V.JHAWAR & CO
Company Secretaries
1855, 2nd Floor, Allahabad Bank Building,
Paharganj, New Delhi - 110055
M-9999896620, 8587088270
www.vjhawar.com

FORM NO MGT-13

Combined Scrutinizer Report

Date: 11.08.2025

Sub - Scrutinizer's Report

[Pursuant to the Provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To the Chairman
Amber Enterprises India Limited
(CIN-L28910PB1990PLC010265)
C 1 Phase-II, Focal Point, Rajpura Town, Punjab-14040

Dear Sir,
We, V JHAWAR & CO, Company Secretaries have been appointed as Scrutinizer by the Board of Directors of Amber Enterprises India Limited (the Company) pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020, Circular no. 17/2020 dated April 13, 2020,Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 to scrutinize the voting i.e remote e-voting as well as the e-voting by Members at the Annual General Meeting ("e-voting") relating to the resolutions as set out in the notice of the AGM dated 12th July 2025 ("Notice") calling the Thirty Fifth Annual General Meeting of its Shareholders ("the Meeting"/ "AGM") through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). The AGM was convened on Monday, 11th August 2025 at 03.00 P.M IST through VC / OAVM.

1. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act 2013 **("the Act"**) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended **("the Rules"**). As the Scrutinizer, We have to scrutinize:

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(i) Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM **("remote e-voting"**}; and

(ii) Process of e-voting at the AGM through electronic voting system **("Insta Poll")**

2. Management Responsibility:

The Management of the Company is responsible to ensure the compliance of requirements of (i) the Companies Act 2013 and the rules made thereunder and (ii) the MCA Circulars and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR"). The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

3. Scrutinizer's Responsibility:

Our responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and Insta Poll) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the evoting system provided by KFin Technologies Limited **("KFinTech"),** the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and/ or KFinTech for my verification.

4. Cut-off date:

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, 01st August 2025 were entitled to vote on the resolutions {item nos. 1 to 8 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

5. Insta Poll process at the AGM:

(i) In keeping with the Regulations 44 of the SEBI (Listing Obligation and

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Requirement) Regulations 2015 and as prescribe under Rule 20 of the Companies (Management and Administration) Amendment Rule 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the Annual General Meeting, the scrutinizer shall have access after closure of period of remote e voting and before the start of Annual General Meeting to only such details relating to members who have cast their votes through remote e-voting.

(ii) The Company provided Insta e-voting facility to members attending the AGM who had not cast their votes through remote e-voting to cast their votes.

(iii) After the time fixed for closing of the Insta e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by KFin under my instructions.

(iv) The e-voting instructions were scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / KFin and the authorization lodged with the Company / KFin on test check basis.

(v) The e-votes cast were unblocked on Monday, 11th August 2025 after the conclusion of the AGM.

6. Remote e-voting process

i. The remote e-voting period remained open from Friday 08th August 2025 (9:00 a.m. IST) to Sunday, 10th August 2025 (5:00 p.m. IST) and Members were required to cast their votes electronically conveying their assent or dissent in respect of the resolution on the remote e-voting platform provided by Kfintech.

ii. The votes cast were unblocked on due time was witnessed by two witnesses Mr. Sanjay Suri and Mr. Asif who are not in the employment of the company and / or KFin.

iii. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote,

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were generated from the e-voting website of KFinTech i.e., https://evoting.kfintech.com. Based on the report generated by KFinTech and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. We submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Insta Poll, based on the reports generated by KFinTech, scrutinized on test check basis and relied upon by me as under:-

As per Annexure A

For V.JHAWAR & CO
Company Secretaries

Vikram Jhawar
M.No-10300
CP No. 11204

UDIN- **F010300G000980071**

Peer Review Certificate No.: 1278/2021

Date: 11.08.2025
Place: New Delhi

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Annexure-A

CONSOLIDATED RESULTS

Item No. 1 : To consider and adopt the audited financial statements (standalone and consolidated) of the Company for the financial year ended 31st March 2025 together with the reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-voting		Insta E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	461	25799624	13	706480	474	26506104	99.89
Dissent	1	2	0	0	1	2	-
Abstain	1	30138	1	250	2	30388	0.11
Total	463	25829764	14	706730	477	26536494	100

Based on the aforesaid results, we report that the ordinary resolution as set out in Item No. 1 of the Notice of the AGM dated 12th July 2025 has been passed with requisite majority.

Item No. 2 : To appoint a director in place of Mr. Daljit Singh (DIN: :02023964) who retires by rotation and being eligible, seeks re-appointment.

