

REPUBLIKA E SHQIPERISE
DHOMA E NOTEREVE TIRANE

Nr.1270.....Rep.

Nr.139.....Kol.

*Tyze ve shumën 700 leuë
u likujdhe*

KONTRATE SHITJE AKSIONESH

Sot, me date 17 Mars 2000, ditën e Premte, para meje Noteres se Dhomes se Notereve, Tirane, Shpresa Kurti, me seli ne Rruga e Durrësit, u paraqiten:

SHITESIT:

1. Z. *Mihal Delijorgji*, i biri i Pandeliut, lindur me 9.8.1966, banues ne Lagjia 1, Durrës, Shqiperi, me Nr. Pasaporte: 549972, madhor e me zotesi te plote juridike e per te vepruar, ne cilesine e ortakut ne Shoqerine "Perparimi" Sh.a, mbajtes i 110 aksioneve te kapitalit saj;
2. Z. *Kristo Delijorgji*, i biri i Pandeliut, lindur me 24.5.1972, banues ne Lagjia 1, Durrës, Shqiperi, me Nr. Pasaporte: 1020249, madhor e me zotesi te plote juridike e per te vepruar, ne cilesine e ortakut ne Shoqerine "Perparimi" Sh.a, mbajtes i 130 aksioneve te kapitalit te saj;

dhe

BLERESI:

Shoqeria "*Felmont Trading Limited*", nje shoqeri e huaj e krijuar dhe egzistuese sipas legjislacionit te Republikës se Qipros, rregjistruar me Vendimin Nr. 79955, date 28.6.1996, sipas vendimit ne Mbledhjen e Bordit te saj Drejtues te dates 25.01.2000, perfaqesohet nga Znj. Alkaterini Donta, e bija e Anastasious, lindur me 13.01.1950, rezidente ne Athine, Rr. Trapezudos 24, me Nr. Pasaporte: N. 799192, madhore e me zotesi te plote juridike e per te vepruar,

te cilet rane dakort sa me poshte:

Neni 1

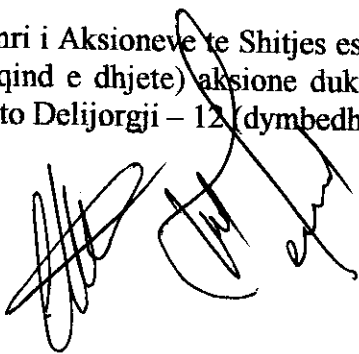
Objekti i shitjes

Objekt i shitjes se kesaj kontrate jane 51% e aksioneve (qe me poshte do te quhen "**Aksionet e Shitjes**") te kapitalit aksioner te Shoqerise "Perparimi" Sh.a, person juridik i te drejtes shqiptare.

Neni 2

Numri i Aksioneve te Shitjes

Numri i Aksioneve te Shitjes eshte 122 (njqind njezet e dy) ndare repektivisht: *Mihal Delijorgji* - 110 (njqind e dhjete) aksione duke shitur keshtu te gjithë aksionet e mbajtura prej tij ne Shoqeri, dhe *Kristo Delijorgji* - 12 (dymbedhjete) aksione.



Neni 3

Cmimi i shitjes

Cmimi i shitjes per aksion eshte i njejte me vleren nominale te secilit aksion. Ky cmim eshte 100.000 Drahmi/per aksion dhe ne total cmimi per 122 Aksionet e Shitjes eshte 12.200.000 Drahmi.

Neni 4

Giendja e pronesise

Shitesit garantojne Bleresin se Aksionet e Shitjes jane te pastra dhe te lira nga cdo barre ligjore ose detyrim tjeter ligjor.

Neni 5

Kalimi i pronesise

Me nenshkrimin e kesaj kontrate Shoqeria "Felmont Trading Limited" behet menjehere pronare e Aksioneve te Shitjes dhe zoteruese e 51% te kapitalit aksioner te Shoqerise "Perparimi" Sh.a dhe gezon te gjitha te drejtat qe burojne nga zoterimi i ketyre aksioneve.

Neni 6

AFATI I SHLYERJES SE CMIMIT TE SHITJES

Cmimi i Aksioneve te Shitjes eshte shlyer plotesisht nga Bleresi dhe Shitesit nuk kane asnje pretendim per kryerje te ndonje shlyerje apo veprimi tjeter pas firmosjes se kesaj kontrate.

Neni 7

Te ndryshme

Kjo kontrate hartohet dhe firmoset ne 4 kopje shqip dhe 4 kopje anglisht me vlere te njejte. Mosmarrevshjet e paleve lidhur me interpretimin dhe egzekutimin e kesaj kontrate do te zgjidhen ne Gjykatën kompetente te Republikës së Qipros.

