

BlackRock Strategic Funds (SICAV) (the “Company”)

Registered Office: 49 avenue J.F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg
R.C.S. Luxembourg B 127481

NOTICE OF 2020 ANNUAL GENERAL MEETING OF SHAREHOLDERS

The 2020 Annual General Meeting of Shareholders of the Company (the “Meeting”) will be held at the registered office of the Company at 11.00 a.m. CET on 26 November 2020 for the purpose of considering and voting upon the following matters:

Agenda

1. To receive the Directors’ and Auditor’s reports and to approve the financial statements for the year ended 31 May 2020.
2. To approve the payment of dividends for the year ended 31 May 2020.
3. To agree to discharge the Board for the performance of its duties for the past fiscal year.
4. To elect Ms Denise Voss as Director until the annual general meeting of shareholders to be held in 2021.
5. To re-elect Mr Geoffrey Radcliffe as Director until the annual general meeting of shareholders to be held in 2021.
6. To re-elect Mr Barry O’Dwyer as Director until the annual general meeting of shareholders to be held in 2021.
7. To elect Ms Ursula Marchioni as Director until the annual general meeting of shareholders to be held in 2021.
8. To re-elect Mr Paul Freeman as Director until the annual general meeting of shareholders to be held in 2021.
9. To re-elect Mr Michael Gruener as Director until the annual general meeting of shareholders to be held in 2021.
10. To approve the remuneration of the Directors.
11. To re-elect Deloitte Audit S.à r.l as Auditor until the annual general meeting of shareholders to be held in 2021.
12. To acknowledge the resignation of Ms Francine Keiser as Director with effect from 29 February 2020. (not being a resolution to vote on)
13. To acknowledge the resignation of Mr Robert Hayes as Director with effect from 12 October 2020. (not being a resolution to vote on).

Voting

Resolutions on the Agenda may be passed without a quorum, by a simple majority of the votes cast thereon at the Meeting.

Voting Arrangements

In order to vote at the meeting:

1. The holders of Registered Shares may be present in person or:
 - (a) represented by a duly appointed proxy; or
 - (b) vote by means of a ballot paper (“formulaire”) in accordance with the procedures set out in Article 11 of the Company’s Articles of Association.
2. Shareholders who cannot attend the Meeting in person are invited to:
 - (a) send a duly completed and signed proxy form to the Transfer Agent of the Company to arrive no later than midnight CET on 19 November 2020; or
 - (b) deliver or send by fax a duly completed and signed ballot paper to the Transfer Agent of the Company (Fax No: + 44 207 743 1141) to arrive no later than 5.00 p.m. CET on 25 November 2020.
3. Proxy forms for registered shareholders can be obtained from the registered office of the Company. A person appointed proxy need not be a holder of Shares in the Company.
4. A pro forma ballot paper can be downloaded from: <http://www.blackrock.co.uk/intermediaries/library>.
5. Lodging of a proxy form or ballot vote will not prevent a shareholder from attending the Meeting and voting in person if he decides to do so.

Copies of the audited annual reports and other financial reports of the Company are available for inspection at the registered office of the Company. Shareholders may also request the Company or the local investor servicing team to send them a copy of such reports.

The Board of Directors would like to draw Shareholders' attention to the fact that, due to the recent outbreak of respiratory disease caused by a novel coronavirus, COVID-19, and in accordance with the Luxembourg law of 20 June 2020 on the extension of measures concerning the holding of meetings in companies and in other legal entities, the Annual General Meeting may have to be held without a physical meeting. The Board of Directors will inform the Shareholders in case the Annual General Meeting has to be held virtually, in compliance with applicable legal requirements. In such a case, Shareholders will be advised by a message appearing at <http://www.blackrock.co.uk/intermediaries/library> at least 8 business days prior to the meeting or at such later date if necessary, regarding any available alternative arrangements to attend and/or vote at the Annual General Meeting in compliance with restrictions issued by authorities in Luxembourg in the context of COVID-19. Shareholders who wish to vote at the meeting are required to do so by completing and returning the attached proxy form or ballot paper in accordance with the terms set out in the papers

