



Labl Fashion

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CONTROLLED OPERATIONAL MANUAL

Corporate Governance and Manual Control Manual

Establish the governance, decision-rights, policy hierarchy, document-control and assurance system through which Labl Fashion LTD directs and controls its activities.

Document control	Approved treatment
Document code	LF-MAN-01
Owner	Managing Director / designated manual owner
Version	1.0
Effective date	Upon Board/management approval
Review	Annual and after material legal, operational, incident or strategy change
Classification	Controlled internal and approved partner-use document

Labl Fashion LTD | Registration PVT-3QU23XV | Prepared July 2026

1. Purpose, scope and authority

Establish the governance, decision-rights, policy hierarchy, document-control and assurance system through which Labl Fashion LTD directs and controls its activities.

SCOPE Applies to the Board, Managing Director/Venture Lead, management, employees, contractors, controlled facilities, projects, committees and all documents forming part of the Labl Fashion management system.

This manual supports the Labl Fashion Strategic Plan and Comprehensive Business Plan 2027–2030. It does not replace applicable Kenyan law, binding customer/partner requirements, professional advice or a more stringent approved control. Where requirements conflict, work must pause and the manual owner must obtain an authorised decision.

2. Governing principles

- Legal entity accountability is never delegated to a platform, partner or funder.
- The Board governs strategy, material risk, capital, ethics and executive accountability.
- Management decisions follow written authority, segregation of duties and evidence.
- Current approved documents must be identifiable, accessible, protected and periodically reviewed.
- Conflicts, incidents and exceptions are disclosed early and resolved at the appropriate level.

3. Roles and accountability

Role	Core accountability
Board	Approve strategy, annual budgets, major investment, reserved matters, risk appetite and executive accountability.
Board Chair	Lead Board effectiveness, agendas, independent challenge and governance follow-up.
Managing Director/Venture Lead	Translate strategy into accountable enterprise results and maintain the management system.
Management team	Operate approved controls, report performance and escalate material deviations.
Manual owner	Maintain content, training, records, reviews and change proposals for a named manual.
All personnel	Use current controlled instructions, retain required evidence and report exceptions.

4. Standard operating procedure

The following sequence is the minimum controlled workflow. The owner may add risk-based checks, but may not omit a required approval, evidence or safeguard without an authorised exception.

4.1 Governance calendar

Maintain Board, management, financial, risk, audit and strategy-review dates with owners and pre-read deadlines.

4.2 Decision classification

Determine whether a decision is operational, management, Board-reserved, statutory or partner-dependent.

4.3 Decision paper

Record purpose, options, evidence, financial effect, risk, compliance, recommendation and implementation owner.

4.4 Approval and minutes

Obtain the correct authority; record resolution, conditions, conflicts, dissent and effective date.

4.5 Implementation

Translate approval into budget, contract, work plan, system permissions and accountable milestones.

4.6 Monitoring

Report outcome, exceptions, benefits, costs and residual risks through the agreed management rhythm.

4.7 Document change

Raise a change request, consult affected owners, approve, version, publish, train and archive the superseded version.

4.8 Assurance and review

Test compliance, evidence and effectiveness; record corrective action and Board escalation where material.

5. Control matrix

Control point	Required control
Reserved matters	A current Board-approved schedule identifies decisions that management may not approve alone.
Conflict of interest	Declaration before participation; conflicted person does not influence or approve the matter.
Delegated authority	Written monetary and non-monetary limits; no splitting or retrospective approval.
Document status	Code, title, owner, version, effective date, approver, review date and distribution classification.
Superseded documents	Removed from points of use and retained in a protected archive with withdrawal date.
Emergency decision	Only to protect life, law, assets or continuity; documented and ratified promptly.
Assurance finding	Owner, cause, action, due date, verifier and closure evidence are mandatory.

6. Exceptions, incidents and escalation

1. Stop or contain any condition that presents immediate danger, illegality, serious harm, uncontrolled loss, material product risk or unauthorised disclosure.
2. Notify the supervisor/manual owner promptly; preserve people, physical and digital evidence without obstructing urgent care or legal duties.
3. Classify the event, assign an owner, document immediate correction and determine customer, worker, community, regulator, insurer, funder or Board notification.
4. Investigate proportionately, identify contributing and systemic causes, approve corrective/preventive action and verify effectiveness before closure.
5. Record authorised deviations with reason, scope, duration, compensating controls and expiry; repeated exceptions require system change or escalation.

7. Records and evidence

Records must be accurate, dated, attributable, legible, protected, retrievable and retained under the approved retention schedule. Personal, customer, community, financial, research and security information receives access proportionate to risk.

Required record	Minimum evidence expectation
Board and committee minutes	Owner, date/period, subject, decision/status, source or attachment, approval where required and retention location.
Delegated-authority register	Owner, date/period, subject, decision/status, source or attachment, approval where required and retention location.
Conflict-of-interest register	Owner, date/period, subject, decision/status, source or attachment, approval where required and retention location.
Decision papers and approvals	Owner, date/period, subject, decision/status, source or attachment, approval where required and retention location.
Controlled-document register	Owner, date/period, subject, decision/status, source or attachment, approval where required and retention location.
Change requests and distribution record	Owner, date/period, subject, decision/status, source or attachment, approval where required and retention location.
Management review pack	Owner, date/period, subject, decision/status, source or attachment, approval where required and retention location.
Assurance and corrective-action log	Owner, date/period, subject, decision/status, source or attachment, approval where required and retention location.

