



Date: 16 September 2024

To Secretary Listing Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001	To Secretary Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Mumbai – 400 050
Scrip Code: 540902 ISIN : INE371P01015	Scrip Code: AMBER ISIN : INE371P01015

Dear Sir/Mam,

SUB: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”): Completion of tenure of Independent Directors and Appointment of new Independent Directors

In compliance with the provisions of the Regulation 30 read with Schedule III of the SEBI LODR Regulations, we are pleased to inform that the Board of Directors of the Company, at its meeting held today i.e. on 16 September 2024, has, inter-alia, considered and approved the following :

1. Take note of Completion of Tenure/Cessation of Independent Directors

Dr. Girish Kumar Ahuja (DIN : 00446339) and Ms. Sudha Pillai (DIN : 02263950), shall cease to be Independent Directors of the Company upon completion of their second and final term at the closure of business hours on 19 September 2024.

2. Appointment of Independent Directors

- a) On the recommendation of Nomination and Remuneration Committee and subject to the approval of shareholders, Mr. Prakash Iyer (DIN: 00956349) is appointed as a Non-Executive Independent Director (Additional Director) for the first term of 2 (two) years commencing from 19 September 2024.
- b) On the recommendation of Nomination and Remuneration Committee and subject to the approval of shareholders, Ms. Sabina Moti Bhavnani (DIN: 06553087) is appointed as a Non-Executive Independent Director (Additional Director) for the first term of 2 (two) years commencing from 19 September 2024.

3. Reconstitution of Committees

In view of the above appointments and completion of tenure of Dr. Girish Kumar Ahuja and Ms. Sudha Pillai, the Board has reconstituted following committees with effect from 19 September 2024:

- a) Audit Committee;
- b) Nomination and Remuneration Committee;
- c) Stakeholder Relationship Committee;

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- d) Business Responsibility and Sustainability Committee;
- e) Risk Management Committee
- f) Corporate Social Responsibility Committee

4. **Postal Ballot**

The Board has also approved the Postal Ballot Notice seeking approval of shareholders for appointment of aforementioned Directors.

The requisite details as required under Regulation 30 of the SEBI LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 dated 13 July 2023, in respect of appointment and cessation of Independent Directors due to completion of their second and final term are enclosed as “**Annexure – A**” to this letter.

Further, in terms of BSE Circular bearing Reference No. LIST/COMP/14/2018-19 and NSE Circular bearing Reference No. NSE/CML/2018/24 dated 20 June 2018, we have received confirmation from Mr. Prakash Iyer and Ms. Sabina Moti Bhavnani that they are not debarred from accessing capital markets and/ or restrained from holding the office of Director by virtue of any order of the SEBI or any other such authority and they are not disqualified from holding the office of Director pursuant to provisions of Section 164 of the Companies Act, 2013.

The updated composition of Committees of the Board is also enclosed as “**Annexure – B**” to this letter for your ready reference and record.

We request you to take the above on record and that the same be treated as compliance under applicable regulation(s) under the SEBI LODR Regulations.

Thanking You,
Yours faithfully,

For **Amber Enterprises India Limited**

(Konica Yadav)
Company Secretary and Compliance Officer
ACS30322



Annexure A

DISCLOSURES IN TERMS OF REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH CIRCULARS NO. CIR/CFD/CMD/4/2015 DATED 9 SEPTEMBER 2015 AND SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED 13 JULY 2023

Mr. Prakash Iyer
(DIN: 00956349)

Sl. No.	Details of events that needs to be provided	Information of such event(s)
1.	Name of the Director	Mr. Prakash Iyer (DIN: 00956349)
2.	Reason for change viz. re-appointment, resignation, removal, death or otherwise; re-appointment;	<p>Dr. Girish Kumar Ahuja (DIN : 00446339) and Ms. Sudha Pillai (DIN : 02263950), shall cease to be Independent Directors of the Company upon completion of their second and final term at the closure of business hours on 19 September 2024. Therefore, to comply with the provisions of the Companies Act 2013 and SEBI LODR Regulations, to fill the vacant position, the Company is required to appoint two Independent Directors on or before 19 September 2024.</p> <p>Hence, in compliance with the provisions of Sections 149, 150 and 152 and other applicable provisions of the Companies Act 2013 (“the Act”) and SEBI LODR Regulations and on the recommendation of Nomination and Remuneration Committee and subject to the approval of shareholders, the Board of Directors in its meeting held on 16 September 2024 has approved the appointment of Mr. Prakash Iyer (DIN: 00956349) as Non-Executive Independent Director (Additional Director) for a period of 2 (Two) consecutive years, with effect from 19 September 2024, subject to the approval of the shareholders of the Company.</p>
3.	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment;	With effect from 19 September 2024 for a period of 2 (Two) consecutive years, subject to the approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	<p>Mr. Prakash Iyer is currently the Chief Investments Officer (CIO) for Haldiram's Nagpur group.</p> <p>In past he served as a Chief Executive Officer of Butterfly Appliances.</p> <p>Mr. Prakash Iyer carries in-depth knowledge and experience of 29 years across the financial services domain. His body of work includes equity and debt research (with ICRA credit ratings), investment banking (Arthur Andersen, Ernst & Young), private equity and venture investing (with Actis, Reliance Private Equity</p>

