BYLAWS	**STATUTI**
of	**i**
SOFTWARE ECOSYSTEM SOLUTIONS SHA	**SOFTWARE ECOSYSTEM SOLUTIONS SHA**
(a joint stock company with private offering)	(shoqeri aksionare me oferte private)
Article 1	**Neni 1**
Incorporation - Title of the Company	**Themelimi - Emri i Shoqerise**
1. A JOINT STOCK COMPĄNY, with private offering, is hereby incorporated under the laws of the Republic of Albania by the following founder:	1. SHOQERIA AKSIONARE, me oferte private, themelohet ne baze te ligjeve te Republikes se Shqiperise nga ana e themeluesit te meposhtem:
Name of the founder:	Themeluesi:
Mrs. Makeljana Shkurti, Albanian citizen, holder of passport no. BE3993267, with address: Triftgasse 20, 7021, Draßurg (10601), Austria.	**Znj. Makeljana Shkurti**, shtetase shqiptare, mbajtese e pasaportes nr. BE3993267, me adrese Triftgasse 20, 7021, Draßurg (10601), Austri.
2. The Company is formed under the corporate name "**Software Ecosystem Solutions**" SH.A. (hereinafter the "Company").	2. Shoqeria eshte e themeluar me emertimin "**Software Ecosystem Solutions**" SH.A. (me poshte "Shoqeria").
Article 2	**NENI 2**
Registered Office	**Selia**
2.1 The registered office of the Company will be at the address: 40/3 Ibrahim Rugova Str, 1019 Tirana, Albania.	2.1 Selia e Shoqerise ndodhet ne adresen: Rr. Ibrahim Rugova, 40/3, 1019 Tirane, Shqiperi.
2.2 The Company may establish branches or offices in other cities as well in Albania or abroad by resolution of the Board of Directors, which will define the duties, the authorisations and in general the way they will operate.	2.2 Shoqeria mund te krijoje dege ose zyra ne qytete te tjera ne Shqiperi ose jashte saj me ane te nje vendimi te Keshillit te Administrimit, qe do te percaktoje detyrat, autorizime dhe menyren e veprimit ne pergjithesi.
Article 3	**Neni 3**
Duration	**Kohezgjatja**
The duration of the Company is unlimited.	Kohezgjatja e Shoqerise eshte e pakufizuar.
Article 4	

Object	**Neni 4**
	Objekti i veprimtarise
The Company may carry out the following commercial activities in order to achieve the object and scope: a) software design (services); b) software development and maintenance (services); c) software testing (services); d) operation, management, training and technical audit of software systems; and e) any other activity as may be agreed by the Shareholders through amending the Articles of Association/Bylaws of the Company;	Shoqeria mund te kryeje aktivitetet tregtare te meposhtme ne menyre qe te arrihet objekti i aktivitetit: - projektim programesh kompjuterike (software) (sherbime); - zhvillim dhe mirembajtje software (sherbime); - testim software (sherbime); - operimi, administrimi, trajnimi dhe auditimi teknik i sistemeve softare; dhe - çdo veprimtari tjeter, siç mund te bihet dakord nga aksionaret nepermjet ndryshimit te statutit te Shoqerise;
The Company shall conduct the business for its own benefit and in the best interests of the Company as a whole on sound commercial, profit-making principles in accordance with the highest ethical standards so as to generate the maximum achievable maintainable profits available for distribution among the Shareholders.	Shoqeria do te kryeje aktivitetin e saj ne perfitim te saj dhe ne interesin me te mire te Shoqerise ne teresi sipas parimeve tregtare, te nxjerrjes se fitimeve, ne perputhje me standardet me te larta etike per te nxjerre fitimet maksimale te arritshme te disponueshme per t'u shperndare midis Aksionareve.
Article 5	**Neni 5**
Place of Jurisdiction	**Juridiksioni**
All disputes with the Company or its bodies that arise in connection with the involvement with the Company are subject exclusively to Albanian jurisdiction; a shareholder agrees to this provision by purchasing or subscribing for shares. The provisions of this article also apply in respect of disputes between the stockholder and the Company resulting from acquisition, holding or surrender of the shareholder's equity.	Gjithe mosmarreveshjet me Shoqerine apo organet e saj ne lidhje me aktivitetin e Shoqerise do te zgjidhen ne juridiksionin shqiptar; nje aksionar miraton kete dispozite duke blere dhe nenshkruar aksione. Dispozitat e ketij neni, gjithashtu do te zbatohen ne lidhje me mosmarreveshjet midis aksionareve dhe Shoqerise te cilat rrjedhin nga blerja, zoterimi apo heqja dore nga pjeset e kapitalit te Shoqerise.
Article 6	**Neni 6**
Share Capital – Number and Type of Shares	**Kapitali i shoqerise - Numri dhe lloji i aksioneve**
6.1 The Company shall have an initial registered share capital of 29,008 EUR (twenty-nine thousand and eight Euro), which is the equivalent of Leke 3.500.000 (three million and five hundred thousand), divided	6.1 Shoqeria do te kete nje kapital themeltar

into 1,000 ordinary shares, having a nominal value of Leke 3,500 (three thousand and five hundred) each.

