



Date: 18 September 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

Dear Sir/Ma'am,

**Ref: Intimation regarding Joint Venture Agreement**

**AMONGST**

**ILJIN ELECTRONICS (INDIA) PRIVATE LIMITED (“ILJIN”), the Material Subsidiary of the Company i.e. Amber Enterprises India Limited and NEXXBASE MARKETING PRIVATE LIMITED – Leading Brand namely “Noise” (“NEXXBASE” or “Joint Venture Partner”), to form a Joint Venture Company (“JVC”) to carry on the business of manufacturing, dealing, assembling and designing of wearables and other smart electronics products (“Business”).**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), we would like to inform you that a Joint Venture Agreement entered amongst, ILJIN Electronics (India) Private Limited (“ILJIN”) and Nexxbase Marketing Private Limited – Noise Brand (“NEXXBASE” or “Joint Venture Partner”), which is a Gurgaon based company engaged in the business of selling, distributing, marketing and advertising electronic products including smart watches, earphones, earbuds, headphones etc. under the leading brand i.e., “NOISE” through offline and online modes, to form a Joint Venture Company (“JVC”), to carry on the business of manufacturing, assembling and designing of wearables and other smart electronics products (“Business”).

Pursuant to the said JV Agreement, the proposed JV Company will be 50% owned by ILJIN and 50% owned by NEXXBASE.

The disclosures pertaining to this, as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09 September 2015 and other applicable SEBI Circular(s) are given in **Annexure - A** to this letter.

The above intimation is also available on the website of the Company at [www.ambergroupindia.com](http://www.ambergroupindia.com).

**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-1, Phase II, Focal Point, RajpuraTown-140401, Punjab  
Tel.: +91 1762 232126, 232646 | Fax: +91 1762 232127



**Date and time of Execution of Joint Venture Agreement: 18 September 2023 at 12:00 Noon.**

We request you to kindly take this on your record, disseminate the same on your website and oblige.

Thanking You,  
Yours faithfully  
For **Amber Enterprises India Limited**

**(Konica Yadav)**  
**Company Secretary and Compliance Officer**

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## Annexure A

## Details as required under Regulation 30 of SEBI Listing Regulations

|    |   |   |
|----|---|---|
| a) | Name(s) of parties with whom the agreement is entered   | IL JIN Electronics (India) Private Limited<br><b>AND</b><br>NEXXBASE Marketing Private Limited  |
| b) | Purpose of entering into the agreement  | <p>The parties have entered into joint venture agreement to form a Joint Venture Company(“JVC”) under the name and style as may be mutually agreed and approved by the concerned Registrar of Companies by way of acquiring its shares in equal ratio, i.e. 50% each of share capital of JVC, for undertaking the business of manufacturing, assembling and designing of wearables and other smart electronics products.</p> <p>IL JIN and NEXXBASE endeavour to collaborate and partner with each other to form a JVC to undertake the manufacturing, assembling, and designing of wearables &amp; and other smart electronics products and thus contributing strongly towards Make in India initiative.</p> <p>This Joint Venture will facilitate both the companies to cater with the evolving customer needs, deliver high quality products, and develop the local manufacturing &amp; designing ecosystem in India.</p> <p>NEXXBASE, under the leading brand i.e., ‘<b>Noise</b>’, crafts the latest personal technology accessories for Indian consumers and ILJIN fulfils the customer demands by delivering high-quality manufacturing solutions.</p> |
| c) | Shareholding, if any, in the entity with whom the agreement is executed   | Not Applicable.   |
| d) | Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc. | <p>As per the terms of Joint Venture Agreement, the proposed JV Company will be 50% owned by ILJIN and 50% owned by NEXXBASE and capital shall be infused by both parties in one or more tranches as per the mutually agreed terms and conditions among IL JIN and NEXXBASE.</p> <p>The JVC shall have Two (2) Directors, of which One (1) shall be appointed by the ILJIN and One (1) shall be appointed by the NEXXBASE.</p>  |

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|----|--|--|
| e) | Whether, the said parties are related to Promoter /Promoter Group/ Group Companies in any manner. If yes, nature of relationship   | ILJIN is a material subsidiary of Amber Enterprises India Limited. However, the Joint Venture Partner “NEXXBASE” is an independent third-party.  |
| f) | Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arms length”  | Not Applicable   |
| g) | In case of issuance of shares to the parties, details of issue price, class of shares issued   | As per the terms of Joint Venture Agreement, the proposed JV Company will be 50% owned by ILJIN and 50% owned by NEXXBASE and capital shall be infused by both parties in one or more tranches as per the mutually agreed terms and conditions among ILJIN and NEXXBASE. |
| h) | Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.   | Not Applicable   |
| i) | In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):<br><br>a) Name of parties to the agreement;<br>b) Nature of the agreement;<br>c) Date of execution of the agreement;<br>d) Details of amendment and impact thereof or reasons of termination and impact thereof. | Not Applicable   |

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