

**Amber Enterprises India Limited**  
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Punjab, India

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



Date: 14 February 2026

To  
Secretary  
Listing Department

To  
Secretary  
Listing Department

**BSE Limited**

Department of Corporate Services  
Phiroze Jeejeebhoy Towers Dalal Street,  
Mumbai – 400 001

**National Stock Exchange of India Ltd.**

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

Scrip Code : 540902  
ISIN : INE371P01015

Symbol : AMBER  
ISIN : INE371P01015

Dear Sir/Ma'am,

**Subject: Intimation regarding execution of Definitive Transaction Agreements for acquisition by IL JIN Electronics (India) Private Limited ("IL JIN"), the material subsidiary of the Company**

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

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI (LODR) Regulations"), we hereby inform the exchanges that, IL JIN Electronics (India) Private Limited ("IL JIN"), a Material Subsidiary of the Company, has entered into Shareholders' Agreement and Share Subscription Agreement on 14 February 2026 ("Definitive Transaction Agreements") with MoMagic Wireless Private Limited ("MoMagic"), MoMagic Technologies Private Limited, Mr. Arun Kumar Gupta and Ms. Ritu Gupta.

Through these Definitive Transaction Agreements, IL JIN will subscribe 51,52,938 equity shares of MoMagic, representing 19.92% of the equity share capital of MoMagic, for a total purchase consideration of Rs. 25 Crore in one or more tranche.

MoMagic is a Delhi based company established in 2025 and engaged in the business of designing, developing and supplying of wireless Communication Modules e.g. Cellular, BLE, Wi-Fi, etc. and undertaking research and development activities relating to Wireless Communication Modules.

The disclosures required under SEBI (LODR) Regulations in line with SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated 30 January 2026 are given in "**Annexure – A**" and "**Annexure – B**" to this letter.

The above intimation is also available on the website of the Company at [www.ambergroupindia.com](http://www.ambergroupindia.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. HO/49/14/14(7)2025-CFD-  
POD2/1/3762/2026 DATED 30 JANUARY 2026**

a)	Name of the target entity, details in brief such as size, turnover etc.	<p>MoMagic Wireless Private Limited (“MoMagic”), is a company incorporated under the provisions of the Companies Act, 2013, on 7 March 2025, having its Registered Office at I-9 LGF, Lajpat Nagar-3, Lajpat Nagar, South Delhi, New Delhi, Delhi, India, 110 024.</p> <p>MoMagic is engaged in the business of designing, developing and supplying of wireless Communication Modules e.g. Cellular, BLE, Wi-Fi, etc. and undertaking research and development activities relating to Wireless Communication Modules.</p> <p><b>Capital and Turnover Details :</b></p> <table border="1" data-bbox="751 913 1385 1039"> <tr> <td>Authorized Share Capital</td> <td>Rs. 25,00,00,000/-</td> </tr> <tr> <td>Paid-up Share Capital</td> <td>Rs. 1,00,000/-</td> </tr> <tr> <td>Turnover as on 31<sup>st</sup> March 2025</td> <td>Nil</td> </tr> </table>	Authorized Share Capital	Rs. 25,00,00,000/-	Paid-up Share Capital	Rs. 1,00,000/-	Turnover as on 31 <sup>st</sup> March 2025	Nil
Authorized Share Capital	Rs. 25,00,00,000/-							
Paid-up Share Capital	Rs. 1,00,000/-							
Turnover as on 31 <sup>st</sup> March 2025	Nil							
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	MoMagic is not deemed to be a related party to IL JIN Electronics (India) Private Limited (“IL JIN”), or its Holding Company i.e. Amber Enterprises India Limited (“Company”/“Amber”) and other related parties of the Company and IL JIN.						
c)	Industry to which the entity being acquired belongs	Electronics & Communication Equipment Manufacturing						
d)	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	<p><b>Rationale Behind the proposed transaction</b></p> <p>The proposed stake purchase in MoMagic is strategically aligned with the IL JIN’s objective of entering the rapidly growing Internet of Things (IoT) domain and enhancing its expertise in module design and development.</p> <p>IL JIN will gain access to specialized knowledge, innovative technologies, and a portfolio of solutions that will strengthen its presence in the IoT ecosystem. This strategic move is expected to create new growth opportunities, broaden the customer base, and reinforce the IL JIN’s competitive position, while also fostering synergies in research, product innovation, and market expansion to deliver long-term value for stakeholders.</p>						
e)	Brief details of any governmental or regulatory approvals required for the acquisition	No governmental or regulatory approvals are required for the said acquisition.						



