



Date: 12 October 2023

To
Secretary
Listing Department

BSE Limited

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

To
Secretary
Listing Department

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 for the quarter ended 30 September 2023

Dear Sir/Ma'am,

Please find enclosed the Compliance Report on Corporate Governance for the quarter ended 30 September 2023 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

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

Regd. Office:
C-I, 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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
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
1	Mr	JASBIR SINGH	AMWPS9504P	00259632	Executive Director	Chairperson	CEO	28-05-1975
2	Mr	DALJIT SINGH	BTFPS8409E	02023964	Executive Director	Not Applicable	MD	01-05-1978
3	Mr	MANOJ KUMAR SEHRAWAT	AWAPS6783N	02224299	Non-Executive - Nominee Director	Not Applicable		31-12-1972
4	Mr	GIRISH KUMAR AHUJA	AAGPA1416Q	00446339	Non-Executive - Independent Director	Not Applicable	Shareholder Director	29-05-1946
5	Mr	ARVIND UPPAL	AAHPU2604B	00104992	Non-Executive - Independent Director	Not Applicable	Shareholder Director	19-06-1962
6	Ms	SUDHA PILLAI	AENPP4151N	02263950	Non-Executive - Independent Director	Not Applicable	Shareholder Director	01-05-1950

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) 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 [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-10-2004	25-08-2017			1	0	4	0		
2	NA		01-01-2008	25-08-2022			1	0	1	0		
3	NA		12-01-2017				2	0	1	0		
4	Yes	23-08-2019	20-09-2017	23-08-2019		72.11	4	4	10	4		
5	NA		13-05-2022	13-05-2022		16.19	4	4	7	5		
6	NA		20-09-2017	23-08-2019		72.11	5	5	9	4		

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	Remarks
1	00446339	GIRISH KUMAR AHUJA	Non-Executive - Independent Director	Chairperson	20-09-2017		
2	00104992	ARVIND UPPAL	Non-Executive - Independent Director	Member	13-05-2022		
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	Remarks
1	00104992	ARVIND UPPAL	Non-Executive - Independent Director	Chairperson	13-05-2022		
2	00446339	GIRISH KUMAR AHUJA	Non-Executive - Independent Director	Member	20-09-2017		
3	02263950	SUDHA PILLAI	Non-Executive - Independent Director	Member	13-05-2022		

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	Remarks
1	00104992	ARVIND UPPAL	Non-Executive - Independent Director	Chairperson	13-05-2022		
2	02023964	DALJIT SINGH	Executive Director	Member	20-09-2017		
3	00446339	GIRISH KUMAR AHUJA	Non-Executive - Independent Director	Member	13-05-2022		

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	Remarks
1	02263950	SUDHA PILLAI	Non-Executive - Independent Director	Chairperson	13-05-2022		
2	00259632	JASBIR SINGH	Executive Director	Member	13-05-2022		
3	02023964	DALJIT SINGH	Executive Director	Member	13-05-2022		

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	Remarks
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	00104992	ARVIND UPPAL	Non-Executive - Independent Director	Member	13-05-2022		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	02263950	SUDHA PILLAI	Business Responsibility and Sustainability Committee	Non-Executive - Independent Director	Chairperson	
2	00259632	JASBIR SINGH	Business Responsibility and Sustainability Committee	Executive Director	Member	
3	02023964	DALJIT SINGH	Business Responsibility and Sustainability Committee	Executive Director	Member	

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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	16-05-2023				Yes	6	6	3
2		14-07-2023	58		Yes	6	6	3
3		25-07-2023	10		Yes	6	6	3
4		16-09-2023	52		Yes	6	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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	16-05-2023				Yes	4	4	3	0
2	Audit Committee	14-07-2023	58			Yes	4	4	3	0
3	Audit Committee	25-07-2023	10			Yes	4	4	3	0
4	Audit Committee	16-09-2023	52			Yes	4	4	3	0
5	Corporate Social Responsibility Committee	16-05-2023				Yes	4	4	2	0
6	Nomination and remuneration committee	16-05-2023				Yes	3	3	3	0

Annexure 1

IV. Meeting of Committees

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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Nomination and remuneration committee	14-07-2023	58			Yes	3	3	3	0
8	Other Committee	16-05-2023		Business Responsibility and Sustainability Committee		Yes	3	3	1	0
9	Risk Management Committee	16-05-2023				Yes	3	3	1	0
10	Stakeholders Relationship Committee	16-05-2023				Yes	3	3	2	0
11	Stakeholders Relationship Committee	25-07-2023				Yes	3	3	2	0

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 1000 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 III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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Annexure III

1	Name of signatory	Konica Yadav
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	NONE	0	0
Promoter Group or any other entity controlled by them	NONE	0	0
Directors (including relatives) or any other entity controlled by them	NONE	0	0
KMPs or any other entity controlled by them	NONE	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NONE	0	0
Promoter Group or any other entity controlled by them	NONE	0	0
Directors (including relatives) or any other entity controlled by them	NONE	0	0
KMPs or any other entity controlled by them	NONE	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Sudhir Goyal		
Designation	CFO		
Place	Gurugram		
Date	12-10-2023		

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

Signatory Details

Name of signatory	KONICA YADAV
Designation of person	Company Secretary and Compliance Officer
Place	GURUGRAM
Date	12-10-2023

