



**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

Central Processing Centre
Plot No. 6,7, 8, Sector 5, IMT Manesar, Manesar, Haryana, India, 122050

Certificate of Incorporation Consequent upon conversion to public company

Corporate Identity Number: U74140KA2003PLC033043

IN THE MATTER OF TONBO IMAGING INDIA PRIVATE LIMITED

I hereby certify that TONBO IMAGING INDIA PRIVATE LIMITED which was originally incorporated on EIGHTEENTH day of DECEMBER TWO THOUSAND THREE under Companies Act, 1956 as SARNOFF INNOVATIVE TECHNOLOGIES PRIVATE LIMITED and upon an intimation made for conversion into public company under Section 18 of the Companies Act, 2013; and approval of Central Government signified in writing having been accorded thereto by the ROC, CPC vide SRN AB6669123 dated 09/09/2025 the name of the said company is this day changed to TONBO IMAGING INDIA LIMITED

Given under my hand at ROC, CPC this ELEVENTH day of SEPTEMBER TWO THOUSAND TWENTY FIVE

Document certified by *.mca.gov.in.

Digitally signed by
*.mca.gov.in
Date: 2025.09.11 19:42:44 IST

Mitika Raja

Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies

Central Processing Centre

Note: The corresponding form has been approved by Mitika Raja, Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies and this letter has been digitally signed by the Registrar through a system generated digital signature under rule 9(2) of the Companies (Registration Offices and Fees) Rules, 2014

Mailing Address as per record available in Registrar of Companies office:

TONBO IMAGING INDIA LIMITED

NO-3 CHIKKAYELLAPPA TOWER-II, IST C MAIN SARJAPUR MAIN ROAD, JAKKASANDRA EXTN, NA,
CHIKKAYELLAPPA INDL LAYOUT BANGALORE, Bangalore- 560034, Karnataka





सत्यमेव जयते

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies

E' Wing, 2nd Floor Kendriya Sadana, Bangalore, Karnataka, India, 560034

Certificate of Incorporation pursuant to change of name
[Pursuant to rule 29 of the Companies (Incorporation) Rules, 2014]

Corporate Identification Number (CIN): U74140KA2003PTC033043

I hereby certify that the name of the company has been changed from SERIAL INNOVATIONS INDIA PRIVATE LIMITED to TONBO IMAGING INDIA PRIVATE LIMITED with effect from the date of this certificate and that the company is limited by shares.

Company was originally incorporated with the name SARNOFF INNOVATIVE TECHNOLOGIES PRIVATE LIMITED.
Given under my hand at Bangalore this Thirteenth day of May two thousand sixteen.



M JAYAKUMAR
Registrar of Companies
Registrar of Companies
RoC - Bangalore

Mailing Address as per record available in Registrar of Companies office:

TONBO IMAGING INDIA PRIVATE LIMITED

NO.104, SHIVALAYA, I FLOOR, 17TH 'C' MAIN ROAD,, 5TH CROSS, KORAMANGALA 5TH BLOCK EXTENSION, BANGALORE, Karnataka, India, 560095



भारत सरकार-कॉर्पोरेट कार्य मंत्रालय
कम्पनी रजिस्ट्रार कार्यालय, करनाटका

नाम परिवर्तन के पश्चात नया निगमन प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U74140KA2003PTC033043

मैसर्स SARNOFF INNOVATIVE TECHNOLOGIES PRIVATE LIMITED

के मामले में, मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स

SARNOFF INNOVATIVE TECHNOLOGIES PRIVATE LIMITED

जो मूल रूप में दिनांक अठारह दिसम्बर दो हजार तीन को कम्पनी अधिनियम, 1956 (1956 का 1) के अंतर्गत मैसर्स

SARNOFF INNOVATIVE TECHNOLOGIES PRIVATE LIMITED

के रूप में निगमित की गई थी, ने कम्पनी अधिनियम, 1956 की धारा 21 की शर्तों के अनुसार विधिवत आवश्यक विनिश्चय पारित करके तथा लिखित रूप में यह सूचित करके की उसे भारत का अनुमोदन, कम्पनी अधिनियम, 1956 की धारा 21 के साथ पठित, भारत सरकार, कम्पनी कार्य विभाग, नई दिल्ली की अधिसूचना सं. सा. का. नि 507 (अ) दिनांक 24.6.1985 एस्. आर्. एन्. A42884080 दिनांक 14/08/2008 के द्वारा प्राप्त हो गया है, उक्त कम्पनी का नाम आज परिवर्तित रूप में मैसर्स

