



सत्यमेव जयते
GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies
2nd Floor, CPWD Building Kendriya Sadan, Hyderabad, Telangana, India, 500195

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

Corporate Identification Number (CIN): L31909TG1999PLC032184

I hereby certify that the name of the company has been changed from MOSCHIP SEMICONDUCTOR TECHNOLOGY LIMITED to MOSCHIP TECHNOLOGIES LIMITED with effect from the date of this certificate and that the company is limited by shares.

Company was originally incorporated with the name NETMOS TECHNOLOGY INDIA PRIVATE LIMITED.

Given under my hand at Hyderabad this Fifth day of March two thousand nineteen.



RAMESH CHANDRA MISHRA

Registrar of Companies
RoC - Hyderabad

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

MOSCHIP TECHNOLOGIES LIMITED

Plot No. 83 & 84, 2nd Floor, Punnaiah Plaza, Road No. 2, Banjara Hills, Hyderabad, Telangana, India, 500034



Company No: 01-32184



FRESH CERTIFICATE OF INCORPORATION CONSEQUENT
ON THE CONVERSION UNDER SECTION 31/44 OF THE
COMPANIES ACT, 1956(1 of 1956)

In the office of the Registrar of companies, Andhra Pradesh

HYDERABAD.

IN THE MATTER OF MOSCHIP SEMICONDUCTOR TECHNOLOGY PRIVATE LIMITED

I hereby certify that MOSCHIP SEMICONDUCTOR TECHNOLOGY PRIVATE

LIMITED

which was originally

incorporated on TWENTY SEVENTH day of JULY, 1999 under the

name NETMOS TECHNOLOGY INDIA PRIVATE LIMITED Subsicutntly

changed to M/s. MOSCHIP SEMICONDUSTOR TECHNOLOGY PRIVATE LIMITED

on 01-06-2000 having duly passed the necessary special Resolution on the 19th

day of JULY, 2000 in terms of section 31(1)/44 of the companies Act, 1956

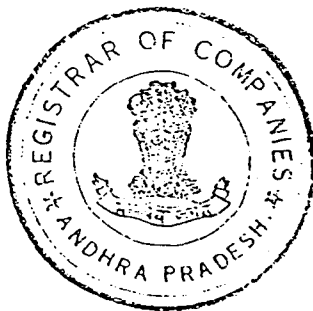
the name of the company is this day changed to MOSCHIP SEMICONDUCTOR TECHNOLOGY

LIMITED

This certificate is issued pursuant to section 23(1) of the said Act.

Given under my hand at HYDERABAD this, the 24th

day of JULY ~~Two thousand Nine hundred and~~ TWO THOUSAND




(S. R. V. V. SATYANARAYANA)

DEPUTY REGISTRAR OF COMPANIES
ANDHRA PRADESH: HYDERABAD.

Company No: 01-32184



FRESH CERTIFICATE OF INCORPORATION
CONSEQUENT ON CHANGE OF NAME

In the Office the Registrar of Companies,
Andhra Pradesh, Hyderabad.

(Under the Companies Act, 1956 (1 of 1956))

IN THE MATTER OF NETMOS TECHNOLOGY INDIA PRIVATE LIMITED

I hereby certify that M/s. NETMOS TECHNOLOGY INDIA PRIVATE
LIMITED was
originally incorporated on 27th day of July, 1999
under the companies Act, 1956, under the name M/s. NETMOS TECHNOLOGY INDIA
PRIVATE LIMITED

The said M/s. NETMOS TECHNOLOGY INDIA PRIVATE LIMITED
having duly passed necessary resolution un-
der section 21/22(1)(e)/22(1) (b) of the companies Act, 1956 and also having obtained the
approval of the Central Government in writing vide letter No. RAP/TA.VI/Sec.21/32184/2000
dated 01-06-2000 of Registrar of Companies, Andhra Pradesh, Department of
Company affairs has changed its name to M/s. MOSCHIP SEMICONDUCTOR
TECHNOLOGY PRIVATE LIMITED

This certificate is issued pursuant to section 23(1) of the said Act.

Given under my hand at Hyderabad, this 1st day of June

~~One Thousand Nine Hundred and~~ Two Thousand




(S.R.V.V. SATYANARAYANA)

DEPUTY REGISTRAR OF COMPANIES
ANDHRA PRADESH: HYDERABAD



प्रारूप आई आर

Form I

[See Regulation 16(1)]

निगमन का प्रमाण-पत्र

CERTIFICATE OF INCORPORATION

ता. 01-.....का सं.....

