

AKT THEMELIMI DHE STATUTI I SHOQERISE

“MAH” SHPK

Themelimi

Neni 1

Shoqeria “MAH” themelohet nga ortaku i vetem Muhammad Arham I biri i Maqbool Husain dhe Asma Parvin , shtetas Indian lindur ne Moradabad,Uttar Pradesh Indi, me 27.12.1996, mbajtes i pasaportes me nr N8577793

EMERTIMI, SELIA, FORMA LIGJORE

NENI 2

Emertimi

Emertimi i shoqerise eshte “MAH” SH.P.K

Neni 3

Forma Ligjore

3.1 Shoqeria eshte e formes me pergjegjesi te kufizuar dhe eshte themeluar ne perputhje me legjislacionin tregtar ne Shqiperi .

3.2 Shoqeria mund te shnderrohet ne ndonje forme tjeter ne perputhje me legjislacionin shqiptar.

NENI 4

Baza Ligjore

Shoqeria do te zhvilloje veprimtarine e saj ne perputhje me kete Statut, me Aktin e Themelimit, legjislacionin tregtar dhe dispozita te tjera ligjore.

NENI 5

Kohezgjatja e veprimtarise

Shoqeria e fillon veprimtarine e saj me regjistrimin ne Qendren Kombetare te Biznesit (“QKB”)

Afati i veprimtarise se shoqerise eshte per nje afat te papercaktuar.

Neni 6

Arham

Selia

6.1 Selia e shoqerise eshte ne adresen :Rr.Dibres shk.1, Ap.9/7,kati 9 Tirane 1023

6.2 Adrese komunikimi elektronik i shoqerise; mah.llc2022@gmail.com; nr cel:0683751448

6.3. Administratori mund te vendose te hape dege dhe/ ose filiale, dhe/ose adrese sekondare, dhe/ose zyra perfaqesimi te shoqerise brenda territorit te Shqiperise ashtu dhe jashte saj, ose mund te cregjistroje ato egzistuese sipas ligjeve ne kufi.

6.4 Shoqeria mund te marre pjese ne shoqeri te tjera shqiptare qe eksiztojne ose do te krijohen ne te ardhmen ne Shqiperi dhe/ose jashte saj me vendim te administratorit te shoqerise.

Neni 7

Emblema. Vula

Shoqeria do te kete emblemen e saj dhe vulen.Vula do te perdoret nga administratoret e shoqerise

Forma dhe permasat e vules do te percaktohen ne perputhje me rregullat e legjislacionit shqiptar.

Te gjitha dokumentet e shoqerise duhet te permbajne emblemen dhe vulen e saj.

Neni 8

Objekti

Objekti i veprimtarise se shoqerise eshte:Import-Eksport i artikujve te ndryshem ushqimore, minerale, mermer, leter e perdorur, skrap e metale te ndryshme dhe te tjere artikuj industriale e tekstile.

Objekti mund te ndryshohet me vendim te Ortakut te Vetem

Neni 9

Kapitali

Kapitali themeltar i shoqerise eshte:600.000 (gjashteqind mije) leke

Ortaku i vetem zoteron 1(nje) kuote

Kapitali eshte shlyer teresisht

Neni 10

Transferimi i kuotave.Kufizimet

Ashkan

10.1 Kuotat mund të transferohen të të tretet në përputhje me dispozitat e Ligjit Nr 9901 datë 14.04.2008 "Për Tregtarët dhe Shoqëritë Tregtare" me amendimet përkatëse.

10.2 Vendosja e çfarëdoj barre mbi kuotat në favor të paleve të treta do të lejohet vetëm me pëlqim të Ortakut të Vetem.

Neni 11

Rritja e Kapitalit

11.1 Kapitali i Shoqërisë mund të zmadhohet ose zvogelohet me vendim të Ortakut të Vetem.

11.2 Zmadhimi i kapitalit mund të bëhet gjithashtu edhe nëpërmjet nënshkrimit dhe shlyerjes së pjesëve të tjera të kapitalit nga ortakët e rinj. Ortakët e rinj pranohen dhe miratohen si të tilla me vendim të ortakut të vetem.

Neni 12

Zvogelimi i kapitalit

12.1 Zvogelimi i kapitalit bëhet sipas procedurave të parashikuara nga legjislacioni tregtar.

12.2 Propozimi i zvogelimit do t'i paraqitet ekspertit kontabel të autorizuar dhe administratorit të paktën 45 ditë përpara marrjes së vendimit nga Ortakut i Vetem i shoqërisë. Eksperti kontabel dhe administrator do të shqyrtojnë propozimin dhe do t'i paraqesin ortakut të vetem raportin në lidhje me arsyet dhe kushtet e zvogelimit të kapitalit.

