



Date : 12 October 2020

To
Secretary
Listing Department

To
Secretary
Listing Department

BSE Limited

Department of Corporate Services Phiroze
Jeejeebhoy Towers Dalal Street, Mumbai –
400 001
Scrip Code : 540902
ISIN : INE371P01015

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,
Mumbai – 400 050
Scrip Code : AMBER
ISIN : INE371P01015

Subject: Submission of Corporate Governance Report

Dear Sir/Ma'am,

Please find enclosed the Compliance Report on Corporate Governance for the Quarter ended 30 September 2020 as per the requirements of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

We request you to kindly take this on your record.

Thanking You,

For **Amber Enterprises India Limited**

(Konica Yadav)
Company Secretary and Compliance Officer

Amber Enterprises India Limited (Formerly Known as Amber Enterprises (India) Private Limited)

Corp. Address:
Universal Trade Tower, 1st Floor, Sector 49, Gurgaon-1 22018
Tel.: +91 124 3923000 | Fax: +91 124 3923016,17

Regd. Office:
C-1, Phase II, Focal Point, RajpuraTown-140401, Punjab
Tel.: +91 1762 232126, 232646 | Fax: +91 1762 232127

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - %companyName%
 2. Quarter ending - %quarterEnded%

i. Composition Of Board Of Director

| T i t l e (M r / M s) | N a m e o f t h e D i r e c t o r | D I N | P A N | C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e | S u b C a t e g o r y | I n i t i a l D a t e o f A p p o i n t m e n t | D a t e o f A p p o i n t m e n t | D a t e o f c e s s a t i o n | T e n u r e | D a t e o f B i r t h | W h e t h e r s p e c i a l r e s o l u t i o n p a s s e d ? | D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n | N o. o f D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y | N o o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t y i n c l u d i n g t h i s l i s t e d e n t i t y | N o o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e s i n c l u d i n g t h i s l i s t e d e n t i t y | N o o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y | M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y | R e m a r k s |
|--|---|----------------------------|---------------------------------|--|---|--|---|---|----------------------------|---|---|--|--|--|--|--|--|---------------------------------|
| M r. | J A S B I R S I N G H | 0 0 2 5 9 6 | A M W P S 9 5 | C,E D | C E O | 01- O c t - 200 4 | 25- A u g- 2017 | | | 2 8- M a y - 1 9 | NA | | 1 | 0 | 1 | 0 | AC,R C | |

| | | | | | | | | | | | | | | | | | |
|---------|--|---|---|------------|--------|-----------------------------|---------------------|--|--------|---|-----|---|--------|--------|--------|---------------|--|
| | | 3 2 | 0 4 P | | | | | | 7 5 | | | | | | | | |
| M r. | DA LJI T SI NG H | 0 2 0 2 3 9 6 4 | B T F P S S 8 4 0 9 E | ED | M D | 01- Jan - 200 8 | 25- Aug- 2017 | | 6 0 | 0 1- M ay - 1 9 7 8 | NA | | 1 0 | 1 0 | 1 0 | SC,RC | |
| M r. | M AN OJ KU M AR SE HR A W AT | 0 2 2 2 4 2 9 9 | A W A P S 6 7 8 3 N | NED ,ND | | 12- Jan - 201 7 | 12- Jan- 2017 | | | 3 1- D ec - 1 9 7 2 | NA | | 2 0 | 1 0 | 1 0 | SC,NR C | |
| M r. | GI RIS H KU M AR AH UJ A | 0 0 4 4 6 3 3 9 | A A G P A 1 4 1 6 Q | ID | | 20- Sep - 201 7 | 23- Aug- 2019 | | 6 0 | 2 9- M ay - 1 9 4 6 | Yes | 2 3- A u g- 2 0 1 9 | 4 3 | 4 3 | 4 4 | AC,N RC | |
| M s. | SU DH A PIL LA I | 0 2 2 6 3 9 5 0 0 | A E N P P 4 1 5 1 N | ID | | 20- Sep - 201 7 | 23- Aug- 2019 | | 6 0 | 0 1- M ay - 1 9 5 0 | NA | | 5 5 | 6 1 | 6 1 | AC | |
| M r. | SA TW IN DE R SI | 0 0 1 6 4 9 | A C A P S 5 | ID | | 20- Sep - 201 7 | 23- Aug- 2019 | | 6 0 | 0 6- Ju l- 1 9 | NA | | 1 1 | 2 1 | 2 1 | AC,SC ,NRC | |

| | | | | | | | | | | | | | | | | | |
|--|---------|--------|--------------|--|--|--|--|--|--|--------|--|--|--|--|--|--|--|
| | NG H | 0 3 | 9 5 3J | | | | | | | 6 4 | | | | | | | |
|--|---------|--------|--------------|--|--|--|--|--|--|--------|--|--|--|--|--|--|--|

| | |
|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |
| Whether Chairperson is related to MD or CEO | Yes |

ii. Composition of Committees

a. Audit Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1 | GIRISH KUMAR AHUJA | ID | Chairperson | 20-Sep-2017 | |
| 2 | SATWINDER SINGH | ID | Member | 20-Sep-2017 | |
| 3 | SUDHA PILLAI | ID | Member | 26-Sep-2017 | |
| 4 | JASBIR SINGH | C,ED | Member | 20-Sep-2017 | |

| | |
|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

b. Stakeholders Relationship Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1 | SATWINDER SINGH | ID | Chairperson | 20-Sep-2017 | |
| 2 | MANOJ KUMAR SEHRAWAT | NED,ND | Member | 20-Sep-2017 | |
| 3 | DALJIT SINGH | ED | Member | 20-Sep-2017 | |

| | |
|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

c. Risk Management Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1 | JASBIR SINGH | C,ED | Chairperson | 08-Feb-2019 | |
| 2 | DALJIT SINGH | ED | Member | 08-Feb-2019 | |
| 3 | SANJAY ARORA | Member | Member | 08-Feb-2019 | |

| | |
|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

d. Nomination and Remuneration Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
|---------|----------------------|----------|------------------------|------------------|----------------|

| | | | | | |
|---|----------------------|--------|-------------|-------------|--|
| 1 | SATWINDER SINGH | ID | Chairperson | 20-Sep-2017 | |
| 2 | GIRISH KUMAR AHUJA | ID | Member | 20-Sep-2017 | |
| 3 | MANOJ KUMAR SEHRAWAT | NED,ND | Member | 20-Sep-2017 | |

| | |
|---|-----|
| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

iii. **Meeting of Board of Directors**

| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Whether requirement of Quorum met | Number of Directors present | Number of Independent Directors present |
|---|---|-----------------------------------|-----------------------------|---|
| 30-May-2020 | 07-Aug-2020 | Yes | 6 | 3 |

| | |
|---|----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) | 68 |

iv. **Meeting of Committees**

| Name of the Committee | Date(s) of meeting during of the committee in the previous quarter | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Number of Directors present | Number of independent directors present |
|-----------------------|--|---|--|-----------------------------|---|
| Audit Committee | 30-May-2020 | | Yes | 4 | 3 |
| Audit Committee | | 07-Aug-2020 | Yes | 4 | 3 |

| | |
|--|----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 68 |

v. **Related Party Transactions**

| <i>Subject</i> | <i>Compliance status (Yes/No/NA)</i> | <i>Remark</i> |
|--|--------------------------------------|---------------|
| Whether prior approval of audit committee obtained | Yes | |
| Whether shareholder approval obtained for material RPT | Not Applicable | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |

| | |
|--|--|
| Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions | |
|--|--|

VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

| |
|------------------|
| %affirmComments% |
|------------------|

Name : %affirmName%
Designation : %affirmDesignation%

ANNEXURE III

Affirmations

| <i>Broad Heading</i> | <i>Regulation Number</i> | <i>Compliance Status</i> | <i>Company Remark</i> |
|--|--------------------------------------|---------------------------------|------------------------------|
| Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |

Note:

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Name : **Konica Yadav**
Designation : **Company Secretary & Compliance Officer**