8. Performance indicators and management review

Indicator	Review question
Board and management actions closed on time	What does board and management actions closed on time show about effectiveness, risk, trend, root cause and required decision?
Controlled documents reviewed by due date	What does controlled documents reviewed by due date show about effectiveness, risk, trend, root cause and required decision?
Delegated-authority exceptions	What does delegated-authority exceptions show about effectiveness, risk, trend, root cause and required decision?
Undeclared or late conflict disclosures	What does undeclared or late conflict disclosures show about effectiveness, risk, trend, root cause and required decision?
Repeat assurance findings	What does repeat assurance findings show about effectiveness, risk, trend, root cause and required decision?
Corrective actions overdue	What does corrective actions overdue show about effectiveness, risk, trend, root cause and required decision?

The manual owner reviews indicators monthly or quarterly according to risk, reports material exceptions through the management pack and proposes changes during annual management review. A positive metric never overrides evidence of harm, legal breach or stakeholder grievance.

9. Competence, communication and training

- Identify roles that require induction, supervised practice, formal qualification, refresher training or independent authorisation.
- Assess competence through observed performance, records, tests, work results or authorised sign-off—not attendance alone.
- Communicate changes before their effective date and confirm affected users can access the current controlled version.
- Withdraw access or require supervision where competence has expired, changed or proved insufficient.
- Retain training, assessment, authorisation and refresher records.

10. Review, change and approval

Trigger	Required action
Annual review	Confirm continued suitability, legal/contractual alignment, evidence, indicators, incidents and user feedback.
Material incident or audit finding	Review affected control immediately and implement approved corrective change.
Legal, market or system change	Obtain competent review before the new requirement or release becomes effective.
Process/organisation change	Update roles, records, training, permissions and continuity arrangements.

Trigger	Required action
Manual revision	Issue new version, change summary, approval, effective date and superseded-version withdrawal.

Appendix A — Operational templates

The following templates form the minimum annex set. The manual owner may issue controlled electronic equivalents in LaDOS or another approved system.

A.1 Governance decision-paper template

Field	Required entry
Reference and date	Unique number, date/time and related customer/project/order/partner/person as applicable.
Owner and participants	Responsible owner, contributors, reviewer and approval authority.
Facts/evidence	Objective information, source, attachments, system references and limitations.
Decision/action	Decision, conditions, immediate control, actions, due dates and status.
Verification/closure	Verifier, effectiveness evidence, closure date and residual issue.

A.2 Manual change-request form

Field	Required entry
Reference and date	Unique number, date/time and related customer/project/order/partner/person as applicable.
Owner and participants	Responsible owner, contributors, reviewer and approval authority.
Facts/evidence	Objective information, source, attachments, system references and limitations.
Decision/action	Decision, conditions, immediate control, actions, due dates and status.
Verification/closure	Verifier, effectiveness evidence, closure date and residual issue.

A.3 Controlled-document register

Field	Required entry
Reference and date	Unique number, date/time and related customer/project/order/partner/person as applicable.

Field	Required entry
Owner and participants	Responsible owner, contributors, reviewer and approval authority.
Facts/evidence	Objective information, source, attachments, system references and limitations.
Decision/action	Decision, conditions, immediate control, actions, due dates and status.
Verification/closure	Verifier, effectiveness evidence, closure date and residual issue.

A.4 Conflict declaration

Field	Required entry
Reference and date	Unique number, date/time and related customer/project/order/partner/person as applicable.
Owner and participants	Responsible owner, contributors, reviewer and approval authority.
Facts/evidence	Objective information, source, attachments, system references and limitations.
Decision/action	Decision, conditions, immediate control, actions, due dates and status.
Verification/closure	Verifier, effectiveness evidence, closure date and residual issue.

A.5 Management-review agenda

Field	Required entry
Reference and date	Unique number, date/time and related customer/project/order/partner/person as applicable.
Owner and participants	Responsible owner, contributors, reviewer and approval authority.
Facts/evidence	Objective information, source, attachments, system references and limitations.
Decision/action	Decision, conditions, immediate control, actions, due dates and status.
Verification/closure	Verifier, effectiveness evidence, closure date and residual issue.

A.6 Corrective-action record

Field	Required entry
Reference and date	Unique number, date/time and related customer/project/order/partner/person as applicable.

Field	Required entry
Owner and participants	Responsible owner, contributors, reviewer and approval authority.
Facts/evidence	Objective information, source, attachments, system references and limitations.
Decision/action	Decision, conditions, immediate control, actions, due dates and status.
Verification/closure	Verifier, effectiveness evidence, closure date and residual issue.

Appendix B — Approval

This manual becomes controlled when approved by the authorised Labl Fashion authority. Printed copies are uncontrolled unless specifically registered.

Approved by	Capacity	Signature	Date
	Board Chair / delegated authority		
	Managing Director / Venture Lead		
	Manual owner		