

AKTI I THEMELIMIT I SHOQERISE ME PERGJEGJESI TE KUFIZUAR ADV DIGI-TECH D/C OPERATORS Date <u>15</u>.04.2018	ARTICLES OF ASSOCIATION OF THE LIMITED LIABILITY COMPANY ADV DIGI-TECH D/C OPERATORS Date <u>13</u>.04.2018
NENI 1 KRIJIMI DHE EMRI <p>1.1 Shoqeria me pergjegjesi te kufizuar ADV DIGI-TECH D/C OPERATORS Shpk. (ne vijim e quajtur "Shoqeria") themelohet ne zbatim te Ligjt nr. 9901, date 14.04.2008 "Per tregtaret dhe shoqerite tregtare", i ndryshuar.</p> <p>1.2 Shoqeria fiton personalitet juridik ne momentin e regjistrimit te saj ne Regjistrin Tregtar shqiptar prane Qendres Kombetare te Biznesit ne Tirane, Shqiperi.</p>	ARTICLE 1 ESTABLISHMENT AND DENOMINATION <p>1.1 The limited liability company ADV DIGI-TECH D/C OPERATORS Shpk. (hereinafter referred to as the "Company") is incorporated under Albanian law no. 9901, dated 14.04.2008 "<i>On Entrepreneurs and Commercial Companies</i>", as amended.</p> <p>1.2 The Company acquires legal personality after its registration with the Commercial Register kept by the National Business Centre in Tirana, Albania.</p>
NENI 2 SELIA <p>2.1 Selia e Shoqerise ndodhet ne adresen: Km 6, Rruga Kombetare Tirane-Durres, Ndertesa me numer pasurie 3/10/1, Zona Kadastrale 2679, Vore, Shqiperi.</p> <p>2.2 Shoqeria mund te hape dege ose zyra perfaqesie ne vende te ndryshme brenda Republikes se Shqiperise dhe/ose jashtë saj ne perputhje me legjisacionin shqiptar.</p>	ARTICLE 2 REGISTERED OFFICE <p>2.1 The registered office of the Company is at the address 6th km, National Road Tirana-Durres, Building with property no. 3/10/1, Cadastral area 2679, Vora, Albania.</p> <p>2.2 The Company may open branches or representative offices at other locations within and/or out of the territory of the Republic of Albania in compliance with the requirements of the Albanian law.</p>
NENI 3 OBJEKTI <p>3.1 Shoqeria do te kete per objekt te aktivitetit kryerjen e çdo veprimtarie te lejuar nga ligji dhe/ose pjesemarrjen ne çdo veprimitari apo aktivitet te ligjshem qe mund te kryeje nje shoqeri me pergjegjesi te kufizuar, e krijuar ne baze te legjisacionit shqiptar, siç mund te ndryshohet here pas here.</p> <p>3.2 Aktiviteti i Shoqerise do te konsistoje kryesisht ne projektim, ndertim dhe operim i qendrave te te dhenave/<i>data centres</i>,</p>	ARTICLE 3 PURPOSE OF ACTIVITY <p>3.1 The purpose of the Company shall be to transact any and all lawful business and/or to engage in any lawful act or activity for which a limited liability company may be organized under the laws of Albania, as they may be amended from time to time.</p> <p>3.2 The activity of the Company shall consist mainly in the design, construction and operation of data centers, import or export of electronic equipment and other goods,</p>

