NOTICE IS HEREBY GIVEN THAT THE FIRST ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF JIO BLACKROCK INVESTMENT ADVISERS PRIVATE LIMITED (THE "COMPANY") WILL BE HELD ON THURSDAY, NOVEMBER 13, 2025 AT 4.45 P.M. (IST) THROUGH VIDEO CONFERENCING FACILITY AND THE DEEMED VENUE SHALL BE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT UNIT NO. 1301A, 13TH FLOOR, ALTIMUS, PLOT NO. 130, WORLI ESTATE, PANDURANG BUDHKAR MARG, WORLI, MUMBAI, MAHARASHTRA, INDIA, 400018 TO TRANSACT THE FOLLOWING BUSINESS:

Ordinary Businesses:

Item No. 1:

To consider and adopt the audited financial statements of the Company for the financial year ended on 31st March 2025 together with the Directors' report and Auditors' report thereon and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** audited Financial Statements for the financial year ended 31st March 2025 together with the Auditor's Report and Director's Report thereon be and are hereby received, considered, and adopted.

RESOLVED FURTHER THAT the Directors or Company Secretary of the Company be and are hereby severally authorized to file all the necessary e-forms with the Registrar of Companies (ROC) and do all such acts, deeds, matters and things as may be required in this connection and to resolve all the questions, difficulties or doubts that may arise in this regard at any stage in the aforesaid matter and to make necessary application(s) and to sign, execute and file all such form(s), paper(s) and document(s) as may be considered necessary or expedient in this matter and to take all such steps/ actions as the Directors deem fit to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorized to sign, submit, and issue certified copy of this resolution."

Item No. 2:

To consider and approve appointment of Deloitte Haskins & Sells LLP. Chartered Accountants (Firm's Membership No: 117366W/W-100018), as the Statutory Auditors of the Company for a period of 5 years and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to provisions of section 139 of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014 and all other applicable provisions, if any, (including any statutory modification(s), re-enactment(s) thereof for time being in force), consent of the members be and is hereby accorded to approve the appointment of Deloitte Haskins & Sells LLP. Chartered Accountants (Firm's Membership No: 117366W/W-100018), as the Statutory Auditors of the Company to hold office from the conclusion of the ensuing Annual General Meeting till the conclusion of Annual General Meeting to be held for the financial year ending on 31st March 2030 on such terms and conditions as may be decided by the Board and Auditor mutually.

RESOLVED FURTHER THAT the Directors pr Company Secretary of the Company be and are hereby severally authorized to file all the necessary e-forms with the Registrar of Companies (ROC) and do all such acts, deeds, matters and things as may be required in this connection and to resolve all the questions, difficulties or doubts that may arise in this regard at any stage in the aforesaid matter and to make necessary application(s) and to sign, execute and file all such form(s), paper(s) and document(s) as may be considered necessary or expedient in this matter and to take all such steps/ actions as the Directors deem fit to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorized to sign, submit, and issue certified copy of this resolution."

Special Businesses:

Item No. 3:

To consider and approve the appointment of Mr. Marc Alexandre Pilgrem (DIN: 10947157) as Director of the Company and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the members be and is hereby accorded for the appointment of Mr. Marc Alexandre Pilgrem (DIN: 10947157) as a Director of the Company.

RESOLVED FURTHER THAT the Directors or Company Secretary of the Company be and are hereby severally authorized to file all the necessary e-forms with the Registrar of Companies (ROC) including Form DIR-12 and do all such acts, deeds, matters and things as may be required in this connection and to resolve all the questions, difficulties, or doubts that may arise in this regard at any stage in the aforesaid matter and to make necessary application(s) and to sign, execute and file all such form(s), paper(s) and document(s) as may be considered necessary or expedient in this matter and to take all such steps/actions as the Directors deem fit to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any Director of Company Secretary of the Company be and are hereby severally authorized to sign, submit and issue certified copy of this resolution."

Item No. 04

To consider and approve the appointment of Mr. Marc Alexandre Pilgrem (DIN: 10947157) as the Managing Director of the Company for a period of 5 years and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of section 196 and such other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, consent of the members be and is hereby accorded for appointment of Mr. Marc Alexandre Pilgrem (DIN: 10947157) as the Managing Director of the Company to hold office for a period of five years commencing from the date of Annual General Meeting to be held on November 13, 2025 till November 12, 2030 on such terms and conditions including at such remuneration as may be decided by the Board of Directors.

