferred tax asset (for carried forward tax losses) | 4.1 |
| • Useful lives, residual values and amortization method of intangible assets | 4.2 |
| • Estimation of provisions | 4.9 |
| • Estimation of contingent liabilities | 4.10 |
| • Expected credit losses of certain financial assets under IFRS 9 | 4.11 |
| • Impairment loss of non-financial assets | 4.11 |
| • Classifications | |

The revisions to accounting estimates (if any) are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

d) Standards, interpretations and amendments to publish approved accounting standards

The following amendments to existing standards have been published that are applicable to the Company's financial statements covering annual periods, beginning on or after the following dates:

- **New accounting standards interpretations and amendments to accounting standards that are effective and relevant**

There were certain amendments that became applicable for the Company during the year but are not considered to be relevant or did not have any significant effect on the Company's operations and have, therefore, not been disclosed in these financial statements.

Handwritten signature

• **New accounting standards and amendments to standards not yet effective**

There are certain standards, amendments to the approved accounting standards and interpretations that are mandatory for the Company's accounting periods beginning on or after July 01, 2025 but are considered not to be relevant or to have any significant effect on the Company's operations and are, therefore, not detailed in these financial statements, except for the following:

| | | Effective for the period beginning on or after |
|----------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|
| IAS 21 | Amendments to IAS 21 'The effects of Changes in Foreign Exchange Rates' address situations where a currency may lack exchangeability, often due to government-imposed controls. In such cases, companies must estimate a spot exchange rate reflecting orderly transactions at the measurement date. | January 01, 2025 |
| IFRS 7 and 9 | 'Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7)' to address matters identified during the post-implementation review of the classification and measurement requirements of IFRS 9 'Financial Instruments'. | January 1, 2026 |
| IFRS 7 and 9 | The amendments in <i>Contracts Referencing Nature-dependent Electricity (Amendments to IFRS 9 and IFRS 7)</i> are: <ul style="list-style-type: none"> • the own-use requirements in IFRS 9 are amended to include the factors an entity is required to consider when applying IFRS 9:2.4 to contracts to buy and take delivery of renewable electricity for which the source of production of the electricity is nature-dependent; and • the hedge accounting requirements in IFRS 9 are amended to permit an entity using a contract for nature-dependent renewable electricity with specified characteristics as a hedging instrument: • to designate a variable volume of forecast electricity transactions as the hedged item if specified criteria are met; and • to measure the hedged item using the same volume assumptions as those used for the hedging instrument. | January 1, 2026 |
| IFRS-10 / IAS-28 | IFRS 10 - Consolidated Financial Statements and IAS 28 - Investment in Associates and Joint Ventures (Amendment regarding sale or contribution of assets between an investor and its associate or Joint Venture). | Deferred indefinitely |
| 'Annual Improvements to IFRS Accounting Standards — Volume 11' | It contains amendments to five standards (IFRS 1, 7, 9, 10 and IAS 7) as result of the IASB's annual improvements project. | January 01, 2026 |
| IFRS 17 | Insurance Contracts (New standard) | January 01, 2026 |
| IFRS S1 | 'General Requirements for Disclosure of Sustainability-related Financial Information'. | July 01, 2025 |
| IFRS S2 | 'Climate-related Disclosures'. | July 01, 2025 |

10/30/25

New Standards issued by IASB but have not yet been notified/adopted by SECP

| | | Effective for the period beginning on or after as per IASB |
|----------|---------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------|
| IFRS 18 | IFRS 18 Presentation and Disclosure in Financial Statements and IFRS 19 Subsidiaries without Public Accountability: Disclosures | January 01, 2027 |
| IFRS 19 | Subsidiaries without Public Accountability – Disclosures has been issued by IASB | January 01, 2027 |
| IFRS – 1 | First Time Adoption of IFRS 1 (restructured version) | July 01, 2009 |

These standards will become part of the Company's financial reporting framework upon adoption by the SECP.

The Company's management at present is in the process of assessing the full impacts of these new standards and the new amendments and is expecting to complete the assessment in due course.

4. MATERIAL ACCOUNTING POLICY INFORMATION

These policies have been consistently applied to all the years presented. The material accounting policies are as follows:

4.1 Income tax

Income tax comprises of current tax and deferred tax. Income tax expense is recognized in the statement of profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity (if any), and in which case the tax amounts are recognized directly in in other comprehensive income or equity.

Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Levy

In accordance with the Income Tax Ordinance, 2001, computation of turnover tax and final tax is not based on taxable income. Therefore, as per IAS 12 Application Guidance on Accounting for Minimum Taxes and Final Taxes issued by the ICAP, these fall within the scope of IFRIC 21 / IAS 37 and accordingly have been classified as levy in these financial statements, except for taxes on dividends on the Company's investments in subsidiaries and associates which are specifically within the scope of IAS 12 and hence these continue to be categorized as current income tax.

When the minimum tax is higher than tax calculated on taxable profits, excess amount is recognized as levy under IFRIC 21 / IAS 37. Further the company also charges tax expense under levy when tax is calculated under final tax regime.

14/3/20

Deferred income tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses and credits only if it is probable that future taxable amounts will be available to utilise those temporary differences and unused tax losses and credits.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Changes in deferred tax assets or liabilities are recognised as a component of tax income or expense in profit or loss, except where they relate to items that are recognised in other comprehensive income (such as the revaluation of property, plant and equipment) or directly in equity, in which case the related deferred tax is also recognised in other comprehensive income or equity, respectively.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Judgment and estimates

Significant judgment is required in determining the income tax expenses and corresponding provision for tax. There are many transactions and calculations for which the ultimate tax determination is uncertain as these matters are being contested at various legal forums. The Company recognizes liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred tax assets and liabilities in the period in which such determination is made.

Further, the carrying amount of deferred tax assets is reviewed at each reporting date and is adjusted to reflect the current assessment of future taxable profits. If required, carrying amount of deferred tax asset is reduced to the extent that it is no longer probable that sufficient taxable profits to allow the benefit of part or all of that recognised deferred tax asset to be utilised. Any such reduction shall be reversed to the extent that it becomes probable that sufficient taxable profit will be available.

1438

Off-setting

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

4.2 Intangibles

Measurement

Intangible assets, other than goodwill, are measured at cost less accumulated amortization and accumulated impairment losses. Amortization is charged so as to allocate the cost of assets over their estimated useful lives, using the straight-line method.

Research and development expenditure is charged to 'administrative and general expenses' in the statement of profit or loss, as and when incurred.

Judgment and estimates

The useful lives, residual values and amortization method are reviewed on a regular basis. The effect of any changes in estimate accounted for on a prospective basis. All intangible assets are estimated to have definite useful lives.

4.3 Investments

Investments intended to be held for less than twelve months from the reporting date or to be sold to raise operating capital are included in current assets, all other investments are classified as non-current. Management determines the classification of its investments at the time of purchase depending on the purpose for which the investments are required and re-evaluates this classification on regular basis.

Investment in associates under equity method

Associates are all entities over which the Company has significant influence but not control or joint control. This is generally the case where the Company holds between 20% and 50% of voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognized at cost. Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize the Company's share of post-acquisition profits or losses of the investee in profit or loss, and the Company's share of movements in other comprehensive income of the investee in other comprehensive income.

Dividends received or receivable from associates are recognized as a reduction in the carrying amount of investment. When the Company's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, the Company does not recognize further losses, unless it has incurred obligations or made payments on behalf of the investee company. Unrealized gains on transactions between the Company and its associates are eliminated to the extent of the Company's interest in the entity. Unrealized losses are also eliminated unless the transaction provides evidence of impairment of the asset transferred.

10/2/20

Investment in subsidiaries

Investments in subsidiaries / associates where the Company has control / significant influence are measured at cost less impairment, if any, in the Company's separate financial statements. At subsequent reporting date, the recoverable amounts of investments are estimated to determine the extent of impairment losses, if any, and carrying amounts of investments are adjusted accordingly. Impairment losses are recognized as expense in the statement of profit or loss. Investments in subsidiaries and associates that have suffered an impairment are reviewed for possible reversal of impairment at each reporting date. Where impairment losses are subsequently reversed, the carrying amounts of the investments are increased to the revised recoverable amounts but limited to the extent of initial cost of investments. Impairment losses recognized in the statement of profit or loss on investments in subsidiaries and associates are reversed through the statement of profit or loss.

The Company is required to issue consolidated financial statements along with its separate financial statements, in accordance with the requirements of IAS 27, 'Separate Financial Statements'.

4.4 Trade debts, deposits and other receivables

These are classified at amortized cost and are initially recognized when they are originated and measured at fair value of consideration receivable. These assets are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company. Actual credit loss experience over past years is used to base the calculation of expected credit loss.

4.5 Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at cost. For the purpose of statement of cash flows, cash and cash equivalents comprise cash in hand, cash at banks on current, saving and deposit accounts and other short term highly liquid instruments that are readily convertible into known amounts of cash net of temporary bank or books overdrafts / overdrawn.

4.6 Borrowings / loans and borrowing costs

Interest bearing borrowings / Loans

Interest bearing borrowings / loans are recorded at the proceeds received. Borrowings are subsequently stated at amortized cost, any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the statement of profit or loss over the period of the borrowings using the effective interest rate method. Finance costs are accounted for on accrual basis and are reported under accrued mark up to the extent of the amount remaining unpaid.

Interest free loans payable on discretion of the company

Interest free loans given by directors and sponsors of the company and repayable at the discretion of the Company are initially measured and subsequently recognized in line with Technical Release - 32 (TR 32 - Accounting Directors' Loan) issued by the Institute of Chartered Accountants of Pakistan (ICAP), these loans are shown as part of equity.

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Overdrafts

Overdrafts, if any, are repayable in full on demand and are measured at amortized cost.

Interest / borrowing costs

Interest expense / borrowing costs are accounted for on the basis of the effective interest method and are included in finance costs which are charged to income in the period in which these are incurred, except borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use are added to the cost of those assets, until such time as the assets are substantially ready for their intended use.

Borrowings are reported under accrued finance costs to the extent of the amount remaining unpaid and are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

4.7 Trade and other payables

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 60 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

4.8 Employees benefits

Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a 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.

Defined contribution plan

The LSE Group maintains the employees provident fund trust at group level for all its permanent employees being employed by the group companies.

4.9 Provisions

Recognition and measurement

Provisions for legal claims and make good obligations are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

1.25

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Judgement and estimates

As the actual outflows can differ from estimates made for provisions due to changes in laws, regulations, public expectations, technology, prices and conditions, and can take place many years in the future, the carrying amounts of provisions are reviewed at each reporting date and adjusted to take account of such changes. Any adjustments to the amount of previously recognised provision is recognised in the statement of profit or loss unless the provision was originally recognised as part of cost of an asset.

4.10 Contingencies and commitments

A contingent liability is disclosed when the company has a possible obligation as a result of past events, whose existence will be confirmed only by the occurrence or non-occurrence, of one or more uncertain future events not wholly within the control of the company; or the company has a present legal or constructive obligation that arises from past events, but it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or the amount of the obligation cannot be measured with sufficient reliability.

A contingent liability is also disclosed when there is present obligation that arises from past events but it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

A Contingent asset is disclosed when an inflow of economic benefits is probable. Contingent assets are not recognized in the financial statements since this may result in recognition of income that may never be realized.

Judgement and estimates

The Company reviews the status of all pending litigations and claims against the Company. Based on the judgment and the advice of the legal advisors for the estimated financial outcome, appropriate disclosure or provision is made. The actual outcome of these litigations and claims can have an effect on the carrying amounts of the liabilities recognized at the reporting date.

Capital commitments, unless those are actual liabilities, are not incorporated in the books of accounts.

4.11 Impairment

Financial assets

The Company recognizes loss allowances for ECLs on:

- financial assets measured at amortized cost;
- debt investments measured at FVOCI; and
- contract assets.

