



<p style="text-align: center;">AKTI I THEMELIMIT I SHOQERISE ME PERGJEGJESI TE KUFIZUAR GALENIKA ALBANIA SH.P.K. Date 01/09/2021</p>	<p style="text-align: center;">ARTICLES OF ASSOCIATION OF THE LIMITED LIABILITY COMPANY GALENIKA ALBANIA SH.P.K. As of 01/09/2021</p>
<p>NENI 1 KRIJIMI DHE EMRI</p> <p>1.1 Shoqeria me pergjegjesi te kufizuar GALENIKA ALBANIA SH.P.K (ne vijim e quajtur “Shoqeria”) themelohet ne zbatim te Ligjit nr. 9901, date 14.04.2008 “<i>Per tregtaret dhe shoqerite tregtare</i>”, i ndryshuar.</p> <p>1.2 Shoqeria fiton personalitet juridik ne momentin e regjistrimit te saj ne Regjistrin Tregtar shqiptar prane Qendres Kombetare te Biznesit ne Tirane, Shqiperi.</p>	<p>ARTICLE 1 ESTABLISHMENT AND DENOMINATION</p> <p>1.1 The limited liability company GALENIKA ALBANIA SH.P.K. (hereinafter referred to as the “Company”) is incorporated under Albanian law no. 9901, dated 14.04.2008 “<i>On Entrepreneurs and Commercial Companies</i>”, as amended.</p> <p>1.2 The Company acquires legal personality after its registration with the Commercial Register kept by the National Business Centre in Tirana, Albania.</p>
<p>NENI 2 SELIA</p> <p>2.1 Selia e Shoqerise ndodhet ne adresen: Rr. Ibrahim Rugova, 40/3, 1019 Tirane, Shqiperi.</p> <p>2.2 Shoqeria mund te hape dege ose zyra perfaqesimi ne vende te ndryshme brenda Republikes se Shqiperise dhe/ose jashte saj ne perputhje me legjislacionin shqiptar.</p>	<p>ARTICLE 2 REGISTERED OFFICE</p> <p>2.1 The registered office of the Company is at the address 40/3 Ibrahim Rugova Str, 1019 Tirana, Albania, Albania.</p> <p>2.2 The Company may open branches or representative offices at other locations within and/or out of the territory of the Republic of Albania in compliance with the requirements of the Albanian law.</p>
<p>NENI 3 OBJEKTI</p> <p>3.1 Shoqeria do te kete per objekt te aktivitetit kryerjen e çdo veprimtarie te lejuar nga ligji dhe/ose pjesemarrjen ne çdo veprimtari apo aktivitet te ligjshem qe mund te kryeje nje shoqeri me pergjegjesi te kufizuar, e krijuar ne baze te legjislacionit shqiptar, siç mund te ndryshohet here pas here.</p> <p>3.2 Aktiviteti i Shoqerise do te konsistoje kryesisht ne: promovimi i produkteve, kerkim marketingu, pune rregullatore, etj. si dhe aktivite te tjera siç do te jete e kerkuar apo e</p>	<p>ARTICLE 3 PURPOSE OF ACTIVITY</p> <p>3.1 The purpose of the Company shall be to transact any and all lawful business and/or to engage in any lawful act or activity for which a limited liability company may be organized under the laws of Albania, as they may be amended from time to time.</p> <p>3.2 The activity of the Company shall consist mainly in: promote of the products, marketing research, regulatory affairs etc. and other activities as shall be required or needed for purposes of conducting the above activities.</p>

<p>nevojshme per qellim te ushtrimit te aktiviteteve te siperpermendura.</p>	
<p>NENI 4</p> <p>KOHEZGJATJA</p> <p>4.1 Shoqeria do te zhvilloje aktivitetin e saj per nje periudhe kohore te pakufizuar.</p>	<p>ARTICLE 4</p> <p>DURATION</p> <p>4.1 The duration of the Company's activity shall be unlimited.</p>
<p>NENI 5</p> <p>KAPITALI</p> <p>5.1 Kapitali themeltar i Shoqerise eshte 100 Euro (njqind euro), i perbere nga 1 (nje) kuote. Kapitali do te shlyhet ne para sipas vendimit te administratorit te Shoqerise ne nje ose me shume keste brenda nje afati te percaktuar nga administratori i Shoqerise.</p> <p>5.2 Pergjegjesia e Ortakeve per detyrimet e Shoqerise shtrihet deri ne kufirin e vleres se kontributit te tyre ne kapitalin e Shoqerise.</p>	<p>ARTICLE 5</p> <p>SHARE CAPITAL</p> <p>5.1 The initial share capital of the Company is EUR 100 (one hundred euros), consisting of one (1) share. The share capital shall be paid-in in cash in pursuance with the decision of the administrator of the Company in one or more installments within a term fixed from the administrator of the Company.</p> <p>5.2 The Shareholders liability is extended up to the amount of their contribution in the share capital of the Company.</p>
<p>NENI 6</p> <p>ORTAKU I VETEM</p> <p>6.1 Ortaku i Vetem i Shoqerise eshte:</p> <p>- GALENIKA AD BELGRADE nje shoqeri aksionare, e themeluar dhe ekzistuese sipas ligjeve te Serbise, e regjistruar ne regjistrin tregtar te Serbise me numer biznesi 07726325; dhe</p> <p>6.2 Kontributi ne kapital i nenshkruar nga ortaku i vetem GALENIKA AD BELGRADE eshte ne vleren 100 Euro i barabarte me 100% te kapitalit te Shoqerise.</p>	<p>ARTICLE 6</p> <p>SOLE SHAREHOLDER</p> <p>6.1 The Sole Shareholder of the Company is:</p> <p>- GALENIKA AD BELGRADE, a joint stock company, established and existing under the laws of Serbia, registered with the Business Register of Serbia, with business number 07726325; and</p> <p>6.2 The contribution in the share capital by the shareholder GALENIKA AD BELGRADE is 100 Euros, equal to 100% of the share capital of the Company.</p>
<p>NENI 7</p> <p>ADMINISTRIMI I SHOQERISE</p> <p>7.1 Pasuria, veprimtaria dhe aktiviteti i Shoqerise do te administrohet nga nje Administrator.</p> <p>7.2 Shkarkimi apo zevendesimi i Administratorit do te kryhet me vendim te</p>	<p>ARTICLE 7</p> <p>MANAGEMENT OF THE COMPANY</p> <p>7.1 The properties, business and affairs of the Company shall be managed by one Administrator.</p> <p>7.2 Dismissal or substitution of the Administrator shall take place through a resolution of the General Assembly, which will not be considered</p>