13 October 2020

The Board of Directors

Registered Office of the Company:

49, avenue J.F. Kennedy,
L-1855 Luxembourg,
Grand Duchy of Luxembourg

Paying Agents*Austria*

Raiffeisen Bank International AG
Am Stadtpark 9
1030 Vienna

Belgium

J.P. Morgan Chase Bank, Brussels Branch
1 Boulevard du Roi Albert II
Brussels
B-1210 Belgium

Luxembourg

(Central Paying Agent)
J.P. Morgan Bank Luxembourg S.A.
European Bank and Business Centre
6C, route de Trèves
L-2633 Senningerberg

United Kingdom

J.P. Morgan Trustee and Depositary Company Limited
Hampshire Building, 1st Floor
Chaseside
Bournemouth
BH7 7DA

Switzerland

State Street Bank International GmbH
Munich, Zurich branch
Beethovenstrasse 19
CH-8027 Zurich, Switzerland

Czech Republic

UniCredit Bank Czech Republic and Slovakia a.s.
Prague 4 – Michle, Želetavská 1525/1
Postal Code 140 92,
Czech Republic

Italy

BNP Paribas Securities Services
Succursale di Milano – Via Ansperto 5
20123 Milan

Société Générale Securities Services S.p.A.

Via Benigno Crespi 19/A - MAC II
20159 Milan

Banca Monte dei Paschi di Siena S.p.A.

Piazza Salimbeni 3
53100 Siena
Italy

State Street Bank International S.p.A

Via Ferrante Aporti, 10
20125 Milan
Italy

Allfunds Bank S.A.,
Milan branch,
Via Santa Margherita 7,
20121 Milan
Italy

Banca Sella Holding S.p.A
Piazza Gaudenzio Sella 1
13900 Biella (BI)
Italy

CACEIS Bank, Italy Branch
1-3 Place Valhubert
75206 Paris
Cedex 13 (France)
Operation address:
Piazza Cavour, 2
20121 Milan

ICCREA Banca S.p.A.
Via Lucrezia Romana 41/47
00178 Rome
Italy

Copies of the current Company's Prospectus, Key Investor Information Documents, the current Articles of Association and Annual as well as Interim Reports are available for the investors free of charge from the Swiss Representative:

BlackRock Asset Management Switzerland Limited, Bahnhofstrasse 39, 8001 Zurich, Switzerland.

The Swiss Paying Agent is: State Street Bank International GmbH, Munich, Zurich Branch, Beethovenstrasse 19, P.O. Box, CH-8027 Zurich.

APPENDIX TO AGM NOTICE

Directors' Biographies

Paul Freeman (Chairman) (*British*): Mr Freeman currently serves as a director on the boards of a number of BlackRock Group companies and investment funds. He was until December 2015 a Managing Director of BlackRock, which he had joined in August 2005 (which then was Merrill Lynch Investment Managers). Up until July 2011 Mr Freeman was the Head of Product Development and Range Management for the EMEA region with responsibility for the development and ongoing product management of all funds domiciled in EMEA and distributed on a cross-border basis by BlackRock. Between July 2011 and December 2015 Mr Freeman worked closely with BlackRock's Government affairs team and served on various internal governance committees and on the boards of a number of group subsidiaries and managed funds. Mr Freeman has worked in the financial services industry for over 35 years and, prior to BlackRock, has held senior management positions at Schroders, Rothschild Asset Management, Henderson Investors and GT Management (now part of Invesco). Mr Freeman is a Chartered Accountant.

Geoffrey D. Radcliffe (*British & Luxembourg dual nationality, Luxembourg resident*): Mr Radcliffe is a Managing Director of BlackRock and is based in Luxembourg. He is a member of the BlackRock Business Operations & Technology, Global Accounting and Product Services team and heads Product Oversight and Governance International and Alternatives International for BlackRock EMEA & Asia Pacific. Mr Radcliffe is a Fellow of The Institute of Chartered Accountants in England and Wales and an Associate of The Chartered Institute of Bankers. He has 30+ years of mutual fund, accounting and banking experience in Luxembourg, Bermuda, London and the Isle of Man. Mr Radcliffe joined the BlackRock Group in 1998. He serves as a Director on the Boards of BlackRock Luxembourg S.A. and BlackRock Fund Management Company S.A. and also on the Boards of a number of BlackRock investment funds. He has been a Member of the Board of Directors of ALFI (Luxembourg Fund Industry Association) since 2013.