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The Company measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort.

This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than past due for a reasonable period of time. Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. 12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months). The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovery of a financial asset in its entirety or a portion thereof. The Company individually makes an assessment with respect to the timing and amount of write off based on whether there is a reasonable expectation of recovery. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

Judgement and estimates

ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive. The shortfall is then discounted at an approximation to the assets original effective interest rate.

The Company has elected to measure loss allowances for trade debts using IFRS 9 simplified approach and has calculated ECLs based on lifetime ECLs. The Company has established a matrix that is based on the Company's historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment including forward-looking information.

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The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Impairment on financial assets other than trade debts has been measured on 12 - months expected loss basis and reflects the short maturities of the exposure.

Non-financial assets

The carrying amount of the Company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. A cash-generating unit is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups. The recoverable amount of an asset or cash generating unit is the greater of its value in use and its fair value less cost to sell. In assessing value in use, the estimated future cash flows are discounted to their present values using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or cash generating unit.

An impairment loss is recognized if the carrying amount of the assets or its cash generating unit exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit or loss. Impairment losses recognized in respect of cash generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit and then to reduce the carrying amounts of the other assets in the unit on a pro rata basis. Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount.

An impairment loss is reversed only to that extent that the asset's carrying amount after the reversal does not exceed the carrying amount that would have been determined, net of depreciation and amortization, if no impairment loss had been recognized.

Judgement and estimates

The management of the Company reviews carrying amounts of its non-financial assets and cash generating units for possible impairment and makes formal estimates of recoverable amount if there is any such indication.

4.12 Financial Instruments

Recognition and initial measurement

All financial assets or financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A receivable without a significant financing component is initially measured at the transaction price.

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Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at amortized cost, fair value through other comprehensive income (FVOCI) and fair value through profit or loss (FVTPL).

A financial asset is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Amortized cost

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in statement of profit or loss. Any gain or loss on derecognition is recognized in statement of profit or loss.

Financial assets measured at amortized cost comprise of cash and bank balances, deposits, long term loans, trade debts, term deposits and other receivable.

Debt Instrument – FVOCI

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in statement of profit or loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to statement of profit or loss. However, the Company has no such instrument at the reporting date.

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Equity Instrument – FVOCI

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

These assets are subsequently measured at fair value. Dividends are recognized as income in statement of profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are never reclassified to statement of profit or loss.

Fair value through profit or loss (FVTPL)

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL.

On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in statement of profit or loss. Dividend income is presented separately from net gain and losses.

Financial assets comprise of receivables, investments in equity and debt securities, cash and bank balances, etc.

All "regular way" purchases and sales of financial assets are recognized on the settlement date, i.e. the date on which the asset is delivered to or by the company. Regular way purchases or sales of financial assets are those, the contract for which requires delivery of assets within the time frame generally established by the regulation or convention in the market.

Financial assets – Business model assessment

For the purposes of the assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g., non-recourse features).

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Financial liabilities

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in statement of profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in statement of profit or loss. Any gain or loss on derecognition is also recognized in statement of profit or loss.

Financial liabilities comprise contractual trade and other payables, unclaimed / unpaid dividend, etc.

Derecognition

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 of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company might enter into transactions whereby it transfers assets recognized in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognized.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value. On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in statement of profit or loss.

The Company classifies its financial assets at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of the Company's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

Off - setting of financial instruments

Financial assets and liabilities are off-set and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention and ability to settle on a net basis, or realize the asset and settle the liability simultaneously.

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4.13 Foreign currencies

Foreign currency transactions are translated into Pakistan Rupees which is the Company's functional and presentation currency using the exchange rates approximating those prevailing at the date of the transaction.

All monetary assets and liabilities in foreign currencies are translated into Pakistan Rupees using the exchange rate at the reporting date. Exchange gains and losses resulting from the settlement of such transactions and from the translations at the yearend exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in statement of profit or loss. All non-monetary assets and liabilities are translated in Pakistan Rupees using the exchange rates prevailing on the date of transaction or at the date when the fair value was determined.

4.14 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognized as a deduction from equity, net of any tax effects.

4.15 Dividend and other distribution

Dividend and other distribution to the Company's shareholders is recognised as a liability in the period in which the dividends are approved by the company's shareholders.

4.16 Earnings per share (EPS)

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is calculated by adjusting basic EPS by the weighted average number of ordinary shares that would be issued on conversion of all dilutive potential ordinary shares into ordinary shares and post-tax effect of changes in profit or loss attributable to ordinary shareholders of the Company that would result from conversion of all dilutive potential ordinary shares into ordinary shares.

4.17 Related party transactions

All transactions arising in the normal course of business and are conducted at arm's length at normal commercial rate on the same terms and conditions as third party transactions using valuation modes as admissible, except in rarely extreme circumstances where, subject to approval of the Board of Directors, it is in the interest of the Company to do so. Parties are said to be related if they are able to influence the operating and financial decisions of the Company and vice versa.

4.18 Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker who is responsible for allocating resources and assessing performance of the operating segments, has been identified as Chief Executive Officer (CEO) who makes strategic decisions. The CEO has determined that the Company operates as a single reporting segment.

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4.19 Comprehensive income

Comprehensive income is the change in equity resulting from transactions and other events, other than changes resulting from transactions with shareholders in their capacity as shareholders. Total comprehensive income comprises all components of profit or loss and other comprehensive income. Other comprehensive income comprises items of income and expense, including reclassification adjustments that are not recognized in profit or loss as required or permitted by approved accounting standards.

4.20 Statement of cashflows

The Company classify cash flows from interest paid as operating activities, cash flows from interest received and dividends received as investing activities, and cash flows from dividends paid as financing activities; and

4.21 Revenue recognition

Return on deposits

Return on deposits is accounted for on a time proportionate basis using the applicable rate of return / interest.

Net unrealized gain / (losses)

Net unrealized gain / (losses) arising on revaluation of securities classified as 'fair value through profit or loss' are included in statement of profit or loss in the period in which they arise.

Dividend income

Dividend income is recognised in profit or loss as other income when:

- the Company's right to receive payment have been established;
- is probable that the economic benefits associated with the dividend will flow to the company; and
- the amount of the dividend can be measured reliably.

Dividend income in case of cumulative preference shares is recognized in profit or loss on accrual basis.

Other income

Other income, if any, is recognized on accrual basis.

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5 INVESTMENT IN ASSOCIATES

| | | 2025 | 2024 |
|------------------------------------------------------------|------|---------------------|------------------|
| | Note | Rupees in thousands | |
| Under Equity Method | | | |
| LSE Capital Limited (LSECL) | 5.1 | 387,918 | 360,271 |
| LSE Financial Services Limited (LSEFSL) | 5.2 | 104,505 | 103,836 |
| Digital Custodian Company Limited (DCCL) | 5.2 | 61,591 | 60,921 |
| | | 554,014 | 525,028 |
| Under Fair value through Other Comprehensive Income | | | |
| | 5.4 | 1,614,840 | 1,362,601 |
| | | 2,168,854 | 1,887,629 |

5.1 LSE Capital Limited

LSE Capital Limited ("LSECL") (formerly Bank Islami Modaraba Investments Limited) was incorporated in Pakistan on January 22, 1986, as an unlisted public limited company under the repealed Companies Ordinance, 1984 (now the Companies Act, 2017). Subsequently, it was registered as a Modaraba Company with the Registrar of Modaraba Companies and Modarabas, under the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980. The registered office of the Company is situated at LSE Plaza, Khayaban-e-Aiwan-Iqbal Road Lahore.

5.2 LSE Financial Services Limited

LSE Financial Services Limited (the "Company") was originally incorporated with the name of Lahore Stock Exchange (Guarantee) Limited under the repealed Companies Act, 1913 (now the Companies Act, 2017) on October 05, 1970 as a Company limited by guarantee. The Company was re-registered as a public unlisted Company limited by shares on August 27, 2012. Consequent to the integration of all stock exchanges of the country on Jan 11, 2016, the Company obtained an NBFC license to start functioning as an investment finance services company under the name LSE Financial Services Limited. The Company underwent a series of restructuring during 2023 and 2024. On May 31, 2024, the shares of the Company started trading on Pakistan Stock Exchange Limited ("PSX") consequent to the transfer of the listing status from Modaraba Al-Mali (Modaraba) under the scheme of arrangement with its management company - LSE Capital Limited.

5.2 Digital Custodian Company Limited

Digital Custodian Company Limited ("DCCL") was incorporated on February 12, 1992 under the repealed Companies Ordinance, 1984, (now the Companies Act, 2017) as a private limited company. The status of the company was converted from private limited company to unlisted public limited company on June 19, 2009. The registered office of the company is located at Office # 08, 5th floor, LSE Plaza, Aiwan-e-Iqbal Road, Lahore, Punjab.

5.3 Reconciliation of changes in carrying value of investments in associates:

| | 2025 | | | |
|------------------------------------------|---------------------------------|-------------------|------------------|----------------|
| | LSECL | LSEFSL | DCCL | Total |
| | ----- Rupees in thousands ----- | | | |
| Balance as at June 30, 2024 | 360,271 | 103,836 | 60,921 | 525,028 |
| Investment made during the year | 1,360 | - | - | 1,360 |
| Share of profit / (loss) during the year | 29,332 | 4,857 | 395 | 34,584 |
| Share of comprehensive income | 5,434 | 812 | 275 | 6,521 |
| Bargain purchase gain | 2,706 | - | - | 2,706 |
| Dividend received during the year | (11,185) | (5,000) | - | (16,185) |
| Balance as at June 30, 2025 | 387,918 | 104,505 | 61,591 | 554,014 |
| No. of shares held | 22,615,904 | 10,000,000 | 5,221,973 | |

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| | 2024 | | | Total |
|---------------------------------------------------------------------------|---------------------------------|------------|-----------|---------|
| | LSECL | LSEFSL | DCCL | |
| | ----- Rupees in thousands ----- | | | |
| Balance reclassified from investment in subsidiaries / financial asset | 269,529 | 100,000 | 54,167 | 423,696 |
| Gain on initial recognition of investment | 70,408 | 8,994 | - | 79,402 |
| Carrying value of investment on initial recognition | 339,937 | 108,994 | 54,167 | 503,098 |
| Share of profit / (loss) during the year | 10,810 | (5,158) | 6,754 | 12,406 |
| Share of comprehensive income / (loss) | 9,364 | - | - | 9,364 |
| Share in changes in equity of associate | 160 | - | - | 160 |
| Balance as at June 30, 2024 | 360,271 | 103,836 | 60,921 | 525,028 |
| No. of shares held | 22,370,904 | 10,000,000 | 5,221,973 | |

5.3.1 The following table summarizes the financial information of associates i.e. LSE Financial Services Limited ("LSE-FSL") and Digital Custodian Company Limited ("DCCL") as included in their respective audited financial statements and LSE Capital Limited ("LSE-CL") as unaudited. The table also reconciles the summarized financial information to the carrying amount of the Company's interest in associates.

| | LSECL | LSEFSL | DCCL |
|---------------------------------------------------|---------------------------------|----------|----------|
| | ----- Rupees in thousands ----- | | |
| Revenue | 145,428 | 30,790 | 127,342 |
| Profit after income tax | 236,308 | 17,328 | 3,956 |
| Other comprehensive income | 43,751 | 2,897 | 2,757 |
| Total comprehensive income | 280,059 | 20,225 | 6,713 |
| Current assets | 619,900 | 96,352 | 39,132 |
| Non-current assets | 2,906,399 | 392,830 | 631,662 |
| Current liabilities | (198,658) | (10,988) | (47,982) |
| Non-current liabilities | (163,198) | (7,391) | (15,974) |
| Net assets of the associates | 3,164,443 | 470,804 | 606,838 |
| Effect of adjustment of inter company elimination | (57,222) | (97,971) | (14,372) |
| Adjusted net assets of the associates | 3,107,221 | 372,833 | 592,466 |
| Proportion of the Company's ownership interest | 12.48% | 28.03% | 9.99% |
| Goodwill on initial recognition | - | - | 2,398 |
| Carrying value of investments | 387,918 | 104,505 | 61,591 |

