

AKTI I THEMELIMIT

I

SHOQERISE TREGTARE ME PERGJEGJESI TE KUFIZUAR “HYUNGLOBAL ALBANIA” SH.P.K.

Themeluesi qe nenshkruan me poshte si vijon:

- 1) **Z. TAEHYUN KIM**, shtetasi Korean, i datëlindjes 25.04.1974 i biri i Kim Jong Gi lindur në Dalbit 1-ro, Sejong-si / Republika e Korese dhe banues në Republikën e Korese, mbajtës i pasaportës Repulikes se Korese me Nr M76198502, madhor dhe me zotësi të plotë juridike për të vepruar,.

Qe ne vijim do te quhet Ortaku i Shoqerise “HYUNGLOBAL ALBANIA” SH.P.K.

Sot me date 24.04.2024, bazuar ne vullnetin e tij te lire dhe ne perputhje me ligjin Nr.9901 date 14.04.2008 “Per Tregtaret dhe Shoqerite Tregtare”, vendosi te themeloje Shoqerine Tregtare me Pergjegjesi te Kufizuar, ne baze te kushteve qe vijojne:

Kreu I

OBJEKTI, EMERTIMI, SELIA, REGJIMI JURIDIK

Neni 1

Objekti i shoqerise

Shoqeria “HYUNGLOBAL ALBANIA” SH.P.K., ka si objekt veprimtarie:

1. Tregeti me pakice te Autoveturave, Mjeteve Motorike te përdorura dhe te reja
2. Import eksport ne Industrine e Automobilave dhe te tregtimit te gjitha llojeve te produkteve.
3. Shitblerje e pasurive te luajtshme apo te paluajtshme, mjeteve te transportit, makinerive, automjeteve t'i marre ose t'i leshoje me qera, te marre pjese ne tenderin e tyre, si dhe te beje ndertime, rikonstruktime, rregullime, sherbime, etj., apo te transferoje te palet e tjera punet e tyre, me pakice dhe shumice.
4. Tregtim me pakice dhe shumice, ne format e parashikuara dhe te lejuara nga legjislacioni shqiptar.
5. Shoqeria, mund te kryeje per permbushjen e qellimeve te saj cdo lloj operacioni tregtar, mund te vendose pasuri te luajtshme dhe te paluajtshme, t'a hipotekojë kete pasuri ne regjistrin e pasurive te paluajtshme ne emer te saj

6. Perfitoje, transferoje, te marre apo jape me qera, te bleje dhe shese, si dhe te kontraktoje, te drejten e markes, patentes, licences, dhe te drejatat e tjera qe jane te ngjashme me keto.
7. Shoqeria, sic mund te ushtroje punet qe tregohen ne objektin e veprimtarise se saj, brenda dhe jashte vendit, ashtu edhe mund te marre pjese, te perfitoje apo te transferoje nga/te palet e tjera, mund te marre pjese ne kapitalet e personave juridike dhe fizike, te vendit apo te huaj, te krijuar ose qe krijohen me qellim tregtie, industrie, etj., ne lidhje me keto fusha.

Neni 2

Emertimi dhe Selia Juridike e Shoqerise

1. Ortaku vendosi qe shoqerine t'a emertoje **"HYUNGGLOBAL ALBANIA"** SH.P.K.
2. Selia juridike e Shoqerise ndodhet ne adresen: Njesia Bashkiake Nr.13, Rruga "Selite e Vjeter", Ndertesa Private Nr 7, Hyrja Nr 1, Ap Nr 6 Tirane / Shqiperi.
3. Shoqeria mund te krijojte qendra sekondare, dege, zyra perfaqesimi ne qytete te tjera te Shqiperise ose jashte vendit.

Neni 3

Forma Juridike

1. Shoqeria eshte shoqeri me pergjegjesi te kufizuar. Veprimtaria e saj i nenshtrohet dispozitave te Aktit te Themelimit, Statutit dhe legjislacionit shqiptar ne fuqi
2. Me vendim te ortakut mund te ndryshoje formen juridike te Shoqerise, ne qofte se ne te ardhmen krijohen premisa me te favorshme per funksionimin e saj sipas legjislacionit shqiptar. Ne kete rast Ortaku do te pershtase Aktin e Themelimit dhe Statutin e shoqerise, si dhe do te bejne regjistrimin e saj ne regjistrin tregtar, ne organet kompetente shqiptare.
3. Shoqeria gezon personalitet juridik nga data e regjistrimit te saj ne regjistrin tregtar nga organet kompetente dhe ne perputhje me ligjin.
4. Shoqeria do te kete vulen e saj.