RESOLVED FURTHER THAT the Directors or Company Secretary of the Company be and are hereby severally authorized to file all necessary e-forms with the Registrar of Companies (ROC) and do all such acts, deeds, matters and things as may be required in this connection and to resolve all the questions, difficulties or doubts that may arise in this regard at any stage in the aforesaid matter and to make necessary application(s) and to sign, execute and file all such form(s), paper(s) and document(s) as may be considered necessary or expedient in this matter and to take all such steps/ actions as the Directors deem fit to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorized to sign, submit and issue certified copy of this resolution."

Item No. 5:

To consider and approve the appointment of Mr. Hitesh Kumar Sethia (DIN: 09250710) as Director of the Company and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the members be and is hereby accorded for the appointment of Mr. Hitesh Kumar Sethia (DIN: 09250710) as a Director of the Company.

RESOLVED FURTHER THAT the Directors or Company Secretary of the Company be and are hereby severally authorized to file all the necessary e-forms with the Registrar of Companies (ROC) including Form DIR-12 and do all such acts, deeds, matters and things as may be required in this connection and to resolve all the questions, difficulties, or doubts that may arise in this regard at any stage in the aforesaid matter and to make necessary application(s) and to sign, execute and file all such form(s), paper(s) and document(s) as may be considered necessary or expedient in this matter and to take all such steps/actions as the Directors deem fit to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorized to sign, submit and issue certified copy of this resolution."

Item No. 6:

To consider and approve the appointment of Ms. Sarah Ariel Rombom (DIN: 10908463) as Director of the Company and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the members be and is hereby accorded for the appointment of Ms. Sarah Ariel Rombom (DIN: 10908463) as a Director of the Company.

RESOLVED FURTHER THAT the Director or Company Secretary of the Company be and are hereby severally authorized to file all the necessary e-forms with the Registrar of Companies (ROC) including

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Form DIR-12 and do all such acts, deeds, matters and things as may be required in this connection and to resolve all the questions, difficulties, or doubts that may arise in this regard at any stage in the aforesaid matter and to make necessary application(s) and to sign, execute and file all such form(s), paper(s) and document(s) as may be considered necessary or expedient in this matter and to take all such steps/actions as the Directors deem fit to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorized to sign, submit and issue certified copy of this resolution."

By Order of the Board of Directors of,
Jio BlackRock Investment Advisers Private Limited

Shilpa Kaushik
Company Secretary
ACS No: 25454
Address: Unit No 1301A, 13th Floor,
Altimus building, Plot No. 130, Worli estate,
Pandurang Budhkar Marg, Worli, Mumbai-
400018, Maharashtra, India

Date: October 15, 2025
Place: Mumbai

Notes:

1. The Ministry of Corporate Affairs ("MCA") has vide its general circular no. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December 2021 and 10/2022 dated 28th December 2022, 09/2023 dated 25th September 2023, 09/2024 dated 19th September, 2024 and 03/2025 dated 22nd September 2025 issued by Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') have permitted the holding of AGM/EGM by companies through VC / OAVM, without the physical presence of the Members till any further notice. Accordingly, in compliance with the provisions of the Companies Act 2013 ('Act') and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The Registered office of the Company situated at Unit No. 1301A, 13th Floor, Altimus, Plot No. 130, Worli Estate, Pandurang Budhkar Marg, Worli, Mumbai, Maharashtra, India, 400018 shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made there at in accordance with the Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India (ICSI).

2. Corporate Members intending to send their authorized representatives to attend the meeting are requested to lodge a certified copy of the Board Resolution or any legal document authorizing their representative to attend and vote on their behalf at the Meeting.

3. Since the AGM will be held through VC / OAVM, the route map of the venue of the meeting is not annexed hereto.

4. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 and Register of Director maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.

5. An explanatory statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts relating to the special business to be transacted at the Annual General Meeting is annexed hereto.

Jio BlackRock Investment Advisers Private Limited

Unit No. 1301A, 13th Floor, Altimus Building,
Plot No. 130, Worli Estate, Pandurang Budhkar Marg,
Worli, Mumbai - 400018, Maharashtra, India.

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CIN: U66190MH2024PTC432005
GST NO.: 27AAGCJ5761N1ZY

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Explanatory statement pursuant to section 102 of The Companies Act, 2013

Item No. 3 and 4.

To consider and approve the appointment of Mr. Marc Alexandre Pilgrem (DIN: 10947157) as Managing Director of the Company.

The Members are hereby informed that pursuant to Sections 152 and 161 of the Companies Act, 2013, read with applicable rules, Mr. Marc Alexandre Pilgrem (DIN: 10947157) was appointed by the Board of Directors as an Additional Director and Additional Managing Director on the Board of the Company with effect from 21st February 2025. In accordance with the provisions of the Act, he shall hold office up to the date of the ensuing 1st Annual General Meeting of the Company to be held for the Financial Year 2024–25.