The exchange rate used is that published by the Bank of Albania in its website (http://www.bankofalbania.org) as of 22.12.2021. Printed layout of the web page is attached herein as Exhibit A.

6.2 Mrs. Makeljana Shkurti undertakes to subscribe and pay in 1,000 ordinary shares of nominal value of Leke 3,500 each, equal to 100% of the share capital.

ARTICLE 7

Share Capital payment and other issues

7.1 Shares in the Company shall be issued as ordinary shares, each carry equal rights and obligations.

7.2 The administrators may require to the shareholders to pay the unpaid contributions in relation with their shares and define the deadline for payment. The person to whom is addressed the notification for payment of the contribution shall be responsible for the notifications addressed to him independently to the subsequent transfer of ownership over the shares to which is related the notification for payment.

The joint owners of a share shall be jointly and solidary liable for the payment of the contributions, in accordance with the abovementioned notification.

7.3 No Shareholder who owns ordinary shares shall, except with prior written consent of the other Shareholder/s:

a) pledge, mortgage, charge or otherwise permit or cause the Encumbrance of any Share or any interest of any Share;

b) grant an option over any Share or any interest in any Share;

te regjistruar prej 29.008 Euro (njezet e nente mije e tete Euro), e barazvlefshme me 3.500.000 Leke (tre milione e peseqind mije), i ndare ne 1.000 aksione te zakonshme, me nje vlere nominale prej 3.500 (tre mije e pese qind) Leke secili.

Kursi i kembimit i perdorur eshte ai i publikuar nga Banka e Shqiperise ne faqen e saj zyrtare te internetit (http://www.bankofalbania.org) ne date 22.12.2021. Faqja e printuar bashkengjitet ne formen e Shtojces A.

6.2 Znj. Makeljana Shkurti merr persiper te nenshkruaje dhe shlyeje 1.000 aksione te zakonshme me vlere nominale prej 3.500 Leke secili, te barazvlefshme me 100% te kapitalit te regjistruar.

NENI 7

Pagesa e Kapitalit te Shoqerise dhe çeshtje te tjera

7.1 Aksionet ne Shoqeri do te nenshkruhen si aksione te zakonshme, çdo aksion ka te drejta dhe detyrime te barabarta.

7.2 Administratoret mund t'u kerkojne aksionareve pagimin e kontributeve te pashlyera ne lidhje me aksionet e tyre duke percaktuar dhe afatin e pageses. Personi te cilit i drejtohet njoftimi per pagesen e kontributit do te jete pergjegjes per njoftimet qe i drejtohen atij pavaresisht kalimit te mepasshem te pronesise se aksioneve me te cilat lidhet njoftimi per pagese.

Zoteruesit e perbashket te nje aksioni do te jene pergjegjes bashkerisht dhe ne menyre solidare per shlyerjen e kontributeve, sipas njoftimit te mesiperm.

7.3 Asnje Aksionar i cili zoteron aksione te zakonshme, perveç me pelqimin paraprak me shkrim te Aksionarit/ve tjeter/te tjere nuk do te:

a) lere peng, hipotekoje, ngarkoje me

c) enter into any agreement in respect of the votes attached to any Share; or d) sell and/or transfer its Shares in the Company other than in accordance with the Bylaws.	barre ose te vendose çfaredo pengu mbi aksionet ose te drejtat qe rrjedhin nga aksionet; b) jape te drejten e parablerjes per ndonje Aksion ose interes per Aksion; c) te hyje ne ndonje marreveshje ne lidhje me votat qe rrjedhin nga Aksionet; ose d) shese dhe/ose transferoje aksionet e tij ne Shoqeri ne nje menyre te ndryshme nga sa parashikon Statuti.
7.4 The shares of the Company and the rights attached to such shares may be transferred or obtained through: a) contribution in the share capital of the company, at the moment of establishment of the company; b) share purchase agreement; c) inheritance; d) donation; e) any other manner provided in the law.	7.4 Aksionet e Shoqerise dhe te drejtat, qe rrjedhin prej tyre, mund te fitohen apo kalohen nepermjet: - kontributit ne kapitalin e shoqerise, ne çastin e formimit te shoqerise; - shitblerjes; - trashegimise; - dhurimit; - çdo menyre tjeter te parashikuar me ligj.
7.5 The Company maintains a special register, where are registered the data of the holders of the shares of the Company, such as: name and surname of the shareholder, or the registered name, in case of a legal entity, the nominal value of the share, the address of residence or the main address of the shareholder and the date of registration.	7.5 Shoqeria mban nje regjister te posaçem, ku regjistrohen te dhenat e zoteruesve te aksioneve te shoqerise, si: emri e mbiemri i aksionarit, apo emri i regjistruar, nese eshte person juridik, vlera nominale e aksionit, adresa e banimit apo zyra qendrore e aksionarit dhe data e kryerjes se regjistrimit.
The administrators are responsible for keeping the register of shares of the Company and are obliged to give access with the information of the register to any shareholder and any other person who requires it. The information of the register of shares shall be published in the web-page of the company in the internet. The Company shall permit the on-line registration of data which should be registered as per the pervious paragraph.	Administratoret jane pergjegjes per mbajtjen e regjistrit te aksioneve e detyrohen te lejojne aksesin ne informacionet e regjistrit ndaj çdo aksionari te shoqerise e detyrohen te lejojne aksesin ne informacionet e regjistrit ndaj çdo aksionari apo çdo personi tjeter qe e kerkon. Informacioni i regjistrit te aksioneve duhet te publikohet ne faqen e shoqerise ne internet. Shoqeria mund te lejoje regjistrimin on-line te te dhenave, qe duhen regjistruar sipas paragrafit te mesiperm.
ARTICLE 8 **Meeting of shareholders**	

8.1 The General Assembly (whether ordinary or extraordinary) is the supreme authority of the Company having the competences and powers as provided in the Bylaws and by pertinent Laws.

8.2 The General Assembly may be convened with request of an administrator, any of the members of the Board of Directors or a Shareholder. The invitation for the General Assembly may be send with registered mail or by notification through electronic mail. The notification with registered mail or electronic message and the minutes of the meeting shall be delivered to all the shareholders not later than 21 days before the scheduled date for the meeting of the assembly.

8.3 The Shareholders agree that to the extent permitted by Law the meetings of the General Assembly shall be held in English. The minutes of the meetings of the General Assembly and all related documents shall be prepared in English and Albanian.

8.4 The meeting quorum for an Ordinary General Assembly shall consist of Shareholders of the Company representing more than 30% (thirty percent) of the total shares with voting rights in the capital of the Company. Resolutions shall be passed by the affirmative votes of the Shareholders holding more than 50% (fifty percent) of the voting rights present or represented at such meetings. The same quorum will apply for all consecutive meetings which are held as a result of the first meeting not being able to achieve quorum.

8.5 The meeting quorum for an Extraordinary General Assembly shall consist of Shareholders of the Company representing more than 50% (fifty percent) of the total shares with votting rights in the share capital of the Company. Resolutions shall be passed by the affirmative votes of the Shareholders holding more than 3/4 of the voting rights

NENI 8

Mbledhja e aksionareve

8.1 Asambleja e Pergjithshme (qofte e zakonshme apo e jashtezakonshme) eshte organi me larte i Shoqerise qe ka kompetencat dhe kompetencat e parashikuara ne Aktin e themelimit, Statutin dhe ne ligjet perkatese.

8.2 Asambleja e Pergjithshme mund te thirret me kerkesen e nje administratori, nje anetari te Keshillit te Administrimit, apo nje Aksionari Njoftimi per Asamblene e Pergjithshme mund te dergohet nepermjet nje njoftimime shkrese ose me njoftim nepermjet postes elektronike. Njoftimi me shkrese apo me mesazh elektronik dhe rendi i dites u dergohet te gjithe aksionareve, jo me vone se 21 dite perpara dates se parashikuar per mbledhjen e asamblese.

8.3 Aksionaret bien dakord qe ne masen e lejuar nga ligji, mbledhjet e Asamblese se Pergjithshme te mbahen ne gjuhen angleze. Procesverbali i mbledhjeve te Asamblese se Pergjithshme dhe te gjitha dokumentet perkatese do te pergatiten ne gjuhen angleze dhe shqipe.

8.4 Kuorumi i mbledhjeve per Asamblene e Pergjithshme perbehet nga aksionaret e Shoqerise qe perfaqesojne me shume se 30% (pesedhjete perqind) te te gjitha askioneve me te drejte vote ne kapitalin e Shoqerise. Vendimet do te miratohen me votat afirmative te Aksionareve qe zoterojne me shume se 50% (pesedhjete per qind) te te drejtave te votimit te pranishem ose te perfaqesuar ne Asamble. Kuorumi i njejte do te zbatohet per te gjitha mbledhjet e njepasnjeshme qe mbahen si rezultat i takimit te pare qe nuk jane ne gjendje te arrijne kuorumin.

