

(Shoqeri me ortak te vetem)

Sot, me date 26.01.2022, (dymije e njezete e dy) ne Tirane:

1. **Z. Oltjon Malsia**, i datelindjes 01.11.1992, shtetas i republikes se Shqiperise, lindur ne B.Curri Tropoje, madhor dhe me zotesi te plote juridike per te vepruar, i identifikuar me pasaporten me Nr.BD1557127, me Nr.Personal .J21101108W.

Me ane te ketij Akti Themelimi, themelon nje shoqeri te zoteruar teresisht prej saj, ne Republiken e Shqiperise, si vijon:

## 1. THEMELIMI

- 1.1 Themelimi ne Republiken e Shqiperise te shoqerise me emer "**Appello IoT**" Sh.p.k ("**Shoqeria**"). Ky emertim do te jete i stampuar dhe ne vulen e saj.
- 1.2 "**Appello IoT**" Sh.p.k eshte nje shoqeri tregtare dhe person juridik shqiptar, e organizuar ligjerisht si nje Shoqeri me Pergjegjesi te Kufizuar (Sh.p.k), ne perputhje me ligjet e Shqiperise dhe dispozitat e statutit aktual te saj ("**Statuti**").
- 1.3 Selia e regjistruar e Shoqerise eshte ne adresen: lagjia nr 4, Rruga "Cesk Zadeja", banesa 13, kamez,Tirane, Shqiperi. Shoqeria rezervon te drejten te transferoje seline e saj ne nje adrese dhe /apo ne nje qytet tjeter te Shqiperise.
- 1.4 Me vendim te Asamblese se Pergjithshme te Ortakeve, Shoqeria mund te hape ose te mbylle zyra perfaqesie, dege, dhe/ose te krijojte filiale si brenda ashtu edhe jashte Republikes se Shqiperise.
- 1.5 Kohezgjatja e shoqerise eshte me afat te pacaktuar duke nisur nga regjistrimi i saj ne Qendren Kombetare te Biznesit.

## 2. OBJEKTI I SHOQERISE

- 2.1 Objekti i Shoqerise eshte si vijon: Per te ofruar biznesin e IoT, sherbime qe lidhin internetin me makineri, pajisje dhe objekte, duke i kthyer ato ne asete inteligjente qe komunikojne me boten rreth tyre.,si dhe biznesin e keshillimit te menaxhimit, duke provuar menaxhimin e informacionit, sherbimet e levizjes, instalimin, mirembajtjen dhe furnizimin e sherbimeve duke perfshire sigurimin e produkteve te lidhura me hardware dhe software.
- 2.2 Ne perputhje me legjislacionin shqiptar, ne menyre qe te arrihet qellimi i sipermendur, shoqeria mund te kryeje cdo lloj aktiviteti tjeter qe konsiderohet i pershtatshem apo i nevojshem per permbushjen e objektit te shoqerise.

*Local Malsia*

- 3.1 Kapitali themeltar i Shoqerise eshte 100,000 (njqind mije) Leke e perbere nga 1 (nje) kuote e vetme e zoteruar teresisht nga Ortaku i vetem, **Z. Oltjon Malsia**, i datelindjes 01.11.1992, shtetas I republikes se Shqiperise, lindur ne B.Curri Tropoje, madhor dhe me zotesi te plote juridike per te vepruar, i identifikuar me pasaporten me Nr.BD1557127, me Nr.Personal .J21101108W.

#### **4. ORGANET VENDIMARRESE TE SHOQERISE**

- 4.1 Organet vendimarrrese te Shoqerise jane:
- i. Asambleja e Pergjithshme e Ortakeve,
  - ii. Administratori

#### **5. ASAMBLEJA E PERGJITHSME E ORTAK.EVE**

- 5.1 Asambleja e Pergjithshme e Ortakeve, e cila perbehet nga ortaku i vetem eshte organi me i larte vendimarrres i Shoqerise, i cili merr vendime mbi aktivitetin dhe politiken ekonomike dhe tregtare te saj.

#### **6. ADMINISTRATORI**

- 6.1 Shoqeria do te administrohet nga 1 (nje) administrator, i cili do te jete perfaqesues ligjor i shoqerise dhe perfaqeson ate kundrejt paleve te treta dhe do te jete pergjegjes per menaxhimin e c;eshtjeve te perditshme te shoqerise, duke iu nenshtuar kufizimeve te parashikuara ne statutin e shoqerise dhe ne ligjin e aplikueshem.

- 6.2 Administrator i shoqerise eshte:

**Z. Sokol Malsia**, i biri i Avdyl Malsia lindur me 29 Gusht 1967 ne Markgegaj, Tropoje me nr. Personal G70829099Q, madhor dhe me zotesi te plote juridike per te vepruar, i identifikuar me pasaporten me Nr. Nr.BE4150717, i cili ka te drejte te ushtroje kompetencat e tij pa kufizim.

- 6.3 Kohezgjatja e emerimit te administratorit te Shoqerise dote jete 5 (pese) vjet, nga data e regjistrimit te shoqerise prane Qendres Kombetare te Biznesit ("QKB"), me te drejte riperteritje.

Ky Akt Themelimi eshte hartuar ne 4 (kater) kopje origjinale identike ne gjuhen shqipe dhe ne anglisht, nga 2 (dy) kopje secila. Per çdo mosmarreshje qe lind ne zbatimin dhe/ ose interpretimin e ketij Akti Themelimi, versioni anglisht do te jete i detyrueshem dhe i vetmi qe prodhon efekte ligjore.

**PER ORTAKUN E VETEM**

**Oltjon Malsia**

*Oltjon Malsia*

**ACT OF INCORPORATION OF**  
**"Sirius Tech Information Technology Company Limited" Ltd**  
**(a company with a sole shareholder)**

Today, on 26.01.2022, (two thousand and twenty two) in Tirana:

1. **Mr. Oltjon Malsia**, Albanian Citizen, born on 01.11.1992, in B.Curri,Tropoje, mature and with full legal capacity to act, identified by Albanian Passport with Nr.BD1557127, and with personal number: .J21101108W.

Through this Act of Incorporation, establishes hereby a fully owned company in the Republic of Albania as follows:

**1. INCORPORATION**

- 1.1 The incorporation in the Republic of Albania of the company name **"Appello IoT" LLC** ("the Company"). This label will be stamped even in its seal.
- 1.2 **"Appello IoT" LLC** is a commercial company and an Albanian legal entity, legally organized as a Limited Liability Company (LLC), in accordance with the laws of Albania and the provisions of its Articles of Association ("AoA").
- 1.3 The company headquarters are at: lagjia nr 4, Rruga "Cesk Zadeja", banesa 13, kamez,Tirane, Albania. The Company reserves the right to move its headquarters to another address and/or city in Albania.
- 1.4 By decision of the General Assembly of the Shareholders, the company may open or close representative offices, branches, and/or establish affiliates/subsidiaries both inside and outside the territory of Republic of Albania.
- 1.5 The duration of the company is indefinite, starting from its registration at the NBC (National Business Center).

**2. OBJECT OF THE COMPANY**

- 2.1 The object (scope of activities) of the Company is as follows:
- 2.2 To provide the IoT business, services that connect the Internet to machinery, equipment and facilities, turning them into intelligent assets that communicate with the world around them, and to carry on the business of management consulting, proving information management, movement services, installation, maintenance and supply services including providing associated hardware and software products.



*Oltjon Malsia*



Company may perform any other activity which may be considered useful or necessary in order to achieve the Company's scope of activity.

### 3. SHARE CAPITAL

2. The founding share capital of the Company is 100,000 ALL (one hundred thousand Albanian Lek) consisting of 1 quota (share) owned entirely by the Sole Shareholder Mr. **Oltjon Malsia**, Albanian Citizen, born on 01.11.1999, in B.Curri,Tropoje, mature and with full legal capacity to act, identified by Albanian Passport with Nr.BD1557127, and with personal number: .J21101108W.

### 4. DECISION -MAKING BODIES OF THE COMPANY

- 4.1 The decision- making bodies of the Company are:
- i. General Assembly of the Shareholders,
  - ii. Administrator

### 5. GENERAL ASSEMBLY OF THE SHAREHOLDERS

- 5.1 The General Assembly of the Shareholders composed of the Sole Shareholder is the highest decision-making body of the Company, which takes decisions upon its activity and upon its economic and commercial policy.

### 6. ADMINISTRATOR

- 6.1 The Company is managed by 1 (one) administrator, who is the legal representative of the Company and represents it towards any third party and shall be responsible for the day-to- day affairs of the Company, subject to the limitations provided under Articles of Association and Applicable Law.

- 6.2 Administrator of the Company is as follows:

**Mr. Sokol Malsia**, Son of Avgyl Malsia, born on 9<sup>th</sup> of august 1967 on Markgegaj, Tropoje with Personal nr: G70829099Q, mature and with full legal capacity to act, identified by passport with No. Nr.BE4150717, who is entitled to exert his powers without restriction.

- 6.3 The term of appointment of the administrator of the Company shall be 5 (five) years from the date of registration of the Company to the National Business Center ("NBC"), with the right of renewal.

The present Act of Incorporation is executed in 4 (four) original identical copies in Albanian and English language, from 2 (two) copies each of them. For every controversy arising from the execution and/or interpretation of this Act of Incorporation, the English version will be binding and the sole having legal effect.

**FOR THE SOLE SHAREHOLDER**

**Oltjon Malsia**

*Oltjon Malsia*