



Date: 6th April 2021

To
Secretary
Listing Department

To
Secretary
Listing Department

BSE Limited

Department of Corporate Services Phiroze
Jeejeebhoy Towers Dalal Street, Mumbai – 400 001

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,
Mumbai – 400 050

Scrip Code : 540902
ISIN : INE371P01015

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 31 March 2021, 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

General information about company	
Scrip code	540902
NSE Symbol	AMBER
MSEI Symbol	NOTLISTED
ISIN	INE371P01015
Name of the entity	AMBER ENTERPRISES INDIA LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I																	
Annexure I to be submitted by listed entity on quarterly basis																	
I. Composition of Board of Directors																	
Disclosure of notes on composition of board of directors explanatory																	
Whether the listed entity has a Regular Chairperson																	
														Yes			
Whether Chairperson is related to MD or CEO																	
														Yes			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	
1	Mr	IASRIR SINGH	AMWFS9504P	06259632	Executive Director	Chairperson	CEO	28-05-1975	NA		01-10-2004	25-08-2017			1	0	1
2	Mr	DALJIT SINGH	BTF288409E	02023964	Executive Director	Not Applicable	MD	01-05-1978	NA		01-01-2008	25-08-2017		60	1	0	1
3	Mr	MANOJ KUMAR SEHRAWAT	AWAPS6783N	02224299	Non-Executive - Nominee Director	Not Applicable		31-12-1972	NA		12-01-2017	12-01-2017			2	0	1
4	Mr	GIRISH KUMAR AHUJA	AAGPA1416Q	00446339	Non-Executive - Independent Director	Not Applicable	Shareholder Director	29-05-1946	Yes	23-08-2019	20-09-2017	23-08-2019		60	3	3	4

I. Composition of Board of Directors																
Disclosure of notes on composition of board of directors explanatory																
Whether the listed entity has a Regular Chairperson																
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)		
5	Ms	SUDHA PILLAI	AENPP4151N	02263950	Non-Executive - Independent Director	Not Applicable	Shareholder Director	01-05-1950	NA		20-09-2017	23-08-2019			60	4

6	Mr	SATWINDER SINGH	ACAPS5953J	00164903	Non-Executive - Independent Director	Not Applicable	Shareholder Director	06-07-1964	NA		20-09-2017	23-08-2019		60	1
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Audit Committee Details								
Whether the Audit Committee has a Regular Chairperson							Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remark	
1	00446339	GIRISH KUMAR AHUJA	Non-Executive - Independent Director	Chairperson	20-09-2017			
2	00164903	SATWINDER SINGH	Non-Executive - Independent Director	Member	20-09-2017			
3	02263950	SUDHA PILLAI	Non-Executive - Independent Director	Member	26-09-2017			
4	00259632	JASBIR SINGH	Executive Director	Member	20-09-2017			

Nomination and remuneration committee								
Whether the Nomination and remuneration committee has a Regular Chairperson							Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remark	
1	00164903	SATWINDER SINGH	Non-Executive - Independent Director	Chairperson	20-09-2017			
2	00446339	GIRISH KUMAR AHUJA	Non-Executive - Independent Director	Member	20-09-2017			
3	02224299	MANOJ KUMAR SEHRAWAT	Non-Executive - Nominee Director	Member	20-09-2017			

Stakeholders Relationship Committee								
Whether the Stakeholders Relationship Committee has a Regular Chairperson							Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remark	
1	00164903	SATWINDER SINGH	Non-Executive - Independent Director	Chairperson	20-09-2017			
2	02224299	MANOJ KUMAR SEHRAWAT	Non-Executive - Nominee Director	Member	20-09-2017			
3	02023964	DALJIT SINGH	Executive Director	Member	20-09-2017			

Risk Management Committee								
Whether the Risk Management Committee has a Regular Chairperson							Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remark	
1	00259632	JASBIR SINGH	Executive Director	Chairperson	08-02-2019			
2	02023964	DALJIT SINGH	Executive Director	Member	08-02-2019			
3	02924307	SANJAY ARORA	Member	Member	08-02-2019			

Corporate Social Responsibility Committee								
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remark	
1	02263950	SUDHA PILLAI	Non-Executive - Independent Director	Chairperson	20-09-2017			
2	00259632	JASBIR SINGH	Executive Director	Member	20-09-2017			
3	02023964	DALJIT SINGH	Executive Director	Member	20-09-2017			
4	02224299	MANOJ KUMAR SEHRAWAT	Non-Executive - Nominee Director	Member	20-09-2017			

Other Committee							
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Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remark
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Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	07-11-2020				Yes	6	3
2		30-01-2021	83		Yes	6	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	07-11-2020				Yes	4	3
2	Nomination and remuneration committee	07-11-2020				Yes	3	2
3	Audit Committee	30-01-2021				Yes	4	3
4	Corporate Social Responsibility Committee	30-01-2021				Yes	4	1

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	Yes
6	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

7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	KONICA YADAV
2	Designation	Company Secretary and Compliance Officer

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.ambergrouppindia.com/products/
2	Terms and conditions of appointment of independent directors	Yes		http://www.ambergrouppindia.com/terms-conditions-appointment/
3	Composition of various committees of board of directors	Yes		http://www.ambergrouppindia.com/board-committee/
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.ambergrouppindia.com/code-conduct-directors-senior-management-personnel/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.ambergrouppindia.com/whistle-blower-policy/
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		http://www.ambergrouppindia.com/policy-materiality-dealing-related-party-transactions/
8	Policy for determining 'material' subsidiaries	Yes		http://www.ambergrouppindia.com/policy-determination-material-subsiary-governance-subsiary/
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.ambergrouppindia.com/docs/Code%20and%20Policies/Code%20for%20Independent%20

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.ambergrouppindia.com/investor-relation/
11	email address for grievance redressal and other relevant details	Yes		http://www.ambergrouppindia.com/investor-relation/
12	Financial results	Yes		http://www.ambergrouppindia.com/financial-results/
13	Shareholding pattern	Yes		http://www.ambergrouppindia.com/shareholding-structure/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		http://www.ambergrouppindia.com/investor-events-presentation-head/
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		http://www.ambergrouppindia.com/statutory-advertisement/
18	Credit rating or revision in credit rating obtained	Yes		http://www.ambergrouppindia.com/revision-in-rating/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		http://www.ambergrouppindia.com/subsidiaries-financial-statements/
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://www.ambergrouppindia.com/?s=46%282%29
21	Materiality Policy as per Regulation 30	Yes		http://www.ambergrouppindia.com/policy-determination-materiality-event-information/
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		http://www.ambergrouppindia.com/dividend-distribution-policy/
23	It is certified that these contents on the website of the listed entity are correct	Yes		http://www.ambergrouppindia.com/?s=notes

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	

13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(2),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	KONICA YADAV
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2	Designation	Company Secretary and Compliance Officer
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Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II

1	Name of signatory	KONICA YADAV
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	KONICA YADAV
Designation of person	Company Secretary and Compliance Officer
Place	GURUGRAM
Date	06-04-2021