32184

1999-2000

No. 01-..... of 19.....

मैं एतद्वारा प्रमाणित करता हूँ कि आज.....

कम्पनी अधिनियम, 1956 के आधीन निगमित की गई है यह कम्पनी परिसीमित है ।

I hereby certify that **NETMOS TECHNOLOGY INDIA PRIVATE LIMITED**

is this day incorporated under the Companies Act, 1956 * (and that the Company is limited.)

मेरे हस्ताक्षर से आज ता.....को दिया गया ।

Given under my hand at **HYDERABAD** this **TWENTY SEVENTH**

day of **JULY** One thousand nine hundred and **NINETY NINE**

(5th Shravana, 1921 Saka)

Seal
जे.एस.सी.-1
J.S.C-1



* TO BE OMITTED IN RESPECT OF UNLIMITED COMPANY


(**E. SELVARAJ**)
कम्पनियों का रजिस्टर
Registrar of Companies
Andhra Pradesh
Hyderabad

INCORPORATED
UNDER THE COMPANIES ACT, 1956
(1 OF 1956)
COMPANY LIMITED BY SHARES
MEMORANDUM OF ASSOCIATION

MOSCHIP TECHNOLOGIES LIMITED

- I. The name of the Company is **MOSCHIP TECHNOLOGIES LIMITED**.
- II. The Registered Office of the Company will be situated in the State of Telangana.
- 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 carry on the business of and to render consultancy, training and professional services in the area of Information technology and software development, to develop programmes and systems, to undertake turnkey software projects and operation research to offer complete hardware and software solutions and technical services and to subject the same to commercial exploitation, export, import, and to act as dealers and authorised representatives of the same.
- 2. To carry out researches, investigations and experimental work of every description in relation to the electrical, electronic and telecommunication industry, to act as consultants and advisers, or provide consultation services, in all aspects of automation, including computerization or any others, to Government, statutory or semi-government organization, business, commerce and industry, or any other organization of whatever nature, in all their branches, activities, operations or projects.
- 3. To undertake the designing, development and programming of systems and application software either for its own use or for sale in India or abroad and to design and develop such systems and application software for or on behalf of manufacturers, owners and users of computer systems and analogue / digital / electronic / optical / laser / photographic equipment and to provide design services of ASIC, Embedded Technologies, Design automation including architecture development, RTL development synthesis, Mixed signal design, Technology Migration Retargeting, Logic design, Logic verification, Circuit design, Physical design, Gate Array / standard cell implementations Physical verifications, Hardware design, ATM, Embedded operating systems, Device Drives, DSP Hardware network

protocols, Routing, Frame relays, High speed Bus design, Network management and EDA methodologies, Custom tool and CUI development, Tool customization, Frameworks, Data and code conversions in India or elsewhere in the world and to buy, sell, import and export, deal, convert and exploit the same on commercial lines or otherwise in respect of the same.

4. To carry on the business of and to provide application and development in the area of Internet and e-commerce and to offer web-based solutions, to publish multimedia websites for companies, corporations, institutions and to create design services for web site, internet business solutions, intranet, extranet, and other information over internet.
5. To set up and run electronic data processing centers and to carry on the business of data processing, word processing, software development, programming and consultancy, system studies, management consultancy, techno-economic feasibility studies of project, design and development of management information systems, technical analysis of data, data storage and retrieval services and services of all kinds and description in connection with commerce, finance, accounts, medicine, engineering, communication and other technological fields.
6. To carry on the business of manufacturers, developers, buyers, sellers, importers, exporters, agents, job-workers, assemblers and dealers of Metal Oxide Semiconductor Chips, Chips of Integrated Circuit nature and all types of computer and communication systems including microcomputers, macro computers, workstations, software and hardware of all descriptions, peripherals and accessories, parts and consumables including mother boards. VDUs, LCDs and such other products or things which may be considered either as an integral part of a computer system or as an optional attachment or supplement thereto and to undertake turnkey projects and operations, research, to offer complete solutions and technical services including data transmission, data processing devices whether present or future and to subject the same to commercial exploitation either for its own use or for sale in India or elsewhere in the world and to execute and install thereof the same whether by the company or on behalf of manufactures, owners and users.

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

1. To amalgamate or enter into partnership or profit-sharing arrangement with and to co-operate in any way with or assist or take over or subsidize, any company, firm or person.
2. To enter into agreement and contracts with any individuals, firms, companies or other organisations for technical, financial or any other assistance for carrying out all or any of the objects of the Company.

