

**Banka ProCredit sh.a Shqiperi**  
**Asambleja Aksionere**  
**20.10.2022**

Bazuar ne Statutin e Bankes ProCredit sh.a, Asambleja Aksionere e Bankes, ne mbledhjen e jashtezakonshme, e perfaqesuar nga aksioneri i vetem i saj ProCredit Holding AG & Co. KGaA aprovoi

**VENDIM**

Per ritjen e kapitalit te bankes ProCredit sh.a, si dhe te ndryshimeve ne statut

1. Asambleja e Aksionereve e perfaqesuar nga aksioneri i vetem, ne perputhje me statutin e Bankes "ProCredit Sh.A" aprovon ritjen e kapitalit te nenshkruar te shlyer te bankes ProCredit sh.a me mjete likuide ne shumen **2,999,970.50 EUR** (ose **352,166,537.00 Leke**) te cilat do te paguhen nga aksioneri i vetem me ane te nenshkrimite te **40,595** aksioneve te reja.

Aksionet jane te llojit te zakonshem me vlere nominale 73.90 EUR (ose **8,675.1210 Leke**) secila dhe do te nenshkruhen nga aksioneri i vetem i bankes.

Pas kesaj rritje,kapitali i bankes (dhe vlera e kapitalit te shlyer) behet gjithsej **5,711,468,814.47 Leke** i ndare ne **604,851 aksione** gjithsej.

2. Asambleja e Aksionereve e perfaqesuar nga aksioneri i vetem, ne perputhje me statutin e Bankes "ProCredit Bank Sh.A" aprovon ndryshimin e nenit 5 pika 1, dhe nenit 6, sipas aneksit nr.1 bashkengjitur ketij vendimi, per reflektim ne statut te rritjes se kapitalit te nenshkruar dhe teresisht te shlyer te bankes ProCredit Sh.a sipas pikes nr. 1 te ketij vendimi si dhe autorizon Drejtorine Ekzekutive te bankes te ndjeke te gjitha hapat e nevojshem per aprovimin e ndryshimeve ne statut nga Banka e Shqiperise.

**ProCredit Bank sh.a Albania**  
**Assembly of Shareholders**  
**20.10.2022**

Pursuant to ProCredit Bank sh.a Albania Statute, the Assembly of Shareholders of the Bank, in the extraordinary meeting, represented by the sole shareholder ProCredit Holding AG & Co. KGaA, passes the following

**DECISION**

On approval of equity increase and the changes in the By-Laws.

1. Assembly of Shareholders of the Bank, represented by the sole shareholder in compliance with the By-laws of ProCredit Bank sh.a approves the increase of equity of ProCredit Bank sh.a with liquid assets in the amount of **2,999,970.50 EUR** (or **352,166,537.00 Albanian Leke**) which shall be paid by the sole shareholder through issuance of **40,595** new shares.

The shares are of ordinary type with nominal value 73.90 EUR (or **8,675.1210 Albanian Leke**) each for subscription only from the sole shareholder of the bank.

After this increase, the bank's capital (and the value of the repaid capital) will be **5,711,468,814.47 Albanian Leke** divided into **604,851 shares** in total.

2. Assembly of Shareholders of the Bank, represented by the sole shareholder in compliance with the By-laws of ProCredit Bank sh.a approves the changes of Article 5, point 1, and the Article 6 as specified in the annex no.1 attached, which reflects the increase of equity of ProCredit Bank sh.a, according to the above mentioned approval, and authorizes the Management of the Bank to follow all the necessary steps for the approval of the changes of ProCredit Bank's By-laws by Bank of Albania.

**Aksioneri i Vetem / Sole Shareholder**  
**ProCredit Holding AG & Co. KGaA**

Emri Mbiemri, Nenshkrimi

Name surname signature

Hubert Spechtenhauser  
Manager

Christian Dagrosa  
Authorised Representative

Hubert Spechtenhauser  
Manager

Christian Dagrosa  
Authorised Representative

**Aneksi Nr. 1 / Annex no.1**

**Projekti i ndryshimeve ne Statutin e ProCredit Banka Sha /  
Project of Changes in the By-Law of ProCredit Bank Sha**

Referuar nenit 24, pika 1, shkronja b, e Ligjit Nr. 9662, datë 18.12.2006 "Per Bankat ne Republikën e Shqiperise" i ndryshuar, si dhe ne perputhje me nenin 18, pika 2 e Rregullores "Për licencimin dhe ushtrimin e veprimtarisë së bankave dhe degëve të bankave të huaja në Republikën e Shqipërisë" (te ndryshuar), ju paraqesim më poshtë projektin e ndryshimeve ne statut te aprovuar nepermjet ketij vendimi nga asambleja e aksionere e bankes me qellim rritjen e kapitalit me mjete likuide.