TE DREJTAT DHE DETYRAT, KOHEZGJATJA

Neni 4

Te drejtat e Shoqerise dhe te Ortakeve

1. Shoqeria ka te drejte te lidhe marreveshje dhe te nenshkruaje kontrata ne territorin e Shqiperise dhe jashte saj.
2. Shoqeria gezon te drejten te krijojte pasuri materiale dhe intelektuale.
3. Shoqeria ka te drejte te marre pjese si ortak ne nje shoqeri tjeter ose ndermarrje te ndryshme ne Shqiperi ose jashte saj, ne perputhje me legjislacionin shqiptar.
4. Shoqeria pergjigjet ndaj te treteve vetem dhe ekskluzivisht me kapitalin e saj shoqeror te derdhur dhe me te mirat e pasurise se saj.
5. Ortaku merr pjese ne administrimin e veprimtarise se shoqerise ne perputhje me Aktin e Themelimit dhe Statutin, vet ose nepermjet perfaqesuesve te tij.
6. Ortaku ka te drejte te marre te gjitha informatat qe kane te bejne me veprimtarine prodhuese, projektuese, realizuese e tregtare te shoqerise, si bilancet, llogarite ekonomike etj.

Neni 5

Kohezgjatja

Kohezgjatja e shoqerise eshte me afat te pacaktuar.

Kreu III

KAPITALI THEMELTAR

Neni 6

Kapitali Themeltar

Kapitali themeltar i shoqerise eshte **100.000 (njqind mije) leke**.

Ai eshte i ndare ne **1 (nje) pjese (kuote)** me vlere **100.000 (njqind mije) leke**.

Ortak i vetem i shoqerise eshte:

- 1) **Z. TAEHYUN KIM**, zotërues i **1 (nje) kuote** me vlere **100.000 (njqind mije) leke**, qe perben **100 %**, të kapitalit të themeltar shoqërisë.

Kreu IV

PERSONALITETI JURIDIK

Neni 7

Shoqeria fiton personalitetin juridik ne ditën e rregjistrimit të saj ne Rregjistrin Tregtar ne Qendren Kombetare te Biznesit ne Tirane, si dhe fillon veprimtarine e saj me marrjen e licences te ushtrimit se veprimtarise.

Kreu V

ADMINISTRIMI

Neni 8

1. Shoqeria do te administrohet nga **Z. Arian Seiti**, me nr ID H41202077T i cili do te dhe perfaqesuesi ligjor i saj dhe te perfaqesoj shoqerine ne marredheniet me te tretet dhe do t'i ushtrojë detyrat dhe kompetencat e tij per nje periudhe **5 (Pese)** vjecare nga data 24.04.2024 deri ne datën 23.04.2029 dhe me te drejte rizgjedhje.
2. Administratori mund t'i delegojne kompetencat e tij me shkrim ne formen e autorizimit ose me prokure.

Kreu VI

DISPOZITA TE TJERA

Neni 9

1. Fitimi i realizuar nga Shoqeria, pas shlyerjes se detyrimeve ligjore, do t'i mbetet Ortaket te saj.
2. Ky Akt redaktohet dhe nenshkruhet ne 3 (tre) kopje, te gjitha me te njejten vlere ligjore.
3. Nje kopje qendron ne dokumentacionin baze te shoqerise.

ORTAKU THEMELUES I SHOQERISE "HYUNGLOBAL ALBANIA" SH.P.K.

Z. TAEHYUN KIM

김태훈
TAEHYUN KIM
김태훈 Kim

**MEMORANDUM OF ASSOCIATION
OF THE
LIMITED LIABILITY COMPANY
"HYUNGGLOBAL ALBANIA" shpk**

The founder who signed below as follows:

1. **Mr. TAEHYUN KIM**, Korean citizen, date of birth 25.04.1974, son of Kim Jong Gi, born in Dalbit 1-ro, Sejong-si / Republic of Korea and resident in the Republic of Korea, holder of Republic of Korea passport No. M76198502, adult and with full legal capacity to act.

hereinafter referred to as the Shareholder of the Company "HYUNGGLOBAL ALBANIA" SH.P.K

This 24th day of April 2024, who, upon his own free will and pursuant to Law No. 9901 dated 14.04.2008 " On Entrepreneurs and Companies", he decided to incorporated the Limited Liability Company, based on the following conditions:

Chapter I

THE OBJECT OF ACTIVITY, NAME, HEADQUARTERS, LEGAL STATUS

Article 1

The object of the activity

The object of the company "HYUNGGLOBAL ALBANIA" SH.P.K activity, is as following:

1. Retail trade of used and new cars, motor vehicles
2. Import-export in the Automotive Industry and trade of all types of products.
3. Sale and purchase of movable or immovable assets, means of transport, machines, renting or leasing vehicles, taking charge of their auction, as well as to perform constructions, refurbishments, repairing, services, etc., or to subcontract their work to other parties, in small or large quantities.
4. Retail and wholesale trade, in accordance with the methods provided for and allowed by legislation.