Particulars	Remote e-voting		Insta E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	297	23212651	13	706480	310	23919131	90.13
Dissent	166	2613155	0	0	166	2613155	9.85
Abstain	1	3958	1	250	2	4208	0.02

Based on the aforesaid results, we report that the ordinary resolution as set out in Item No. 2 of the Notice of the AGM dated 12th July 2025 has been passed with requisite majority.

Item No. 3: Ratification of Remuneration of Cost Auditors for financial year 2025-26.

Particulars	Remote e-voting		Insta E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	461	25825804	13	706480	474	26532284	99.98
Dissent	1	2	0	0	1	2	-
Abstain	1	3958	1	250	2	4208	0.02
Total	463	25829764	14	706730	477	26536494	100

Based on the aforesaid results, we report that the ordinary resolution as set out in Item No. 3 of the Notice of the AGM dated 12th July 2025 has been passed with requisite majority.

Item No. 4: Appointment of Ms. Malavika Bansal, as the secretarial auditor of the Company.

Particulars	Remote e-voting		Insta E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	449	25812795	13	706480	462	26519275	99.93
Dissent	13	16451	0	0	13	16451	0.06
Abstain	1	518	1	250	2	768	0.01
Total	463	25829764	14	706730	477	26536494	100

Based on the aforesaid results, we report that the special resolution as set out in Item No. 4 of the Notice of the AGM dated 12th July 2025 has been passed with requisite majority.

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Item No. 5: To increase in the limit of managerial remuneration of Mr. Jasbir Singh (DIN: 00259632), Executive Chairman & Chief Executive Officer and Whole Time Director of the Company.

Particulars	Remote e-voting		Insta E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	399	24597459	13	706480	412	25303939	95.35
Dissent	63	1228347	0	0	63	1228347	4.63
Abstain	1	3958	1	250	2	4208	0.02
Total	463	25829764	14	706730	477	26536494	100

Based on the aforesaid results, we report that the special resolution as set out in Item No. 5 of the Notice of the AGM dated 12th July 2025 has been passed with requisite majority.

Item No. 6: To increase in the limit of managerial remuneration of Mr. Daljit Singh (DIN: 02023964), Managing Director of the Company.

Particulars	Remote e-voting		Insta E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	422	24956663	13	706480	435	25663143	96.71
Dissent	40	869143	0	0	40	869143	3.27
Abstain	1	3958	1	250	2	4208	0.02
Total	463	25829764	14	706730	477	26536494	100

Based on the aforesaid results, we report that the special resolution as set out in Item No. 6 of the Notice of the AGM dated 12th July 2025 has been passed with requisite majority.

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Item No. 7: Remuneration to directors exceeding the overall managerial remuneration limit as per the provisions of Section 197 of the Companies Act 2013.

Particulars	Remote e-voting		Insta E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	392	23665132	13	706480	405	24371612	91.84
Dissent	70	2160674	0	0	70	2160674	8.14
Abstain	1	3958	1	250	2	4208	0.02
Total	463	25829764	14	706730	477	26536494	100

Based on the aforesaid results, we report that the special resolution as set out in Item No. 7 of the Notice of the AGM dated 12th July 2025 has been passed with requisite majority.

Item No. 8: Enabling resolution for raising funds upto Rs. 2500 Crore through issue of securities.

Particulars	Remote e-voting		Insta E-voting		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	416	25078529	13	706480	429	25785009	97.16
Dissent	49	747277	0	0	49	747277	2.82
Abstain	1	3958	1	250	2	4208	0.02
Total	463*	25829764	14	706730	480	26536494	100

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Based on the aforesaid results, we report that the special resolution as set out in Item No. 8 of the Notice of the AGM dated 12th July 2025 has been passed with requisite majority.

Note – Only the vote which are in favour / against / abstain are taken on record. The "Less Votes i.e 1883 shares" shown by the KFin Technologies Limited ("KFinTech"), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility is not taken in this report

*** Shareholder has cast split vote on the resolution with certain shares voted in favour and certain against the resolution.**

For V.JHAWAR & CO
Company Secretaries

Date: 11.08.2025
Place: New Delhi

Vikram Jhawar
M.No-10300
CP No. 11204

UDIN- **F010300G000980071**

Peer Review Certificate No.: 1278/2021

V. JHAWAR & CO. C.P. No.: 11204 New Delhi Company Secretaries

Amber Enterprises India Limited

Konica Yaadav