Barry O'Dwyer (*Irish*): Mr O'Dwyer is a Managing Director at BlackRock. He is the Head of Fund Governance for BlackRock's European open-ended fund ranges and is the Chief Operating Officer for BlackRock's Irish business. He serves as a director on the boards of a number of BlackRock corporate, fund, and management companies domiciled in Ireland, Luxembourg, Switzerland and Germany and on the board of BlackRock's UK Life company. He was the chairman of the Irish Funds Industry Association 2014-2015, is a board director of Financial Services Ireland and is a member of An Taoiseach's Financial Services Industry Advisory Committee. He joined BlackRock Advisors (UK) Limited in 1999 as head of risk management and moved to his present role in 2006. Prior to joining BlackRock Advisors (UK) Limited, Mr O'Dwyer worked as risk manager at Gartmore Investment Management and at HypoVereinsbank and National Westminster Bank. Mr O'Dwyer graduated from Trinity College Dublin with a degree in Business Studies and Economics in 1991. He holds a Chartered Association of Certified Accountants qualification and an MBA from London City University Business School.

Michael Gruener (*German*): Mr Gruener is a Managing Director of BlackRock and is Head of Europe, Middle East and Africa Retail business. He is a member of BlackRock's European Executive Committee and the BlackRock European Steering Committee. Mr Gruener joined BlackRock in January 2012 as the Head of BlackRock's German, Austria and Eastern Europe iShares sales team and became Head of the iShares Wealth and Retail client segment in EMEA in January 2014. In 2015 he became the Co-Head of the EMEA Sales for iShares. Michael began his current role in July 2017. Mr Gruener has more than 20 years of experience in the financial services industry. Prior to joining BlackRock, Michael worked for 10 years at Goldman Sachs Asset Management in multiple distribution roles in Chicago, London and Frankfurt. Mr Gruener holds a German Banker qualification and a BA honors degree from the Cambridge Polytechnic University in Finance and Controlling. He also holds a degree from the Berlin School of Economics in Business Administration and Finance.

Denise Voss (*American*): Ms Voss is a Non-Executive Director of financial services companies and is based in Luxembourg. She serves as a Director on the Boards of flagship funds of major fund promoters, including BlackRock Global Funds and BlackRock Strategic Funds. Ms. Voss previously worked for Franklin Templeton in Luxembourg for over 25 years as a Conducting Officer and Director of the firm's UCITS and alternative investment fund management business. Prior to joining Franklin Templeton, she worked for 10 years at Coopers & Lybrand in Boston, USA and in Luxembourg. She holds a Massachusetts CPA license and earned an undergraduate degree from Tufts University, as well as a masters degree in accountancy from Bentley University. Ms. Voss is Chairwoman of LuxFLAG, an independent agency based in Luxembourg that awards recognised sustainable finance labels to eligible investment vehicles. She was Chairman of the Association of the Luxembourg Fund Industry (ALFI) from 2015-2019, and a member of the ALFI Board of Directors from 2007-2019.

Ursula Marchioni (*British & Italian dual nationality, UK resident*): Ms Marchioni is a Managing Director of BlackRock and is Head of BlackRock Portfolio Consulting business for Europe, Middle East and Africa. She is a member of BlackRock's European Investment Committee and of the European ETF and Index Investment Executive Committee. Ms Marchioni joined BlackRock in August 2012 in the iShares Investment and Product Strategy function; she became Head of the team and Chief Strategist for iShares in EMEA in March 2016. Ursula began her current role in January 2017. Ms Marchioni has 20 years of experience in the financial services industry. Prior to joining BlackRock, Ursula worked Credit Suisse and Société Generale, in the Asset Management and Investment Banking divisions. She began her career at KPMG Financial Advisory services. Ms Marchioni holds a *cum laude* Degree in Physics from University of Trento, Italy.