<p>Asamblese se Pergjithshme dhe ky shkarkim apo zevendesim nuk do te konsiderohet si ndryshim i ketij Akti Themelimi apo Statutit dhe vendimi perkates i Asamblese nuk eshte i nevojshem te reflektohet ne Statut.</p> <p>7.3 Administratori i pare i shoqerise eshte Znj. Alma Krilić – Hrapović, shtetase e Bosnjes dhe Hercegovines, lindur ne Foca, me 07.07.1978, banues ne rrugen Buka numer 2, Sarajevo, Bosnje dhe Hercegovine, mbajtese e pasaportes me nr. B2469255.</p> <p>7.5 Administratori do te ushtroje kompetencat e tij perkatese deri ne me te parin nga rastet e meposhtme:</p> <ul style="list-style-type: none"> - largimi i tij; ose - verifikimi i ngjarjeve te percaktuara ne Statutin te Shoqerise; ose - perfundimi i afatit 5 vjeçar nga data e regjistrimit te Shoqerise me Regjistrin Tregtar, nese mandati nuk eshte rinovuar. <p>7.6 Administratori ka kompetenca te plota per te marre vendime per administrimin e zakonshem te Shoqerise, perveç kompetencave qe do te ushtrohen nga Asambleja e Pergjithshme sipas Statutit ose ligjit te zbatueshem. Administratori do te kete kompetenca dhe detyra qe lidhen me administrimin dhe mbikeqytjen e veprimtarise se Shoqerise sipas parashikimeve te Ligjit dhe te Statutit te Shoqerise.</p>	<p>as amendment of this Articles of Association or the Bylaws and the respective resolution of General Assembly is not necessary to be reflected in the Bylaws.</p> <p>7.3 The first Administrator of the Company is Mrs. Alma Krilić – Hrapović, Bosnia and Herzegovina citizen, born in Foca on 07.07.1978, resident in street Buka no. 2, Sarajevo, Bosnia and Herzegovina, holder of passport no. B2469255.</p> <p>7.5 The Administrator of the Company shall exercise the respective competences, until the earlier of:</p> <ul style="list-style-type: none"> - his removal; or - events set forth in the Bylaws; or - 5 years from the date of registration of the Company with the Commercial Register, if the term of office of the administrator is not renewed. <p>7.6 The Administrator has full competences to take decisions for the ordinary administration of the Company, excluding the competences that shall be exercised by the General Assembly according to the applicable law and the Bylaws. The competences and duties of the Administrator regarding the administration and supervision of the activity are as provided by the law and by the Bylaws of the Company.</p>
<p>NENI 8</p> <p>EKSPERTI KONTABEL I AUTORIZUAR</p> <p>8.1 Eksperti(et) kontabel i (te) autorizuar do te emerohet(n) me vendim te Asamblese se Pergjithshme ne çdo rast kur nje gje e tille kerkohet nga ligji shqiptar ose kur Asambleja e konsideron te nevojshme.</p>	<p>ARTICLE 8</p> <p>AUDITOR</p> <p>8.1 The auditor/s shall be appointed by the decision of the General Assembly in any such case when it becomes mandatory by the Albanian law or when the Assembly deems it necessary.</p>
<p>NENI 9</p> <p>VITI USHTRIMOR</p> <p>9.1 Viti ushtrimor i Shoqerise fillon me 1 Janar dhe mbaron me 31 Dhjetor te çdo viti.</p>	<p>ARTICLE 9</p> <p>ACCOUNTING YEAR</p> <p>9.1 The fiscal year of the Company shall be from January 1st to December 31st.</p>

<p>9.2 Perjashtimisht, viti i pare ushtrimor fillon ne daten e regjistrimit te Shoqerise ne Regjistrin Tregtar dhe perfundon me 31 Dhjetor te po atij viti.</p>	<p>9.2 By exception, the first financial year begins upon the Company's incorporation and ends on the 31st of December of the same year.</p>
<p>Ky Akt themelimi hartohet dhe nenshkruhet ne 2 (dy) kopje origjinale.</p> <p>ORTAKU I VETEM GALENIKA AD BELGRADE</p>  <p>Ricardo Vian Marques (Administrator)</p>	<p>The present Articles of Association are drawn up and executed in 2 (two) original copies.</p> <p>THE SOLE SHAREHOLDER GALENIKA AD BELGRADE</p>  <p>Ricardo Vian Marques (Administrator)</p>