

Amber Enterprises India Limited
CIN: L28910PB1990PLC010265

P: +91 124 392 3000
E: info@ambergrouppindia.com
W: www.ambergrouppindia.com

Registered Office: C-1, Phase II,
Focal Point, Rajpura, Patiala-140401,
Punjab, India

Corporate Office: Universal Trade Tower,
1st Floor, Sector 49, Sohna Road,
Gurgaon-122018, Haryana, India



Date: 7 September 2025

To
Secretary
Listing Department

To
Secretary
Listing Department

BSE Limited

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

National Stock Exchange of India Ltd.

Exchange Plaza, C-1, Block G, Bandra Kurla Complex,
Bandra (E) Mumbai – 400 051

Symbol: AMBER
ISIN: INE371P01015

Dear Sir/Ma'am,

Subject: Intimation regarding Execution of Definitive Transaction Agreements by Amber Enterprises India Limited with ILJIN Electronics (India) Private Limited, a Material Subsidiary, and Other Parties

Ref: Disclosure pursuant to Regulation 30(2) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI LODR Regulations'), we hereby inform that, Amber Enterprises India Limited ('Amber'/'the Company') has executed the Shareholders' Agreement(s) ('SHA(s)') and Securities Subscription Agreement(s) ('SSA(s)') (hereinafter collectively referred to as 'Definitive Transaction Agreements') with ILJIN Electronics (India) Private Limited ('ILJIN'), a material subsidiary of the Company, Mr. Hyun Chul Sim ('a non-executive Director and Shareholder of ILJIN') and certain independent third-party(ies), Investor-1, Investor-2 & Investor-3 (collectively referred to as 'Investors') as detailed in Annexure-A on 6 September 2025.

Under the terms of the Definitive Transaction Agreements, Investors have agreed to subscribe to, and ILJIN has agreed to offer, issue, and allot 38,414 Equity Shares and 16,51,768 Compulsorily Convertible Preference Shares (CCPS), subject to the terms and conditions set forth in the Definitive Transaction Agreements.

Pursuant to the execution of the Definitive Transaction Agreements and the proposed issuance of Equity Shares and Compulsorily Convertible Preference Shares (CCPS) by ILJIN to the Investors the **shareholding percentage of the Company in ILJIN shall be reduced.**

Disclosure regarding the impact of the transaction, including changes in shareholding and subsidiary structure, shall be provided separately in due course, post conversion of CCPS and CCPS conversion will happen at mutually agreed price between the parties at the time of conversion.

The disclosures required under SEBI LODR Regulations in line with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024 and other applicable SEBI Circular(s) are given in '**Annexure – A**' to this intimation.

The above intimation is also available on the website of the Company at www.ambergrouppindia.com.

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 Yaadav)
Company Secretary and Compliance Officer
M. No. A30322



Annexure - A

DISCLOSURE AS PER SEBI LODR REGULATIONS IN LINE WITH SEBI CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/0155 DATED 11 NOVEMBER 2024 AND OTHER APPLICABLE SEBI CIRCULAR(S)

a)	Name(s) of parties with whom the agreement is entered	<p>A. Shareholders' Agreement ('SHA')</p> <p>IL JIN Electronics (India) Private Limited</p> <p>AND</p> <p>Amber Enterprises India Limited</p> <p>AND</p> <p>Hyun Chul Sim</p> <p>AND</p> <p>Raptor Investments Limited ('Investor-1')</p> <p>AND</p> <p>Two Infinity Partners ('Investor-2')</p> <p>AND</p> <p>Chryscapital Fund X ('Investor-3')</p> <p>B. Securities Subscription Agreement ('SSA')</p> <p>IL JIN Electronics (India) Private Limited</p> <p>AND</p> <p>Amber Enterprises India Limited</p> <p>AND</p> <p>Raptor Investments Limited ('Investor-1')</p> <p>AND</p> <p>Two Infinity Partners ('Investor-2')</p> <p>AND</p> <p>Chryscapital Fund X ('Investor-3')</p>
b)	Purpose of entering into the agreement	<p>The purpose of executing the aforementioned Definitive Transaction Agreements is to facilitate the raising of funds of Rs. 1100 Crore (Rupees Eleven Hundred Crore Only) by ILJIN for organic and inorganic growth of the electronics segment of the Company.</p>



		<p>Pursuant to the Definitive Transaction Agreements the Investors have agreed to subscribe to, and ILJIN has agreed to offer, issue and allot 38,414 Equity Shares and 16,51,768 Compulsorily Convertible Preference Shares (CCPS),</p> <p>The Agreements also serves to formally record the mutual rights and obligations of the parties.</p>
c)	Shareholding, if any, in the entity with whom the agreement is executed	Amber is the holding company and Promoter of ILJIN. As on the date of execution of the Definitive Transaction Agreements, Amber holds 90.22% of the total paid-up Equity Share Capital of ILJIN.
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>Significant terms of Definitive Transaction Agreements.</p> <ol style="list-style-type: none"> Investors collectively shall have the right to nominate one non-executive director on ILJIN's Board Investors shall have standard pre-emptive rights and other rights which are customary to this type of transaction <p>All other provisions are standard terms and conditions and mentioned in the Definitive Transaction Agreements.</p>
e)	Whether the said parties are related to Promoter /Promoter Group/ Group Companies in any manner. If yes, nature of relationship	<p>Yes, ILJIN is material subsidiary of the Company i.e. Amber.</p> <p>Mr. Hyun Chul Sim, who serves as a non-executive Director and Shareholder of ILJIN, is associated with ILJIN in his individual capacity.</p> <p>Investors are independent third parties and are not related to the Promoter, Promoter Group, or Group Companies in any manner.</p>
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	ILJIN has agreed to offer, issue and allot 38,414 Equity Shares worth Rs. 25 Crores and 16,51,768 Compulsorily Convertible Preference Shares (CCPS) worth Rs. 1075 crores to the Investors in one or more tranches, as per the mutually agreed terms and conditions amongst the parties. CCPS conversion will happen at mutually agreed price between the parties at the time of conversion.
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)	<p>In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):</p> <ol style="list-style-type: none"> Name of parties to the agreement Nature of the agreement Date of execution of the agreement Details of amendment and impact thereof or reasons of termination and impact thereof. 	Not Applicable