12.3 Raporti i zvogelimit të kapitalit do të miratohet me vendim të Ortakut të Vetem të shoqërisë.

ORGANET E SHOQËRISË

Neni 13

Vendimet e ortakut të vetem

13.1 Vendimet kryesore mbi veprimtarinë e shoqërisë merren nga Ortaku i Vetem i saj.

13.2 Vendimet e Ortakut të Vetem përfshijnë kryesisht:

- Percaktimin e politikave tregtare të shoqërisë;
- Zmadhimin ose zvogelimin e kapitalit themeltar të shoqërisë;
- Prishjen dhe likuidimin e shoqërisë;

Askan

- Emerimin ose shkarkimin e administratorit ose administratoreve te shoqerise dhe percaktimin e shperblimit per ta;
- Emerimin e shkarkimin e likujdvesve dhe te eksperteve kontabel dhe percaktimin e shperblimit per ta;
- Miratimin e bilancit te shoqerise e pasqyrave financiare vjetore dhe te raporteve te ecurise se veprimtarise;
- Pjesetimin e kuotave dhe anulimin e tyre;
- Transformimin e shoqerise ne forma te tjera.

Neni 14

Administrimi

- 14.1 Administrimi i shoqerise kryhet nga nje administrator ose nje grup administratoresh qe caktohen me vendim te Ortakut te Vetem.
- 14.2 Administratori ka te drejte te perfaqesoje shoqerine dhe drejtoje punen e perditshme te shoqerise ne perputhje me udhezimet e Ortakut te Vetem.
- 14.3. Administratori i shoqerise eshte z. Muhammad Arham, I biri i Maqbool Husain dhe Asma Parvin , shtetas Indian lindur ne Moradabad, Uttar Pradesh Indi, me 27.12.1996, mbajtes i pasaportes me nr N8577793
- 14.4 Administratori eshte pergjegjes per veprimtarite e meposhtme:
- Drejtimin e veprimtarise se perditshme te shoqerise
 - Perfaqesimin e shoqerise ne marredhenie me te tretet personalisht ose me perfaqesim;
 - Hartimin dhe mbajtjen e kontabilitetit, pergatisin dhe nenshkruajne bilancin vjetor, bilancin e konsoliduar dhe raportin e ecurise se veprimtarise dhe se bashku me propozimin per ndarjen e fitimeve;
 - Pergatitjen e dokumentave ne emer te shoqerise sipas kompetencave qe zoteron;
 - Te zhvilloje veprimtari te tjera te cdo lloj natyre per te miren e shoqerise dhe realizimin e objektit te saj;
 - Te perfaqesoje shoqerine ne Shqiperi tek palet e treat, institucionet apo entitete pubike ose private;
 - Te lidhe per dhe ne emer te shoqerise , kontrata me pale te treta;

Arham

-Te punesoje dhe pushoje punemarres apo staf tjetër qe konsiderohet i nevojshem per mbarevajtjen e biznesit ne Shqiperi;

-Te vendose per ndryshimin e selise se shoqerise;

-Te perfaqesoje shoqerine ne Shqiperi perpara bankave te nivelit te dyte dhe Bankes se Shqiperise si dhe te kryeje ne emer te shoqerise cdo transaksion bankar;

-Te ndermarre cdo veprimtari tjetër ose biznes ose aktivitet I cili konsiderohet I nevojshem per biznesin e shoqeris ne Shqiperi;

14.5 Mandati i administratorit do te jete i vlefshem per 5 (pese) vjet me te drejte ripërteritje ose deri ne castin e revokimit te tij me vendim te Ortakut te Vetem.

Neni 15

Viti financiar

Viti financiar I shoqerise perputhet me vitin kalendarik, duke filluar nga 1 janari deri me 31 dhjetor te cdo viti.

Si perjashtim, viti i pare financiar i shoqerise do te filloje nga dita e regjistrimit te shoqerise ne zyren e tatim taksave dhe perfundon me 31 dhjetor te po atij viti.

Neni 16

Bilanci.Kontabiliteti

16.1 Bilanci vjetor i shoqerise shqyrtohet nga Ortaku i Vetem dhe duhet te pergatitet per t'u paraqitur para organeve tatimore deri ne fund te muajit mars te vitit pasardhes.

16.2 Kontabiliteti mbahet ne gjuhen dhe monedhen shqiptare dhe sipas kerkesave te legjislacionit perkates.Per operatione te vecanta, shoqeria mund te beje veprime edhe me llogari te vecanta ne monedhe te huaj duke bere konvertimin brenda vitit.

16.3 Shoqeria moud te pranoje fonde nga institucionet financiare qe operojne ne Shqiperi ose jashte.Per kete qellim, shoqeria mund te lere peng pjese te kapitalit si garanci ose mund te hipotekoje pasurite e saj te paluajtshme, vetem me vendim te Ortakut te Vetem.