Serial Innovations India Private Limited

हो गया है और यह प्रमाण-पत्र, कथित अधिनियम की धारा 23(1) के अनुसरण में जारी किया जाता है।

यह प्रमाण-पत्र, मेरे हस्ताक्षर द्वारा बेंगलूर में आज दिनांक चौदह अगस्त दो हजार आठ को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS
Registrar of Companies, Karnataka

Fresh Certificate of Incorporation Consequent upon Change of Name

Corporate Identity Number : U74140KA2003PTC033043

In the matter of M/s SARNOFF INNOVATIVE TECHNOLOGIES PRIVATE LIMITED

I hereby certify that SARNOFF INNOVATIVE TECHNOLOGIES PRIVATE LIMITED which was originally incorporated on Eighteenth day of December Two Thousand Three under the Companies Act, 1956 (No. 1 of 1956) as SARNOFF INNOVATIVE TECHNOLOGIES PRIVATE LIMITED having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central Government signified in writing having been accorded thereto under Section 21 of the Companies Act, 1956, read with Government of India, Department of Company Affairs, New Delhi, Notification No. G.S.R 507 (E) dated 24/06/1985 vide SRN A42884080 dated 14/08/2008 the name of the said company is this day changed to Serial Innovations India Private Limited and this Certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at Bangalore this Fourteenth day of August Two Thousand Eight.

(V C DAVEY)

कम्पनी रजिस्ट्रार / Registrar of Companies

करनाटका

Karnataka

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

Serial Innovations India Private Limited

2nd Floor, # 38, K H Circle, Hosur Road, PO Wilson Garden,,

Bangalore - 560027,

Karnataka, INDIA



प्रारूप आई. आर.

Form I. R.

निगमन का प्रमाण - पत्र

CERTIFICATE OF INCORPORATION

ता. का से,

CIN. -- **U74140KA2003PTC033043**

मैं एतद्वारा प्रमाणित करता हूँ कि आज

कम्पनी अधिनियम (1956 का 1) के अधीन निगमित की गई है और यह कम्पनी परिसीमित है।

I hereby certify that **SARNOFF INNOVATIVE TECHNOLOGIES**
PRIVATE LIMITED

is this day incorporated under the companies Act, 1956 (No.1 of 1956)
and that the company is limited.

मेरे हस्ताक्षर से आज ता. को दिया गया।

Given under my hand at BANGALORE this **EIGHTEENTH**
day of **DECEMBER** Two thousand and **THREE**.



(**B.M. ANAND**)

कम्पनियों का रजिस्ट्रार

कर्नाटक, बेंगलूर

Registrar of Companies
KARNATAKA, BANGALORE

7/CP/18/12/03

**MEMORANDUM OF ASSOCIATION OF
TONBO IMAGING INDIA LIMITED**

(Incorporated under the Companies Act, 1956 being a Company limited by shares)

- I. The name of the Company is **TONBO IMAGING INDIA LIMITED.**
- II. The Registered Office of the Company will be situated in the State of **Karnataka.**
- III. The objects for which the Company is established are:-
 - (A) **THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**
 1. To engage in the business of research, design, product development, systems integration, implementation, fabrication, manufacturing, processing, assembly, environmental and reliability testing, characterization, offering and providing consultancy wafer lab and turnkey services and other related activities and services in orderp to develop and provide breakthrough technology innovation solutions for various industries such as Integrated Circuits, Optoelectronics, Communications and Networking and Digital Television and Internet Convergence industries including but not limited to reconfigurable integrated circuits design, development and production of advanced system-on-chip (SOC) devices, silicon-on-insulator (SOI) integrated circuits, electronic static discharge (ESD) protection, advanced emulation, optoelectronic system design, manufacturing and packaging of all kinds of custom wavelength lasers, diodes, amplifiers, thermo photovoltaics, infra-red (IR) and ultra-violet (UV) imaging systems, charged-coupled services (CCD) and complementary metal-oxide semiconductor (CMOS) imagers, specialty cameras, sensors, optical diagnostics, ad-hoc networking, wireless and satellite communications, smart antennas, wireless broadband, digital rights management, targeted advertising, multimedia databases, etc.
 2. To engage in the business of research and development and to provide consulting and customized solutions to the healthcare and life sciences industry including but not limited to medical product innovation, disposable product design, biopharmaceuticals, diagnostic systems, drug discovery, powder handling, informatics, imaging and image analysis, micro fluidic processing, dissolution control instrumentation, etc.

3. To carry on the business of providing, offering, research and development, implementation and integration of various solutions, products, services and applications for several industries including but not limited to those in the automotive, transportation, health care, life sciences, entertainment, media, communication, networking, electronics, surveillance and security and silicon IP industry and to develop and produce information technology and computer software, video processing and vision software, computer programs, object and source codes, hardware, middle ware, firm ware, to create and develop custom based and cutting edge technology, end to end solutions.

(B) THE OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS ARE:

1. To provide training, education, development, consulting, conduct conferences, seminars, courses, set up development, information or training centers or to engage in all activities connected with training and to develop, sell and license materials, books, manuals, handouts, articles or other associated literature/documentation relating to development of any kind of computer software, software consultancy services relating to business and objects of the Company.
2. To identify and prepare projects and project ideas, and to prepare project profiles and reports, market research and feasibility studies and reports, pre-investment studies and investigation of industries and to undertake appropriate services to identify scope or potential for economic and industrial development in any business or geographical area.
3. To enter into contracts or other arrangements with any parties for any transactions, including the provision and supply of materials, equipment or other products and/or services necessary for or otherwise required for or incidental to carrying out the lawful objectives of the Company.
4. To buy, sell, repair, maintain, support, alter, improve, exchange, let out on hire, import, export and deal in all works, plant, machinery, tools, utensils, appliances, apparatus, products, materials, substances, articles and things capable of being used in any business which the Company is competent to carry on or which maybe required by any customer or person having dealings with the Company and which may seem capable of being profitably dealt with in connection therewith.
5. To create, acquire, purchase, sell, alienate or otherwise deal in any intangible or personal property including patents, copyrights, know-how, secrets, processes, information, trade-marks, designs, licences, rights or privileges in relation to any products and/or services provided by the Company.

6. To lease, sub-lease, hire, purchase, license or otherwise acquire and / or dispose of, construct, alter, modify, develop or otherwise deal in any properties, factories, sheds, offices, guest houses, employee accommodation, godowns, warehouses, or other structures for housing and carrying on the businesses of the Company or for its employees, clients or other persons and for any other purpose as the Board of Directors may think expedient for the benefit of the Company.
7. To adopt such means of making known the business of the Company as may seem expedient, including without limitation, by participating in trade fairs, recruiting fairs and exhibitions, and by way of advertisement and to print, publish or otherwise disseminate any material in any form convenient to the Company or as maybe required by the Company for the purpose of or in relation to making known the business of the Company.
8. To enter into any agreement with any government or authority, national state municipal, local or otherwise, or any person or company that may be conducive to the Company's objects or any of them, to obtain information on governmental policies and regulations and to obtain various consents, approvals, permits and licences from governmental or other authorities or agencies which may be required in relation to any businesses of the Company.
9. To undertake the business of the Company or otherwise cause the Company to be registered or recognized in any foreign country or place, and to do all or any of the things authorized by this Memorandum of Association in any part of the world, either as principals, agents, trustees or otherwise, and either alone or with others, and by orthough agents, sub-contractors, trustees or otherwise.
10. To form associations, organizations, enter into joint ventures and collaborations, promote, incorporate companies, establish partnerships and set up trusts in connection with and in furtherance of the activities of the Company and to acquire, provide or transfer suitable technology, technical services, information and know-how under such collaborations, joint ventures, or other associations, organizations or arrangements, with any organizations in relation to the business of the Company, and receive and make payments thereof by way of royalty, fees or otherwise.
11. To do all or any of the acts or things as mentioned in the main objects either as principals, agents, contractors or otherwise, and by or through agents, brokers, sub- contractors, or otherwise and either alone, or with others and to do all such other things as may be deemed incidental or conducive to the attainment of the Company's objects or any of them.
12. To employ, engage, appoint, retain or otherwise procure the service of the professionals, consultants, programmers, design consultants, engineers, technicians, legal and financial advisors, or other experts and to imbibe innovative and modern management techniques in the functioning and business of the Company.