Further the Board at its meeting held on 15th April, 2025, had proposed his appointment as Managing Director for a period of five years, commencing from the date of the said Annual General Meeting, on such terms and conditions, including remuneration, as may be determined by the Board of Directors.

The details of Mr. Marc Alexandre Pilgrem (DIN: 10947157) in accordance with para 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is mentioned herein below:

Sr. N.	Particulars	Details
1.	Age	51
2.	Qualification	Master's degree
3.	Experience	Mr. Marc Alexandre Pilgrem is a seasoned professional with diverse experience in finance and consulting. Previously, he was leading the Family Office, Charities and Investment Trust businesses in EMEA for BlackRock Investment Management (UK) since 2022. Mr. Pilgrem also served as Client COO for BlackRock EMEA from December 2019. He led the creation of the EMEA Client Platfom1, bringing scale and strategic direction across all client businesses. He was previously COO and Head of Business Strategy for EMEA iShares and Index Investments. He joined BlackRock in April 20 I 3 from Deutsche Bank where he was Director in Group Strategy. Prior to that, Mr. Pilgrem was a consultant at McKinsey & Co., and he worked in M&A, Corporate Restructuring, and Structured Finance serving clients across industries in the U.S., Middle East, Europe and Latin America. He has also previously worked with PricewaterhouseCoopers and BFCE / Natexis Banque. Mr. Pilgrem graduated in 1997 from ESSEC Business School with an MBA in Finance and Mathematics.
4.	Terms and Conditions of appointment/reappointment	As decided by the Board of Directors of the Company
5.	Remuneration sought to be paid including remuneration last drawn	As decided by the Board of Directors of the Company and as per appointment letter
6.	Date of First appointment on the Board	21st February, 2025
7.	Details of Shareholding in the Company	NIL

8.	Details of relationship with other directors, manager and key managerial person of the Company	N.A.
9.	Number of Board Meetings attended during the year 2024-25	01 (One)
10.	No. of directorship in other companies	NIL
11.	Membership/ Chairmanship of Committees of other boards	-

The approval of the members is being sought under section 152 of the Companies Act, 2013 read with the rules made thereunder.

The Directors recommend the aforesaid resolution for the approval by the Members as an ordinary resolution.

None of the Directors or their relatives, except Mr. Marc Alexandre Pilgrem (DIN: 10947157) are in any way concerned or interested in the proposed resolution as set out in the Notice.

Item No. 5

To consider and approve the appointment of Mr. Hitesh Kumar Sethia (DIN: 09250710) as Director of the Company.

The Members are hereby informed that pursuant to section 152 and 161 of the Companies Act, 2013 read with relevant rules made thereunder, an Additional Director appointed by the Board of Directors shall hold office of his directorship up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier.

In view of the same, the Members are apprised that Mr. Hitesh Kumar Sethia (DIN: 09250710) was appointed as Additional Director effective from 14th July 2025 and is eligible to hold office of Additional Director of the Company till the date of ensuing 01st Annual General Meeting.

The members are hereby informed that in view of the aforesaid, it is proposed to appoint Mr. Hitesh Kumar Sethia (DIN: 09250710) as Director of the Company.

The details of Mr. Hitesh Kumar Sethia (DIN: 09250710) in accordance with para 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is mentioned herein below:

Sr. No.	Particulars	Details
1.	Age	46
2.	Qualification	• Fellow member of the Institute of Chartered Accountants of India. • Advanced management program from Harvard Business School.
3.	Experience	Mr. Hitesh is the Managing Director and Chief Executive Officer of Jio Financial Services Limited. He is a fellow member of the Institute of Chartered Accountants of India. He has completed the advanced management program from Harvard Business School. He is a financial services executive

		with over two decades of experience across Europe, Asia (India and Greater China) and North America. He has spent most of his career at ICICI Bank Limited gaining functional experience and handling leadership roles across various departments such as credit, retail banking, corporate banking and transaction banking coupled with understanding of technology applications in financial services. He has extensive experience in the areas of strategy formulation, market development, compliance, risk management and team building across multiple countries. He has also been involved with setting up and scaling operations as a key member of the set-up team for ICICI Bank Limited, Canada, and as the first employee of ICICI Bank Limited in Germany. He also held senior positions and country head positions for the operations of ICICI Bank Limited in the United Kingdom and Hong Kong. In his last role at the ICICI Bank, he was head of transaction banking based in Mumbai. He also serves on the Boards of Jio Financial Services Limited, Jio Credit Limited, Jio Leasing Services Limited, Jio Payments Bank Limited, Jio Payment Solutions Limited, Jio Insurance Broking Limited, Reliance International Leasing IFSC Private Limited and Jio Finance Platform and Service Limited, Jio BlackRock Asset Management Private Limited. and Jio BlackRock Investment Advisers Private Limited.
4.	Terms and Conditions of appointment/reappointment	As decided by the Board of Directors of the Company
5.	Remuneration sought to be paid including remuneration last drawn	NA since Mr. Sethia is a non-executive director
6.	Date of First appointment on the Board	14th July 2025
7.	Details of Shareholding in the Company	NIL
8.	Details of relationship with other directors, manager and key managerial person of the Company	N.A.
9.	Number of Board Meetings attended during the year 2024-25	NA
10.	No. of directorship in other companies	10
11.	Membership/ Chairmanship of Committees of other boards	Membership- 23 Chairman- 3