8.5 Kuorumi i mbledhjeve per Asamblene e Jashtezakonshme perbehet nga aksionaret e Shoqerise qe perfaqesojne me shume se 50% (pesedhjete perqind) te aksioneve me te drejte

present or represented at such meetings. The same quorum will apply for all consecutive meetings which are held as a result of the first meeting not being able to achieve quorum. 8.6 The Extraordinary General Assembly which shall meet to resolve on the following issues and on those Reserved Matters falling under its competence: (a) Any incorporation, approval and/or amendment, modification or alteration to the Company's documents (Bylaws, etc.); (b) Any increase or decrease of the share capital; (c) distribution of dividends; and (d) Any voluntary liquidation, dissolution, winding-up, insolvency, or any act whereby the Company may be subject to any compulsory winding up or similar proceedings. 8.7 The Ordinary General Assembly (which shall meet not less than once a year to resolve on the following issues and on those Reserved Matters falling under its competence: (a) approval of annual financial statement of the Company; (b) election of the Board of Director's members under the terms and conditions set by this Bylaws; (c) appointment of Company's statutory auditors; (d) any other matter provided for by the Laws. 8.8 Any Shareholder may be present at a general meeting of the Company through proxies. 8.9 All decisions of the General Assembly shall be recorded in the respective minutes, which shall comply with the requirements of	vote ne kapitalin te pergjithshem te Shoqerise. Vendimet do te miratohen nga votat e Aksionareve te cilet kane me shume se 3/4 te votave te pranishme ose te perfaqesuara ne Asamble. I njejti kuorum do te zbatohet per te gjitha Asamblete e mepasshme te cilat mbahen si rezultat i mos arritjes se kuorumit ne mbledhjen e pare. 8.6 Asambleja e Jashtezakonshme e cila do te mblidhet per zgjidhjen e çeshtjeve ne vijim dhe per ato çeshtje qe jane te rezervuara ne kompetence te saj: (a) Çdo percaktim, miratimin dhe / ose ndryshimin, modifikimin ose alternim i dokumenteve te Shoqerise (Statutit, etj.); (b) Çdo rritje ose ulje e kapitalit aksionar; (c) shperndarja e divideteve; dhe (d) Çdo likuidim i vullnetshem , shperberje, likuidim, paaftesi paguese ose çdo veprim me te cilin Shoqeria mund t'i nenshtrohet procedurave te mbylljes se detyrueshme apo procedurave te ngjashme. 8.7 Asambleja e Pergjithshme (e cila do te mblidhet jo me pak se nje here ne vit per zgjidhjen e çeshtjeve ne vijim dhe per ato çeshtje te rezervuara qe jane pjese e kompetencave te saj: (a) miraton pasqyrat vjetore financiare te Shoqerise; (b) zgjedh anetaret e Keshillit te Administrimit sipas termave dhe kushteve te percaktuara ne kete Statut; (c) emerimi i auditoreve te detyrueshem te Shoqerise; (d) çdo çeshtje tjeter e parashikuar nga ligji. 8.8 Çdo aksionar mund te jete i pranishem ne nje mbledhje te pergjithshme te shoqerise me ane te perfaqesuesve.

the Laws. The administrators are responsible for mantaining the minutes.

ARTICLE 9

Board of Directors

9.1 The number of directors that shall constitute the entire Board of Directors shall be three (3), of which two (2) shall be independent, and are elected by the General Assembly with simple majority. Each director shall be elected for a term of three (3) years and shall hold office until such director's successor is duly elected and qualified or until such director's earlier resignation, removal, death or incapacity.

9.2 The Board shall meet at least two times per year every 6 months of the year, unless Laws require additional meetings and such meetings shall be held at the Company headquarters or electronically on the same days and at the same place or as otherwise agreed in writing. Any member of the Board shall have the right to send such invitations if the Chairman should fail to do so after having been so requested by a Board member. The meetings of the Board of Directors shall be held within or outside of Territory of the Republic of Albania. Regular meetings of the Board of Directors may be held without notice at such time and place as may be determined from time to time by the Board of Directors; provided, however, that any director who is absent when such a determination is made shall be given prompt notice of such determination.

9.3 Special meetings of the Board of Directors may be called by the Chairperson of the Board, or by the written request of a majority of the directors then in office. Notice of the time and place, if any, of special meetings shall be delivered personally or by telephone to each director, or sent by mail,

8.9 Te gjitha vendimet e Asamblese se Pergjithshme regjistrohen ne procesverbalin perkates, i cili do te jete ne perputhje me kerkesat e ligjit. Administratoret jane pergjegjes per ruajtjen e procesverbaleve.

