

Amber Enterprises India Limited
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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: 13 November 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 Amendment Agreement(s) to the Definitive Transaction Agreement(s) entered amongst the Company i.e. Amber Enterprises India Limited, IL JIN Electronics (India) Private Limited, a Material Subsidiary, and independent third-party(ies)

Ref: Disclosure pursuant to Regulation 30(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI (LODR) Regulations')

With reference to our intimation dated 7th September 2025 and pursuant to Regulation 30 of the SEBI (LODR) Regulations, we are hereby informing the exchanges that, Amber Enterprises India Limited ('Amber'/'the Company'), on 06th September 2025, executed the Shareholders' Agreement ('SHA') and Securities Subscription Agreement ('SSA') and other relevant documents (hereinafter collectively referred to as 'Definitive Transaction Agreements') with IL JIN Electronics (India) Private Limited ('IL JIN'), a material subsidiary of the Company, Mr. Hyun Chul Sim ('a Shareholder of IL JIN') and certain independent third-party(ies), being Raptor Investments Limited ('Investor-1'), Two Infinity Partners ('Investor-2') and Chryscapital Fund X ('Investor-3'), (collectively referred to as '**Investors**'). Under the terms of the said Definitive Transaction Agreements, Investors agreed to subscribe to, and IL JIN agreed to offer, issue, and allot 38,414 Equity Shares and 16,51,768 Compulsorily Convertible Preference Shares A1 ('**CCPS A1**') subject to the terms and conditions set forth in the Definitive Transaction Agreements.

Subsequently, on 13th November 2025, Amendment Agreements to the SHA and SSA have been executed to revise the inter-se allocation proportions of the Equity Shares and CCPS A1, amongst the Investors, as detailed in **Annexure-A**. However, the aggregate number of Equity Shares and CCPS A1, as well as the total subscription amount, remains unchanged.

Except as specifically modified through the amendment agreements, all other provisions of the SSA and SHA remains unchanged, in full force and effect.

The disclosure 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) is given in '**Annexure – A**' to this intimation.

The above intimation will also be made 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 ('IL JIN')</p> <p>AND</p> <p>Amber Enterprises India Limited ('Amber')</p> <p>AND</p> <p>Mr. 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	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 IL JIN for organic and inorganic growth of the electronics segment of the Company.



		<p>Pursuant to the Definitive Transaction Agreements the Investors have agreed to subscribe to, and IL JIN has agreed to offer, issue and allot 38,414 Equity Shares and 16,51,768 CCPS A1.</p> <p>The Agreements also serves to formally record the mutual rights and obligations of the parties.</p> <p><i>Note: Since, the amendment agreement dated 13th November 2025, is read in consonance with the Definitive Transaction Agreements dated 6th November 2025, there is no change in purpose of execution of agreements.</i></p>
c)	Shareholding, if any, in the entity with whom the agreement is executed	Amber is the holding company and Promoter of IL JIN. As on the date of execution of the <i>Definitive Transaction Agreements dated 6th November 2025 and the amendment agreement dated 13th November 2025</i> , 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 have the right to nominate one non-executive director on IL JIN's Board Investors 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 <i>Definitive Transaction Agreements dated 6th November 2025 and the amendment agreement dated 13th November 2025</i>.</p>
e)	Whether the said parties are related to Promoter /Promoter Group/ Group Companies in any manner. If yes, nature of relationship	<p>Yes, IL JIN is material subsidiary of the Company i.e. Amber.</p> <p>Mr. Hyun Chul Sim, a Shareholder of IL JIN, is associated with IL JIN 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	IL JIN has agreed to offer, issue and allot 38,414 Equity Shares worth Rs. 25,00,05,226.52 and 16,51,768 CCPS A1 worth Rs. 1075,00,03,462.24 to the Investors in one or more tranches, as per the mutually agreed terms and conditions amongst the parties. CCPS A1 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)	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):	Amendment of Agreement
	a) Name of parties to the agreement	There is no change in the parties to the agreement. The parties listed below remain unchanged :



		<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>Mr. 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>ILJIN 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> <p>However, Mr. Hyun Chul Sim, a party to the SHA, was previously disclosed as a non-executive Director and Shareholder of IL JIN in the intimation dated 7th September 2025. He subsequently resigned from his position as non-executive Director of IL JIN, with effect from 25th September 2025. Accordingly, he now continues solely in the capacity of a shareholder of IL JIN.</p>
	b) Nature of the agreement	<p>The changes to the SHA and SSA are effected through the execution of 'Amendment Agreement'.</p> <p>This Amendment Agreement modifies the SHA and SSA only to the extent expressly stated therein. All other provisions of SHA and SSA remains unchanged, fully effective, and binding on the Investors/Parties. From the</p>



		date of execution of Amendment Agreement, references to the SHA and SSA shall be construed as references to their amended versions.																																								
	c) Date of execution of the agreement	13 th November 2025																																								
	d) Details of amendment and impact thereof or reasons of termination and impact thereof.	<p>There has been a re-allocation of securities amongst the Investors, resulting in changes to their respective inter-se proportions. However, the aggregate number of securities and the total subscription amount remain unchanged. The details of the changes along with its impact are outlined below :</p> <p>Before amendment-</p> <table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Name of the Proposed Allottee</th> <th>Number of Equity Shares</th> <th>Number of CCPS</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Raptor Investments Limited</td> <td>30,877</td> <td>13,27,691</td> </tr> <tr> <td>2.</td> <td>Two Infinity Partners</td> <td>2,202</td> <td>94,664</td> </tr> <tr> <td>3.</td> <td>ChrysCapital Fund X</td> <td>5,335</td> <td>2,29,413</td> </tr> <tr> <td colspan="2">Total</td> <td>38,414</td> <td>16,51,768</td> </tr> </tbody> </table> <p>After amendment-</p> <table border="1"> <thead> <tr> <th>Sl. No.</th> <th>Name of the Proposed Allottee</th> <th>Number of Equity Shares</th> <th>Number of CCPS</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Raptor Investments Limited</td> <td>30,682</td> <td>13,19,317</td> </tr> <tr> <td>2.</td> <td>Two Infinity Partners</td> <td>2,125</td> <td>91,351</td> </tr> <tr> <td>3.</td> <td>ChrysCapital Fund X</td> <td>5,607</td> <td>2,41,100</td> </tr> <tr> <td colspan="2">Total</td> <td>38,414</td> <td>16,51,768</td> </tr> </tbody> </table>	Sl. No.	Name of the Proposed Allottee	Number of Equity Shares	Number of CCPS	1.	Raptor Investments Limited	30,877	13,27,691	2.	Two Infinity Partners	2,202	94,664	3.	ChrysCapital Fund X	5,335	2,29,413	Total		38,414	16,51,768	Sl. No.	Name of the Proposed Allottee	Number of Equity Shares	Number of CCPS	1.	Raptor Investments Limited	30,682	13,19,317	2.	Two Infinity Partners	2,125	91,351	3.	ChrysCapital Fund X	5,607	2,41,100	Total		38,414	16,51,768
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