5.4 Under Fair value through Other Comprehensive Income

Reconciliation of changes in carrying value / fair value

| | 2025 | | Total |
|-----------------------------|-------------------------------|------------|-----------|
| | NCCPL | CDC | |
| | -----Rupees in thousands----- | | |
| Balance as at June 30, 2024 | 618,158 | 744,443 | 1,362,601 |
| Fair value gain - OCI | 151,923 | 100,316 | 252,239 |
| Balance as at June 30, 2025 | 770,081 | 844,759 | 1,614,840 |
| No. of shares held | 23,730,461 | 35,000,000 | |
| Shareholding in %age | 23.53% | 10.00% | |

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| | 2024 | | Total |
|------------------------------|-------------------------------|------------|-----------|
| | NCCPL | CDC | |
| | -----Rupees in thousands----- | | |
| Acquired under merger scheme | 504,956 | 659,183 | 1,164,139 |
| Fair value gain - OCI | 113,202 | 85,260 | 198,462 |
| Balance as at June 30, 2024 | 618,158 | 744,443 | 1,362,601 |
| No. of shares held | 23,730,461 | 35,000,000 | |
| Shareholding in %age | 23.53% | 10.00% | |

5.4.1 The Company acquired the investments in Central Depository Company of Pakistan Limited (CDC) and National Clearing Company of Pakistan Limited (NCCPL) as result of the rearrangement scheme with LSE Financial Services Limited which was approved by the Honorable Lahore High Court on April 26, 2023. The Company had recognized these as investment in associate due to common directorship.

| 6 FINANCIAL ASSETS | Note | 2025 | 2024 |
|---------------------------------------------------------------------|------|---------------------|----------|
| | | Rupees in thousands | |
| At amortized cost | | | |
| Pakistan Gasport Consortium Limited (PGPC) - Preference shares | 6.1 | 656,000 | 656,000 |
| At Fair value through profit or loss | | | |
| Unlisted | | | |
| Pakistan Mercantile Exchange Limited (PMEX) - an associated company | 6.2 | 72,201 | 43,329 |
| Reckitt Benckiser Pakistan Limited | 6.3 | 1,837 | 1,837 |
| | | 74,038 | 45,166 |
| International Learning Centre (Private) Limited (Berlitz) | 6.4 | 16,794 | 9,000 |
| Investment in SSR Pictures & 5Abbi Films | 6.5 | 14,295 | 14,294 |
| | | 31,089 | 23,294 |
| Allowance for expected credit loss | 6.6 | (31,089) | (22,390) |
| | | - | 904 |
| Listed securities | 6.7 | 58,796 | 17,426 |
| | | 132,834 | 63,496 |
| | | 788,834 | 719,496 |

- 6.1 This represents Company's holding of 65.6 million (2024: 65.6 million) preference shares in Pakistan GasPort Consortium Limited (PGPC) which are non-voting, privately placed, unlisted, callable, puttable, cumulative and floating rate preference shares with a par value of Rs. 10 each. These preference shares offer dividends at six months KIBOR plus 5.5% per annum.
- 6.2 The Company holds 6,477,271 (2024: 2,272,727) equity shares of Pakistan Mercantile Exchange Limited (PMEX) which represents 7.25% (2024: 7.25%) ownership in investee. The fair value of this investment is based on the breakup / net asset value of shares as per the audited accounts provided by the management. The fair value of investment in PMEX has been determined based on the net asset value due to limited financial information available.
- 6.3 The Company holds 751 (2024: 751) equity shares in Reckitt Benckiser Pakistan Limited. The fair value of this investment is based on the breakup value of shares as per the unaudited accounts provided by the management. The fair value of investment in this company has been determined based on the net asset value due to limited financial information available.
- 6.4 The Company obtained 10,636 (2024: 5,700) shares of International Learning Centre (Private) Limited which represents 9.33% (2024: 5.00%) ownership. This investment has been fully impaired as of reporting date.
- 6.5 This represented the Company's share of 33.33% (2024: 33.33%) of partnership in AOP with Mr. Ifthikhar Thakur and Mr. Muhammad Safdar Malik under the name of SSR Pictures & 5Abbi Films which was established for the purpose of production of movies in Pakistan. Owing to continuous business losses, this investment has been impaired.

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| | | 2025 | 2024 |
|-------------------------------------------------------------|------|---------------------|---------------|
| | Note | Rupees in thousands | |
| 6.6 Movement of allowance for expected credit loss | | | |
| Balance as at July 01, | | 22,390 | - |
| Allowance for impairment for the year: | | | |
| - International Learning Centre (Private) Limited (Berlitz) | 6.4 | 8,699 | 8,095 |
| - Investment in SSR Pictures & 5Abbi Films | 6.5 | - | 14,295 |
| | | 8,699 | 22,390 |
| Balance as at June 30, | | 31,089 | 22,390 |

6.7 Breakup of listed securities:

As of June 30, 2025

| Description | Symbol | No. of shares | Cost per share (Rs.) | Cost Rs. (000) | Market price per share (Rs.) | Fair Value Rs. (000) |
|-------------------------------------|--------|---------------|----------------------|----------------|------------------------------|----------------------|
| Ecopack Limited | ECOP | 18,700 | 89.61 | 1,676 | 66.32 | 1,240 |
| Ghani Chemworld Limited | GCWL | 4,500,000 | 10.10 | 45,450 | 9.72 | 43,740 |
| MACPAC Films Limited | MACFL | 100,000 | 26.91 | 2,691 | 49.38 | 4,938 |
| Pakistan General Insurance Co. Ltd. | PKGI | 840,645 | 11.10 | 9,331 | 10.50 | 8,827 |
| Tata Textile Mills Limited | TATAM | 399 | 128.33 | 51 | 129.71 | 52 |
| | | | | 59,199 | | 58,797 |

As of June 30, 2024

| Scrip | Symbol | No. of shares | Cost per share (Rs.) | Cost Rs. (000) | Market price per share (Rs.) | Fair Value Rs. (000) |
|---------------------------------|--------|---------------|----------------------|----------------|------------------------------|----------------------|
| First Dawood Properties Limited | FDPL | 5,839,000 | 2.11 | 12,336 | 2.29 | 13,371 |
| The Bank of Punjab | BOP | 788,000 | 6.27 | 4,944 | 4.87 | 3,838 |
| Mughal Energy Limited | GEMMEL | 9,833 | 17.02 | 167 | 22.09 | 217 |
| | | | | 17,447 | | 17,426 |

| | | 2025 | 2024 |
|-----------------------------|------|---------------------|--------------|
| | Note | Rupees in thousands | |
| 7 PREPAYMENTS | | | |
| Club memberships | | 5,202 | 5,852 |
| 8 LONG TERM DEPOSITS | | | |
| Security deposit | 8.1 | 400 | 100 |

8.1 This amount has been deposited with Central Depository Company of Pakistan Limited for investor account services and PSO for fuel cards of CEO.

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| | Note | 2025 | 2024 |
|--------------------------------------------------|------|---------------------|--------|
| | | Rupees in thousands | |
| 9 ADVANCE INCOME TAX | | | |
| Advance income tax | 9.1 | 70,803 | 32,329 |
| 9.1 Advance Income tax | | | |
| Opening balance | | 32,329 | - |
| Provision adjustment | | (17,768) | - |
| Prior year adjustment | | (16,417) | - |
| Rectification of unbooked tax in prior year | | 2,233 | - |
| Income tax deducted at source | | 70,425 | 32,329 |
| | | 70,803 | 32,329 |
| 9.2 Provision for Income Tax | | | |
| Opening provision for income tax | | 17,768 | - |
| Adjusted in income tax return | | (17,768) | - |
| Provision for income tax and levies for the year | | 81,322 | 17,768 |
| | | 81,322 | 17,768 |
| Closing provision for income tax | | 81,322 | 17,768 |

10 RECEIVABLES, ADVANCES AND PREPAYMENTS
Considered good - Unsecured

| | | | |
|-------------------------------|------|---------|---------|
| Accrued dividend income | 10.1 | 60,064 | 66,497 |
| Receivable from related party | 10.2 | 94,174 | 88,153 |
| Advances to employees | | 1,482 | 183 |
| Advances to broker | | 1,816 | 1,403 |
| Other receivable | | 7,774 | - |
| | | 165,310 | 156,236 |

10.1 This represents dividend accrued against preference shares of Pakistan GasPort Consortium Limited (PGPC) at the rate of 6M Kibor plus 5.5% per annum.

10.2 Receivable from related party

| | Maximum balance outstanding | | Gross Amount Due | |
|---------------------|-----------------------------|--------|---------------------|--------|
| | 2025 | 2024 | 2025 | 2024 |
| | Rupees in thousands | | Rupees in thousands | |
| LSE Capital Limited | 94,174 | 88,153 | 94,174 | 88,153 |

10.2.1 This represents advance given to LSE Capital Limited (a related party) that carried markup at 6M KIBOR + 1.00%.

10.2.2 This includes markup of Rs. 0.206 million payable to LSE Financial Services Limited (a related party) on advances received from the Company during the year carrying markup @ 6M KIBOR + 1.00%.

11 CASH AND BANK BALANCES

| | Note | 2025 | 2024 |
|--------------------|------|---------------------|-------|
| | | Rupees in thousands | |
| Cash at bank | | 8,350 | - |
| - Current account | 11.1 | 20,911 | 3,016 |
| - Savings accounts | | | |
| | | 29,261 | 3,016 |

11.1 These carry mark-up @ 9.50% to 20.50% (2024: 20.5% per annum) per annum, approximately.

11.2 The above figures of bank balances reconcile to the amount of cash and cash equivalents shown in the statement of cash flows.

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| | | 2025 | 2024 |
|----------------------------------------------|------|---------------------|-------------------|
| | Note | Rupees in thousands | |
| 12 ASSETS CLASSIFIED AS HELD FOR SALE | | | |
| Opening balance | | 52,363 | - |
| Transferred from investment in associates | 12.1 | - | 52,363 |
| Disposal during the year | | (5,237) | - |
| Closing balance | | <u>47,126</u> | <u>52,363</u> |
| No. of shares held | | <u>24,147,378</u> | <u>26,830,420</u> |
| Shareholding in %age | | <u>32.40%</u> | <u>36.00%</u> |

12.1 During the last year, the Board of Directors has resolved to dispose off investment in Pakistan Credit Rating Agency Limited (PACRA) - an associated company and this investment was expected to be sold within next 12 months, therefore, classified as held for sale as per IFRS 5. However, during the year 2,683,042 shares were disposed off in line with agreement entered into with the buyer group and thereafter on account of violation of the agreement by the buyer group, the Company terminated the agreement. However, management believes that sale of this investment is highly probable in the next twelve months.

12.2 The Pakistan Credit Rating Agency Limited (PACRA) was incorporated as a private limited company in Pakistan on August 18, 1994 and converted into a public limited company on April 30, 2004 and converted into listed company on June 30, 2025. PACRA is engaged in the business is to carrying out risk evaluation of companies and specific instruments. Its registered office of the company is situated at Awami Complex, FB-1, Usman Block, New Garden Town, Lahore.

13 ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL

| | 2025 | 2024 | | 2025 | 2024 |
|--|--------------------|--------------------|----------------------------------------------------------|---------------------|------------------|
| | Number of shares | | Note | Rupees in thousands | |
| | <u>179,597,880</u> | <u>179,597,880</u> | Ordinary shares of Rs. 10 each issued other than in cash | <u>1,795,979</u> | <u>1,795,979</u> |

13.1 As the result of demerger scheme, 100% shares of LSEFSL have been transferred to the Company and the previous share capital of the Company has been cancelled.