NENI 9

Keshilli i Administrimit

9.1 Numri i drejtoreve qe do te perbejne Keshillin e Administrimit do te jete 3 (tre), 2 (dy) nga te cilet duhet te jene te pavarur dhe jane te zgjedhur nga Asambleja e Pergjithshme me shumice te thjeshte. Çdo anetar do te zgjidhet per nje mandat prej 3 (tre) vitesh dhe do qendrojne ne detyre derisa pasardhesi i anetarit te zgjidhet ne menyre te rregullt dhe te kualifikohet ose derisa anetari dorehiqet, vdes ose behet i paafte.

9.2 Keshilli do te mblidhet te pakten dy here ne vit çdo 6 muaj te vitit, perveç nese Ligjet kerkojne mbledhje shtese dhe keto mbledhje do te mbahen ne seline e Shoqerise ose ne menyre elektronike ne te njejten dite dhe ne te njejtin vend ose siç eshte rene dakord ndryshe me shkrim. Çdo anetar i Keshillit ka te drejte te dergoje ftesen nese Kryetari i cili duhet ti dergonte ftesat deshton te dergoje ftesat pas nje kerkese nga nje anetar i Keshillit. Mbledhjet e Keshillit te Administrimit do te mbahen brenda ose jashte Territorit te Republikes se Shqiperise. Mbledhjet e zakonshme te Keshilli i Administrimit mund te zhvillohen pa njoftim ne kohen dhe vendin e percaktuar here pas here nga Keshilli i Administrimit; me kusht qe, gjithsesi, çdo anetar i Keshillit te Administrimit i cili nuk eshte i pranishem ne momentin e kryerjes se ketij percaktimi te njoftohet menjehere lidhur me kete percaktim.

9.3 Mbledhjet e posaçme te Keshillit te Administrimit mund te thirren nga Kryetari i Keshillit te Administrimit, ose me kerkesen me shkrim te shumices se anetareve te

facsimile transmission, or by electronic mail or other electronic means, sent to such director's business or home address as they appear upon the records of the company. In case such notice is mailed, it shall be deposited in the mail at least four (4) days prior to the time of holding of the meeting. In case such notice is delivered personally or by telephone or by commercial delivery service, facsimile transmission, or electronic mail or other electronic means, it shall be so delivered at least twenty-four (24) hours prior to the time of the holding of the meeting. A notice or waiver of notice of a meeting of the Board of Directors need not specify the purposes of the meeting. 9.4 At all meetings of the Board of Directors, a majority of directors then in office, shall constitute a quorum for the transaction of business and the act of a majority of the directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as may be otherwise specifically provided by Companies Law, as it presently exists or may hereafter be amended, or by these bylaws. If a quorum shall not be present at any meeting of the Board of Directors, a majority of the directors present thereat may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present.	Keshillit te Administrimit ne detyre. Njoftimi lidhur me kohen dhe vendin, nese ka, i mbledhjeve te posaçme, do te kryhet personalisht ose permes telefonit drejtuar secilit anetar te Keshillit te Administrimit, ose do te dergohet me poste, transmetim faksimile, ose me poste elektronike ose permes mjetesh te tjera elektronike, ne adresen e biznesit ose te shtepise se ketyre anetareve te Keshillit te Administrimit te pasqyruara ne te dhenat/dokumentet e shoqerise. nese ky njoftim postohet, ai duhet te depozitohet ne poste te pakten kater (4) dite perpara ores/kohes se zhvillimit te mbledhjes. Nese ky njoftim eshte derguar personalisht ose permes telefonit ose permes sherbimit te dergesave tregtare, permes transmetimit me faksimile, ose postes elektronike ose permes mjeteve te tjera elektronike, atehere ai do te dergohet ne kete menyre te pakten njezet e kater (24) ore perpara kohes se zhvillimit te mbledhjes. Njoftim per heqje dore nga njoftimi i mbledhjes se Keshillit te Administrimit nuk eshte e nevojshme te percaktoje qellimet e mbledhjes se Keshillit te Administrimit. 9.4 Ne te gjitha mbledhjet e Keshillit te Administrimit, shumica e anetareve te Keshillit ne detyre, do te perbejne kuorumin per kryerjen e bizneseve/çeshtjeve dhe akti i shumices se anetareve te Keshillit te pranishem ne çdo mbledhje ne te cilen arrihet nje kuorum, do te jete akti i Keshillit te Administrimit, perveç rasteve kur percaktohet ndryshe nga Ligji per Shoqerite aktualisht ne fuqi ose nga ndryshimet qe mund ti behen atij ne te ardhmen, ose nga ky statut. Nese ne mbledhjen e Keshillit te Administrimit nuk arrihet kuorumi, shumica e anetareve te Keshillit te Administrimit te pranishem ne mbledhje mund ta azhurnojne ate here pas here, pa kryer njoftim perveç njoftimit te kryer ne mbledhje, deri sa te arrihet kuorumi.

