



सत्यमेव जयते

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Central Registration Centre

Certificate of Incorporation

[Pursuant to sub-section (2) of section 7 and sub-section (1) of section 8 of the Companies Act, 2013 (18 of 2013) and rule 18 of the Companies (Incorporation) Rules, 2014]

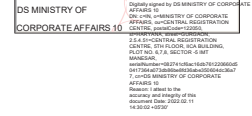
I hereby certify that NKURE THERAPEUTICS PRIVATE LIMITED is incorporated on this Eleventh day of February Two thousand twenty-two under the Companies Act, 2013 (18 of 2013) and that the company is limited by shares.

The Corporate Identity Number of the company is U73100KA2022PTC157838.

The Permanent Account Number (PAN) of the company is **AAICN0766H** *

The Tax Deduction and Collection Account Number (TAN) of the company is **BLRN16957D** *

Given under my hand at Manesar this Eleventh day of February Two thousand twenty-two .



Digital Signature Certificate
SHYAM NARAYAN TIWARY
DEPUTY REGISTRAR OF COMPANIES
For and on behalf of the Jurisdictional Registrar of Companies
Registrar of Companies
Central Registration Centre

Disclaimer: This certificate only evidences incorporation of the company on the basis of documents and declarations of the applicant(s). This certificate is neither a license nor permission to conduct business or solicit deposits or funds from public. Permission of sector regulator is necessary wherever required. Registration status and other details of the company can be verified on www.mca.gov.in

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

NKURE THERAPEUTICS PRIVATE LIMITED
Desk No. 15-L, No. 14, Bhattarahalli,, Old Madras Road, KR Puram,,
Bangalore, Bangalore, Karnataka, India, 560049



* as issued by the Income Tax Department

Table applicable to company as notified under schedule I of the companies Act, 2013

Table A
MEMORANDUM OF ASSOCIATION
OF
A COMPANY LIMITED BY SHARES
NKURE THERAPEUTICS PRIVATE LIMITED

1. The name of the company is **NKURE THERAPEUTICS PRIVATE LIMITED.**
2. The Registered office of the company will be situated in the state of **Karnataka-KA**
- 3.(a) **The objects to be pursued by the company on its incorporation are :**

To undertake research in using cells and their derivatives to generate therapeutic products to treat cancer and cancer related pathology. To validate the research in preclinical and clinical studies to develop commercial cellular therapeutics. To carry out broad range of research and development activities associated with cancer care including but not limited to patient screening, creation of regulatory compliant patient databases, clinical trials and personalized medicine research for patients in as well as outside India.

3.(b) Matters which are necessary for furtherance of the objects specified in clause 3(a) are:

1. To research, develop, manufacture, produce, process, buy, sell, distribute, trade, import, export, to market and deal proteins and nutraceutical supplement products and its derivatives, cosmetics, personal care, therapeutic and agricultural products.
2. To enter into agreements or contracts with Indian or Foreign individuals, firms, companies and other organizations for taking over or acquiring all or any portion of their business in conformity with the objectives of the Company.
3. To do all or any of the acts or things as mentioned in the main objects either as principals, contractors or otherwise and either alone or in conjunction with others.
4. To enter into agreements of contracts with Indian or Foreign Individuals, Companies or other organizations for technical, financial or any other assistance for the carrying out all or any of the objects of the Company.
5. To remunerate any firm, person or body corporate rendering services to the Company, including without limitation, in relation to the promotion or formation of the Company, either by cash payment or by allotment to him or them of shares and securities of the Company as paid-up in full or in part or otherwise.
6. To pay all costs, charges and expenses incurred or sustained in or about the formation, registration, promotion, incorporation, establishment and advertisement of the Company or which the Company shall consider to be preliminary including contracts entered by the Company.
7. To enter into contracts or arrangements or other dealings for more efficient conduct of the business of the Company or any part thereof and to enter into any arrangement with any Government or Authorities or any persons or companies that may seem conducive to the main objects of the Company.
8. To buy, sell, repair, alter, improve, exchange, let on hire, import, export and deal in all works, plant, machinery, tools, 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 may be required by any customer or person having dealings with the Company or which may seem capable of being profitably dealt with in connection therewith and to manufacture, experiment with, render marketable and otherwise deal in all products and services incidental to any of the businesses carried on by the Company.
9. To lease, sub-lease, hire, purchase, license or otherwise acquire and/or sell, dispose of, construct, alter, modify, develop or otherwise deal in any properties, factories, shades, offices, guest houses, employee accommodation, go-downs, warehouses, or other structures for housing and carrying on the businesses of the Company or for its employees, clients or other persons or for any other persons or for any other purpose as the Board of Directors may think expedient for the benefit of the Company.
10. To enter into, undertake and execute contracts or other arrangements with any parties for any transactions, including the provision and supply or use of materials, machinery, equipment, articles or other products and/or services necessary for or otherwise required for or incidental to carrying out the objectives of the Company.
11. To recruit, train and develop staff, organize seminars, training programs and conferences for employees, customers and the general public.
12. To recruit, train and develop a pool of technical, managerial and administrative personnel including staff, employees, agents, for the Company or any subsidiary, affiliate or group companies or any other company, firm or other person, particularly where such companies, firms or persons are engaged in any business related to the business of the Company.
13. To employ, engage, appoint, retain or otherwise procure, suspend or terminate the services of professionals, consultants, engineers, design consultants, technicians, legal and financial advisors, or other experts and to imbibe innovation and modern management techniques in the functioning of business of the Company.
14. To retrench, lay-off, suspend, terminate the appointment of or dismiss executives, managers, assistants, support staff and other employees and to remunerate them at such rates as may be thought fit.

15. To adopt such means of making known the articles, goods, products, appliances manufactured or dealt in or processes and services provided by, or at the disposal of the Company, as well as properties, assets and effects of the Company as may seem expedient, in particular by advertising in the press and through billboards, hoardings, motion pictures, by broadcasting, telecasting or by publication of books, periodicals and any other material convenient to the Company, by participating in trade fairs, exhibitions and by granting prizes, rewards and donations.
16. To acquire and possess the whole or part of the business assets, property, goodwill, rights and liabilities of any persons, society, association or company carrying on any business.
17. To appoint dealers, sub-dealers, agents, sub-agents, distributors, sole selling agents, sole concessionaires, either in India or any place in India, for the efficient conduct of the business of the Company and remunerate them for their services.
18. To take and/or provide discounts or to approve 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 parts thereof
19. 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 in such terms as may be determined and agreed upon.
20. To undertake all types of technical, economic, and financial investigations and aid or assist or enter into partnership with any institution, university, company, partnership, firm or person or persons conducting such research or study and to subsidize, endow and assist workshops, libraries, meetings, lectures, and conferences and do such other acts to generally encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind that may be considered to assist any of the businesses of the Company.
21. To identify projects, project ideas, to prepare profiles, project reports, and undertake market research, feasibility studies, pre- investment studies and investigation of industries on a micro and/or macro level and to render appropriate services, to identify scope and potential for economic and industrial development in any geographical area or location whether in India or abroad.
22. To acquire from any person, firm or body corporate, whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plans, lay-outs and blue- prints useful for the design, manufacture, erection and operation of plant and machinery, required for any of the businesses of the Company and to pay remuneration thereof in any currency by way of lump-sum or instalments or fees or royalties.
23. To develop and/or furnish to any person, firm or body corporate whether in India or elsewhere, technical information, know-how, processes, engineering, manufacturing and operating data, plans, lay-outs and blue-prints useful for the design, manufacture, erection and operation of plant and machinery, required for any of the businesses of the Company and to obtain remuneration thereof in any currency by way of lump-sum or instalments or fees or royalties or through any other arrangement.
24. To apply for, purchase, or otherwise acquire, protect or prolong any patent, design, concessions, trademarks, copyrights and the like, conferring an exclusive or non-exclusive or limited right of use, or any secret or other information and/or systems, processes of the Company or which the Company may develop or acquire or propose to develop or acquire.
25. To apply for, purchase or otherwise acquire brand names/service marks for the products manufactured and the services rendered by the Company, from any company, firm, or other person anywhere in the world, particularly international brand names/ service marks of the Company's holding or group companies.
26. To expend money for improving or seeking to improve any patents, rights, inventions, discoveries, or information and/or systems, processes of the Company or which the Company may develop or may acquire or propose to develop or acquire.
27. To use, exercise, develop, sell, assign, grant licenses or otherwise turn to account the property, rights and information so acquired.
28. To establish and maintain or procure the establishment and maintenance of any non-contributory or contributory pension, superannuation, 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 any subsidiary or affiliate of the Company, or who is or was at any time a director of the Company or of any such other company as aforesaid and the spouse, family and dependants of any such person.

29. To provide for the welfare of employees or ex-employees of the Company and their spouses or the dependants of such persons by grant of money, pensions, allowances, bonus or other payments or by contributing to other 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.
30. To purchase, hire or use all kinds of vehicles including cars, heavy transport vehicles, and aircraft, for transportation of equipment, materials, employees and managerial personnel or for any other purpose.
31. To acquire and hold one or more memberships or membership privileges in stock/security exchanges, commodity exchanges, clearing houses in any other trade or service associations which memberships, or membership privileges are likely in any manner to facilitate the conduct of the Company's business.
32. To purchase, take on lease, exchange, mortgage, charge, hypothecate, encumber, hire or otherwise acquire or dispose of any moveable or immovable property including lands, buildings, and flats of any description in India or elsewhere.
33. To purchase, take on lease, exchange, mortgage, charge, hypothecate, encumber, or otherwise acquire or dispose of any other rights and privileges which the Company may think fit, and of shares, debentures, or securities of any other company and to give any warranties in connection therewith as the Company shall think fit.
34. To deal in, sell, mortgage, let out or otherwise dispose of the businesses, undertaking or all or any of the property and assets for the time being of the Company, or any part thereof, for such consideration and on such terms, as the Company thinks fit, particularly for shares, debentures, or securities of any other company and to give any warranties in connection therewith as the Company shall think fit.
35. To promote, invest or assist any companies for acquiring all or any of the property, rights and liabilities of such companies, which may seem beneficial to the Company.
36. To enter into joint venture, partnership, or any other arrangement for joint working in business, sharing profits or for co-operation or for mutual assistance or form, promote, subsidize and assist companies and partnerships of all kinds with any person, firm or company or to acquire or carry on any other business (whether manufacturing or otherwise) auxiliary to the business of the Company or connected herewith or which may seem to the Company capable of being conveniently carried on in connection with the above, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property or to amalgamate with any person, firm or company carrying on or about to carry on any business or transaction included in the objects of the Company or any other similar business, in India or abroad.
37. To act as representative, Agent, Sub Agent, Commission Agent of Indian and foreign Companies, Firms, persons, states and other bodies corporate and to represent them before the different authorities, corporate bodies and to act as their Sales, purchase representatives and to render services to them for transporting warehousing, distributing, and maintaining all types of goods and equipment in good conditions supplied by the Principals.
4. The Liability of members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.
5. *The authorized share capital of the Company is 4,50,00,000 (Rupees Four Crores Fifty Lakh Only) divided into 33,50,000 (Thirty-Three Lakhs Fifty Thousand) Equity Shares of Rs. 10 each and 6,00,000 (Six Lakhs) Seed Compulsorily Convertible Preference Shares of Rs. 10 each and 50,000 (Fifty Thousand) Pre-Series A Compulsorily Convertible Preference of Rs. 10 each and 5,00,000 (Five Lakh) Series A Compulsorily Convertible Preference Shares of Rs. 10 each.

***The Capital clause amended vide Ordinary Resolution passed at Extra Ordinary General Meeting held on November 18, 2024.**

- 6 We, the several persons, whose names and addresses are subscribed, 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 against our respective names:

S.No.	Subscriber Details					
	Name, Address, Description and Occupation	DIN/PAN/Passport Number	No. of shares taken	DSC	Dated	
1	Ashok Vohra, 802, Phase 4, Devanahalli, Sadahalli, Bangalore - 562110, Business	01186182	40000	Equity	ASHOK NANA VOHRA Digitally signed by ASHOK NANA VOHRA Date: 2022.02.10 11:48:44 +05'30'	10/02/22
				Preference		
2	Alka Vohra, 802, Phase 4, Devanahalli, Sadahalli, Bangalore - 562110, Business	00779356	10000	Equity	Alka Vohra Digitally signed by Alka Vohra Date: 2022.02.10 11:48:18 +05'30'	10/02/22
				Preference		
Total Shares taken			50,000.0	Equity		
				Preference		

Signed before Me				
Name	Address, Description and Occupation	DIN/PAN/Passport Number/ Membership Number	DSC	Dated
FCA Tanmay Trivedi	101-102 , Shagun Complex, B-93 Swastik Society, C.G.Road, Navrangpura, Ahmedabad-380009 Practicing Chartered Accountant	149108	TANMA Y UMESH TRIVED I Digitally signed by TANMAY UMESH TRIVEDI Date: 2022.02.10 11:53:55 +05'30'	10/02/22