The approval of the members is being sought under section 152 of the Companies Act, 2013 read with the rules made thereunder. The Directors recommend the aforesaid resolution for the approval by the Members as an ordinary resolution.

None of the Directors or their relatives, except Mr. Hitesh Kumar Sethia (DIN: 09250710) are in any way concerned or interested in the proposed resolution as set out in the Notice.

<u>Item No. 6</u>

To consider and approve the appointment of Ms. Sarah Ariel Rombom (DIN: 10908463) as Director of the Company.

The Members are hereby informed that pursuant to section 152 and 161 of the Companies Act, 2013 read with relevant rules made thereunder, an Additional Director appointed by the Board of Directors shall hold office of his directorship up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier.

In view of the same, the Members are apprised that Ms. Sarah Ariel Rombom (DIN: 10908463) was appointed as Additional Director effective from 14th July 2025 and is eligible to hold office of Additional Director of the Company till the date of ensuing 01st Annual General Meeting.

The members are hereby informed that in view of the aforesaid, it is proposed to appoint Ms. Sarah Ariel Rombom (DIN: 10908463) as Director of the Company.

The details of Ms. Sarah Ariel Rombom (DIN: 10908463) in accordance with para 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is mentioned herein below:

Sr. No.	Particulars	Details
1.	Age	42
2.	Qualification	Bachelor of Science, Cornell University.
3.	Experience	Ms. Sarah is a Managing Director and Head of the International Joint Venture Office at BlackRock Corporation US, Inc., and she is responsible for ensuring that joint ventures of the office bring proper connectivity, consistency and brings efficient access to the resources of the firm to our international joint ventures including, China and India. Prior to this, Ms. Sarah was the Managing Director, Asia Pacific Chief Operating Officer at BlackRock Advisors Singapore Pte. Ltd., where she was responsible for BlackRock's APAC business across 19 markets and 13 offices. She drove regional strategic projects delivering operating effectiveness, scale and enabling commercial outcomes, was accountable for risk and controls across all countries where BlackRock operates in Asia and was the APAC Representative on firmwide Global Diversity Steering Committee. Ms. Sarah was also the Managing Director, Global Chief Operating Officer, Aladdin Product Group at BlackRock Corporation US, Inc. She also ran the day-to-day operations of the Aladdin Product Group. Prior to this, as the Managing Director, Head of Aladdin Product Management, Aladdin Product Group at BlackRock. Prior to this, in her role as the Director, Product Management, Aladdin Product Group at the company, she managed all aspects, including marketing, training and user experience, of AnSer, Explore and Aladdin Research, three of Aladdin's flagship applications.
4.	Terms and Conditions of appointment/reappointment	As decided by the Board of Directors of the Company

5.	Remuneration sought to be paid including remuneration last drawn	NA since Ms. Rombom is a non-executive director
6.	Date of First appointment on the Board	14th July 2025
7.	Details of Shareholding in the Company	NIL
8.	Details of relationship with other directors, manager and key managerial person of the Company	N.A.
9.	Number of Board Meetings attended during the year 2024-25	NA
10.	No. of directorship in other companies	1
11.	Membership/ Chairmanship of Committees of other boards	-

The approval of the members is being sought under section 152 of the Companies Act, 2013 read with the rules made thereunder. The Directors recommend the aforesaid resolution for the approval by the Members as an ordinary resolution.

None of the Directors or their relatives, except Sarah Ariel Rombom (DIN: 10908463) are in any way concerned or interested in the proposed resolution as set out in the Notice.

By Order of the Board of Directors of,
Jio BlackRock Investment Advisers Private Limited

Shilpa Kaushik
Company Secretary
ACS No: 25454
Address: Unit No 1301A, 13th Floor, Altimus building, Plot No. 130, Worli estate, Pandurang Budhkar Marg, Worli, Mumbai-400018,

Date: October 15, 2025
Place: Mumbai