



NOTICE

NOTICE IS HEREBY GIVEN THAT THE **SIXTEENTH ANNUAL GENERAL MEETING** OF THE MEMBERS OF BIG TREE ENTERTAINMENT PRIVATE LIMITED WILL BE HELD ON WEDNESDAY, AUGUST 19, 2015 AT 3:00 PM AT DEV PLAZA, 3RD FLOOR, OPPOSITE FIRE BRIGADE, S.V.ROAD, ANDHERI (WEST), MUMBAI – 400058 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

1. CONSIDERATION OF FINANCIAL STATEMENTS AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS

To receive, consider and adopt the audited statement of Profit and Loss for the year ended on March 31, 2015 and the Balance Sheet as on that date together with the Reports of the Board of Directors and Auditors thereon.

2. RATIFICATION OF APPOINTMENT OF AUDITORS AND FIXING THEIR REMUNERATION THEREOF

To ratify the appointment of Messrs. Walker Chandiook & Co LLP, Chartered Accountants (Firm's Registration No. 001076N) as the statutory auditors of the Company and to fix their remuneration and in this regards pass with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder, including any enactment, re-enactment or modifications thereof, the appointment of Messrs. Walker Chandiook & Co LLP, Chartered Accountants (Firm's Registration No. 001076N) be and are hereby ratified from the conclusion of this Annual General Meeting up to next Annual General Meeting by the members of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

SPECIAL BUSINESS

3. REGULARIZATION OF APPOINTMENT OF MR. AMBA PARIGI FROM ADDITIONAL DIRECTOR TO DIRECTOR

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 and Rules framed thereunder, including any enactment, re-enactment or modifications thereof, Mr. Amba Parigi whose term of office as an additional director expires at the ensuing Annual General Meeting be and is hereby appointed as the Director of the Company."

Bigtree Entertainment Pvt. Ltd.

Wajeda House, Gr. Floor, Gulmohar Cross Rd. No.7, Juhu Scheme, Mumbai 400 049. Tel.: 6508 8960 Fax : 2670 5665

CIN : U99999MH1999PTC120990. Website : www.bigtree.in

Bigtree

Roots to Fruits

By order of the Board
For Big Tree Entertainment Private Limited



Rajesh Balpande
Director

DIN: 02396218

Add: Ocean View, Flat No. 302, 3rdFloor, Plot No. 289, Union Park, Khar (West), Mumbai, 400052

Place : Mumbai

Date : 27th July 2015



Bigtree Entertainment Pvt. Ltd.

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NOTES:

- 1- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE VALID & EFFECTIVE MUST BE DELIVERED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- 2- Members are requested to notify immediately any change in their addresses to the Company at the above address.
- 3- The Explanatory Statement pursuant to provisions of section 102 (2) of the Companies Act, 2013 is annexed hereto.

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EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

Mr. Amba Parigi was appointed as an Additional Director under section 161 of the Companies Act, 2013 with effect from April 15, 2015 holds the office up to the date of this Annual General Meeting. However in order to regularize his appointment as a Director the approval of the members is sought.

None of the Directors, Key Management Personnel and their relatives are interested in the aforesaid resolution.

The Board recommends this resolution for approval by the Members of the Company.

By order of the Board
For Big Tree Entertainment Private Limited

Rajesh Bahandade
Director

DIN: 02396218

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THE COMPANIES ACT, 2013

Consent of director for a meeting convened at shorter notice

[Pursuant to section 173(3)]

To,

The Board of Directors,
Bigtree Entertainment Private Limited (the "Company"),
Wajeda House, Ground Floor,
Guilmohar Cross Road # 7,
Juhu Scheme,
Juhu, Mumbai – 400049

Dear Sir,

Sub: Consent for holding board meeting at shorter notice.

With reference to the notice dated August 19, 2015, I, **Parikshit Dar**, director of the Company, hereby give my consent, pursuant to the first proviso of Section 173(3) of the Companies Act, 2013, to convene a meeting of board of directors of the Company scheduled to be held on August 19, 2015 at shorter notice, in order to transact the items specified in the notice.

Yours faithfully,



Director:

Name: Parikshit Dar

Address: 4B, Madhuban Society, 244, ST. Andrews Rd., Bandra(W)., Mumbai 400050,
Maharashtra, INDIA

DIN: 00207870

Date: August 19, 2015