Pursuant to Article 24, paragraph 1, letter b of Law no.9662, date 18.12.2006 "On Banks in the Republic of Albania", as amended, pursuant to Article 18, paragraph 2 of the Regulation "On Licensing and activity of banks and branches of foreign banks in the Republic of Albania", we present the following project of articles of the charter proposed to be changed, which is approved upon this decision by the assembly of shareholders with purpose of increase of equity by liquid assets.

**Neni 5, pika 1 / Article 5, point 1 (perpara ndryshimit / before changes)**

<b>II. Equity Capital</b>	<b>II. Kapitali</b>
<b>Article 5: Capital and Shares</b>	<b>Neni 5: Kapitali dhe Aksionet</b>
(1) The Bank's subscribed and paid-in share capital amounts to Albanian Leke (ALL) <b>5,359,302,277.47</b> (five billion, three hundred fifty-nine million, three hundred and two thousand, two hundred and seventy-seven, point forty-seven) divided into <b>564,256</b> (five hundred and sixty-four thousand, two hundred and fifty-six) shares, each having a nominal value of <b>9,497.99785465 ALL</b> .	(1) Kapitali i nënshkruar dhe tërësisht i shlyer i Bankës është i barabartë me <b>5,359,302,277.47</b> Lekë ( pesë miliard, tre qind e pesë dhjetë e nëntë million, tre qind e dy mijë, dy qind e shtatë dhjetë e shtatë, pikë dyzet e shtatë) i ndarë në <b>564,256</b> (pesë qind e gjashtë dhjetë e katër mijë, dy qind e pesë dhjetë e gjashtë) aksione, secilë me vlerë nominale <b>9,497.99785465</b> Lekë.

**Neni 5, pika 1 ndryshohet si vijon / Article 5, point 1 changed as follows:**

<b>II. Equity Capital</b>	<b>II. Kapitali</b>
<b>Article 5: Capital and Shares</b>	<b>Neni 5: Kapitali dhe Aksionet</b>
(1) The Bank's subscribed and paid-in share capital amounts to Albanian Leke (ALL) <b>5,711,468,814.47</b> (five billion, seven hundred and eleven million, four hundred and sixty-eight thousand, eight hundred fourteen, point forty-seven) divided into <b>604,851</b> (six hundred and four thousand, eight hundred and fifty-one) shares, each having a nominal value of	(1) Kapitali i nënshkruar dhe tërësisht i shlyer i Bankës është i barabartë me <b>5,711,468,814.47</b> Lekë (pesë miliard, shtatë qind e njëmbëdhjetë milion, katër qind e gjashtëdhjetë e tetë mijë, tetë qind e katërbëdhjetë, pikë dyzet e shtatë) i ndarë në <b>604,851</b> (gjashtë qind e katër mijë, tetë qind e pesë dhjetë e një) aksione, secila me vlerë nominale <b>9,442.769896 ALL</b> Lekë.

9,442.769896 ALL.

**Neni 6 / Article 6 (perpara ndryshimit / before changes)**

<b>Article 6: Structure of Capital Ownership</b>	<b>Neni 6: Struktura e pronësisë në kapital</b>
The share capital is subscribed and paid-in in cash in the following amounts by the following shareholders:	Kapitali është nënshkruar dhe shlyer me para në dorë në shumat e mëposhtme nga Aksionarët e mëposhtëm:

Shareholder Aksionari	Amount in ALL Shuma ne Leke	Number of Shares Numri i Aksioneve	In % Në %
ProCredit Holding AG & Co. KGaA	5,359,302,277.47	564,256	100%
<b>Total</b>	<b>5,359,302,277.47</b>	<b>564,256</b>	<b>100%</b>

**Neni 6 ndryshohet si vijon / Article 6 changed as follows:**

<b>Article 6: Structure of Capital Ownership</b>	<b>Neni 6: Struktura e pronësisë në kapital</b>
The share capital is subscribed and paid-in in cash in the following amounts by the following shareholders:	Kapitali është nënshkruar dhe shlyer me para në dorë në shumat e mëposhtme nga Aksionarët e mëposhtëm:

Shareholder Aksionari	Amount in ALL Shuma ne Leke	Number of Shares Numri i Aksioneve	In % Në %
ProCredit Holding AG & Co. KGaA	5,711,468,814.47	604,851	100%
<b>Total</b>	<b>5,711,468,814.47</b>	<b>604,851</b>	<b>100%</b>

Date 20.10.2022

**Deklarate**

Pazuar ne Rregulloren e Bankes se Shqiperise Per Licencimin dhe Ushtrimin e Veprimtarise se Bankave dhe Degeve te Bankave te Huaja ne Republiken e Shqiperise' e ndryshuar.

