

Date : 10 October 2019

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 2019 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**

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


(Konica Yadav)

Company Secretary and Compliance Officer



ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Amber Enterprises India Limited**
 2. Quarter ending - **30-Sep-2019**

i. Composition Of Board Of Director

T i t l e (M r . / M s)	Name of the Director	DI 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	Ini t i a l D a t e o f A p p o i n t m e n t	Dat e o f A p p o i n t m e n t	Dat e o f c e s s a t i o n	T e n u r e	Dat e o f B i r t h	No. 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 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	No 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 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	No 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	No 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 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	Rem a r k s
M r.	JASBIR SINGH	0 0 2 5 9 6 3 5 0 4 2	A M W P S 9 5 0 4 P	C & ED	C E O	01- Oct- 2004	25- Aug- 2017			28- Ma y- 197 5	1	0	1	0	AC, RC	
M r.	DALJIT SINGH	0 2 0 2 3 9	B T F P S 8	ED	M D	01- Jan- 2008	25- Aug- 2017		6 0	01- Ma y- 197 8	1	0	1	0	SC,R C	

		6 4	4 0 9 E												
M r.	MANOJ KUMAR SEHRA WAT	0 2 2 2 4 2 9 9	A W A P S 6 7 8 3 N	NE D, ND	12- Jan- 2017	12- Jan- 2017			31- De- c- 197 2	2	0	1	0	SC,N RC	
M r.	GIRISH KUMAR AHUJA	0 0 4 4 6 3 3 9	A A G P A 1 4 1 6 Q	ID	20- Sep- 2017	23- Aug- 2019		6 0	29- Ma- y- 194 6	2	2	3	2	AC, NRC	
M s.	SUDHA PILLAI	0 2 2 6 3 9 5 0	A E N P P 4 1 5 1 N	ID	20- Sep- 2017	23- Aug- 2019		6 0	01- Ma- y- 195 0	5	5	6	1	AC	
M r.	SATWIN DER SINGH	0 0 1 6 4 9 0 3	A C A P S 5 9 5 3 J	ID	20- Sep- 2017	23- Aug- 2019		6 0	06- Jul- 196 4	1	1	2	1	AC,S C,N RC	

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
24-May-2019	09-Aug-2019	Yes	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	76

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	24-May-2019		Yes	4	3
Audit Committee		09-Aug-2019	Yes	4	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	76

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	
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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:

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Name : **KONICA YADAV**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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**