

**ARTICLES OF ASSOCIATION
OF THE LIMITED LIABILITY COMPANY**

EVANTAGE SOFT SHPK

**ARTICLE 1
ESTABLISHMENT AND NAME**

- 1.1. This day of 25 November 2024 the limited liability company **EVANTAGE SOFT SHPK**, (hereinafter referred to as the "**Company**") is incorporated under Albanian Law no. 9901, dated 14.04.2008 "*On Entrepreneurs and Commercial Companies*", as amended.
- 1.2. The Company acquires legal personality after its registration with the commercial register maintained by the National Business Centre in Tirana, Albania.

**ARTICLE 2
REGISTERED OFFICE**

- 2.1. The registered office of the Company is at the address: str. Ibrahim Rugova 40/3, Tirana 1019, Albania.
- 2.2. The Company may open and maintain offices and/or transact business at other locations within the territory of the Republic of Albania.

**ARTICLE 3
PURPOSE OF ACTIVITY**

- 3.1. The purpose of the Company shall be the provision of producing software for international clients.
- 3.2. The Company may conduct other useful or necessary activities that are permitted by law, in order to be able to exercise the object of the Company.

ARTICLE 4

**AKTI I THEMELIMIT
TE SHOQERISE ME PERGJEGJESI TE
KUFIZUAR
EVANTAGE SOFT SHPK**

**NENI 1
THEMELIMI DHE EMRI**

- 1.1. Sot me 25 Nëntor 2024 themelohet shoqeria me pergjegjesi te kufizuar **EVANTAGE SOFT SHPK**, (ketu e me poshte referuar si "**Shoqeria**") ne zbatim te ligjit nr. 9901, date 14.04.2008 "*Per tregtaret dhe shoqerite tregtare*", i ndryshuar.
- 1.2. Shoqeria fiton personalitet juridik ne momentin e regjistrimit te saj ne Regjistrin Tregtar shqiptar prane Qendres Kombetare te Biznesit ne Tirane, Shqiperi.

**NENI 2
SELIA**

- 2.1. Selia e Shoqerise eshte ne adresen: rruga Ibrahim Rugova 40/3, Tiranë 1019, Shqipëri.
- 2.2. Shoqeria ka te drejte te hape dhe mbaje dege, zyra dhe/ose te kryeje veprimtari ne vendodhje te tjera brenda dhe jashte territorit te Shqiperise.

**NENI 3
OBJEKTI I VEPRIMTARISE**

- 3.1. Qellimi i Shoqerise eshte ofrimi i sherbimeve per prodhim te software-ve per kliente nderkombetare.
- 3.2. Shoqeria mund te kryeje aktivitete te tjera te dobishme ose te nevojshme te cilat jane te lejuara me ligj, ne menyre qe te mund te ushtroje objektin e Shoqerise.

NENI 4

S.P.

DURATION

The duration of the Company's activity shall be unlimited.

KOHEZGJATJA

Kohezgjatja e aktivitetit te Shoqerise do te jete e pakufizuar.

ARTICLE 5 SHARE CAPITAL

- 5.1. The initial share capital of the Company is 100 EURO (one hundred), the equivalent in Leke on the date of the payment of the capital of the Company.
- 5.2. The initial share capital of the Company represents one (1) quota that is 100% owned by the Sole Shareholder.

NENI 5 KAPITALI THEMELTAR

- 5.1. Kapitali themeltar i Shoqerise eshte 100 EURO (njqind), ekuivalenti ne Leke ne daten e shlyerjes se kapitalit te Shoqerise.
- 5.2. Kapitali themeltar i Shoqerise perfaqeson nje (1) kuote qe zoterohet 100% nga Ortaku i Vetem.

ARTICLE 6 SOLE SHAREHOLDER

- 6.1. The founding shareholder of the Company is **Mr. Stefan Lucian Parvu**, Romanian citizen, born on 24.12.1984, in Bucharest, Romania with passport number 056654243 (hereinafter the "Sole Shareholder").
- 6.2. The Sole Shareholder's liability is extended up to the amount of his contribution in the share capital of the Company.

