



Date: 09.08.2024

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| 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 |

SUB: Disclosure under Regulations 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) – Resignation of Non – Executive Nominee Director of the Company

Dear Sir/Ma’am,

In Compliance with Regulation 30 of the SEBI (LODR) Regulations, 2015, we would like to inform you that, Mr. Manoj Kumar Sehrawat (DIN: 02224299), vide his letter dated 09 August 2024 has tendered his resignation as Non-Executive Nominee Director of the Company with effect from the close of business hours on 09 August 2024.

The disclosures pertaining to this, as required under SEBI LODR Regulations, read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09 September 2015, SEBI Circular No. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED 13 July 2023 and other applicable SEBI Circular(s), is attached as Annexure-A.

Further, the Company has received confirmation from Mr. Manoj Kumar Sehrawat (DIN: 02224299), that there are no material reasons for his resignation other than those mentioned in his resignation letter dated 09 August 2024, and the same is enclosed herewith as Annexure-B.

This is for your information and record.

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

| Sl. No. | Details of events that needs to be provided | Information of such event(s) |
|---------|---|---|
| 1. | Name of the Director | Mr. Manoj Kumar Sehrawat (DIN: 02224299) |
| 2. | Reason for change—viz. appointment, re-appointment, resignation, removal, death or otherwise; | <p>Prior to the IPO, the Company had entered into Shareholders Agreement with Private Equity Investors, namely Ascent Investment Holdings Pte. Limited (“Ascent”) wherein Ascent was given certain rights including right to appoint nominee directors on the Board of the Company. It was agreed amongst the Company and Ascent that pursuant to completion of successful IPO, the Shareholders Agreement would get terminated. However, it was also agreed that the right accorded to Ascent to appoint one nominee director on the Board of the Company would continue to exist beyond successful completion of IPO so long as Ascent holds 15% (fifteen percent) or more of the Share Capital of the Company which was stated in Article 23 of Part-A of Articles of Association.</p> <p>As a part of IPO process and pursuant to the undertaking given to the Securities and Exchange Board of India (“SEBI”) in this regard in response to the directions given by SEBI vide its emails dated 26 October 2017 and 27 October 2017 the right of Ascent to nominate a director on the Board of the Company shall be exercised only after obtaining shareholders’ approval through a Special Resolution after the IPO.</p> <p>In above context, the requisite approval was taken at the 28th Annual General Meeting held on 17 September 2018 and the proposed change was duly implemented in Articles of Association of the Company by amending Article 23 of the Articles of Association of the Company.</p> <p>Accordingly, Mr. Manoj Kumar Sehrawat (DIN: 02224299) was continuing as a nominee director of Ascent on the Board of the Company.</p> <p>Due to gradual reduction in equity stake of Ascent in the Company, the right of Ascent to appoint one nominee director on the Board of the Company, stands cancelled and required modification.</p> <p>The amendment in Articles 23 of articles of association of the Company comprises of right of ascent, was duly approved by the members of the Company in the 34th Annual General Meeting of the Company held on even date i.e. 9 August 2024.</p> |



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| | | In context of above and consequent to cancellation of right of Ascent, Mr. Manoj Kumar Sehrawat (DIN: 02224299) has tendered his resignation from the Board of the Company w.e.f 9 August 2024. |
| 3. | Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment; | w.e.f. 9 August 2024 |
| 4. | Brief profile (in case of appointment) | Not Applicable |
| 5. | Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable |
| 6. | Disclosure in terms of Regulation 30 read with Clause 7B of Part A of Schedule III of SEBI Regulation | As enclosed |

Names of the listed entities in which Mr. Manoj Kumar Sehrawat (DIN: 02224299) holds Directorships, indicating the category of Directorship and Membership of Board Committees before the resignation becoming effective :

| Sl. No. | Names of Companies | Name of the Committee (s) | Member/ Chairman |
|---------|----------------------|---------------------------------------|------------------|
| 1. | Ugro Capital Limited | Risk Management Committee | Member |
| | | Nomination and Remuneration Committee | Member |
| | | Asset Liability Committee | Member |

Date: 09.08.2024

To
The Board of Directors,
Amber Enterprises India Limited
C-1, Phase II, Focal Point, Rajpura Town,
Punjab-140401

Subject: Resignation from the office of Non-Executive Nominee Director of the Company

Dear Sirs and Madam,

It was indeed a great honour and pride to be associated with Amber Enterprises India Limited ('the Company') as a Non-Executive Nominee Director of the Company and worked with you all for over eight years.

My appointment as a Non-Executive Nominee Director was subject to the right specified in the Articles 23 of articles of association of the Company, which reads as following :-
'Right of the Shareholder i.e. Ascent Investment Holdings Pte Ltd. ('Ascent') to appoint one nominee director on the Board of the Company is so long as Ascent holds 15% (fifteen percent) or more of the Share Capital of the Company'

Consequent to approval on an 'amendment in Articles 23 of articles of association of the Company' by the members of the Company in the 34th Annual General Meeting of the Company held on even date i.e. today on 9 August 2024, the right of Ascent to appoint one nominee director on the Board of the Company is revoked.

Hence, i Manoj Kumar Sehrawat (DIN: 02224299) am writing to formally notify you that I would not be able to continue on the Board of Directors of the Company due to the reasons cited above.

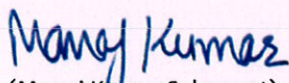
I therefore hereby tender my resignation from the Board of the Company with effect from 9 August 2024 at the close of the business hours.

Further, I hereby give my confirmation as per clause 7B and 7C of para-A of part B of Schedule III of SEBI LODR Regulations, 2015, as amended. My resignation is due to the reason stated as above and there are no other material reasons.

I would like to thank the Board and the secretariat for the valuable support and cooperation given during my tenure. I request the Board to kindly take note of the resignation and acknowledge receipt of the same. Kindly do the requisite formalities by sending intimation the requisite statutory authorities and filing of necessary e-forms with registrar of companies.

Thank you all for the opportunity to be associated with the Company.

Yours Faithfully,


(Manoj Kumar Sehrawat)
Nominee Director
DIN: 02224299