3. To establish and maintain any agencies in India or any part of the world, for the conduct of the business of the company or for the sale of any materials or things for the time being at the disposal of the Company for sale.
4. To advertise and adopt means of making known or promoting the use of all or any of the manufactured products or goods of the Company or any articles or goods traded or dealt in by the Company in any way as may be expedient including the posting of bills in relation thereto and the issue of circulars, books, pamphlets and price lists and the conducting of competitions, exhibitions, and giving of prizes, rewards and donations.
5. To apply for, purchase or otherwise acquire and protect, prolong and renew trademarks, trade names, designs, secret processes, patent rights, 'BREVETS 'D' INVENTION' licenses, protections and concessions which may appear likely to be advantageous or useful to the company and to spend money on experimenting and testing and improving or seeking to improve any patents, inventions or rights which the Company may acquire or propose to acquire or develop.
6. To enter into any arrangement of sharing profits, union of interests, co-operations, joint ventures, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in or about to carry on or engage in any business of or transaction which this company is authorised to carry on or engage in or any business or undertaking or transaction which may seem capable of being carried on or conducted so as directly or indirectly to benefit the company and to lend money to guarantee the contracts or otherwise, assist any person, firm or company and to take otherwise, acquire and hold shares or securities of any such person, firm or company and to sell, hold, reissue with or without guarantee or otherwise deal with the same.
7. To enter into any arrangement with government or state authority, municipal, local or otherwise, that may seem conducive to the Company's objects or any of them and to obtain from such Government or State or Authority, any rights, privileges and concessions which may seem conducive to the company's objects or any of them.
8. To purchase or otherwise acquire and undertake the whole or any part of the business, property rights and liabilities of any person, firm or company, carrying on any business, which the company is authorised to carry on or possessed of property or rights, suitable for any of the purpose of the company and to purchase, acquire, apply for, hold, sell and deal in shares, stocks, debentures or debenture stocks of any such person, firm or company and to conduct, make or carry into effect any arrangement in regard to the winding up of the business of any such person, firm or company.
9. To construct, acquire, establish, provide, maintain and administer factories, estates, railway buildings, water reservoirs, sheds, pumping installations, generating installations, pipe lines, garages, storages and accommodation of all descriptions in connection with the business of this company.

10. To apply for, tender, purchase or otherwise acquire, any contracts and concessions for or in relation to the constructions, erection, carrying out equipment improvement, management, administration or control of works and conveniences and to undertake, execute, carryout, dispose off or otherwise turn to account the same.
11. To buy, lease or otherwise acquire lands, buildings and other immovable property and to sell, lease, mortgage or hypothecate or otherwise dispose off all or any of the property and assets of the company on such terms and conditions as the company may think fit.
12. To amalgamate with any company or companies having objects altogether or in part similar to those of this company.
13. To pay all the costs, charges and expenses of and incidental to the promotion and formation, registration and establishment of the company, and issues of its capital including underwriting or other commission, brokers fee and charges in connection therewith including costs, charges and expenses of negotiations and contracts and arrangements made prior to and in anticipation of the formation and incorporation of the company.
14. To remunerate or make donations to (by cash or other assets, or by the allotment of fully or partly paid shares, or by a call or option on shares, debentures, debenture stocks or securities of this or any other company, or in any other manner), whether out of the Company's capital, profits or otherwise to any person, firm or company for services rendered or to be rendered in introducing any property or business to the company or placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture stocks or other securities of the Company or for any other reasons which the company may think proper.
15. To undertake and execute any trusts, the undertaking whereof may seem desirable either gratuitously or otherwise.
16. To draw, make, issue, accept and to endorse, discount and negotiate promissory notes, hundies, bills of exchange, bills of lading, delivery orders, warrants, warehouse keepers certificates and other negotiable or commercial, mercantile instruments connected with the business of the company, subject to Banking Regulation Act, 1949.
17. To open account or accounts with any individual, firm or company or with any bank or banks and to pay into and to withdraw from such account or accounts subject to the Banking Regulation Act, 1949.