<p>import-eksport i pajisjeve elektronike dhe mallrave te tjere, tregti, qiradhenie, ofrimi i sherbimeve etj. si dhe aktivitete te tjera sic do te jete e kerkuar apo e nevojshme per qellim te ushtrimit te aktiviteteve te siperpermendura.</p>	<p>trade, rent, provision of services etc. and other activities as shall be required or needed for purposes of conducting the above activities.</p>
<p>NENI 4 KOHEZGJATJA Shoqeria do te zhvilloje aktivitetin e saj per nje periudhe kohore te pakufizuar.</p>	<p>ARTICLE 4 DURATION The duration of the Company's activity shall be unlimited.</p>
<p>NENI 5 KAPITALI 5.1 Kapitali themeltar i Shoqerise eshte 100.000 Leke (njeqind mijë leke), e ndare ne 1 kuote. 5.2 Kapitali themeltar eshte nenshkuar nga Ortaku i Vetem zoterues i 100% te kapitalit te Shoqerise. Kapitali do te paguhet sipas vendimit te administratorit te Shoqerise ne nje ose me shume keste brenda nje afati te percaktuar nga administratori i Shoqerise. 5.3 Pergjegjesia e Ortakut te Vetem per detyrimet e Shoqerise shtrihet deri ne kufirin e vleres se kontributit te tij ne kapitalin e Shoqerise.</p>	<p>ARTICLE 5 SHARE CAPITAL 5.1 The initial share capital of the Company is Leke 100,000 (one hundred thousand Leke), consisting of one (1) share. 5.2 The entire share capital is subscribed by the Sole Shareholder, owner of 100% of the share capital of the Company. The share capital shall be paid-in in pursuance with the decision of the administrator of the Company in one or more installments within a term fixed from the administrator of the Company. 5.3 The Sole Shareholder's liability is extended up to the amount of his contribution in the share capital of the Company.</p>
<p>NENI 6 ORTAKU I VETEM 6.1 Ortak i Vetem i Shoqerise eshte shoqeria ADV DIGI-TECH OPERATORS LTD, nje shoqeri e organizuar dhe qe ekziston sipas ligjeve te Qipros, e regjistruar ne Regjistrin e Shoqerive, me numer biznesi HE378991 dhe me zyre e regjistruar te ndodhur ne: 14, Amorgou, Zakaki 3047, Limassol, Qipro. 6.2 Ortaku i Vetem, mund te marre çdo vendim, pa asje kufizim sipas legjislacionit shqiptar. Te gjitha vendimet e marra ne kete menyre do te registrohen ne Regjistrin e Vendimeve te Ortakut te Vetem, te dhenat e te cilit nuk do te mund te ndryshohen apo fshihen.</p>	<p>ARTICLE 6 SOLE SHAREHOLDER 6.1 The Sole Shareholder of the Company is the company ADV DIGI-TECH OPERATORS LTD, a company organized and existing under the laws of Cyprus, registered with Register of Companies, with business number HE378991 and with registered office located at: 14, Amorgou, Zakaki 3047, Limassol, Cyprus. 6.2 The Sole Shareholder may take, without being limited to, any decision as provided for in the Albanian legislation. All decisions taken in this capacity will be entered in the Sole Shareholder Decisions Register, the data of which may not be altered or deleted.</p>