9.5 A resolution which is circulated and is signed by all members of the Board entitled to receive a notice of a meeting of the members of the Board shall be deemed valid as if it has been passed at a meeting of the Board of Directors.

9.6 Unless otherwise restricted by these bylaws, any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting, if all members of the Board of Directors, consent thereto in writing or by electronic transmission, and the writing or writings or electronic transmission or transmissions are filed with the minutes of proceedings of the Board of Directors.

9.7 Unless otherwise restricted by these bylaws, any member of the Board of Directors thereof may participate in a meeting of the Board of Directors, by means of conference telephone or by any form of communications equipment by means of which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at the meeting.

9.8 All resolutions of the Board shall be both in English and Albanian.

9.9 The abovementioned individuals are appointed as first members of the Board of Directors, until their election from the first meeting of the General Assembly:

- **Mrs. Makeljana Shkurti,** Albanian citizen, holder of passport no. BE3993267, with address: Triftgasse 20, 7021, Draßurg (10601), Austria;
- **Mrs. Silvana Memajdini (Poka),** Albanian citizen, holder of passport no. BE2288544, resident at the address: Rruga"Sokrat Miho"", godina 2 shkalla 6 apartamenti 29, Lagja 14,

9.5 Nje vendim qarkullues qe nenshkruhet nga te gjithe anetaret e Keshillit qe kane te drejte te marrin njoftim per mbledhje te anetareve te Keshillit do te konsiderohet i vlefshem sikur te jete miratuar ne nje mbledhje te Keshillit te Administrimit.

9.6 Perveç rasteve kur nje gje e tille kufizohet nga ky Statut, çdo veprim i kerkuar ose i lejuar per tu marre ne mbledhjen e Keshillit te Administrimit, mund te merren pa u zhvilluar mbledhja, nese te gjithe anetaret e Keshillit te Administrimit, sipas rastit, japin pelqimin me shkrim ose ne forme transmetimi elektronik, dhe nenshkrimi ose nenshkrimet apo transmetimi ose transmetimet elektronike depozitohen se bashku me procesverbalin e procedurave te Keshillit te Administrimit.

9.7 Perveç rasteve kur nje gje e tille kufizohet nga ky statut, çdo anetar i Keshillit te Administrimit mund te marre pjese ne nje mbledhje te Keshillit te Administrimit, permes konferences ne telefon ose permes nje forme tjeter pajisjesh komunikimi permes te cilave te gjithe personat pjesemarres ne mbledhje mund te degjojne njeri-tjetrin dhe kjo pjesemarrje ne mbledhje do te konsiderohet si nje pjesemarrje personalisht ne mbledhje.

9.8 Te gjitha vendimet e Keshillit do te jene ne anglisht dhe ne shqip.

9.9 Personat e meposhtem emerohen si anetare te pare te Keshillit te Administrimit deri ne zgjdhjen e tyre nga mbledhja e pare e Asamblese se Pergjithshme:

- **Znj. Makeljana Shkurti,** shtetase shqiptare, mbajtese e pasaportes nr. BE3993267, banuese ne adresen: Triftgasse 20, 7021, Draßurg (10601), Austri;
- **Znj. Silvana Memajdini (Poka),** shtetase shqiptare, mbajtese e pasaportes nr. BE2288544, banuese ne adresen:

Tirana;

- **Mr. Wolfgang Zdeb**, Austrian citizen, holder of passport no. P 6715497 resident at the address: HFP, Beatrixgasse 32, 1030 Wien, Austria.

Rruga"Sokrat Miho"", godina 2 shkalla 6 apartamenti 29, Lagja 14 ,Tirane;

- **Z. Wolfgang Zdeb**, shtetas austriak, mbajtes i pasaportes nr. P 6715497 banues ne adresen: HFP, Beatrixgasse 32, 1030 Wien, Austri.

ARTICLE 10

Management

10.1 The day-to-day operational business of the Company shall be handled by a Managing Director who shall be appointed by the Board of Directors, save for the first Managing Director appointed who will be **Mrs. Makeljana Shkurti**, until the appointment from the first meeting of the Board of Directors. The term for the Managing Director shall be three (3) years with the right to be reappointed.

10.2 The Managing Director may delegate the powers or duties to the limits allowed by the Bylaws and/or the law.

10.3 All financial instruments and legal documents creating an obligation for the Company shall be signed according to the signature circular of the Company.

To the extent any of the foregoing requires the approval of the Board, such approval shall be obtained in advance of any signature of financial instruments and/or legal obligations.

NENI 10

Administrimi

10.1 Veprimtaria e perditeshme e Shoqerise do te administrohet nga nje Administrator i cili emerohet nga Keshilli i Administrimit, perveç Administratorit te pare i cili do te jete **Znj. Makeljana Shkurti**, deri ne emerimin nga mbledhja e pare e Keshillit te Administrimit. Afati i emerimit per Administratorin do te jete 3 (tre) vjet me te drejten per t'u riemeruar.

10.2 Administratori mund t'i delegoje kompetencat apo detyrat brenda kufijve te lejuar nga Staturi dhe/ose ligji .

10.3 Te gjitha instrumentet financiare dhe dokumentet e thjeshta qe krijojne nje detyrim per Shoqerine nenshkruhen ne perputhje me qarkoren e nenshkrimit te Shoqerise.

Nese ndonje nga veprimet e mesiperme kerkon miratimin e Keshillit, ky miratim do te merret perpara çdo nenshkrimi te instrumenteve financiare dhe / ose detyrimeve ligjore.

ARTICLE 11

Notices

Whenever, under the provisions of law, or of these bylaws, written notice is required to be given to any shareholder, with respect to legal matters shall be delivered by registered mail and facsimile, if addressed to Mrs. Makeljana Shkurti, to:

NENI 11

Njoftimet

Kurdo qe, sipas dispozitave te ligjit, ose te ketij Statuti, njoftimi ne lidhje me çeshtjet ligjore kerkohet qe ti jepet me shkrim aksionarit, dhe duhet te dorezohet me poste rekomande dhe faks, nese i drejtohet Znj. Makeljana Shkurti:

Ne vemendje te: Znj. Makeljana Shkurti

Adresa: Triftgasse 20, 7021, Draßurg (10601),

Attention: Mrs. Makeljana Shkurti

Address: Triftgasse 20, 7021, Draßurg (10601), Austria

All communications and notices to be given under the Bylaws with respect to other matters shall be delivered by registered mail to the addresses designated by the Shareholders in writing.

ARTICLE 12

Miscellaneous

12.1 Dividends

The profits of the Company shall be distributed among the Shareholders in proportion to their respective Company Shareholdings minus any statutory reserves.

All shares are to rank equally for dividends.

12.2 Corporate Seal

The Board of Directors may, by resolution, adopt a corporate seal. The corporate seal shall have inscribed thereon the name of the company, the year of its organization and the word "Albania." The seal may be altered from time to time by the Board of Directors.

12.3 Execution of Company's Contracts and Instruments

The Board of Directors, except as otherwise provided in these bylaws, may authorize the Managing Director, to enter into any contract or execute any instrument in the name of and on behalf of the company; such authority may be general or confined to specific instances. Unless so authorized or ratified by the Board of Directors or within the agency power of an officer, no Executive Director, agent or employee shall have any power or authority to bind the company by any contract or engagement or to pledge its credit or to render it liable for any purpose or for any amount other than for the transactions in the ordinary course of business of the company and within

Austri

Te gjitha komunikimet dhe njoftimet qe do te jepen ne baze te Statutit ne lidhje me çeshtje te tjera do te dergohen me poste rekomande ne adresat e percaktuara nga aksionaret me shkrim.

NENI 12

Te ndryshme

12.1 Dividendet

Fitimet e Shoqerise do te shperndahen midis Aksionareve ne proporcion me aksionet e tyre perkatese te Shoqerise minus çdo rezerve statutore.

Te gjitha aksionet jane te barabarta per dividentin.

12. 2 Vula e Shoqerise

Keshilli i Administrimit, me vendim, mund te miratoje nje vule te shoqerise. Vula e shoqerise duhet te kete te gdhendur emrin e Shoqerise, vitin e organizimit te saj dhe fjalen "Albania". Vula mund te ndryshohet here pas here nga Keshilli i Administrimit.

12.3 Ekzekutimi i Kontratave dhe Instrumenteve te Shoqerise

Keshilli i Administrimit, perveç kur parashikohet ndryshe ne kete Statut, mund te autorizojne Administratorit, per te hyre ne ndonje kontrate ose ekzekutoje çdo instrument financiar ne emer dhe per llogari te shoqerise; autoriteti i tille mund te jete i pergjithshem ose i kufizuar ne raste specifike. Pervecse kur autorizohet ose me vendim nga Keshilli i Administrimit ose brenda autoritetit te perfaqesimit te nje punonjesi, Administratori, agjeti ose punonjesi nuk do te kete asnje fuqi ose autoritet per te lidhur me ndonje kontrate ose angazhim per Shoqerine ose per te marr kredi ose per te percaktuar pergjegjesine per çdo qellim ose per çdo shume tjeter perveçse per transaksionet ne