13.2 Shares held by related parties are as follows:

| | 2025 | 2024 | 2025 | 2024 |
|---------------------|------------|--------|-------------------|-------------------|
| | Percentage | | Number of Shares | |
| LSE Capital Limited | 26.82% | 26.82% | 48,171,586 | 48,171,586 |
| Directors | 13.08% | 13.08% | 23,490,889 | 23,490,889 |
| | | | <u>71,662,475</u> | <u>71,662,475</u> |

13.3 The shareholders are entitled to receive all distributions including dividends and other entitlements in the form of bonus and right shares as and when declared by the Company. All shares carry one vote per share without restriction.

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| 14 DEFERRED TAX LIABILITY | Note | 2025 | 2024 |
|-------------------------------------------------|------|---------------------|----------------|
| | | Rupees in thousands | |
| Deferred tax liability | 14.1 | 446,311 | 302,611 |
| Breakup of Deferred tax Liability | | | |
| Taxable Temporary Differences | | | |
| Investment in associates | | 436,192 | 283,464 |
| Financial assets - listed / unlisted securities | | 15,672 | 7,593 |
| Assets classified as held for sale | | - | 13,619 |
| Accrued income from dividend | | 9,010 | 9,975 |
| Deductible Temporary Differences | | | |
| Financial assets - other | | (9,016) | (6,493) |
| Provision for PWWF | | (5,547) | (5,547) |
| | | <u>446,311</u> | <u>302,611</u> |

14.1 Reconciliation of deferred tax liabilities / (assets) - Net

| | | |
|-----------------------------------------------------------|----------------|----------------|
| Opening balance | 302,611 | 156,997 |
| Deferred tax effect charged to profit or loss | 69,573 | 85,298 |
| Deferred tax effect charged to other comprehensive income | 74,127 | 60,316 |
| Closing balance | <u>446,311</u> | <u>302,611</u> |

14.2 Analysis of deferred tax

| | Statement of Financial Position | | Statement of Profit or Loss | |
|-------------------------------------------------|---------------------------------|----------------|-----------------------------|---------------|
| | 2025 | 2024 | 2025 | 2024 |
| | Rupees in thousands | | | |
| Investment in associates | 436,192 | 283,464 | 78,601 | (147,572) |
| Financial assets - listed / unlisted securities | 15,672 | 7,593 | 8,079 | 221,316 |
| Assets classified as held for sale | - | 13,619 | (13,619) | 13,619 |
| Accrued income from dividend | 9,010 | 9,975 | (965) | 9,975 |
| Financial assets - other | (9,016) | (6,493) | (2,523) | (6,493) |
| Provision for PWWF | (5,547) | (5,547) | - | (5,547) |
| | <u>446,311</u> | <u>302,611</u> | <u>69,573</u> | <u>85,298</u> |

14.3 Deferred tax assets / liabilities on temporary differences are measured at effective rate of 29% & 15% (2024: 29% & 15%).

15 TRADE AND OTHER PAYABLES

| | Note | 2025 | 2024 |
|--------------------------------------------------|------|---------------------|---------------|
| | | Rupees in thousands | |
| Punjab Workers' Welfare Fund payable | 15.1 | 19,129 | 19,128 |
| Accrued liabilities | | 1,376 | 752 |
| Accrued markup | | - | 1,600 |
| Payable to provident fund trust - related party | | - | 20,000 |
| | | <u>20,505</u> | <u>41,480</u> |
| 15.1 Puniab Workers' Welfare Fund payable | | | |
| Opening balance | | 19,128 | 17,649 |
| Add: Provision during the year | | - | 1,479 |
| Closing balance | | <u>19,128</u> | <u>19,128</u> |

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16 CONTINGENCIES AND COMMITMENTS

16.1 Contingencies

The Company has not recognized provision for Punjab Workers' Welfare Fund (PWWF) amounting to Rs. 11.842 million (2024: Rs. 4.324 million) on the pretext that it does not fall under the definition of industrial establishment as defined in clause (d) of section 2 of the Punjab Workers' Welfare Fund Act, 2019 nor does it employ any worker as defined in clause (l) of section 2 of the Act and section 2 of the Punjab Industrial Relation Act, 2010.

16.2 There are no material commitments outstanding as at the reporting date (2024: Nil).

17 REVENUE

| | 2025 | 2024 |
|---------------------------------------------------------|---------------------|----------------|
| Note | Rupees in thousands | |
| Income from financial assets | | |
| Revenue from Margin Trading System of NCCPL via LSE FSL | - | 67,417 |
| Dividend income | 401,202 | 192,275 |
| Realized gain on sales of shares | 29,097 | 478 |
| Unrealized fair value gain on investments | 29,061 | 22,055 |
| Profit on savings bank accounts | 6,905 | 3,357 |
| | <u>466,265</u> | <u>285,582</u> |

18 ADMINISTRATIVE AND GENERAL EXPENSES

| | | | |
|-----------------------------------------|-------------|----------------|----------------|
| Salaries and benefits | 18.1 & 18.2 | 44,952 | 46,375 |
| Shared services | 18.3 | 31,250 | - |
| Information technology related expenses | | 2,401 | 3,416 |
| Insurance | | 277 | 1,399 |
| Travelling and conveyance | | 5,762 | 4,963 |
| Printing and stationery | | 172 | 994 |
| Utilities | | 641 | 2,733 |
| Repairs and maintenance | | 2,581 | 8,961 |
| Security expenses | | 1,070 | 4,589 |
| Communication and public relations | | 6,045 | 5,682 |
| Legal and professional charges | | 16,053 | 15,667 |
| Fees and subscriptions | | 11,053 | 763 |
| Rent, rates and taxes | | 1,744 | 130 |
| Auditors' remuneration | 18.4 | 1,331 | 1,670 |
| Board meetings fee | | 3,000 | 3,900 |
| Donation | | 2,500 | 383 |
| Miscellaneous | | 379 | 1,198 |
| | | <u>131,211</u> | <u>102,823</u> |

18.1 Salaries and benefits include Rs. 2.240 million (2024: Rs. 2.251 million) in respect of contribution to provident fund trust.

18.2 This includes portion of salary expense amounting to Rs. 26.815 million shared with LSE Capital Limited.

18.3 This represents cost of services (i.e. equity management, payroll processing, accounting and treasury services, HR management, income tax and sales tax management, etc.) payable to LSE Capital Limited- related party pursuant to agreement dated November 22, 2024 entered into between group companies.

| | 2025 | 2024 |
|--------------------------------------------------|---------------------|--------------|
| Note | Rupees in thousands | |
| 18.4 Auditors' remuneration | | |
| Annual audit fee | 630 | 715 |
| Half yearly review | 315 | 368 |
| Fee for review report on statement of compliance | 75 | - |
| Government levies | 59 | - |
| Out of pocket expenses | 102 | 53 |
| Certifications for regulatory purposes | 150 | 534 |
| | <u>1,331</u> | <u>1,670</u> |

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| | | 2025 | 2024 |
|------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|----------------|
| | Note | Rupees in thousands | |
| 19 OTHER OPERATING EXPENSES | | | |
| Expected credit loss on financial assets | 6.6 | 8,700 | 22,390 |
| Punjab Workers' Welfare Fund | | - | 1,479 |
| | | <u>8,700</u> | <u>23,869</u> |
| 20 OTHER INCOME | | | |
| Markup on loan to associated company | | <u>14,885</u> | <u>8,961</u> |
| 21 FINANCE COST | | | |
| Markup expense | | 2,646 | 6,801 |
| Bank charges | | 20 | 8 |
| | | <u>2,666</u> | <u>6,809</u> |
| 22 LEVIES | | | |
| Current | | | |
| Final tax | | 65,902 | 16,191 |
| Minimum tax | | 272 | - |
| | | 66,174 | 16,191 |
| Prior year | | 16,417 | - |
| | | <u>82,591</u> | <u>16,191</u> |
| 22.1 | This represents minimum tax / final tax paid under various sections of the Income Tax Ordinance, 2001, representing levy in terms of requirements of IFRIC 21/IAS 37. | | |
| 22.2 INCOME TAX | | | |
| Current | | 15,148 | 1,577 |
| Deferred tax | 14.2 | 69,573 | 85,298 |
| | | <u>84,721</u> | <u>86,875</u> |
| 22.3 Reconciliation of tax charge for the year | | | |
| Profit before levies and income tax | | <u>375,864</u> | <u>290,173</u> |
| Tax @ 29% on profit before taxation | | 109,000 | 84,150 |
| Minimum tax | | 272 | - |
| Levies | | (78,525) | - |
| Capital gain tax | | (552) | - |
| Super tax | | (2,314) | - |
| Tax on bonus shares | | 4,205 | - |
| Tax effect of add backs / allowed deductions / deferred taxation | | 52,635 | 2,725 |
| | | <u>84,721</u> | <u>86,875</u> |
| 22.4 Reconciliation of Levy and Income Tax under IAS-12 | | | |
| Current tax liability as per applicable tax laws | | 81,322 | 17,768 |
| Portion of current tax liability representing | | | |
| - Income tax as per IAS -12 | | (15,148) | (1,577) |
| - Levy as per IFRIC 21 / IAS 37 | | (66,174) | (16,191) |
| | | <u>-</u> | <u>-</u> |

22.5 The current tax expense for the year is calculated using corporation tax rate of 29% (2024: 29%). Deferred tax assets and liabilities on temporary differences are measured at effective rate of 29% & 15% (2024: 29% & 15%).

22.6 Income tax return has been filed to the income tax authorities upto and including tax year 2024 under the provisions of the Income Tax Ordinance, 2001.

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| | | 2025 | 2024 |
|-------------------------------------------------------------------------------------|------|---------------------|-----------|
| | Note | Rupees in thousands | |
| 23 EARNINGS PER SHARE - BASIC AND DILUTED | | | |
| Net profit for the year attributable to ordinary shareholders (Rupees in thousands) | | 208,552 | 187,107 |
| Weighted average number of ordinary shares (Number of shares in thousands) | | 179,598 | 179,598 |
| Earnings per share - basic (Rupees) | | 1.16 | 1.04 |
| 24 CASH GENERATED FROM OPERATIONS | | | |
| PROFIT BEFORE LEVIES AND INCOME TAX | | 375,864 | 290,173 |
| Adjustments: | | | |
| Share of profit of associates | 5.3 | (37,291) | (129,131) |
| Return on investments | 17 | (401,202) | (192,275) |
| Unrealized fair value gain on investment - net | 17 | (29,061) | (22,055) |
| Realized fair value gain on investment | | (29,097) | - |
| Expected credit loss on financial assets | 19 | 8,700 | 22,390 |
| Amortization | | 650 | 650 |
| Provision for Punjab Workers' Welfare Fund | | - | 1,479 |
| Finance cost | 21 | 2,666 | 6,809 |
| Loss before working capital changes | | (484,635) | (312,134) |
| (Increase) / decrease in current assets: | | | |
| - Receivables, advances and prepayments | | (5,758) | (67,762) |
| Increase / (decrease) in current liabilities: | | | |
| - Trade and other payables | | 625 | (29,184) |
| Cash used in operations | | (113,904) | (118,906) |

10/3/24

25 Financial Risk Management

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The Company's overall risk management programmed focuses on having cost efficient funding as well as to manage financial risk to minimize earnings volatility and provide maximum return to shareholders.

Risk management is carried by the Board of Directors (the Board). The Board provides principles for overall risk management as well as policies covering specific areas such as currency risk, other price risk, interest rate risk, credit risk and liquidity risk.