SHITESIT

1. **Mihal DELIJORGJI**

Mihal Delijorgji

2. **Kristo DELIJORGJI**

Kristo Delijorgji

BLERESI

Alkaterini DONTA

Alkaterini Donta

NOTERE

Noterë: Gerta Skënderi

Gerta Skënderi



REPUBLIC OF ALBANIA
CHAMBER OF NOTARY OF TIRANA
No.1273.....Reg.
No.140.....Kol

SHARE PURCHASE AGREEMENT

Today, on date 17.03.2000, Friday, in front of me, Notary of Chamber of Notary, Tirana, Shpresa Kurti, with head office in Rruga e Durresit has been present:

SELLERS:

1. Mr. Mihal Delijorgji, son of Pandeliut, born on 9.8.1966, resident at Lagjia 1, Durres, Albania, with Pasaport No. : 549972, magior and with full legal capacity and capacity to act, in the quality of shareholder in the company "Perparimi" S.A, holder of 110 shares of its share capital;
2. Mr. Kristo Delijorgji, son of Pandeliut, born on 24.5.1972, resident at Lagjia 1, Durres, Albania, with Pasaport No. :1020249, magior and with full legal capacity and capacity to act, in the quality of shareholder in the company "Perparimi" S.A, holder of 130 shares of its share capital;

PURCHASER:

Company "Felmont Trading Limited", a foreigner company, organised and existing on the base of legislation of Republic of Cypros, rregistered by Decision No. 79955, date 28.6.1996, as per decision of its Board of Directors of date 25.01.2000, represented by Ms. Aikaterini DONTA, daughter of Anastasious, born on 13.01.1950, resident at Athens, 24 Trapezudos Str., with Pasaport No. :N 799192, magior and with full legal capacity and capacity to act,

which agreed as follows:

Article 1

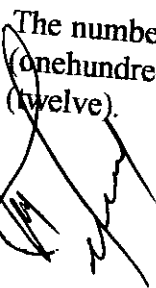
Sale object

The sale object under this contract is the 51% of shares (hereinafter called "Sale Shares") of share capital of company "Perparimi" S.A, juridical person of albanina legislation.

Article 2

Number of Sale Shares

The number of Sale Shares is 122 (onehundredtwentytwo) divided respectively: Mihal Delijorgji - 110 (onehundredten) shares, by this way selling all shares owned by him, and Kristo Delijorgji - 12 (twelve).



Article 3
Sale Price

The Sale Price per share is equal with nominal value of each share. This price is 100,000 Drahmas/per share and the total price for 122 Sale Shares is 12,200,000 Drahmas.

Article 4
Ownership state

The Sellers guaranty the Purchaser that the Sale Shares are clean and free from any legal lien or other legal obligation.

Article 5
Transfer of Ownership

By signment of this agreement the Company "Felmont Trading Limited" becomes immediately owner of Sale Shares and possess the 51% of the share capital of company "Perparimi" S.A and enjoys every power deriving from such ownership.

Article 6
The deadline of Sale Price payment

The price of Sale Shares is totally paid by the Purchaser and the Sellers has no any pretention on performance of any other payment or action after the signment of this agreement.

Article 7
Miscellous

This agreement is prepared and signed in 4 (four) copies in albanian language and 4 (four) copies in english lanuage with equal value.
The disputes between parties regarding the interpretation and execution of this agreement will be under the competence of Republic of Cypros Courts.

SELLERS

1. **Mihal DELJORGJI**

Mihal Deljorgji

2. **Kristo DELJORGJI**

Kristo Deljorgji

PURCHASER

Alkaterini DONTAS

Alkaterini DONTAS

NOTARY

Translated by: *Gerta Shkënderi*
Gerta Shkënderi

Suprene Kurdi





REPUBLIKA E QIPROS

Form nr. C. 44

C. Nr. 79955

LIGJI PER SHOQERITE, KAP. 113
SEKSIONI 15 (1)

VERTETIM THEMELIMI

Vertetohet se

FELMONT TRADING LIMITED

eshte Themeluar sot ne baze te Ligjit per Shoqerite, Kap. 113, si Shoqeri
me Pergjegjesi te Kufizuar.

Dhene nga une me 28 Qershor 1996, Nicosia.

(Sgd.) MARIA KYRIACOU
Rregjistrues i Shoqerive

KOPJE E NJEJTE E VERTETUAR
C.S.M. SECRETARIAL LIMITED
(Firme)

Rregjistruesi i Shoqerive
28. 6. 96

Perkthim i njejte me origjinalin
(firme)

Per Steven
Cayel Skueh
Cayel Skueh