13. To take and/or provide discounts or other terms of payment or credit in relation to any sums owing to or due from the Company and to impose or agree to pay any interest thereon or to write-off any such sums or part thereof.
14. To purchase or hire all kinds of vehicles including cars, heavy transport vehicles, aircraft, etc, for the purpose of transportation of equipments, materials, employees and managerial personnel or for any other purpose.
15. To pay for any property or rights acquired, either in cash, against debentures, or in fully or partly paid shares, or by the issue of securities, or by providing services and generally on such terms as may be determined.
16. To open and operate current accounts, overdraft accounts, loan accounts, cash credit accounts, deposit accounts and/or any and all other accounts with any bank, company, firm or person and otherwise draw, make, accept, endorse, discount, execute and issue cheques, drafts, promissory notes, bills of exchange, and/or any other negotiable or transferrable instruments.
17. To lend and advance money or to give credit to such persons or companies on such terms as may seem expedient and in particular, to customers and others having dealings with the Company and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and to give guarantees and indemnities.
18. To receive money on deposit or loan and borrow or raise money in such manner as the Company shall think fit and in particular, by the issue of debentures or debenture stock. However, the Company shall not carry on the business of banking as defined by regulations relating to banking in India.
19. To cause or permit any redeemable preference shares, debenture stocks, bonds, debentures, mortgages, charges, encumbrances, leases or securities of or belonging to or made/issued by the Company or affecting its property or rights or any of the terms thereof to be renewed, extended, varied, redeemed, exchanged, transferred or satisfied as shall be thought fit, and to pay off and re-borrow the money secured thereby or part or parts thereof.
20. To invest the surplus funds of the Company from time to time in deposits, units, government securities or in other securities including shares, bonds and debentures as may from time to time be determined by the Directors, and from time to time sell any such investments and to execute all assignments, transfers, receipts and documents that may be necessary in that behalf.
21. To create any reserve fund, sinking fund, insurance fund or any other special fund whether for depreciation or for repairing, insuring, improving, extending or maintaining any property of the Company or for any other purpose, conducive to or which in the opinion of the Company shall or is likely to promote the interests of the Company.

22. To generally deal in or dispose off the businesses, undertakings, or all or any of the property and assets for the time being of the Company for such consideration and on such terms as the Company may deem fit.
23. To distribute any of the property of the Company or any proceeds of sale or disposal of any property in specie or kind among the members, subject to the provisions of the Companies Act, 1956.
24. To recruit, train and develop a pool of technical, managerial and administrative personnel including staff, employees, agents, etc, who may provide service and other expertise to the Company.
25. To establish and maintain or procure the establishment and maintenance of any non-contributory or contributory pension, superannuation, gratuity, provident, welfare and education funds and trusts for the benefit of any person who is or was at any time in the employment or service of the Company, or who is or was at any time a Director of the Company or any such other company as aforesaid and the spouse, family dependants of any such person.
26. To provide for the welfare of the employees or ex-employees of the Company and the wives or the dependents of such persons by building or contributing to the building of houses or dwellings or by grants of money, pensions, allowances, bonuses or other payments or by creating and from time to time subscribing or contributing to associations, institutions, funds or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other assistance as the Company may think fit.
27. To grant pensions, allowances, gratuities and bonuses to officers, ex-officers, employees and ex-employees of the Company or to the dependants and/or relations of any such persons, and to support any such pensions, and to support or subscribe to any charitable, educational, social or other public institutions, clubs, societies or fund which may be considered likely, directly or indirectly, to further the objects of the Company or the interests of its officers, employees or members.
28. Subject to the provisions of the Companies Act, 1956, to subscribe, contribute, gift or donate any monies, rights or assets for any national, educational, political, religious, charitable, scientific, public, general or useful object or to make gifts, donations of monies or such other assets to any charitable, political or educational institutions, clubs, societies, associations, trusts, scientific research associations, funds or other organizations.
29. To institute, defend, settle, negotiate, dispose off, or refer, or agree to refer any claims, demands, disputes or any other questions by or against the Company or in which the Company is interested or concerned through negotiation, mediation, conciliation, arbitration, litigation or other manner of dispute settlements, and to observe and perform and do all acts necessary and/or incidental thereto.