<p>6.3 Çdo vendim i cili nuk regjistrohet ne Regjistrin e Vendimeve te Ortakut te Vetem eshte i pavlefshem. Kjo nuk do te ndikoje ne perjegjesine e Shoqerise ndaj paleve te treta perveç rasteve kur Shoqeria do te vertetoje se pala e trete kishte dijeni per parregullsine apo ne baze te rrrethanave nuk mund te mos kishte patur dijeni.</p> <p>6.4 Çdo vendim i Ortakut te Vetem mund te merret jashte territorit te Republikes se Shqiperise dhe nje evidence me shkrim per çdo vendim te marre jashte do te regjistrohet ne Regjistrin e Vendimeve te Ortakut te Vetem.</p>	<p>6.3 Any decision not registered in the Sole Shareholder Decisions Register is deemed null and void. It shall not affect the Company's liability to third parties unless the Company proves that the third party had knowledge of the irregularity or, in view of evident circumstances, could not have been unaware of it.</p> <p>6.4 Any decision of the Sole Shareholder may be taken outside the Republic of Albania and written evidence of such decision made shall be recorded in the Sole Shareholder Decisions Register.</p>
<p style="text-align: center;">NENI 7</p> <p style="text-align: center;">ADMINISTRIMI I SHOQERISE</p> <p>7.1 Pasuria, veprimtaria dhe aktiviteti i Shoqerise do te administrohet nga nje Administrator.</p> <p>7.2 Shkarkimi apo zevendesimi i Administratorit do te kryhet me vendim te Ortakut te Vetem dhe ky shkarkim apo zevendesim nuk do te konsiderohet si ndryshim i ketij Akti Themelimi apo Statutit dhe vendimi perkates i Ortakut te Vetem nuk eshte i nevojshem te reflektohet ne Statut.</p> <p>7.3 Administratori i pare i shoqerise eshte Z. Ioannis Thomoglou, shtetas grek, lindur ne Veria, Greqi, me 24.06.1998, me rezidence ne El. Venizelou 84, Veria, Greqi, mbajtes i pasaportes nr. AN 2103425.</p> <p>7.4 Administratori do te ushtroje kompetencat e tij perkatese deri ne me te parin nga rastet e meposhtme:</p> <ul style="list-style-type: none"> - largimi i tij; ose - verifikimi i ngjarjeve te percaktuara ne Statutin te Shoqerise; ose - perfundimi i afatit 5 vjeçar nga data e regjistrimit te Shoqerise me Regjistrin Tregtar, nese mandati nuk eshte rinovuar. 	<p style="text-align: center;">ARTICLE 7</p> <p style="text-align: center;">MANAGEMENT OF THE COMPANY</p> <p>7.1 The properties, business and affairs of the Company shall be managed by one Administrator.</p> <p>7.2 Dismissal or substitution of the Administrator shall take place through a resolution of the Sole Shareholder, which will not be considered as amendment of this Articles of Association or the Bylaws and the respective resolution of Sole Shareholder is not necessary to be reflected in the Bylaws.</p> <p>7.3 The first Administrator of the Company is Mr. Ioannis Thomoglou, Greek citizen, born in Veria, Greece on 24.06.1998, with residence in El. Venizelou 84, Veria, Greece, holder of passport no. AN 2103425.</p> <p>7.4 The Administrator of the Company shall exercise the respective competences, until the earlier of:</p> <ul style="list-style-type: none"> - his removal; or - events set forth in the Bylaws; or - 5 years from the date of registration of the Company with the Commercial Register, if the term of office of the administrator is not renewed.



3

<p>7.5 Administratori ka kompetencia te plota per te marre vendime per administrimin e zakonshem te Shoqerise, perveç kompetencave qe do te ushtrohen nga Ortaku i Vetem i Shoqerise sipas Statutit ose ligjit te zbatueshem. Administratori do te kete kompetencat dhe detyrat qe lidhen me administrimin dhe mbikeqyrjen e veprimitarise se Shoqerise sipas parashikimeve te ligjit.</p>	<p>7.5 The Administrator has full competences to take decisions for the ordinary administration of the Company, excluding the competences that shall be exercised by the Sole Shareholder according to the applicable law and the Bylaws. The competences and duties of the Administrator regarding the administration and supervision of the activity are as provided by the law.</p>
<p>NENI 8 EKSPERTI KONTABEL I AUTORIZUAR Eksperti(et) kontabel i (te) autorizuar do te emerohet(n) me vendim te Ortakut te Vetem ne çdo rast kur nje gje e tille kerkohet nga ligji shqiptar ose kur Ortaku i Vetem e konsideron te nevojshme.</p>	<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.</p>
<p>NENI 9 VITI USHTRIMOR 9.1 Viti ushtrimor i Shoqerise fillon me 1 Janar dhe mbaron me 31 Dhjetor te çdo viti. 9.2 Perjashtmisht, viti i pare ushtrimor fillon ne daten e regjistrimit te Shoqerise ne Regjistrin Tregtar dhe perfundon me 31 Dhjetor te po atij viti.</p>	<p>ARTICLE 9 ACCOUNTING YEAR 9.1 The fiscal year of the Company shall be from January 1st to December 31st. 9.2 Exceptionally, the first financial year begins upon the Company's incorporation and ends on the 31st of December of the same year.</p>
<p>Ky Akt themelimi hartohet dhe nenshkruhet ne 3 (tre) kopje origjinale.</p>	<p>The present Articles of Association are drawn up and executed in 3 (three) original copies.</p>

ORTAKU I VETEM / SOLE SHAREHOLDER

ADV DIGI-TECH OPERATORS LTD.

I autorizuar me vendimin e Ortakut te Vetem date 20.03.2018



Ioannis Thomoglou