ProCredit Holding AG&Co.KgA, e perfaqesuar nga dy personat e autorizuar me poshte, deklarone pergjegjesi te plote se fondet e perdorura per rritjen e kapitalit me mjete likuide te Bankes ProCredit Sh.A Shqiperi ne shumen **2,999,970.50 EURO (ose 352,166,537.00 Leke)** kane nje burim te ligjshem dhe rrjedhin nga fondet e ProCredit Holding AG&Co.KgA.

Date 20.10.2022

**Declaration**

Pursuant to Regulation of Bank of Albania 'On the Licensing and Exercising of the Activity of Banks and Branches of Foreign Banks in the Republic of Albania' as amended.

ProCredit Holding AG & Co. KGaA represented by two authorized signatories declares under its responsibility that the funds used for the increase of capital with liquid assets at ProCredit Bank Sh.A Albania in the amount **2,999,970.50 EUR (or 352,166,537.00 Albanian Leke)** have a legal source and derive from own funds of ProCredit Holding AG & Co. KGaA.

**Aksioneri i Vetem / Sole Shareholder  
ProCredit Holding AG & Co. KGaA**



**Name surname signature  
Hubert Spechtenhauser  
Manager**



**Name surname signature  
Christian Dagrosa  
Authorised Representative**

Messages

Message 1

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Message Identifier

Message Preparation Application: SWIFT Interface  
Unique Message Identifier: O PRCBDEFFXXX 103 22027094 (suffix 2210265085738)

Message Header

Status: Read-Only  
Format: Swift Sub-Format: Output  
Identifier: fin.103 Expansion: Single Customer Credit Transfer  
Application: FIN Nature: Financial  
Sender: PRCBDEFFXXX LT: A  
Receiver: FEFAALTRXXX LT: A  
Transaction Reference: 22027094  
Priority: Normal  
Monitoring: None  
MUR: 00002520221026  
UETR: 389e36f9-abd9-44a2-93d8-e33d5e87c898  
Amount: 2.999.970,5 Currency: EUR Value Date: 26/10/22  
Transaction Data Result: Not processed

Sender / Receiver

Sender Institution: PRCBDEFFXXX Expansion: PROCREDIT BANK AG  
60486 FRANKFURT AM MAIN  
FRANKFURT AM MAIN  
DE  
GERMANY

Receiver Institution: FEFAALTRXXX Expansion: PROCREDIT BANK SH. A. ALBANIA  
(FORMERLY FEFAD BANK)  
(HEAD OFFICE)  
TIRANA  
TIRANA  
AL  
ALBANIA

Message Text

Block 3  
{108:00002520221026}{121:389e36f9-abd9-44a2-93d8-e33d5e87c898}  
Block 4  
F20: Sender's Reference  
22027094  
F23B: Bank Operation Code  
CRED  
F32A: Value Date/Currency/Interbank Settled Amount  
Date: 221026 2022 Oct 26  
Currency: EUR EURO  
Amount: 2999970,5 #2.999.970,5#  
F33B: Currency/Instructed Amount  
Currency: EUR EURO  
Amount: 2999970,5 #2.999.970,5#  
F50K: Ordering Customer - Account - Name and Address  
Account: /DE08502108000009320016  
Name and Address:



ProCredit Holding AG + Co. KGaA  
Rohmerplatz 33 - 37

F59: Beneficiary Customer - Account - Name and Address

Account:

/AL98209119190000910801509101

Name and Address:

Procredit Bank Albania  
Tirana, Albania

F70: Remittance Information

/BNF/Paid in capital increase

F71A: Details of Charges

OUR

Block 5

{CHK:09D9319274C5}

**Other**

Delivery overdue warning request No

Network delivery notif. request No

Payment Confirmation Status:

Confirmed Currency:

Confirmed Amount:

Confirmed Date:

