



Jio Platforms Limited

Remuneration Policy for Directors, Key Managerial Personnel and other employees



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1. Introduction

Jio Platforms Limited (“JPL” or the “Company”) recognises the importance of aligning the business objectives with specific and measurable individual objectives and targets. The Company has therefore formulated this remuneration policy for its directors, key managerial personnel and other employees keeping in view the following objectives:

- i. Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate, to run the Company successfully.
- ii. Ensuring that relationship of remuneration to performance is clear and meets the Company’s performance benchmarks.
- iii. Ensuring that remuneration involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

2. Scope

This Policy sets out the guiding principles for the Nomination and Remuneration Committee for recommending to the Board of Directors of the Company (the “Board”) the remuneration of the Directors, Key Managerial Personnel and other employees of the Company.

3. Terms and References

In this Policy, the following terms shall have the following meaning:

- i. **“Committee”** means a committee of Directors constituted by the Board.
- ii. **“Director”** means a director appointed to the Board.
- iii. **“Key Managerial Personnel”** means:
 - (i) the chief executive officer or the managing director or the manager;
 - (ii) the company secretary;
 - (iii) the whole-time director;
 - (iv) the chief financial officer;
 - (v) such other officer, not more than one level below the directors who is in whole-time employment, designated as Key Managerial Personnel by the Board; and



(vi) such other officer as may be prescribed under the Companies Act, 2013 (the “Act”).

iv. “Nomination and Remuneration Committee” or the “NR Committee” means the committee constituted by JPL's Board in accordance with the provisions of Section 178 of the Act and Regulation 19 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time.

Words and expressions used but not defined herein, shall have the same meaning respectively assigned to them in the Act read with the relevant rules thereunder.

4. Policy

i. Remuneration to Executive Directors and Key Managerial Personnel

- a. The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Executive Directors of the Company, within the overall limits approved by the shareholders.
- b. The Board, on the recommendation of the NR Committee, shall also review and approve the remuneration payable to the Key Managerial Personnel of the Company.
- c. The remuneration structure to the Executive Directors and Key Managerial Personnel may include the following components:
 - (i) Basic Pay
 - (ii) Perquisites and allowances
 - (iii) Stock Options (granted under the employees stock option scheme of the Company)
 - (iv) Commission (Applicable in case of Executive Directors)
 - (v) Retiral Benefits
 - (vi) Annual Performance Bonus
- d. The annual plan and objectives for Executive Directors shall be reviewed by the NR Committee and annual performance bonus will be approved by the NR Committee based on the achievements against the annual plan and objectives.

ii. Remuneration to Non-Executive Directors

- a. The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non-Executive Directors of the Company, within the overall limits approved by the shareholders.



- b. Non-Executive Directors shall be entitled to sitting fees for attending the meetings of the Board and the committees thereof. The Non-Executive Directors may also be paid profit related commission in addition to the sitting fees.

iii. Remuneration to other employees

- a. Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.
- b. Remuneration of other employees is designed to ensure their continued alignment with organizational goals.
- c. Remuneration of other employees largely consists of fixed remuneration and variable remuneration. Stock options may be granted under the employees stock options scheme of the Company. The components of remuneration vary for different employee grades and are governed by industry patterns, qualifications and experience of the employee, responsibilities handled, his/her individual performance, etc. The annual variable pay of other employees is linked to the Company's performance and their individual performance for the relevant year.

5. Amendment

Any subsequent amendment / modification in the provisions of the Act, or any other governing Act / Rules / Regulations or re-enactment, impacting the provisions of this Policy, shall automatically apply to this Policy and the relevant provision(s) of this Policy shall be deemed to be modified and/or amended to that extent, even if not incorporated in this Policy.

(This Policy was approved by the Board at its meeting held on January 21, 2021 and modified on April 24, 2026)