f)	Indicative time period for completion of the acquisition	<p>1<sup>st</sup> Closing : Within 30 days from the date of execution (To subscribe 41,22,351 Equity Shares, representing 16.60% of the equity share capital of MoMagic).</p> <p>2<sup>nd</sup> Closing : On or before 30<sup>th</sup> June 2026 (To subscribe 10,30,587 Equity Shares, representing 3.32% of the equity share capital of MoMagic).</p>						
g)	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash Consideration						
h)	Cost of acquisition and/or the price at which the shares are acquired	<p>Rs. 25 Crore to be paid in one or more tranches.</p> <p>(Rs.20 Crore at first closing date and Rs. 5 Crore at second closing date)</p>						
i)	Percentage of shareholding / control acquired and / or number of shares acquired	51,52,938 equity shares of MoMagic, representing 19.92% of the equity share capital of MoMagic.						
j)	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>MoMagic Wireless Private Limited (“MoMagic”), is a company incorporated under the provisions of the Companies Act, 2013, on 07<sup>th</sup> March 2025, having its Registered Office at I-9 LGF, Lajpat Nagar-3, Lajpat Nagar, South Delhi, New Delhi, Delhi, India, 110024.</p> <p>MoMagic is engaged in the business of designing, developing and supplying of wireless Communication Modules e.g. Cellular, BLE, Wi-Fi, etc. and undertaking research and development activities relating to Wireless Communication Modules.</p> <p><b>Capital and Turnover Details:</b></p> <table border="1" data-bbox="751 1272 1385 1391"> <tr> <td><b>Authorized Share Capital</b></td> <td>Rs. 25,00,00,000/-</td> </tr> <tr> <td><b>Paid-up Share Capital</b></td> <td>Rs. 1,00,000/-</td> </tr> <tr> <td><b>Turnover as on 31<sup>st</sup> March 2025</b></td> <td>Nil</td> </tr> </table>	<b>Authorized Share Capital</b>	Rs. 25,00,00,000/-	<b>Paid-up Share Capital</b>	Rs. 1,00,000/-	<b>Turnover as on 31<sup>st</sup> March 2025</b>	Nil
<b>Authorized Share Capital</b>	Rs. 25,00,00,000/-							
<b>Paid-up Share Capital</b>	Rs. 1,00,000/-							
<b>Turnover as on 31<sup>st</sup> March 2025</b>	Nil							



Annexure - B

**DISCLOSURE AS PER SEBI (LODR) REGULATIONS IN LINE WITH SEBI CIRCULAR NO. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 DATED 30 JANUARY 2026**

a)	Name(s) of parties with whom the agreement is entered	<p>The <b>Shareholders' Agreement</b> and <b>Share Subscription Agreement</b> have been entered into, respectively, amongst the following parties :</p> <p style="text-align: center;">MoMagic Wireless Private Limited (“MoMagic”)</p> <p style="text-align: center;">AND</p> <p style="text-align: center;">MoMagic Technologies Private Limited</p> <p style="text-align: center;">AND</p> <p style="text-align: center;">Mr. Arun Kumar Gupta</p> <p style="text-align: center;">AND</p> <p style="text-align: center;">Ms. Ritu Gupta</p> <p style="text-align: center;">AND</p> <p style="text-align: center;">IL JIN Electronics (India) Private Limited</p>
b)	Purpose of entering into the agreement	<p>The parties have entered into a Shareholders' Agreement (“SHA”) and Share Subscription Agreement (“SSA”) (“Definitive Transaction Agreements”), wherein IL JIN Electronics (India) Private Limited (“IL JIN”) has agreed to subscribe and MoMagic Wireless Private Limited (“MoMagic”), has agreed issue and allot 51,52,938 equity shares representing 19.92% of the equity share capital of MoMagic, in one or more tranches, on the terms and subject to the conditions set out the Definitive Transaction Agreements, for a total purchase consideration of Rs. 25 Crore.</p> <p><b><u>Rationale Behind the proposed transaction</u></b></p> <p>The proposed stake purchase in MoMagic is strategically aligned with the IL JIN’s objective of entering the rapidly growing Internet of Things (IoT) domain and enhancing its expertise in module design and development.</p> <p>IL JIN will gain access to specialized knowledge, innovative technologies, and a portfolio of solutions that will strengthen its presence in the IoT ecosystem. This strategic move is expected to create new growth opportunities, broaden the customer base, and reinforce the IL JIN’s competitive position, while also fostering synergies in research, product innovation, and market expansion to deliver long-term value for stakeholders.</p>
c)	Shareholding, if any, in the entity with whom the agreement is executed	Not Applicable
d)	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to	Significant terms of <b>Definitive Transaction Agreements</b> :



	share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	<p>The Board of Directors of MoMagic shall consist of up to 5 (Five) members. IL JIN has the right, though not the obligation, to nominate and maintain 1 (One) non-executive director (“Investor Director”) on the Board of MoMagic, provided IL JIN continues to hold certain percentage of shareholding in MoMagic.</p> <p>In addition, IL JIN shall have the right to nominate 1 (One) observer to the Board (“Investor Observer”).</p> <p>MoMagic Technologies Private Limited, the holding company of MoMagic, shall jointly appoint 4 (four) directors (“Founder Directors”), with the stipulation that Mr. Arun Kumar Gupta must mandatorily be nominated and appointed as one of the Founder Directors.</p> <p>All other terms and covenants are standard, as set forth in the said 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	IL JIN is a material subsidiary of Amber Enterprises India Limited. However, MoMagic is an independent third-party.
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	As per the terms of the Definitive Transaction Agreements, ILJIN will subscribe 51,52,938 equity shares of MoMagic, representing 19.92% of the equity share capital of MoMagic, for a total purchase consideration of Rs. 25 Crore in one or more tranche.
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):  a) Name of parties to the agreement; b) Nature of the agreement; c) Date of execution of the agreement; d) Details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable