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AMBER ENTERPRISES INDIA LIMITED

Our Company was incorporated as Amber Enterprises India Private Limited on April 2, 1990 at Jalandhar, Punjab as a private limited company under the Companies Act, 1956. Our Company was converted to a public limited company pursuant to a special resolution passed by our shareholders on September 20, 2017 and a fresh certificate of incorporation dated September 22, 2017 was issued by the Registrar of Companies, Chandigarh, consequently, the name of our Company was changed to Amber Enterprises India Limited. For further details of change in the name and Registered Office of our Company, see "*History and Certain Corporate Matters*" on page 164 of the Red Herring Prospectus filed with the Registrar of Companies, Chandigarh ("**RoC**") dated January 8, 2018 ("**RHP**" or "**Red Herring Prospectus**").

Registered Office: C-1, Phase – II, Focal Point, Rajpura Town – 140 401, Punjab; **Tel:** +91 1762 232126; **Fax**: +91 1762 232127; **Corporate Office:** Universal Trade Tower, 1st Floor, Sector – 49, Sohna Road, Gurgaon – 122 018; **Tel**: +91 124 3923000; **Fax**: +91 124 3923016; **Contact Person**: Konica Yadav, Company Secretary and Compliance Officer; **E-mail:** info@ambergroupindia.com; **Website**: www.ambergroupindia.com; **Corporate Identity Number**: U28910PB1990PLC010265

OUR PROMOTERS: JASBIR SINGH AND DALJIT SINGH

INITIAL PUBLIC OFFERING OF UP TO [•] EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF AMBER ENTERPRISES INDIA LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE ("OFFER PRICE") AGGREGATING UP TO ₹ 6,000 MILLION, COMPRISING A FRESH ISSUE OF UP TO [•] EQUITY SHARES AGGREGATING UP TO ₹ 4,750 MILLION ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO [•] EQUITY SHARES AGGREGATING UP TO ₹ 1,250 MILLION, COMPRISING AN OFFER FOR SALE OF UP TO [•] EQUITY SHARES BY JASBIR SINGH AGGREGATING UP TO ₹ 625 MILLION, AND UP TO [•] EQUITY SHARES BY DALJIT SINGH AGGREGATING UP TO ₹ 625 MILLION (JASBIR SINGH AND DALJIT SINGH COLLECTIVELY, THE "PROMOTER SELLING SHAREHOLDERS"), (THE "OFFER FOR SALE" AND TOGETHER WITH THE FRESH ISSUE, THE "OFFER"). THE OFFER INCLUDES A RESERVATION OF UP TO 50,000 EQUITY SHARES AGGREGATING TO ₹ [•] MILLION FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (AS DEFINED HEREIN) ("EMPLOYEE RESERVATION PORTION"). THE OFFER LESS EMPLOYEE RESERVATION PORTION IS REFERRED TO AS THE NET OFFER. THE OFFER AND NET OFFER WILL CONSTITUTE UP TO [•]% AND [•]%, RESPECTIVELY OF OUR POST OFFER PAID-UP EQUITY SHARE CAPITAL.

Risks to Investors

- **The four Book Running Lead Managers associated with the Offer have handled 35 public issues in the past three years out of which 9 issues closed below the issue price on the listing date.**
- **There are no listed peers in India.**
- **The Price/Earnings ratio based on diluted EPS for Fiscal 2017 as per Restated Consolidated Financial Statements of the Company at the upper end of the Price Band is as high as 67.11 compared to the Nifty 50 Price/Earnings ratio of 27.16 (as of January 8, 2018).**
- **The average cost of acquisition of Equity Shares for our Promoter Selling Shareholders is ₹ 38.73 per Equity Share for Jasbir Singh and ₹ 43.71 per Equity Share for Daljit Singh. The Offer Price at the upper end of the Price Band is ₹ 859 per Equity Share.**

ASBA* | **Simple, Safe, Smart way of Application - Make use of it!!!** | **Mandatory in public issue from January 1, 2016. No cheque will be accepted.**

*Applications supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASBA below.

APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA): Investors have to apply through the ASBA process. ASBA has to be availed by all the investors except Anchor Investors. For details on the ASBA process, please refer to the details given in ASBA Form and Abridged Prospectus and also please refer to the section "*Offer Procedure*" on page 493 of the RHP. ASBA Forms can also be downloaded from the websites of BSE and NSE. ASBA Form can be obtained from the list of banks that is available on the website of SEBI at www.sebi.gov.in.

Contents of the Memorandum of the Company as regards its Objects: For information on the main objects and other objects of the Company, see *"History and Certain Corporate Matters"* on page 164 of the RHP and Clause III of the Memorandum of Association of the Company. The Memorandum of Association of the Company is a material document for inspection in relation to the Offer. For further details, see the section *"Material Contracts and Documents for Inspection"* on page 545 of the RHP.

Liability of the members of the Company: Limited by shares.

Amount of share capital of the Company and Capital Structure: The authorised, issued, subscribed and paid up share capital of the Company as on the date of the RHP is as follows: the authorised share capital of the Company is ₹450,000,000 divided into 45,000,000 Equity Shares. The issued, subscribed and paid up share capital of the Company is ₹259,168,550 divided into 25,916,855 Equity Shares. For further details, see the section *"Capital Structure"* on page 73 of the RHP.

