

# FOUNDATION AGREEMENT

(Joint Stock Company Registration Data)

\* - Fields marked with an \* are required

## Legal form --- Joint Stock Company

**\*Brand name:** --- სს მისო „ქართული კრედიტი“ (ს/ნ 206238800)

To be defined in the Georgian language as per the Law of Georgia on Entrepreneurs.

**\* Brand name in English** --- JSC MFO “Georgian Credit” (TIN 206238800)

To be consistent with the Georgian definition of the name

**\* Legal seat-** near N5 Sandro Euli Street, Tbilisi, Georgia; N7 Sandro Euli Street, Tbilisi; N3 commercial space, N3 floor (parcel of land 07/029), block 5, N5 Sandro Euli Street, 0186, Saburtalo Residential District, Tbilisi, Georgia.

(Physical (actual) address of the Company)

## \* Founders/shareholders

In the case of a natural entity - name, surname, personal number, and residence address; in the case of a legal entity - company name, identification code, and legal seat. This field is required only in case of the foundation of a joint-stock company

The Company is already founded

## The governing body – Directorate

Name of the governing body (e.g. director, directorate, board of directors, presidium, etc.)

## \* Member/members of the governing body

In the case of a natural entity - name, surname, personal number, residence address, in the case of a legal entity - name, identification number; the term of authority (if such a term is indicated).

Executive Director - Giorgi Samadashvili (P/N.: 01033000107; Address: Sartichala Street N16/6, Tbilisi, Georgia; to be appointed for a term not exceeding 3 years with the right of unlimited re-appointment).

## \* The scope of the representative authorities of the members of the governing body

It should be indicated whether the members jointly (together) represent the company or individually (separately). If the members of the governing body hold different representative authorities, the authorities of each member should be listed, respectively.

The company's representative authority is vested solely in the company's executive director. The Executive Director has the right to delegate his authority to another person within the framework of a notarized power of attorney.

## \* A person authorized to manage and represent the entity's authorized user page (e-mail address)

If there are several managers/representatives, only one person should be listed

Executive Director Giorgi Samadashvili (P/N.: 01033000107; Address: Sartichala Street N16/6, Tbilisi, Georgia).

## \* E-mail address and telephone number of the person responsible for the management and representation responsible for managing the authorized user page (email address)

GIORGI SAMADASHVILI

[gsamadashvili@geocredit.ge](mailto:gsamadashvili@geocredit.ge)

(e-mail, printed/written in Latin)

(+995) 599-51-79-31

(of mobile operators in Georgia)

## Supervisory Board

If there is a supervisory board, the number of members of the supervisory board and members of the board should be listed.

**The Supervisory Board consists of 6 members**

(number)

**Members of the Supervisory Board**

In the case of a natural person - name, surname, personal number, residence address, in the case of a legal entity - name, identification number; the term of authority (if such a term is indicated).

1. Nana Mikashvidze (personal number: 01009002979; address: apt.33, Petre Kavtaradze st. N13, Tbilisi;
2. Jörg Wulfken (passport N: C5LPJ4FG5; address: Kirschbluthenweg 7, 61348 Bad Homburg. Germany;
3. Edda Schröder (passport N: C5HK6J504; Ms.: Hostator 47, 65929 Frankfurt, Germany;
4. Thomas Schiffler (passport N: C2XPTGV3H; address: Egberstrasse 22, 54295 Trier, Germany;
5. Konstantine Sulamanidze (personal number: 01006008941; address: apt. 6, Evgeni Mikeladze St. 4, Tbilisi)
6. Giorgi Naskidashvili (personal number: 01017005075; address: N60 Merab Kostava St., Tbilisi;

**Other governing body - N/A**

(if any)

(name of the governing bodies)

..... **members**

name of the governing bodies)

In the case of a natural person - name, surname, personal number, residence address, in the case of a legal entity - name, identification number; the term of authority (if such a term is indicated).

.....

**General Trade Representative/Procurist, if any**

In the case of a natural person - name, surname, personal number, residence address, in the case of a legal entity - name, identification number; the term of authority (if such a term is indicated).

... N/A ....

**Share Capital**

**The authorized share capital is 20,000,000 (twenty million) Lari.**

(the maximum amount of capital within which the JSC may decide to issue shares in the future) - if any

**\* The Number of issued shares is 6,218,113 (six million two hundred eighteen thousand one hundred thirteen) Lari.**

(The deposited capital is the amount of money set by the entrepreneurial company, which must be equal to the sum of the nominal values of the deposited shares of the entrepreneurial company. The minimum amount of the deposited capital of the joint-stock company at the time of registration of the joint-stock company must be at least 100,000 GEL.)

**\* The Number of Placed shares is 6,218,113 (six million two hundred eighteen thousand one hundred thirteen) Lari.**

(The amount of the cashable part of the deposited capital at the time the company is established, i.e. the actually filled part of the deposited capital. The capital to be cashed in must be filled in cash and constitute at least 25% of the deposited capital)

**In the case of authorized capital, the nominal value of the shares is 1 (one) Lari.**

**Share Classes, if any ..... Share class**

**(name of share class)**

..... **Share class**

**(name of share class)**

**If any, the number of shares with a nominal value at the time of establishment and their nominal value**

The specified information must be given in respect of each class of shares if there are different classes of shares. It must be expressed as a whole number

- At the time of establishment, the number of shares with par value..... units, and the par value of 1 share is ----- lari.

**If share classes are present**

- With a nominal value of 1 Lari number of shares of the ordinary class is **6,218,113** (six million two hundred eighteen thousand one hundred thirteen) Lari.
- With a nominal value ..... number of deposited shares of \_\_\_\_\_ class is \_\_\_\_\_.

**Number of issued shares without the nominal value**

The specified field is mandatory if the company does not have shares of par value at the time of its creation. This information is provided in respect of each class of shares, if a different class of shares exists. Must be expressed as an integer

- **The number of issued shares without the nominal value is ----**

**If share classes are present**

- Without a nominal value ..... number of deposited shares of \_\_\_\_\_ class is \_\_\_\_\_.
- Without a nominal value ..... number of deposited shares of \_\_\_\_\_ class is \_\_\_\_\_.

**\* the nominal value of the shares issued against a non-monetary contribution and, in the case of shares issued without nominal value, their number, the type of contribution, and the name of the person responsible for the contribution**

This field must be filled in if a non-monetary contribution is not prohibited by the company's articles of association.

N/A

**\* Current or anticipated costs associated with the Company's incorporation and obtaining a license/permit to be borne by the joint stock company**

0 Gel

**\* The economic benefit received or receivable from the joint stock company by persons involved in the process of carrying out actions related to the foundation and obtaining the license/permit**

0 Gel

**Annex:**

Charter of the Company Approved by the Shareholders, which is part of the Foundational Agreement

**NANA MIKASHAVIDZE**

**Deputy Chair of the Supervisory Board**

SIGNATURE

Date: -----