18. Subject to the provisions of the Companies Act, 1956, to invest, apply for, acquire or otherwise employ moneys belonging to, entrusted to or at the disposal of the company, upon securities and shares or without security upon such terms as may be thought proper and from time to time to vary' such transactions in such manner as the company may think fit.
19. To lend or deposit monies belonging to or entrusted to or at the disposal of the company to such person or company and in particular to customers and others having dealings with the company, with or without security, upon such terms as may be thought proper and to guarantee the performance of contracts by such person or company, but not to do the business of banking as defined in the Banking Regulation Act, 1949.
20. To make advances upon or for the purchase of materials, goods, machinery, stores and other articles required for the purpose of the company.
21. Subject to the provisions of the Companies Act, 1956, to borrow or raise money with or without security or to receive money on deposit at interest or otherwise, in such manner as the company may think fit and in particular by the issue of debentures or debenture stock, perpetual or otherwise, including debentures and debenture stocks convertible into shares of this or any other company and in security of any such money so borrowed, raised or received to mortgage, pledge or charge the whole or any part of the property, assets or revenue of the company, present or future, including its uncalled capital and to purchase, redeem or pay off any such securities, subject to Section 58A of the Companies Act, 1956.
22. Subject to the provisions of the Companies Act, 1956, to sell, mortgage, assign or lease and in any other manner deal with or dispose off the undertakings of or property of the company or any part thereof, whether movable or immovable, for such consideration as the company may think fit, and in particular for shares, debentures and other securities of any other company having objects altogether or in part similar to those of this company.
23. To improve, manage, work, develop, alter, exchange, lease, mortgage, turn to account, abandon or otherwise deal with all or any of the property, rights and concessions of the company.
24. To employ workers or employees and to provide for welfare of the employees or ex-employees of the company and their wives, widows, families or the dependents or connections of such person by building or contributing to the building of houses, dwelling or by grants of money, pensions, gratuity, bonus, payment towards insurance or other payments or by contributing towards places for worship, instruction or recreation, hospitals and dispensaries, medical and other attendance and assistance as the company shall think fit.

25. Subject to the provisions of the Companies Act, 1956, and the constitution of India, to subscribe or otherwise guarantee money to charitable benevolent, religious, scientific, national or other institutions or objects or for any exhibition or for any public, general and useful objects.
26. To distribute any of the property of the company amongst the members in specie or kind upon the winding up of the company, subject to the provisions of Sec. 511 of the Companies Act, 1956.
27. To acquire and run any industrial concern, factory or mills as the company may deem fit to attain the main objects.
28. To establish any offices in India and or abroad for the purposes of the company, to open bank accounts in India and/or abroad, raise loans or give loans and other security whether in Indian currency or not, subject to the prevalent Foreign Exchange Regulation Act and to use and employ the funds for the business of the company and or invest the same in securities and property in India and or abroad.

C. OTHER OBJECTS:

- 1 To carry on the business as buyers, sellers, importers, exporters, agents, commission agents, forwarding and clearing agents, distributors, warehousemen, merchants, traders, sales organizers, representatives of manufacturers of all kinds of commodities, goods, articles, materials and things, brokers, underwriters, lessors, hirers or to buy, sell, exchange, market, pledge, distribute, install, service, maintain or otherwise deal in all kinds of commodities, goods, articles, materials and things.
- 2 To recruit, engage, employ, train and hire manpower and to let them out for a profit and to render all manpower management services.
- 3 To engage in the business of production, manufacturing, buying, selling, importing, exporting, exchanging and dealing in wholesale or in retail in leather produce, handicrafts, handloom materials, antiques, art-goods, jewellery, men's, women's and children's clothing and wearing and decorative apparels of every kind, nature and description.
- 4 To carry on all kinds of business of manufacturers, importers, exporters, assemblers and distributors of and dealers in all kinds of electrical and electronic, communication equipment, appliances and instruments.
- 5 To carry on the business in India and abroad of manufacturers, processors, dealers, agents, importers and exporters of all types of food products, such as canned foods, bottled foods, juices, jams, jellies, pulps, instant fast foods, soft drinks, candied fruits

and vegetables, pickles, sauerkrauts, dehydrated fruit and vegetable products, ketchup, sauces, preserves, fruit butters, dried fruits, squashed, fruit beverages, marmalades, frozen pack fruits, canned fish, lobsters, shrimps, prawns and all other types of food that can be preserved in any form and to undertake the business of designing and constructing of storage plants, canneries, freezing plants, fishing vessels and equipment.

- 6 To carry on all or any of the business of producers, manufacturers, wholesalers, retailers, distributors, dealers, exporters, importers, sellers, buyers and traders in processed foods, extruded foods, packed products, wafers, breads, biscuits, chocolates, cakes, pastry, processed fruits and fruit products, soft drinks, beverages, concentrates soda water, mineral water, medicated/herbal drinks, health drinks, alcohol - based products, alcoholic drinks including breweries, wines, liquors.
- 7 To carry on the business of agriculturists, horticulturists, tissue culturists, planters, cultivators, farmers, plant propagators, dealers import, export, buy, sell, process, manufacture, blend, refrigerate, store, package and in any other way deal in flowers, tea, coffee, tobacco, cinchona, cardamom, rubber, cocoa, jojoba, cereals, food grains, spice, mushrooms, fungi, food stuff, oil and other seeds, all varieties of fruits and vegetables, coconuts, groundnut, cashew nuts, almonds and other varieties of edible and inedible and all kinds of trees whether ornamental or commercial and whether hard or soft wood, plants and other fibrous material and such other articles that are the produce of land, soil or water and by-products thereof and to prepare, manufacture and render marketable any such produce either when it is prepared, manufactured or roasted and either by wholesale, retail or other such commercial method.
- 8 To carry on the business of leasing and hire purchase finance and to acquire, to provide on lease or to provide on hire purchase basis all types of industrial and office plant, equipment, machinery, vehicles, building and real estate required for manufacturing, processing, transportation, and trading business and other commercial and service business and to undertake the business of investing its funds in equity and preference shares, stocks, bonds, debentures (convertible and non-convertible) of new projects and securities of all kinds and every description of well-established and sound companies, to subscribe to capital issues of joint stock companies, ventures, industries, units, trading concerns whether old or new as the company may think fit and to assist them by granting financial accommodation by way of loans/advances to industrial concerns and to assist industrial enterprises in creation, expansion and modernization upon terms whatsoever and to act as finance brokers, merchants and commission agents and to deal in Govt. Securities including Govt. bonds, loans, national savings certificates, post office saving schemes, units of investment.
- 9 To carry on all or any of the business of real estates, construction engineers, contractors, architects, planners, builders, dealers and promoters of buildings, including multi- storied buildings, sites, colonies, quarters, flab, tenements, chawls and other real estate schemes including acquiring, constructing,

improving, maintaining, developing, selling, buying, leasing, renting out, taking on rent or lease, or otherwise dealing in vacant sites, houses, flab, buildings, estates, hill resorts, colonies, residential, commercial and industrial premises and other properties and to deal in construction materials.

- 10 To carry on the business of hotels, motels, resorts, restaurants, clubs, amusement parks, cafes, taverns and refreshment rooms, lodge housekeepers, licensed wine, beer and spirit merchants.

IV. THE LIABILITY OF THE MEMBERS OF THE COMPANY IS LIMITED.

- V. (a). The Authorised Share Capital of the Company is Rs.565,410,000/- (Rupees Fifty six crores and fifty four lakhs and ten thousand only) divided into 282,705,000 (Twenty Eight crores Twenty Seven lakhs and fifty five thousand only) Equity shares of Rs.2/- (Rupees Two only) each. The Equity shares shall have the rights, privileges and conditions attaching thereto as are provided by the regulations of the company for the time being, with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential rights, privileges or conditions as may be determined by or in accordance with the regulation of the company and to verify, modify or abrogate any such rights, privileges or conditions in such manner as may be for the time being be provided by the regulations of the company.
- (b). The Share Capital of the Company (whether original, increased or reduced) may be sub-divided consolidated into such classes of shares as may be allowed under the law for the time being in force with such privileges or rights as may be attached and to be held upon terms as may be prescribed by the Articles of Association of the Company.

We the several person, whose names and addresses are subscribed 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 opposites our respective names.

St. No	Names, address, descriptions and occupation of subscriber	Signature of Subscriber	No. of Equity Shares taken by each subscriber	Name, Address, description, occupation and signature of witness to subscriber.
1.	K. RAMACHANDRA REDDY 828, Road No. 42, Jubilee Hills, <u>HYDERABAD 500 033.</u> Occ: Business		10	D.SWAMI REDDY & co., Chartered Accountants No. 35 & 36, Reddy Complex, Tilak Road, ABDS, HYDERABAD - 500 001.
2.	PRATIBHA K. REDDY 828, Road No. 42, Jubilee Hills, <u>HYDERABAD 500 033.</u> Occ: Business		10	
	Total No. of Equity shares taken up		20 (Twenty only)	

Place: HYDERABAD
Date : 27-07-1999