English	Shqip
the limit set forth in the Companies Law.	veprimtarine e zakonshme te biznesit te shoqerise dhe brenda kufijve te percaktuar ne Ligjin Tregtar.
12.4 The Company shall have an authorized chartered accountant. The initial authorized chartered accountant shall be the following and shall serve until the first meeting of the assembly of shareholders: Name: **Euro-Audit, Consultancy,co** NUIS: K82403001L Address: Rr. "Muhamet Gjollesha", Pallati i ri "Foleja e Gjelber", Hyrja F, Kati 5, Ap. F51, prane ish-UEM, Tirana, Albania.	12.4 Shoqeria do te kete nje auditues. Audituesi fillestar do te jete ai i percaktuar ne viji dhe do te sherbeje derin ne mbledhjen e pare te assamblese se aksionareve: Emri: **Euro-Audit, Consultancy,co** NUIS: K82403001L Adresa: Rr. "Muhamet Gjollesha", Pallati i ri "Foleja e Gjelber", Hyrja F, Kati 5, Ap. F51, prane ish-UEM, Tirane, Shqiperi
ARTICLE 13 **Amendments**	**NENI 13** **Ndryshimet**
These bylaws may be altered, amended or repealed or new bylaws may be adopted by the shareholders pursuant to the applicable provisions of these bylaws and/or Articles of Incorporation of the company at (a) any regular meeting of the shareholders or (b) any special meeting of the shareholders if notice of such alteration, amendment, repeal or adoption of new bylaws is contained in the notice of such special meeting.	Ky Statut mund te ndryshohet, amendohen ose shfuqizohen ose nje statut i ri mund te miratohet nga aksionaret sipas dispozitave te zbatueshme te ketij statuti dhe/ose Akti i themelimit te Shoqerise ne (a) çdo mbledhje te zakonshme te Asambles se Pergjithshmeose (b) ose ne nje mbledhje te posaçme te Asamblese, nese njoftimi i ketij ndryshimi, amendamenti, shfuqizimi ose miratimi i Statutit te ri eshte i perfshire ne njoftimin e kesaj mbledhje te posaçme.
In case of any inconsistency between English and Albanian version of these Bylaws the stipulations under the English version shall prevail.	Ne rast te ndonje mosperputhje mes versionit te gjuhes angleze dhe versionit ne gjuhen shqipe te Statutit do te mbizoteroje versioni ne gjuhen angleze.
IN WITNESS WHEREOF, the undersigned have hereunto set their hand on this 22nd day of December 2021, in three originals. The founding shareholder of the company "Software Ecosystem Solutions" SH.A.	NE DESHMI TE SA ME SIPER, themeluesi nenshkruan kete dokument me 22 dhjetor 2021, ne tre origjinale. Aksionari Themelues i shoqerise "Software Ecosystem Solutions" SH.A.

Makeljana Shkurti

Makeljana Shkurti

NOTER
TIRANE

REPUBLIKA E SHQIPËRISË
DHOMA KOMBËTARE E NOTERISË
DEGA VENDORE TIRANË
NOTER LORIANA A. ROBO

V202205025000818943

DATE 13/01/2022
NR REP 97

VËRTETIM NJËSIE ME ORIGJINALIN

Sot, më datë 13.01.2021, para meje Noterit LORIANA A. ROBO, Anëtar në Dhomën Kombëtare të Noterisë, Dega Vendore TIRANË, me zyrë në adresën NR.5, ISMAIL QEMALI, NR.27, NR.1, NR.1, u paraqit personalisht:

KËRKUESI:
Kristjana Preçi, atësia Arben, amësia Ekleva, shtetase Shqiptare, lindur në Tiranë dhe banues në Tiranë, me adresë Frosina Plaku P.50/1; Njësia Administrative Nr. 7; 0000; Tiranë, lindur më 21/04/1993, gjendja civile "beqare", madhore, me zotësi të plotë juridike për të vepruar, për identitetin e të ciles u garantova me Leternjoftim ID nr. 036898523 dhe nr. personal J35421059Q, e cila paraqiti origjinalin e dokumentit ne vijim:

- Statut te Software Ecosystem Solutions Sha.

Unë Noteri, pasi i bëra të qartë personit të mësipërm, përgjegjësinë penale në rast paraqitje të dokumenti të rremë; bëra krahasimin e përmbajtjes së dokumentit origjinal me fotokopjen e paraqitur, mbi të cilat më rezulton se nuk janë bërë korrigjime, shtesa, fshirje, a shenja të tjera të dyshimta.

Si rrjedhim, në bazë të nenit 62, shkronja "i", nenit 129 të ligjit nr. 110/2018 "Për Noterinë"; Vërtetoj se fotokopja e dokumentit të paraqitur nga kërkuesi para meje Noterit, është e njëjtë me dokumentin origjinal.

Në zbatim të ligjit nr. 9887, datë 10.03.2008 "Për mbrojtjen e të dhënave Personale", unë Noteri deklaroj se do të ruaj dhe përpunoj të dhënat personale të kërkuesit të këtij dokumenti, në mënyrë të drejtë dhe të ligjshme.

NOTER
LORIANA A. ROBO