BUYER'S WORKING CHECKLIST / DEFINE AND INVESTIGATE

Before you buy a business.

A practical document request and decision checklist for acquiring a private business in Albania. Complete it with your legal, tax and financial advisers.

01 Define the acquisition

- ☐ Confirm the buyer, seller, target legal name and NIPT. Identify the shares, assets or operating business unit being sold.
- ☐ Record the intended use of the business name or brand. Assess Article 5 commercial-liability succession where relevant.
- ☐ Agree confidentiality, access, exclusivity, the status of preliminary terms and any deposit refund or release conditions.

02 Verify ownership and authority

- ☐ Obtain current and historical QKB records, the statute, resolutions, ownership-chain documents and beneficial-owner information.
- ☐ Check seller authority, capital obligations, transfer restrictions, pre-emption rights, pledges, seizures and competing claims.
- ☐ Confirm required approvals, powers of attorney, authentication and translation for foreign documents.

03 Establish the financial and tax position

- ☐ Reconcile financial statements and management accounts with bank records, invoices, receivables, payables and cash flows.
- ☐ Identify loans, guarantees, shareholder balances, related-party arrangements and working-capital needs.
- ☐ Review tax returns, payments, fiscalisation, VAT, payroll contributions, local taxes, inspections, assessments and appeals.

BUYER'S WORKING CHECKLIST / OPERATIONS AND OBLIGATIONS

Know what must continue.

Check the rights and resources the business needs to operate, and the obligations that may follow the transaction.

04 Property and operating assets

- ☐ Confirm who owns or leases the premises. Check title history, cadastral records, security, use permissions and material claims.
- ☐ Review lease term, rent, permitted use, consent and termination provisions. Identify financed or leased equipment.
- ☐ Arrange proportionate site, technical and environmental checks; verify stock and asset inventories.

05 Contracts, licences and data

- ☐ Review key customer, supplier, lender, franchise and concession arrangements, including change-of-control and assignment clauses.
- ☐ Verify the licence holder, activity, location, validity and required approvals or notifications. Registration alone is not an operating licence.
- ☐ Confirm rights to the brand, domains, software and accounts. Control due-diligence access and plan lawful handling of personal data.

06 Employees and other exposures

- ☐ Review contracts, accrued pay and leave, contributions, key staff, collective arrangements, disputes and insurance.
- ☐ Assess whether an economic unit retaining its identity transfers. Plan the Labour Code information and consultation process where applicable.
- ☐ Investigate litigation, enforcement, inspections and threatened claims using documents, disclosures and appropriate checks together.

07 Approvals and transaction tax

- ☐ Assess merger control using participant and group turnover, and identify sector approvals and third-party consents.
- ☐ Compare share and asset tax consequences. If VAT Article 16 applies, address continuity, succession, records and advance notification.

BUYER'S WORKING CHECKLIST / PROTECT AND COMPLETE

Make completion deliberate.

Translate the findings into an agreed price, conditions, documents and a clear handover. Allocate an owner and deadline to every outstanding action.

08 Document the protections

- ☐ Define the price, cash/debt and working-capital treatment, shareholder loans, payment mechanics and any earn-out.
- ☐ Agree conditions, warranties, disclosures, specific indemnities, claim limits and suitable financial protection.
- ☐ Set the completion sequence, release conditions, governing law and dispute arrangements; verify enforceability.

09 Complete and hand over

- ☐ Confirm approvals, security releases and title-transfer formalities before releasing funds under the agreed arrangements.
- ☐ Complete company, beneficial-ownership and asset filings; update bank mandates and required counterparty notices.
- ☐ Receive records, keys and a signed inventory. Arrange authorised system access and remove obsolete permissions.
- ☐ Track remaining consents, corrective work, deferred payments and contractual claim deadlines.

Timing points to assess - not universal completion periods

Employee-transfer information: at least 30 days before an applicable transfer. VAT Article 16 notification: at least 45 calendar days before the qualifying transfer. Company ownership-change filing: generally within 30 calendar days of the actual change. Beneficial-owner changes: within 90 calendar days of the actual change. Merger-control notification and standstill must be assessed separately before implementation.

Law update: Law 119/2026 was published on 13 November 2026 and has general commencement on 28 November 2026, with specified implementation conditions. Recheck requirements for the signing and completion dates.

Sources: Company Law 9901; Business Registration Law 9723; Beneficial Ownership Law 112/2020; Labour Code Articles 138-139/1; VAT Law Article 16; Competition Law 9121. Full references and analysis accompany the article.

General information and a working checklist, not a due-diligence opinion or clearance to complete. Requirements and risk allocation depend on the particular transaction. Contact: info@tridenslaw.com I www.tridenslaw.com