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		<p>and currently manages Haldiram's Family Office for investing and M&A advisory), operational expertise (as CEO of Butterfly Appliances) Mr. Prakash Iyer scripted and delivered a historic turnaround in operational performance as CEO at Butterfly Gandhimathi Appliances while and Charted a long-term strategy for growth.</p> <p>Mr. Prakash Iyer continues to play a key role in venture investing, strategic advisory especially M&A while continuing to advise the Haldiram's group in managing their Family Office for investing and spearheads the M&A function. In this role he works very closely with the startup companies guiding them in growth strategies and fund raising. He works closely with the Venture Catalysts group in various advisory capacities and also with 100 Unicorns Fund and Elev8, Venture Partners.</p> <p>Nature of expertise in specific functional areas: Investing & capital raising, M&A, Expert in turnarounds, Team Management, Strategic Planning, Marketing Strategy.</p> <p>Qualifications : Bachelor's degree in Commerce from Pune University.</p> <p>Master Degree in Commerce from Pune University.</p> <p>Professional Degree</p> <p>Chartered Accountant, from the Institute of Chartered Accountants of India.</p>
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Prakash Iyer (DIN: 00956349) is not related to any of the Directors of the Company.

Ms. Sabina Moti Bhavnani

DIN: 06553087

Sl. No.	Details of events that needs to be provided	Information of such event(s)
1.	Name of the Director	Ms. Sabina Moti Bhavnani (DIN: 06553087)
2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Dr. Girish Kumar Ahuja (DIN : 00446339) and Ms. Sudha Pillai (DIN : 02263950), shall cease to be Independent Directors of the Company upon completion of their second and final term at the closure of business hours on 19 September 2024. Therefore, to comply with the provisions of the Companies Act 2013 and SEBI LODR Regulations, to fill the vacant position, the Company is

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		<p>required to appoint two Independent Directors on or before 19 September 2024.</p> <p>Hence, in compliance with the provisions of Sections 149, 150 and 152 and other applicable provisions of the Companies Act 2013 (“the Act”) and SEBI LODR Regulations and on the recommendation of Nomination and Remuneration Committee and subject to the approval of shareholders, the Board of Directors in its meeting held on 16 September 2024 has approved the appointment of Ms. Sabina Moti Bhavnani (DIN: 06553087) as Non-Executive Independent Director (Additional Director) for a period of 2 (Two) consecutive years, with effect from 19 September 2024, subject to the approval of the shareholders of the Company.</p>
3.	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment;	With effect from 19 September 2024 for a period of 2 (Two) consecutive years, subject to the approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	<p>Ms. Sabina Moti Bhavnani is having 30+ years of experience across Corporate Advisory, Mergers & Acquisitions, Private Equity and Corporate Finance.</p> <p>She is Assisting the IL&FS Board in monetization of Group assets under a shadow IBC process under Section 241/242 of the Companies Act and head of the Monetization Deal Team which is responsible for Roads, Waste Management and Construction assets.</p> <p>She is serving as a Director on the InvIT Hold Co and several group Road SPVs.</p> <p>Nature of expertise in specific functional areas: Corporate Advisory, Mergers & Acquisitions, Private Equity and Corporate Finance.</p> <p>Qualifications: MBA in Finance from the Narsee Monjee Institute of Management Studies</p> <p>Bachelor of Commerce from the University of Mumbai, HR College.</p>
5.	Disclosure of relationships between directors (in case of appointment of a director)	Ms. Sabina Moti Bhavnani (DIN: 06553087) is not related to any of the Directors of the Company.



CESSATION OF INDEPENDENT DIRECTORS OF THE COMPANY

Reason for Change viz. cessation	The second and final term of Dr. Girish Kumar Ahuja (DIN: 00446339) and Ms. Sudha Pillai (DIN: 02263950), Independent Directors of the Company, is completing on 19 September 2024 at close of business hours.
Date of Cessation (Completion of Tenure)	19 September 2024



Composition Of Committees

1. Audit Committee

Composition of Audit Committee	Chairman/ Member
Mr. Prakash Iyer	Chairman
Mr. Arvind Uppal	Member
Ms. Sabina Moti Bhavnani	Member
Mr. Sachin Gupta	Member

2. Nomination and Remuneration Committee

Composition of Nomination and Remuneration Committee	Chairman/ Member
Mr. Arvind Uppal	Chairman
Mr. Prakash Iyer	Member
Ms. Sabina Moti Bhavnani	Member

3. Stakeholder Relationship Committee

Composition of Stakeholder Relationship Committee	Chairman/ Member
Mr. Arvind Uppal	Chairman
Mr. Prakash Iyer	Member
Mr. Daljit Singh	Member

4. Risk Management Committee

Composition of Risk Management Committee	Chairman/ Member
Ms. Sabina Moti Bhavnani	Chairperson
Mr. Sachin Gupta	Member
Mr. Daljit Singh	Member

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5. Corporate Social Responsibility Committee

Composition of Corporate Social Responsibility Committee	Chairman/ Member
Ms. Sabina Moti Bhavnani	Chairperson
Mr. Jasbir Singh	Member
Mr. Daljit Singh	Member
Mr. Arvind Uppal	Member

6. Business Responsibility and Sustainability Committee

Composition of Business Responsibility and Sustainability Committee	Chairman/ Member
Ms. Sabina Moti Bhavnani	Chairperson
Mr. Jasbir Singh	Member
Mr. Daljit Singh	Member

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