Neni 17

Te ardhurat..Dividenti

17.1 Shoqeria do te krijoje fonde rezerve per realizimin e qellimit te biznesit te saj ne perputhje me kerkesat e Ligjit nr.9901 date 14.04.2008 "Per Tregtaret dhe Shoqerite Tregtare"

Ashcan

17.2 Te ardhurat qe rezultojne ne fund te mbylljes se cdo ushtrimori, pas pagimit te tatimeve, mund t'i kalojne Ortakut te Vetem.

17.3 Humbjet e shoqerise do te mbulohen deri ne kufirin e kapitalit themeltar dhe ortakuu do te pergjigjet deri ne kufirin e kontributit te tij ne kapitalin themeltar te shoqerise. Humbjet transferohen nga mbyllja e ushtrimorit te pare, deri ne tre ushtrimoret vijues.

Neni 18

Likuidimi

18.1 Prishja e shoqerise vendoset me vendim te Ortakut te Vetem .

18.2 Me vendimin e Ortakut te Vetem caktohet nje likuidator ose nje grup likuidatoresh qe do te plotesojne procedurat e likuidimit.

18.3 Likuidatori do te pergatise raportimin e likuidimit mbi gjendjen ekonomike te shoqerise, rreth operacioneve te metejshme te likuidimit de kohen qe nevojitet per perfundimin e tij. Ne perfundim te kesaj procedure, Ortaku I Vetem do te shqyrtoje bilancin perfundimtar dhe do te miratoje perfundimin e procedurave te likuidimit

Neni 19

Mosmarreveshjet

Mosmarreveshjet qe mund te lindin midis shoqerise dhe te treteve, ne rast se nuk zgjidhen me mirekuptim, do t'i nenshtrohen shqyrtimit nga gjykata kompetente shqiptare.

Neni 20

Klauzole mbyllese

Ky Statut hartohet ne 4 (kater) kopje me fuqi te njejte ligjore

Tirane, date 03.07.2022

“MAH” SHPK

Ortaku i Vetem

Muhammad Asham

Asham

ARTICLES OF MEMORANDA
AND ARTICLES OF ASSOCIATION

Foundation

Article 1

The company "MAH" is founded by the sole shareholder Muhammad Arham son of Maqbool Husain and Asma Parvin , Indian citizen born on Moradabad,Uttar Pradesh India, in 27.12.1996, holder of passport no. N8577793

NAME, HEADQUARTERS, LEGAL FORM

ARTICLE 2

Name

The name of the company is "MAH" L.L.C

Article 3

Legal form

3.1 The company is a limited liability company and is established in accordance with the commercial legislation in Albania.

3.2 The company can be transformed into any other form in accordance with the Albanian legislation.

ARTICLE 4

Legal Grounds

The company will carry out its activity in accordance with this Articles of Association, the commercial legislation as well as other relevant legislation.

ARTICLE 5

Duration of the activity

The company starts its activity with the registration in the National Business Center ("NBC")

The company is established for an undefined period.

Arham

Article 6

Legal seat

6.1 Legal seat of the company is at the address : Rr.Dibres shk.1, Ap.9/7, kati .9, Tirane 1023

6.2 Email address of the company; mah.llc2022@gmail.com; cell number:0683751448

6.3.The Administrator may decide to open branches and / or subsidiaries, and / or secondary addresses, and / or the representative office of the company inside the territory of Albania and abroad, or may deregister the existing ones according to the laws at the border.

6.4 The company can participate in other Albanian companies that exist or will be created in the future in Albania and / or abroad by decision of the administrator of the company.

Article 7

Emblem. Seal

The company will have its own emblem and stamp. The stamp will be used by the administrators of the company

The shape and dimensions of the stamp will be determined in accordance with the rules of Albanian legislation.

All company documents must contain its emblem and seal.

Article 8

Object

The object of the company's activity is: import-export of various food items, wasted paper, marble, minerals, scrap and various metals and other industrial articles and textile

The object can be changed by decision of the Sole Shareholder

Article 9

Capital of the Company

The Initial capital of the company is: 600,000 (six hundred thousand) leke

The sole shareholder owns 1 (one) quota

The quota of the initial capital has been signed and duly paid

Article 10

Asham

Quota transfer. Restrictions

10.1 Quotas may be transferred to third parties in accordance with the provisions of Law No. 9901 dated 14.04.2008 "On Entrepreneurs and companies "with relevant amendments.

10.2 Pledging the quotas shall be permitted only with the consent of the Sole Shareholder.

Article 11

Capital Increase

11.1 The capital of the Company may be increased or decreased by decision of the Sole Shareholder.

11.2 The capital increase can also be done through the subscription and settlement of other parts of the capital by new partners. New partners are accepted and approved as such by the decision of the sole trustee.