25.1 Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument may fluctuate because of changes in foreign currency, interest rate, commodity price and equity price that will affect the Company's income or the value of its holdings of financial instruments.

25.2 Currency risk

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. As there are no foreign currency receivables / payables of the Company, it is not exposed to currency risk.

25.3 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 Company is not significantly exposed to floating interest rate risk as it does not have any significant interest bearing liabilities. However, the Company has fixed and variable interest based investments. These investments are classified as short term and long term considering relative sensitivity of interest rates and management's intention. Other assets and liabilities of the Company do not expose the Company to interest rate risk substantially.

The maximum maturity profile of investment in Margin Trading System is upto sixty four days. Therefore, changes in interest rates shall not affect the cash flows of the Company. The interest rate profile of the Company's interest-bearing financial instruments as at the reporting date is as follows:

| | 2025 | 2024 |
|----------------------------------------------------------------|---------------------|----------------|
| | Rupees in thousands | |
| <u>Floating rate instruments</u> | | |
| Financial assets | | |
| Pakistan Gasport Consortium Limited (PGPC) - Preference shares | 656,000 | 656,000 |
| Receivable from related party | 94,174 | 88,153 |
| Bank balances | 20,911 | 3,016 |
| | <u>771,085</u> | <u>747,169</u> |

Cash flow sensitivity analysis for variable rate instruments

As at reporting date, if interest rates get 1% higher / lower with all other variables held constant, profit before tax for the period would have been higher / lower by Rs. 7.711 million (2024: Rs. 7.472 million), mainly as a result of yield on floating investment based financial assets.

Price risk

Price risk represents the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to individual financial instrument or its issuer or factors affecting all similar financial instrument traded in the market. The Company is exposed to equity price risk in respect of certain investments amounting to Rs. 1,747.674 million (2024: Rs. 1,426.097 million).

A change of 1% in the value of investments at fair value through profit or loss would have increased / decreased profitability of the Company by Rs. 17.477 million (2024: Rs. 14.261 million) on the basis that all other variables remain constant.

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25.4 Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, and other financial instruments.

The management assesses the credit quality of the customers, taking into account their financial position, past experience and other factors. The utilization of credit limits is regularly monitored. For banks and financial institutions, only independently rated parties with a strong credit rating are accepted.

The Company monitors the credit quality of its financial assets with reference to historical performance of such assets and available external credit ratings, if any. As at the reporting date, the maximum exposure to credit risk is equal to the carrying amount of the financial assets as detailed below:

| | Note | 2025 | 2024 |
|----------------------------------------|------|---------------------|------------------|
| | | Rupees in thousands | |
| Financial assets | 6 | 2,403,674 | 2,082,097 |
| Income tax refunds due from Government | 9 | 163,828 | 156,054 |
| Cash and bank balances | 11 | 29,261 | 3,016 |
| | | <u>2,596,763</u> | <u>2,241,167</u> |

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer such as repayment behavior, credit loss history and available securities etc. The management also considers other relevant factors that may influence the credit risk of its customer base, including the default risk associated with the customer. In monitoring customer credit risk, customers are individually assessed according to their trading history and repayment behavior with the Company.

The risk management committee has established a credit policy under which each new customer is analyzed individually for creditworthiness before the Company's standard payment terms are offered.

The Company establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables.

The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are operated in largely independent markets. The credit risk on liquid funds is limited because the counter parties are only banks (with reasonably high credit ratings).

The credit quality of bank balances that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rate:

| | Rating | | | 2025 | 2024 |
|-----------------------|------------|-----------|--------|---------------|--------------|
| | Short term | Long term | Agency | | |
| Rupees in thousands | | | | | |
| Bank Al-Habib Limited | A1+ | AAA | PACRA | 20,911 | 3,016 |
| MCB Bank | A1+ | AAA | PACRA | 8,350 | - |
| | | | | <u>29,261</u> | <u>3,016</u> |

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25.5 Liquidity risk

Liquidity risk represents the risk that the Company will encounter difficulties in meeting obligations associated with financial liabilities. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities. Due to dynamic nature of the business, the Company maintains flexibility in funding by maintaining committed credit lines available. The Company's liquidity management involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring critical liquidity ratios and maintaining debt financing plans. The table below analyses the Company's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to contractual maturity dates. The amounts disclosed in the table are the contractual undiscounted cash flows:

| Description | Carrying Amount | Contractual cash flows | Within 1 year | 1-2 Years | 2-5 Years |
|-----------------------------------------------------------------------------|-----------------|------------------------|---------------|-----------|-----------|
| Rupees in thousands | | | | | |
| Contractual maturities of financial liabilities as at June 30, 2025: | | | | | |
| Trade and other payables | 1,376 | 1,376 | 1,376 | - | - |
| Un-paid dividend | 30,709 | 30,709 | 30,709 | - | - |
| Un-claimed dividend | 41,207 | 41,207 | 41,207 | - | - |
| | 73,292 | 73,292 | 73,292 | - | - |
| Contractual maturities of financial liabilities as at June 30, 2024: | | | | | |
| Trade and other payables | 22,352 | 22,352 | 22,352 | - | - |
| Un-paid dividend | 37,444 | 37,444 | 37,444 | - | - |
| Un-claimed dividend | 15,568 | 15,568 | 15,568 | - | - |
| | 75,364 | 75,364 | 75,364 | - | - |

The contractual cash flows relating to the above financial liabilities have been determined on the basis of interest rates / mark up rates effective as at the reporting date. The rates of interest / mark up have been disclosed in relevant notes to these financial statements, where applicable.

25.6 Financial instruments by categories

Financial assets as at June 30, 2025

| | Fair value through profit or loss | At amortized cost | At fair value through other comprehensive income | Total |
|-----------------------------|-----------------------------------|-------------------|--------------------------------------------------|------------------|
| Rupees in thousands | | | | |
| Financial assets | 132,834 | 656,000 | 1,614,840 | 2,403,674 |
| Trade and other receivables | - | 163,828 | - | 163,828 |
| Bank balances | - | 29,261 | - | 29,261 |
| | 132,834 | 849,089 | 1,614,840 | 2,596,763 |

Financial assets as at June 30, 2024

| | Fair value through profit or loss | At amortized cost | At fair value through other comprehensive income | Total |
|-----------------------------|-----------------------------------|-------------------|--------------------------------------------------|------------------|
| Rupees in thousands | | | | |
| Financial assets | 63,496 | 656,000 | 1,362,601 | 2,082,097 |
| Trade and other receivables | - | 156,054 | - | 156,054 |
| Bank balances | - | 3,016 | - | 3,016 |
| | 63,496 | 815,070 | 1,362,601 | 2,241,167 |

Financial liabilities at amortized cost

| | Note | 2025 | 2024 |
|----------------------------|------|---------------|---------------|
| Rupees in thousands | | | |
| Trade and other payables | | 1,376 | 22,352 |
| Un-paid dividend | | 30,709 | 37,444 |
| Un-claimed dividend | | 41,207 | 15,568 |
| | | 73,292 | 75,364 |

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25.7 Fair value of financial instruments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Underlying the definition of fair value is the presumption that the company is a going concern and there is no intention or requirement to curtail materially the scale of its operations or to undertake a transaction on adverse terms.

A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available from an exchange dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

IFRS 13 'Fair Value Measurement' requires the company to classify fair value measurements and fair value hierarchy that reflects the significance of the inputs used in making the measurements of fair value hierarchy has the following levels:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly (that is, derived from prices).
- Level 3 - Inputs for the asset or liability that are not based on observable market data (that is, unadjusted) inputs.

Transfer between levels of the fair value hierarchy are recognized at the end of the reporting period during which the changes have occurred.

During the year, there were no transfers between level 1 and level 2 fair value measurements, and no transfers into and out of level 3 fair value measurement.

The Company has not disclosed the fair values of the financial assets and financial liabilities as disclosed in note 25.4 because their carrying amounts are reasonable approximation of fair values, except fair value of equity instruments.

Valuation techniques used to determine fair values

The table analyses financial assets measured at the end of the reporting period by the level in the fair value hierarchy into which the fair value measurement is categorized:

| Financial assets | Note | Carrying amount | As on June 30, 2025 | | |
|---------------------------------------------------------------------------|------|-----------------|----------------------|---------|---------|
| | | | Recurring fair value | | |
| | | | Level 1 | Level 2 | Level 3 |
| Rupees in thousands | | | | | |
| Financial assets at fair value through profit or loss (equity securities) | 6.7 | 58,796 | 58,796 | - | - |
| As on June 30, 2024 | | | | | |
| Financial assets at fair value through profit or loss (equity securities) | 6.7 | 17,426 | 17,426 | - | - |

Valuation techniques and significant unobservable inputs

The following table shows the valuation technique used in measuring Level 1 fair values for financial instruments measured at fair value in the statement of financial position, as well as the significant unobservable inputs used.

| Valuation technique | Significant unobservable inputs | Inter-relationship between significant unobservable inputs and fair value measurement |
|----------------------------------------|---------------------------------|---------------------------------------------------------------------------------------|
| Equity instruments - shares | | |
| Market approach (quoted market prices) | Per share price | The estimated fair value would increase (decrease) if the price go higher (lower). |

10/3/24

26 CAPITAL RISK MANAGEMENT

The Board's policy is to maintain an efficient capital base so as to maintain investor, creditor and market confidence and to sustain the future development of its business. The Board of Directors monitors the return on capital employed, which the Company defines as operating income divided by total capital employed. The Board of Directors also monitors the level of dividends to shareholders.

The Company's objectives when managing capital are:

- to safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
- to provide an adequate return to shareholders.

The Company manages the capital structure in the context of economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may, for example, adjust the amount of dividends paid to shareholders, issue new shares, if possible, selling surplus property and equipment without affecting the optimal operating level and regulating its dividend payout thus maintaining smooth capital management.

In line with the industry norms, the Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including current and non current) less cash and cash equivalents. Total capital is calculated as equity, as shown in the statement of financial position, plus net debt.

The gearing ratio of the Company is not calculated as the Company is not geared.

27 SEGMENT REPORTING

27.1 Revenue from investments represents 100% of total revenue of the Company. Therefore, there is one reportable segment as per IFRS-8.

