



Date: 16.01.2024

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 31 December 2023

Dear Sir/Ma'am,

Please find enclosed the Compliance Report on Corporate Governance for the quarter ended 31 December 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

(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 | Quarterly |
| Date of Report | 31-12-2023 |
| 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 | 3 | 6 | 4 | | |
| 5 | NA | | 13-05-2022 | 13-05-2022 | | 16.19 | 4 | 3 | 6 | 4 | | |
| 6 | NA | | 20-09-2017 | 23-08-2019 | | 72.11 | 4 | 4 | 8 | 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 | 14-07-2023 | | | | Yes | 6 | 6 | 3 |
| 2 | 25-07-2023 | | 10 | | Yes | 6 | 6 | 3 |
| 3 | 16-09-2023 | | 52 | | Yes | 6 | 6 | 3 |
| 4 | | 21-10-2023 | 34 | | 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 | 14-07-2023 | | | | Yes | 4 | 4 | 3 | 0 |
| 2 | Audit Committee | 25-07-2023 | 10 | | | Yes | 4 | 4 | 3 | 0 |
| 3 | Audit Committee | 16-09-2023 | 52 | | | Yes | 4 | 4 | 3 | 0 |
| 4 | Audit Committee | 21-10-2023 | 34 | | | Yes | 4 | 4 | 3 | 0 |
| 5 | Nomination and remuneration committee | 14-07-2023 | | | | Yes | 3 | 3 | 3 | 0 |
| 6 | Risk Management Committee | 21-10-2023 | 98 | | | Yes | 3 | 3 | 1 | 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 | Stakeholders Relationship Committee | 14-07-2023 | | | | Yes | 3 | 3 | 2 | 0 |
| 8 | Stakeholders Relationship Committee | 21-10-2023 | 98 | | | 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 |

| 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 | 16-01-2024 |