Article 12

Capital reduction

12.1 The reduction of the capital is done according to the procedures foreseen by the commercial legislation.

12.2 The reduction proposal will be submitted to the authorized accounting expert and the administrator at least 45 days before the decision is made by the sole partner of the company. The accounting expert and the administrator will review the proposal and will present to the sole partner the report regarding with the reasons and conditions of the capital reduction

12.3 The capital reduction report will be approved by a decision of the Single Partner of the company.

GOVERNANCE STRUCTURE

Article 13

Decisions of the sole shareholder

13.1 The main decisions on the activity of the company are taken by its Sole Partner.

13.2 Decisions of the Single Partner include mainly:

- Determining the commercial policies of the company;
- Increasing or reducing the share capital of the company;

Asham

Dissolution and liquidation of the company

The appointment or dismissal of the administrator or administrators of the company and the determination of the remuneration for them;

Appointment and dismissal of liquidators and accounting experts and determination of remuneration for them;

Approval of the company's balance sheet and annual financial statements and performance reports;

-Division of quotas and their cancellation;

-Transformation of society in other forms.

Article 14

Administration

14.1 The administration of the company is performed by an administrator or a group of administrators who are appointed by the decision of the Single Partner.

14.2 The Administrator has the right to represent the company and direct the day-to-day work of the company in accordance with the instructions of the Single Partner.

14.3. The administrator of the company is Mr. Muhammad Arham son of Maqbool Husain and Asma Parvin, Indian citizen born on Moradabad, Uttar Pradesh Indi, in 27.12.1996, holder of passport no. N8577793

14.4 The Administrator is responsible for the following activities:

-Direction of the daily activity of the company

-Representation of the company in relation to third parties in person or by representation;

-Drafting and maintaining accounting, prepare and sign the annual balance sheet, the consolidated balance sheet and the progress report of the activity and together with the proposal for profit sharing;

-Preparation of documents on behalf of the company according to the competencies it has;

-To develop other activities of any kind for the good of society and the realization of its object;

-To represent the society in Albania to third parties, institutions or public or private entities;

To enter into and on behalf of the company, contracts with third parties;

Arham

- To hire and lay off employees or other staff that is considered necessary for the conduct of business in Albania;
- To decide on the change of the company's headquarters;
- To represent the company in Albania before the commercial banks and the Bank of Albania as well as to perform on behalf of the company any banking transaction;
- To undertake any other activity or business or activity which is considered necessary for the business of the company in Albania;

14.5 The mandate of the administrator will be valid for 5 (five) years with the right of renewal or until the moment of his revocation by decision of the Single Partner.

Article 15

Financial years

The financial year of the company corresponds to the calendar year, starting from January 1 to December 31 of each year.

As an exception, the first financial year of the company will start from the day of registration of the company in the tax office and ends on December 31 of the same year.

Article 16

Balance sheet.Accounting

16.1 The annual balance sheet of the company is reviewed by the Sole Partner and must be prepared to be presented to the tax authorities by the end of March of the following year.

16.2 Accounting is kept in the Albanian language and currency and according to the requirements of the relevant legislation. For special operations, the company can perform operations with special accounts in foreign currency by making the conversion within the year.

16.3 The company may receive funds from financial institutions operating in Albania or abroad. For this purpose, the company may pledge part of the capital as collateral or may mortgage its real estate, only by decision of the Sole Partner.

Article 17

Income..Dividend

17.1 The company will create reserve funds for the realization of the purpose of its business in accordance with the requirements of Law no. 9901 dated 14.04.2008 "On Traders and Trade Companies"

Asham

17.2 The income that results at the end of the closure of each exercise, after the payment of taxes, may be transferred to the Single Partner.

17.3 The losses of the company will be covered up to the limit of the founding capital and the partner will be liable up to the limit of his contribution to the founding capital of the company. The losses are transferred from the closing of the first exercise, to the next three exercises.

Article 18

Liquidation

18.1 The dissolution of the company is decided by the decision of the Single Partner.

18.2 By the decision of the Single Partner is appointed a liquidator or a group of liquidators who will complete the liquidation procedures.

18.3 The liquidator shall prepare the liquidation report on the economic condition of the company, about the further liquidation operations and the time required for its completion. At the end of this procedure, the Sole Partner will review the final balance sheet and approve the completion of the procedures. of liquidation

Article 19

Dispute Resolution

Disputes that may arise between the company and third parties, if not resolved amicably, will be subject to review by the competent Albanian court.

Article 20

Final provision

This Articles of Association has been drafted in 4 (four) copies with the same legal force

Tirana, date 04.07.2022

“MAH” L.L.C

The only Shareholder

Muhammad Arham

Muhammad Arham

Arham