NENI 6 ORTAKU I VETEM

- 6.1. Ortaku themelues i Shoqerise eshte **Z. Stefan Lucian Parvu**, shtetas rumun, i lindur me 24.12.1984, ne Bukuresht, Rumani, me numer pasaporte 056654243 (ne vijim "Ortaku i Vetem").
- 6.2. Pergjegjesia e Ortakut te Vetem shtrihet deri ne shumen e kontributit te tij ne kapitalin e Shoqerise.

ARTICLE 7 MANAGEMENT OF THE COMPANY

- 7.1. The administration of the Company will be conducted by administrators, for a term of five (5) years, renewable.
- 7.2. The administrator of the Company is **Mr. Stefan Lucian Parvu**, Romanian citizen, born on 24.12.1984, in Bucharest, Romania with passport number 056654243 and **Mr. Alexandru Aldescu**, Romanian citizen, born on 7.12.1990, in Bucharest, Romania with passport number 057195251.

NENI 7 ADMINSITRIMI I SHOQERISE

- 7.1. Administrimi i Shoqerise do te kryhet nga administratoret me nje mandat pese (5) vjeçar, te rinovueshem.
- 7.2. Administrator i Shoqerise eshte **Z. Stefan Lucian Parvu**, shtetas rumun, i lindur me 24.12.1984, ne Bukuresht, Rumani, me numer pasaporte 056654243 dhe **Z. Alexandru Aldescu**, shtetas rumun, i lindur me 7.12.1990 ne Bukuresht, Rumani, me numer pasaporte 057195251.

S.P.

**ARTICLE 8
AUDITOR**

The auditor/s shall be appointed by the decision of the Sole Shareholder in any such case when it becomes mandatory by the Albanian law or when the Sole Shareholder deems it necessary.

**ARTICLE 9
ACCOUNTING YEAR**

- 9.1. The fiscal year of the Company shall be from January 1st to December 31st.
- 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.

**ARTICLE 10
WINDING UP**

The winding up and the appointment of the liquidator/s shall comply with the law no. 9901, dated 14.04.2008 "On Entrepreneurs and Commercial Companies", as amended, and any other applicable law.

The present Articles of Association are drawn up and signed by the shareholder, in 2 (two) copies in Albanian and in English languages, each having the same value. In case of discrepancies between the Albanian and English version, the later version shall prevail.

**NENI 8
EKSPERTI KONTABEL**

Eksperti/et kontabel te autorizuar emerohen me vendim te Ortakut te Vetem ne çdo rast kur eshte e detyrueshme nga legjislacioni shqiptar ose kur Ortaku i Vetem e konsideron te nevojshme.

**NENI 9
VITI FINANCIAR**

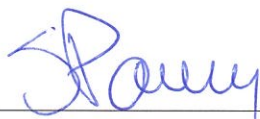
- 9.1. Viti financiar i Shoqerise do te jete nga 1 Janar deri ne 31 Dhjetor.
- 9.2. Perjashtimisht, viti i pare financiar fillon me daten e regjistrimit te Shoqerise dhe perfundon me 31 Dhjetor te te njejtit vit.

**NENI 10
LIKUIDIMI**

Likuidimi dhe emerimi i likuiduesit/ve, do te behet sipas ligjit nr. 9901, date 14.04.2008 "Per tregtaret dhe shoqerite tregtare", i ndryshuar dhe ligjeve te tjera te zbatueshme.

Ky Akt Themelimi eshte hartuar dhe nenshkruar ne 2 (dy) kopje ne gjuhen shqipe dhe angleze, me te njejten vlere. Ne rast mosperputhje midis versionit shqip dhe atij anglisht, do te mbizoteroje versioni anglisht.

SOLE SHAREHOLDER / ORTAKU I VETEM



STEFAN LUACIAN PARVU