30. To enter into, adopt, carry out or give effect to any agreements or arrangements or any modifications and amendments thereto, arrived at between Company's shareholders, promoters and/or any government authority, company, firm or office, for the promotion of the Company's activities for the attainment of the Company's objects or any of them, and/or in respect of any matters concerning the affairs or businesses of the Company, and to obtain from any such government authority, company, firm or office, any decrees, rights, services, privileges, concessions which the Company may think desirable, and to carry out, exercise, and comply with any such decrees, rights, services, privileges and concessions.
31. To carry on any other activity, trade or business whatsoever which may, in the opinion of the Board of Directors, be advantageously or conveniently carried on by the Company in connection with or ancillary or incidental to any business or activity aforesaid, or which activity, trade or business can be reasonably expected to develop any branch of the Company's businesses or to increase the value of or turn to account the Company's assets, property or rights.
32. To pay all costs, charges and expenses incurred or sustained in or about the formation, registration, promotion, incorporation, establishment, advertisement of the Company or which the Company shall consider to be preliminary, including contracts entered into by the promoters of the Company prior to incorporation, out of the funds of the Company.

(C) OTHER OBJECTS NOT INCLUDED IN (A) AND (B) ABOVE ARE:

1. To engage in and carry on the business as importers, exporters, producers, manufacturers and dealers in all kinds of products and goods not related to or covered by the products, goods and activities already specifically provided for herein and for the purpose, to set up, install, purchase, import, or otherwise acquire all machinery and related equipment to buy, sell, manufacture, import and deal in all types of cartons, boxes, crates and containers of any material, and to run and maintain all such machinery and equipment.
- IV.** The liability of the members is limited.
- V.** Share Capital of the Company is INR 74,00,00,000 (Indian Rupees Seventy-Four Crore only) divided into:
- (i) 5,74,87,500 (Five Crore Seventy-Four Lakh Eighty-Seven Thousand Five Hundred) Equity Shares of INR 2/- (Indian Rupees Two only) each,**
 - (ii) 1,25,000 (One Lakh and Twenty-Five Thousand) Preference Shares of INR 10/- (Indian Rupees Ten only) each,
 - (iii) 1,60,000 (One Lakh and Sixty Thousand) Preference Shares of INR 913/- (Indian Rupees Nine Hundred and Thirteen only) each,
 - (iv) 2,00,000 (Two Lakh) Preference shares of INR 100/- (Indian Rupees One Hundred only) each and
 - (v) 45,000 (Forty-Five Thousand) Preference Shares of INR 10,171/- (Indian Rupees Ten Thousand One Hundred and Seventy-One only) each;

*****Note: Alteration pursuant to sub-division of equity shares, approved by shareholders vide ordinary resolution dated 16/09/2025***

We, the several persons, whose names, addresses and occupations are set out below, are desirous of being formed into a company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite to our respective names:

| Sl. No . | Name, address, description and occupations of each subscriber. | Number of shares taken by each subscriber | Signature of each subscriber | Signature, name, address, description and occupation of witness |
|----------|--|--|------------------------------|---|
| 1. | Mr. William J. Burke S/o William Joseph Burke Aged about 65 years 201, Washington Road Princeton, NJ 08540 United States of America Occupation: Company Director | 9,999 (Nine thousand nine hundred and ninety nine only) | Sd/- | Sd/- Linda Micelott W/o Joseph Micelotta Aged about 55 years 201, Washington Road Princeton, NJ 0854 United States of America Occupation: Executive legal assistant |
| 2. | Mr. James S. Crofton S/o Robert John Crofton Aged about 52 years 201, Washington Road Princeton, NJ 08540 United States of America Occupation: Company Director | 1 (one only) | Sd/- | |
| | TOTAL | 10,000 | | |

Place: New Jersey, USA
Date: November 17, 2003