5. The company, in order to fulfil its aims, is allowed to perform any trade operation, dispose of real estate, to mortgage the real estate on its behalf at the real estate register.
6. Acquire, transfer, rent or lease, buy and sell, as well as contract, trademark, patent right, license, and other similar rights.
7. The company, as it can carry out the tasks indicated in the object of its activity, inside and outside the country, it can also participate, benefit or transfer from/to other parties, can participate in the capitals of national or foreign natural persons /legal entities established or to be established for the purpose of trade, industry, etc., in relation to these sectors.

Article 2

Name and Legal Headquarters of the Company

1. The shareholder of the company decided to name it **"HYUNGGLOBAL ALBANIA"** sh.p.k.
2. The legal headquarters of the Company is located at the address Njesia Bashkiake Nr.13, Rruga "Selite e Vjeter", Nderresa Private Nr 7, Hyrja Nr 1, Ap Nr 6, Tirana / Albania.
3. The company can establish secondary centers, branches, representative offices in other cities of Albania or abroad.

Article 3

Legal status

1. The company is a limited liability company. Its activity is subject to the provisions of the memorandum of association, statute and the Albanian legislation in force
2. On its decision, the shareholder, may change the legal status of the Company, if more favourable premises for its functioning are created in the future in accordance with the Albanian legislation. In this case, the shareholder shall adapt the Memorandum of Association and the Articles of Association of the company, as well as it shall perform its registration in the commercial register, in the competent Albanian bodies.
3. The company enjoys legal personality from the date of its registration in the commercial register by the competent bodies and in accordance with the law.
4. The company shall have its own seal.

Chapter II

THE RIGHTS AND OBLIGATIONS, DURATION



Article 4

The rights of the Company and the shareholders

1. The company has the right to conclude agreements and sign contracts in the territory of Albania and outside of it.
2. The company has the right to incur material and intellectual wealth.
3. The company has the right to participate as a shareholder in one or several companies in Albania or abroad, in accordance with the Albanian legislation.
4. The company responds to third parties only and exclusively with its paid in the company and the with its assets.
5. The shareholder participates in the administration of the company's activity in accordance with the Memorandum of Association and the Articles of Association, himself or through his representatives.
6. The shareholder has the right to receive all the information related to the company's production, design, implementation and commercial activities, such as balance sheets, economic accounts, etc.

Article 5

Duration

The duration of the company is indefinite.

Chapter III THE SHARE CAPITAL

Article 6

The share capital

The shall capital of the company is **100,000 (one hundred thousand) ALL.**

It is divided into **1 (one) share (quota) worth 100,000 (one hundred thousand) ALL.**

The sole shareholder of the company is:

- 1) **Mr. TAEHYUN KIM**, owner of **1 (one) share** worth **100,000 (one hundred thousand) ALL**, which is **100%** of the company's share capital.

Chapter IV LEGAL PERSONALITY

Article 7



The company obtains its legal personality on the day of its registration in the Commercial Register at the National Business Center in Tirana, as well as it commences its activity by obtaining the license for the operating the activity.

CHAPTER V ADMINISTRATION

Article 8

1. The company shall be administered by **Mr. Arian Seiti** with ID no. H41202077T, who shall represent the company in relations with third parties and shall exercise his duties and powers for a period of **5 (five)** years and with the right of re-election from 24.04.2024 to 23.04.2029 and re-election.
2. The administrator may delegate his powers in writing in the form of authorization or power of attorney.

Chapter VI OTHER PROVISIONS

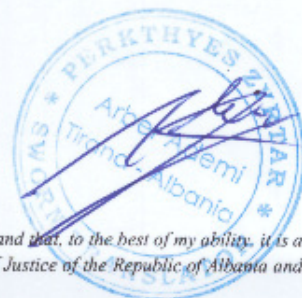
Article 9

1. The profits made by the Company, after the liquidating of legal obligations, shall remain to its shareholder.
2. This Memorandum of Association is drafted and signed in 3 (three) copies, all with the same legal value.
3. One copy is filed in the initial documentation of the company.

**THE FOUNDING SHAREHOLDER OF THE COMPANY "HYUNGLOBAL
ALBANIA" SHPK**

Mr. TAEHYUN KIM

TAEHYUN KIM
김태훈



Translator's Statement

I, ARBËR ADEMI, hereby certify that I translated the attached document from Albanian into English and that, to the best of my ability, it is a true and correct translation. I further certify that I am a sworn translator, certified by the Ministry of Justice of the Republic of Albania and that I am competent in both Albanian and English to render and certify such translation.