27.2 The sales percentage by geographic region is as follows:

| | 2025 | 2024 |
|----------|--------|--------|
| | % | % |
| Pakistan | 100.00 | 100.00 |

27.3 Major revenue is dividend income from investment amounting to Rs. 401.202 million (2024: Rs. 192.275 million).

27.4 All non-current assets of the Company as at reporting date are located in Pakistan.

28 TRANSACTIONS AND BALANCES WITH RELATED PARTIES

Related parties include associated entities, directors and their close family members, other key management personnel, etc. The related parties of the Company are as follows:

| Names of Related Parties | Relationship | Basis of relationship / (percentage shareholding or common directorship) | |
|------------------------------------------------|-------------------------|--------------------------------------------------------------------------|----------|
| Investment made in: | | | |
| LSE Financial Services Limited | Associate | Common Directorship | 28.03% |
| LSE Capital Limited | Associate | | 12.48% |
| Pakistan Credit Rating Agency Limited | Associate | | 32.40% |
| Central Depository Company of Pakistan Limited | Associate | | 10.00% |
| Digital Custodian Company Limited | Associate | | 9.99% |
| Pakistan Mercantile Exchange Limited | Associate | | 7.25% |
| Directors: | | | |
| Mr. Muhammad Iqbal | Director | Shareholding | 1.22496% |
| Mr. Aftab Ahmad Chaudhry | Chief Executive Officer | | 0.00630% |
| Ms. Aasiya Riaz | Director | | - |
| Ms. Minahil Ali | Director | | - |
| Mr. Shahnawaz Mahmood | Director | | 0.00001% |
| Mr. Muhammad Tabassum Munir | Director | | 0.00057% |
| Mr. Zahid Mahmood | Director | | |

Handwritten signature/initials

Balances with related parties are disclosed in respective notes to these financial statements, whereas significant transactions with related parties during the year, other than those which have been disclosed elsewhere in these financial statements, are as follows:

| Names of Related Parties | | 2025 | 2024 |
|------------------------------------------------|--------------------------------------------------|---------------------|---------|
| Associated companies | | Rupees in thousands | |
| National Clearing Company of Pakistan Limited | Dividend received | 144,400 | 35,311 |
| Central Depository Company of Pakistan Limited | Dividend received | 84,700 | 51,951 |
| Pakistan Credit Rating Agency Limited | Dividend received | 35,148 | 52,185 |
| | Proceeds against shares received | 15,852 | - |
| LSE Financial Services Limited | Funds given for investment in MTS | - | 159,000 |
| | Funds received as repayment of principle | - | 475,526 |
| | Investment in MTS - markup accrued | - | 67,417 |
| | Expenses paid by LSEFSL on behalf of the Company | 17,924 | 10,570 |
| | Markup charged on advance given | 206 | - |
| LSE Capital Limited | Advance given | 162,613 | 101,000 |
| | Advance received back | 157,000 | 115,420 |
| | Markup charged on advance given | 14,885 | - |
| | Payment received against investment made | 7,740 | - |
| | Expenses paid on behalf of Company | 43,813 | 19,873 |
| | Reimbursement of expenses to the Company | 38,128 | - |
| | Equity management fee paid to the company | 31,250 | - |
| | Dividend received from the Company | 11,185 | - |
| | Dividend paid by the Company | 48,172 | - |
| Board meeting fee | | 3,000 | 3,900 |
| Digital Custodian Company Limited | Payment made against share registrar services | 155 | - |
| Others | | | |
| LSE - Employees' Provident Fund Trust | Contribution for the year | 278 | 2,251 |

10/2/2025

29 REMUNERATION OF CHIEF EXECUTIVE OFFICER, DIRECTORS AND EXECUTIVES

The aggregate amount charged in these accounts during the year for remuneration, including benefits to chief executive, directors and executives of the Company is as follows:

| | Chief Executive Officer | | Directors | | Executives | | Total | |
|----------------------------------------------------|-------------------------|---------------|--------------|--------------|---------------|---------------|---------------|---------------|
| | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 |
| ----- Rupees in thousands ----- | | | | | | | | |
| Manacerial remuneration | 5,597 | 6,784 | - | - | 6,591 | 7,880 | 12,188 | 14,664 |
| Company's contribution to the provident fund trust | 509 | 678 | - | - | 551 | 788 | 1,060 | 1,466 |
| Housing and utilities | 2,798 | 3,731 | - | - | 3,160 | 4,334 | 5,958 | 8,065 |
| Meeting fees | - | - | 3,000 | 3,900 | - | - | 3,000 | 3,900 |
| Others | 924 | 114 | - | - | 1,491 | 975 | 2,415 | 1,089 |
| | <u>9,828</u> | <u>11,307</u> | <u>3,000</u> | <u>3,900</u> | <u>11,793</u> | <u>13,977</u> | <u>24,621</u> | <u>29,184</u> |
| Number of persons | 1 | 1 | 7 | 7 | 2 | 2 | 10 | 10 |

29.1 Chief Executive is provided with the Company's maintained vehicle.

29.2 An Executive is defined as an employee, other than the chief executive officer and directors, whose basic salary exceeds Rs. 1.2 million in a financial year.

30 NUMBER OF EMPLOYEES

| | 2025 | 2024 |
|---------------------------------------------|----------|----------|
| Total number of employees at the period end | <u>7</u> | <u>7</u> |
| Average number of employees at year ended | <u>7</u> | <u>7</u> |

31 SHARIAH COMPLIANT DISCLOSURES

The Company's assets, liabilities, revenue, income, etc. does not fall under Shariah compliant business and its banking arrangements are under the conventional mode. Hence, Shariah compliant disclosures are not applicable.

32 PROVIDENT FUND TRUST- RELATED PARTY

The LSE Group maintains the employees provident fund trust at group level for all its permanent employees being employed by the group companies. All the necessary formalities as regards to the management of the fund and monthly contributions to the fund's bank account are being made by all the companies at regular intervals in accordance with Section 218 of the Companies Act, 2017 and Rules formed thereof.

33 AUTHORIZATION FOR ISSUE

These financial statements have been authorized for issue by the Board of Directors of the Company in its meeting held on November 01, 2025.

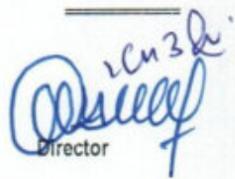
34 GENERAL

Comparative figures are re-arranged / reclassified, wherever necessary, to facilitate comparison. Following re-arrangements / reclassifications have been made in these financial statements for better presentations that do not have any impact on the profitability of the Company:

| Line item | From | To | 2024 Rupees in thousands |
|-------------------------|------------------|-------------------------|-----------------------------|
| Club memberships | Intangible | Prepayments | <u>5,852</u> |
| Investment in associate | Financial assets | Investment in associate | <u>744,443</u> |


Chief Executive Officer


Chief Financial Officer


Director



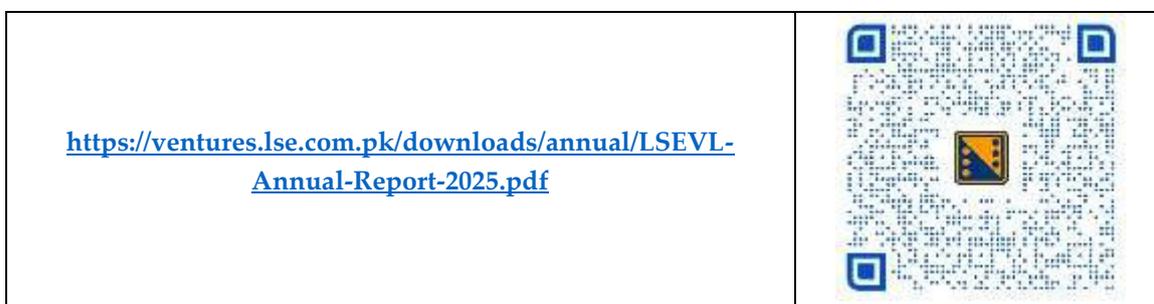
Notice Of Annual General Meeting

November 06, 2025

NOTICE is hereby given, that the Annual General Meeting (“AGM”) of LSE Ventures Limited (the “Company”) will be held on **Thursday, November 27th, 2025, at 9:30 a.m.** at the registered office of the Company (and via video conferencing) to transact the following business:

ORDINARY BUSINESS:

1. To confirm the minutes of the Extra Ordinary General Meeting held on August 16, 2025.
2. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended June 30, 2025, together with the Directors’ and Auditors’ Reports thereon.



3. To consider and declare final cash dividend of Rs. 0.50/- per share for the year ended June 30, 2025, to the shareholders of the Company as having been recommended by the Board of Directors.
4. To appoint External Auditors of the Company for the year ending June 30th, 2026, and to fix their remuneration.

SPECIAL BUSINESS:

5. To consider and if deemed appropriate, pass the following Special Resolutions with or without any modification(s), addition(s) and/or deletion(s), as deemed appropriate by the members:

5.1 Changes in the Memorandum/Articles of Association of the Company for Enabling the Offering of Optional Payout Arrangement to the Shareholders:

- 5.1.1 “RESOLVED THAT the approval be and is hereby accorded for the addition of the following new clauses (Articles) as Articles 72A, 72B, 72C and 72D in the Articles of Association of the Company and the renumbering of all of the next clauses (Articles) accordingly:

72A Subject to the Companies (Further Issue of Shares) Regulations, 2020, the Company shall have the power to issue bonus shares of any class out of any reserve(s) of any kind from time to time, and the decision of the Board to issue bonus shares, once announced, shall not be varied, postponed, withdrawn or cancelled.

72B The Company shall also have the power to implement an optional payout structure whereby a shareholder may be asked to either opt for receiving cash dividend or



equity dividend (as fully paid bonus shares). The Board of Directors shall have the power to determine the price/value and procedure for such optional bonus shares.

72C A shareholder choosing optional bonus will forgo his/her/their right to cash dividend whereafter the Company shall issue and credit such number of bonus shares which equals the value of cash payout (dividend) for the relevant period.

72D No Dividend shall be paid otherwise than out of profits of the year or undistributable profits. However, bonus shares shall be paid from any reserves including capital reserves."

5.2 Transactions with associated companies/related parties (under Section 199 of the Companies Act, 2017):

5.2.1 "RESOLVED THAT the approval be and is hereby accorded to fix the upper limit of the Company's investments/financing with associated companies/related parties with the condition that any investment (against equity on market price/right shares subscription/initial capital, as the case may be) shall not exceed PKR 600 Mn, and any advance/financing/loan shall not be below the rate of six (6) months KIBOR+1%. Similarly, any disposal of the already held equity or divestment from any associated company shall not be less than the market price or the value certified by a firm of Chartered Accountants."

5.2.2 "FURTHER RESOLVED THAT in light of the above, the Board of the Company be and is hereby authorized to approve transactions with associated companies / related parties, which may be carried out during the financial year ending June 30, 2026."

5.2.3 "FURTHER RESOLVED THAT all transactions with associated companies / related parties shall be placed before the shareholders for ratification in the subsequent general body meetings."

5.2.4 "RESOLVED THAT the related party transactions as provided in the relevant notes of the accounts for the period ended June 30, 2025, be and are hereby approved/ratified."

5.3 Equity Management Fee to LSE Capital Limited

5.3.1 "Resolved that the payment of an annual equity management fee at the rate of two percent (2%) of the Company's paid-up capital to LSE Capital Limited, be and is hereby approved, with the specific approval that this arrangement shall continue until its modification/cancellation through any subsequent special resolution of the shareholders of the Company."

5.4 Ratification of the termination of MBO:

5.4.1 "RESOLVED THAT the members hereby ratify the decision of the Board dated Jun 30th, 2025, about the termination of the Mutual Buy Out Agreement, having been previously approved by the general body in the meeting held on Nov 27, 2025."

5.5 Authorizing the Company Secretary to Implement all Special Resolutions passed in today's AGM:

5.5.1 RESOLVED THAT the Company Secretary, be and is hereby authorized to take all necessary steps and execute all necessary documents towards fulfillment of all legal and



corporate requirements involved, and to file all requisite documents with the Securities and Exchange Commission of Pakistan, as may be necessary or expedient for the purpose giving full effect to and implementing the letter, spirit and intent of the foregoing resolutions.”

The members are requested to refer to the notes enclosed with these agenda papers.

In addition to dispatch of this notice to the shareholders, this notice has also been placed on the Company's website (<http://www.lse.com.pk>).