Names of signatories to the Memorandum of Association of the Company and the number of Equity Shares subscribed by them: The signatories of the Memorandum of Association are Mr. Diwan Chand, Mr. Jagan Nath, Mr. Amar Nath, Mr. Pirthi Chand, Mr. Ram Ji Dass, Mr. Mohan Lal, Mr. Kartar Singh and Ranjit Kaur who subscribed to 10 Equity Shares each of our Company. The liability of the members of the Company is limited. For details of the main objects of the Company as contained in the Memorandum of Association, see *"History and Certain Corporate Matters"* on page 164 of the RHP.

Listing: The Equity Shares offered through the Red Herring Prospectus are proposed to be listed on the BSE and the NSE. Our Company has received an 'in-principle' approval from the BSE and the NSE for the listing of the Equity Shares pursuant to letters dated October 25, 2017 and October 26, 2017, respectively. For the purposes of the Offer, the Designated Stock Exchange shall be BSE. A copy of the Red Herring Prospectus and the Prospectus shall be delivered for registration to the RoC in accordance with Section 26(4) of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/ Offer Closing Date, see "*Material Contracts and Documents for Inspection*" on page 545 of the RHP.

Disclaimer Clause of SEBI: SEBI only gives its observations on the offer documents and this does not constitute approval of either the Offer or the specified securities or the offer document. The investors are advised to refer to page 469 of the RHP for the full text of the disclaimer clause of SEBI.

Disclaimer Clause of BSE (the Designated Stock Exchange): "It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the RHP has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the RHP". The investors are advised to refer to page 473 of the RHP for the full text of the disclaimer clause of the BSE.

Disclaimer Clause of NSE: "It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the offer document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the offer document". The investors are advised to refer to page 474 of the RHP for the full text of the disclaimer clause of NSE.

ADDENDUM- NOTICE TO INVESTORS

This is in reference to the Red Herring Prospectus dated January 8, 2018 ("**RHP**") of Amber Enterprises India Limited ("**Company**") filed with the Registrar of Companies, Chandigarh, the Securities and Exchange Board of India and the Stock Exchanges and the advertisements for announcement of the Price Band and pre-Issue Advertisement published in all editions of Business Standard - English, Business Standard - Hindi and the Patiala edition of Charhdikala on January 10, 2018 in relation to the Offer ("**Advertisements**"), in this regard, Bidders should note the following:

I. The Company, Promoter Selling Shareholders, Book Running Lead Managers, Registrar to the Offer, IDFC Bank Limited and HDFC Bank Limited have entered into an amendment to Cash Escrow Agreement dated January 12, 2018, wherein HDFC Bank Limited has also been appointed to act as an Escrow Collection Bank in addition to IDFC Bank Limited;

ii. Accordingly, the definition of Escrow Collection Bank(s) under "*Definitions and Abbreviations – Offer related terms*" section on page 4 of the RHP will include names of both IDFC Bank Limited and HDFC Bank Limited. Consequently, references to "Escrow Collection Bank(s)" in the RHP shall also include HDFC Bank Limited, in addition to IDFC Bank Limited and all references to "Escrow Collection Bank" in the RHP be and are hereby replaced with "Escrow Collection Bank(s);

iii. Contact details of HDFC Bank Limited as a Public Offer Bank under "*General Information*" section on page 68 of the RHP will also include reference of Escrow Collection Bank; and

iv. Details of the amendment to the Cash Escrow Agreement will be included in "*Material Contracts and Documents for Inspection*" section on page 545 of the RHP.

The above changes shall also be appropriately reflected in the Prospectus to be filed by our Company with the RoC.

This addendum is to be read in conjunction with the RHP, the Bid cum Application Forms, the abridged prospectus and the Advertisements ("**Issue Material**"). Accordingly, the Issue Material stands amended to this extent.

All capitalised terms used in this Addendum shall, unless the context otherwise requires, have the same meanings as ascribed in the RHP.

For **AMBER ENTERPRISES INDIA LIMITED**
On behalf of Board of Directors
Sd/-
Company Secretary and Compliance Officer

Date: January 13, 2018
Place: Rajpura

Amber Enterprises India Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed the Red Herring Prospectus with the RoC, Chandigarh. The RHP is available on the websites of SEBI, BSE, NSE at www.sebi.gov.in, www.bseindia.com, www.nseindia.com, respectively and is available on the websites of the BRLMs at www.edelweissfin.com, www.idfcbank.com, www.sbicaps.com and www.bnpparibas.co.in, respectively. Any potential investors should note that investment in Equity Shares involves a high degree of risk and for details relating to the same, please refer to the RHP including the section titled "*Risk Factors*" on page 16 therein. Potential investors should not rely on the DRHP filed with the SEBI for making any investment decision.

This announcement has been prepared for publication in India and may not be released in the United States. The announcement is not an offer to sell or a solicitation of any offer to buy securities of our Company in the United States. The Equity Shares have not been and will not be registered under the Securities Act or any state securities laws in the United States, and unless so registered, and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. state securities laws. The Equity Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of each jurisdictions where such offers and sales are made.