Issued under the authorization of the Board of Directors of:

-Sd-

Muhammad Sajjad Hyder
Company Secretary
(sajjad@lse.com.pk)



Notes on the Ordinary and Special Business of the Company

1. SECP has granted an extension of 30 days to hold AGM up to Nov 27, 2025 vide its letter No. SMD/PRDD/Comp/(146)/2024/61 dated October 8, 2025.
2. **Book Closure:**
The Share Transfer books of the Company will remain closed, and no transfer of shares will be accepted for registration from November 21, 2025, to November 27, 2025 (both days inclusive). Any transfer request received by the office of the share registrar of the Company by the close of business on November 20th, 2025, will be treated in time for the purpose of attendance in the AGM.
3. **Availability of Audited Financial Statements:**
In accordance with Section 223 of the Companies Act, 2017, and pursuant to S.R.O. 389(I)/2023 dated March 21, 2023, the financial statements of the Company have been uploaded on the website of the Company in addition to annual and quarterly financial statements for the prior years and can be downloaded from the above given web link and QR enabled code.
4. **For Attending the Meeting**
 - a. In the case of individuals, the account holder concerned or the sub-account holder along with the CDC statement of his/her holding, shall be able to attend the meeting by showing original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.
 - b. In the case of a corporate entity, the authorization letters including the resolution/ power of attorney from the Board of Directors along with the specimen signatures of the nominee shall be required for attendance.
5. **Proxies/Authorizations:**
 - a. A member entitled to attend and vote at the AGM is entitled to appoint another member as his/her proxy to attend and vote instead of him/her.
 - b. The proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the time of holding the meeting. The CDC Accounts Holders will further have to follow the guidelines as laid down in Circular 1 dated January 26, 2000, issued by the SECP.
 - c. The proxy form shall be witnessed by two people whose names, addresses and CNIC numbers shall be mentioned on the form, and as per the requirements mentioned in the attached form.
 - d. Attested copies of the CNIC or passport of the beneficial owners and the proxy shall be furnished with the proxy form.
 - e. The proxy shall produce his/her original CNIC or original passport at the time of the meeting.
 - f. In case of corporate entities, the authorization letter including the resolution/ power of attorney from the board of directors, along with the specimen signature of the nominee shall be required to be submitted.
 - g. The specimen of the proxy and the authorization forms for the AGM have been placed on the Company's website (<http://www.lse.com.pk>) and also attached to the notice of the meeting.
6. **E-Voting & Voting through Postal Ballot:**
The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 (the "Regulations"), amended through Notification dated December 05, 2022, issued by the Securities and Exchange Commission of Pakistan ("SECP"), wherein, SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members for the purpose of election of Directors and for any other agenda item subject to the requirement of Section



143 an d144 of the Act, in accordance with the requirements and procedure contained in the aforesaid Regulations.

7. Video Conference Facility:

In accordance with Section 132(2) of the Act, if the Company receives consent from the members holding in aggregate 10% or more shareholding residing in a geographical location to participate in the meeting through video conference at least seven (7) days prior to the date of the AGM, the Company will arrange the video conference facility in that city subject to the availability of such facility in that city.

8. Online Meeting Link

Online meeting link and login credentials will be shared with only those members/proxies whose emails, containing all the required particulars, are received at the given email address (sajjad@lse.com.pk) by 05:00 pm on Monday, **November 24, 2025**.

9. Change in Address and CNIC:

The members are requested to notify any change in their address and contact details, as well as the attested photocopy of their valid CNICs, in case of the book entry securities in CDS to their respective participants and in case of physical shares to the registrar of the Company, by quoting their folio numbers and name of the Company at the below mentioned address of the Company's Share Registrar, if not earlier notified/submitted:

M/s F.D Registrar Services (Pvt.) Limited
17th Floor, Saima Trade Tower - A, 11 Chundrigar Road, Karachi



Statement Of Material Facts Under Section 134(3) Of The Companies Act, 2017

The statement sets out the material facts pertaining to the special business items to be transacted at the Annual General Meeting of the Company to be held on Thursday, November 27, 2025.

SPECIAL BUSINESS:

Agenda Item # 5: Approval of Special Resolutions

- 5.1 The proposed changes are being made to implement an optional payout arrangement for the benefit of investors. The Company can only offer an optional payout arrangement if the Articles of Association of the Company contain such provisions. The idea behind this change is that in future, the Company will pay either the cash dividend or in-kind dividend to the shareholders. Only those opting for the issuance of bonus shares will be given bonus shares equal to the cash payout. Rest of the shareholders shall be provided cash dividend.
- 5.2 This agenda relates to the transactions with associated companies/related parties [under Section 199 of the Companies Act, 2017 as well as Regulation 5(5) of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017].

In pursuance to Regulation No. 3 (3) of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 under SRO 1240(1)/2017 dated 6 December 2017, the directors of the Company have carried out due diligence for the proposed investment in its associated company/associated undertakings before sending this recommendation for the member's approval.

Moreover, the transactions conducted with the related parties have to be approved by the Board of Directors duly recommended by the Audit Committee on quarterly basis pursuant to clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019. In order to promote transparent business practices, the shareholders are to authorize the Board of Directors to approve transactions with the related parties from time-to-time on case-to-case basis during a year. Accordingly, these transactions are being placed before the shareholders in this meeting for their formal ratification.

All transactions with related parties to be ratified have been disclosed in the notes to the financial statements to the financial statements for the year ended June 30, 2025. The Company carries out transactions as per the approved policy with respect to 'transaction with related parties in the normal course of business. The nature of relationships with these related parties has been indicated in the relevant notes of the account. The Directors are interested in the resolution only to the extent of their shareholding and having their common directorships in such related parties.

Similarly, the Company shall be conducting transactions with its related parties during the year ending on June 30, 2026, as per the approved policy with respect to 'transactions with related parties' in the normal course of business. In order to promote transparent business practices, the shareholders are required to authorize the Board of Directors to approve transactions with the related parties from time-to-time and on case-to-case basis for the year ending on June 30, 2026, which transactions shall be deemed to be approved by the Shareholders. These transactions shall be placed before the shareholders in the next AGM for their formal approval/ratification.



Note: None of the Directors of the Company have any direct or indirect interest in this special business except to the extent of their respective shareholding in the Company.

**(a) DISCLOSURES FOR ALL TYPES OF INVESTMENTS:
(A) Regarding associated company or associated undertaking: -**

| Sr. No. | Requirement | Information | | |
|---------|---------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------|
| (i) | Name of Associated Company or associated undertaking | LSE Capital Limited | LSE Financial Services Limited | LSE SPAC-1 Limited |
| (ii) | Basis of relationship | Associated Company with 12.48% shareholding of LSEVL. LSECL has 26.82% shareholding in LSEVL. Common directorship | Associated Company with 28% shareholding of LSEVL. LSEFSL has 5.5% shareholding in LSECL. Common directorship | Wholly owned company of LSECL. Common directorship |
| (iii) | Earnings per share for the last three years | Year 2025: Rs. 1.32 Year 2024: Rs. 2.26 Year 2023: Rs. 3.98 | Year 2025: Rs. 0.51 Year 2024: Rs. 1.72 Year 2023: Rs. 0.07 | Formed in 2025 Year 2025: Rs. (1.43) |
| (iv) | Break-up value per share, based on latest audited financial statements | Rs. 17.48 as on June 30, 2025. | Rs. 12.81 as on June 30, 2025. | Rs. 9.55 as on June 30, 2025. |
| (v) | Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements | Audited Financial Statements of LSECL for the year ended June 30, 2025 available at: http://www.lse.com.pk | Audited Financial Statements of LSEFSL for the year ended June 30, 2025 available at: http://www.lse.com.pk | Audited Financial Statements of LSE-SPAC for the year ended June 30, 2025 available at: http://www.lse.com.pk |
| (vi) | In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, | Not applicable | Not applicable | Not applicable |

(B) General Disclosures:

| | | |
|-----|---------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (i) | Maximum aggregate amount of investment to be made | Up to Rs. 600 million as equity investments for the purchase of shares, disposal of shares and short-term loans/advances for any one or more associated companies in aggregate. |
|-----|---------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|



| | | | | |
|-------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (ii) | Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment. | To meet the working capital requirement of the Company. | To meet the working capital requirement of the Company. | To meet the working capital requirement of the Company. |
| (iii) | Source of funds to be utilized for investment and where the investment is intended to be made using borrowed funds; (I) Justification for investment through borrowing; (II) Details of collateral, guarantees provided and assets pledged for obtaining such funds; and (III) Cost benefit analysis; | Through internal sources. | Through internal sources. | Through internal sources. |
| (iv) | Salient features of the agreement (if any) with associated company or associated undertaking with regards to proposed investment. | The format of LSE's standard financial facilitation agreements with the relevant Associated company shall be followed. | | |
| (v) | Direct or indirect interest of directors, sponsors, majority shareholders and their | Following Directors only have indirect interest in the associated companies due to common directorship/shareholding but have no direct interest in the transactions: | Following Directors only have indirect interest in the associated companies due to common directorship/shareholding but have no direct interest in the transactions | Following Directors only have indirect interest in the associated companies due to common directorship/shareholding but have no direct interest in the transactions |



| | | | | |
|-------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|------------------------------------|
| | relatives, if any, in the associates' company or associated undertaking or the transaction under consideration: | Mr. Aftab Ahmad Ms. Aasiya Riaz Mr. Muhammad Iqbal | Mr. Aftab Ahmad Ms. Aasiya Riaz | Mr. Aftab Ahmad Ms. Aasiya Riaz |
| (vi) | In case any investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information / justification for any impairment or write offs. | There has not been any impairment or write off in any investment. All investments in the associated entities have been made on an arm's length basis. It is also confirmed that all past transactions have been made at the required returns. | | |
| (vii) | Any other important details necessary for the members to understand the transaction | Not Applicable | | |

(b) In case of equity investment, following disclosures in addition to those provided under clause (a) of sub-regulation (1) of regulation 3 shall be made:-

| | | |
|-------|----------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------|
| (i) | Maximum price at which securities will be acquired | Market price or face value. The transaction shall be disclosed to the market as and when executed |
| (ii) | In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof | Transactions only at market price/face value |
| (iii) | Maximum number of securities to be acquired | Depends on the market conditions |
| (iv) | Number of securities and percentage thereof held before and after the proposed investment | If subscription is to be made against right shares, then this information shall be provided accordingly. |
| (v) | Current and preceding twelve weeks' weighted average market price where | Not Applicable |



| | | |
|------|--------------------------------------------------------------------------------------------------------------|----------------|
| | investment is proposed to be made in listed securities; and | |
| (vi) | Fair value determined in terms and sub-regulation (1) of regulation 5 for investments in unlisted securities | Not Applicable |

(c) In case of Investments in the form of Loan and Advances and guarantees:

| | | |
|-------|----------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (i) | Category wise number of investments | Investment by way of subscription through right offer or as short-term loan / advance not exceeding Rs. 600 million in any one or more associated companies in aggregate. |
| (ii) | Average borrowing cost of the investing Company | No borrowing obtained by LSEVL |
| (iii) | Rate of interest, markup profit, fees or commission etc. to be charged by investing company | 6M KIBOR+1% |
| (iv) | Particulars of collateral or security to be obtained in relation to the proposed investment | No collateral in case subscription through the right shares. Assignment of receivables of the borrowing company |
| (v) | If the investment carry conversion features: | No Conversion option |
| (vi) | Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking | As and when the advance/loan shall be extended, customary repayment schedule shall be agreed |

5.3 The Company only has a handful of employees and all finance, corporate secretariat and compliance-related functions as well as the office accommodation, facilities, utilities, security and janitorial services are being obtained from LSE Capital Limited. Since the establishment of the Company, the arrangement was to pay for the above in the shape of equity management fee at the rate of 2% of the Company's paid-up capital. This matter also relates to the transactions with associated companies/related parties under Section 199 of the Companies Act, 2017, hence approval by way of special resolution from the shareholders is required. This approval provides that until this arrangement is not specifically amended, modified or canceled; the arrangement shall remain in place.

5.4 Subsequent to the approval/authorization from the shareholders of the Mutual Buy Out Agreement (MBO), the Company signed the MBO dated Jan 12, 2025. However, after making only one payment of PKR 51 million, the obligations for further payment as per Schedule B of the Agreement were not fulfilled. Besides, there were many other violations/deviations of the agreement by the other party as well from the counterparty (PACRA). Hence, under the powers granted by the shareholders, the Board of Directors terminated the said MBO on Jun 30th, 2025. Now this special resolution is being proposed to solicit the ratification of the decision of the Board by the shareholders as a special resolution. The matter has been explained in more detail in the Directors Report.

5.5 This resolution is being proposed to authorize the Company Secretary to implement all proposed special resolutions after their adoption/approval by the shareholders.



Pattern of Shareholding as at June 30, 2025

| Number of Shareholders | Shareholding Slabs | | | Total Number of Shares Held |
|------------------------|--------------------|---|--------|-----------------------------|
| | From | | To | |
| 885 | 1 | - | 100 | 14,752 |
| 131 | 101 | - | 500 | 37,494 |
| 46 | 501 | - | 1000 | 39,557 |
| 60 | 1001 | - | 5000 | 168,177 |
| 18 | 5001 | - | 10000 | 141,543 |
| 3 | 10001 | - | 15000 | 38,000 |
| 5 | 15001 | - | 20000 | 86,822 |
| 2 | 20001 | - | 25000 | 44,850 |
| 3 | 25001 | - | 30000 | 85,375 |
| 1 | 30001 | - | 35000 | 35,000 |
| 1 | 35001 | - | 40000 | 35,500 |
| 4 | 45001 | - | 50000 | 195,681 |
| 2 | 55001 | - | 60000 | 120,000 |
| 1 | 60001 | - | 65000 | 61,515 |
| 1 | 65001 | - | 70000 | 67,824 |
| 3 | 70001 | - | 75000 | 217,660 |
| 1 | 75001 | - | 80000 | 78,000 |
| 1 | 80001 | - | 85000 | 84,280 |
| 3 | 100001 | - | 105000 | 304,915 |
| 1 | 110001 | - | 115000 | 113,000 |
| 1 | 125001 | - | 130000 | 126,422 |
| 1 | 130001 | - | 135000 | 134,850 |
| 1 | 145001 | - | 150000 | 150,000 |
| 1 | 150001 | - | 155000 | 150,540 |
| 1 | 165001 | - | 170000 | 168,562 |
| 3 | 170001 | - | 175000 | 518,751 |
| 1 | 180001 | - | 185000 | 184,000 |
| 1 | 200001 | - | 205000 | 202,275 |
| 1 | 210001 | - | 215000 | 210,703 |
| 1 | 215001 | - | 220000 | 219,500 |
| 1 | 225001 | - | 230000 | 228,000 |
| 1 | 240001 | - | 245000 | 244,000 |
| 1 | 260001 | - | 265000 | 262,174 |
| 1 | 270001 | - | 275000 | 272,000 |
| 1 | 275001 | - | 280000 | 277,186 |
| 2 | 290001 | - | 295000 | 589,968 |
| 1 | 295001 | - | 300000 | 300,000 |
| 1 | 310001 | - | 315000 | 312,040 |
| 1 | 325001 | - | 330000 | 329,545 |
| 43 | 335001 | - | 340000 | 14,496,231 |
| 1 | 385001 | - | 390000 | 387,055 |
| 4 | 470001 | - | 475000 | 1,887,894 |
| 1 | 490001 | - | 495000 | 490,076 |
| 1 | 495001 | - | 500000 | 500,000 |
| 44 | 505001 | - | 510000 | 22,250,184 |



| | | | | |
|-------------|----------|---|----------|--------------------|
| 1 | 515001 | - | 520000 | 518,363 |
| 1 | 595001 | - | 600000 | 600,000 |
| 1 | 635001 | - | 640000 | 639,311 |
| 1 | 670001 | - | 675000 | 674,249 |
| 1 | 690001 | - | 695000 | 693,182 |
| 7 | 705001 | - | 710000 | 4,955,727 |
| 1 | 755001 | - | 760000 | 758,530 |
| 1 | 820001 | - | 825000 | 822,810 |
| 34 | 840001 | - | 845000 | 28,655,567 |
| 1 | 870001 | - | 875000 | 871,925 |
| 1 | 910001 | - | 915000 | 915,000 |
| 1 | 975001 | - | 980000 | 977,660 |
| 2 | 995001 | - | 1000000 | 2,000,000 |
| 3 | 1000001 | - | 1005000 | 3,002,430 |
| 1 | 1075001 | - | 1080000 | 1,077,660 |
| 1 | 1145001 | - | 1150000 | 1,146,135 |
| 3 | 1175001 | - | 1180000 | 3,539,804 |
| 1 | 1180001 | - | 1185000 | 1,181,331 |
| 1 | 1185001 | - | 1190000 | 1,187,600 |
| 1 | 1995001 | - | 2000000 | 2,000,000 |
| 1 | 2200001 | - | 2205000 | 2,204,444 |
| 2 | 2995001 | - | 3000000 | 5,991,722 |
| 1 | 20150001 | - | 20155000 | 20,150,943 |
| 1 | 48170001 | - | 48175000 | 48,171,586 |
| 1357 | | | | 179,597,880 |



Categories of Shareholders as at June 30, 2025

| Sr. | Categories of Shareholders | Shares Held | Percentage |
|-----|---------------------------------------------------------------------------------|--------------------|---------------|
| 1 | Directors, Chief Executive Officer, their Spouse(s) and Minor Children, if any. | 23,490,889 | 13.08 |
| 2 | Associated Companies, Undertakings and Related Parties | 48,172,038 | 26.82 |
| 3 | Executives | 126 | 0.00 |
| 3 | NIT and ICP | 15,465 | 0.01 |
| 4 | Banks Development Financial Institutions, Non-Banking Financial Institutions | 844,755 | 0.47 |
| 5 | Insurance Companies | 100 | 0.00 |
| 6 | Modarabas and Mutual Funds | 842,810 | 0.47 |
| | Joint Stock Companies | 81,305,417 | 45.27 |
| 8 | Others | 913,006 | 0.51 |
| 7 | General Public | | |
| | a) Local | 24,010,640 | 13.37 |
| | b) Foreign | 2,634 | 0.00 |
| | | 179,597,880 | 100.00 |

Shareholders holding 10% Shares or more

| | | | |
|---|----------------------------|------------|-------|
| 1 | LSE Capital Limited | 48,171,586 | 26.82 |
| 2 | Mrs. Humera Muhammad Iqbal | 20,150,943 | 11.22 |



Form of Proxy

I/We, _____, the undersigned member, being a member of **LSE Ventures Limited**, hereby appoint _____, the undersigned proxy, as my proxy to vote for me and on my behalf at the AGM of the Company to be held on November 27, 2025 and/or at any adjournment thereof.

| | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p><u>The Member:</u></p> <p>Signature: _____</p> <div style="border: 1px solid black; width: 150px; height: 50px; margin: 10px auto; text-align: center;"> <p>Signature over Revenue Stamp of Rs. 50/-</p> </div> <p style="text-align: center;">_____</p> <p style="text-align: center;">Seal/Stamp of the Company</p> <p>Name and Designation of the Appointer: _____</p> <p>CNIC No.: _____</p> <p>Father's name: _____</p> <p>Address: _____</p> <p>Date: _____</p> <p>CDC Participant ID No.: _____</p> <p>CDC Account/Sub-Account No.: _____</p> <p>No. of Shares held: _____</p> | <p><u>The Proxy:</u></p> <p>Signature: _____</p> <p>Name: _____</p> <p>CNIC No.: _____</p> <p>Father's name: _____</p> <p>Address: _____</p> <p>_____</p> <p>Date: _____</p> |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

| | |
|------------------|------------------|
| Witness 1: _____ | Witness 2: _____ |
| Signature: _____ | Signature: _____ |
| Name: _____ | Name: _____ |
| CNIC No.: _____ | CNIC No.: _____ |
| Address: _____ | Address: _____ |

Notes:

1. Proxies, in order to be effective, must be received at the Company's Registered Office not later than 48 hours before the time for holding the meeting and must be duly stamped, signed and witnessed.
2. CDC beneficial owners and Proxy Holders must bring with them their Computerize National Identity Cards (CNIC)/Passports in original to prove his/her identity and in case of Proxy, CDC beneficial owners and Proxy Holders must enclose an attested copy of their CNIC/Passport with Proxy Form.
3. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee (unless it has been provided earlier) should be attached with the proxy form.



پراکسی فارم

میں/ہم، _____، زیر دستخطی رکن، ایل ایس ای وچٹرز لمیٹڈ کارکن ہونے کے ناطے، 27 نومبر 2025 کو منعقد ہونے والی کمپنی کی AGM میں مجھے اور میری طرف سے ووٹ دینے کے لیے _____، زیر دستخطی پراکسی کو مقرر کرتا ہوں۔ اور/یا اس کے کسی بھی التوا پر۔

| | |
|---------------------------------|-------------------------------------|
| ممبر: | پراکسی: |
| دستخط: | دستخط: |
| دستخط ختم | نام: |
| 50/- روپے کارپوریٹ سٹیٹ | CNIC |
| کمپنی کی مہر/سٹیٹ | نمبر: |
| مقرر کرنے والے کا نام اور عہدہ: | والد کا نام: |
| | پتہ: |
| CNIC نمبر: | تاریخ: |
| والد کا نام: | تاریخ: |
| پتہ: | سی ڈی سی شرکت کنندہ ID نمبر: |
| تاریخ: | سی ڈی سی اکاؤنٹ / ذیلی اکاؤنٹ نمبر: |
| | رکھے گئے حصص کی تعداد: |

گواہ 1: _____
دستخط: _____
نام: _____
CNIC نمبر: _____
پتہ: _____

گواہ 2: _____
دستخط: _____
نام: _____
CNIC نمبر: _____
پتہ: _____

نوٹس:

1. پراکسی، موثر ہونے کے لیے، میننگ کے انعقاد کے وقت سے 48 گھنٹے پہلے کمپنی کے رجسٹرڈ آفس میں موصول ہونے چاہئیں اور ان پر مستند مہر، دستخط اور گواہ ہونا ضروری ہے۔
2. CDC سینٹیفشل مالکان اور پراکسی ہولڈرز کو اپنی شناخت ثابت کرنے کے لیے اپنے کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) / پاسپورٹ کو اصل میں لانا چاہیے اور پراکسی کی صورت میں، CDC سینٹیفشل مالکان اور پراکسی ہولڈرز کو چاہیے کہ وہ اپنے CNIC / پاسپورٹ کی ایک تصدیق شدہ کاپی پراکسی فارم کے ساتھ منسلک کریں۔
3. کارپوریٹ ادارے کی صورت میں، بورڈ آف ڈائریکٹرز کی قرارداد / پاور آف اٹارنی نامزد شخص کے دستخط کے ساتھ (جب تک کہ یہ پہلے فراہم نہ کیا گیا ہو) پراکسی فارم کے ساتھ منسلک کیا جائے۔



AUTHORIZATION FOR CORPORATE MEMBER
(ON THE LETTERHEAD OF THE COMPANY)

Date: _____
The Secretary
LSE Ventures Limited.
Lahore.

Sub: Authorization to attend the AGM of LSEVL on behalf of Body Corporate (Member) of the LSEVL

Dear Sir,

Please be informed that Mr./Mrs./Ms. _____, S/o W/o D/o _____, holder of CNIC No. _____, has been duly authorized by the Board of Directors of our company vide resolution dated _____ to participate and vote on resolutions included in the agenda of the notice of **AGM** of LSE Ventures Limited scheduled for **November 27, 2025** or at any date adjourned/rescheduled thereof. Resolution of the Board dated _____ duly signed and stamped is attached herewith for reference and record.

Yours truly,

Authorized Signatory

Seal of the Company

.....
SPECIMEN RESOLUTION
(ON THE LETTERHEAD OF THE COMPANY)

The following resolution has been passed by the Board of Directors of (Name of the Company) in its meeting held on _____, at _____.

Resolved that Mr./Mrs./Ms. _____, S/o W/o D/o _____, be and is hereby authorized on behalf of the Company to participate and vote for resolutions included in the agenda of the notice of AGM of LSE Ventures Limited scheduled for **November 27, 2025** or at any date adjourned/rescheduled thereof.

Certified True Copy.

Authorized Signatory

Seal of the Company



LSE VENTURES
partnering in growth

