

Notice of Meeting, Explanatory Statement and Related Documentation



Big Un Limited
(ACN 106 399 311)

This document is important and requires your immediate attention. You should read the document in its entirety before you decide whether to vote in favour of the Proposed Transaction and the other relevant resolutions to be considered at the Meeting. If you are in doubt as to what you should do, you should consult your legal, financial or other professional adviser.

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Letter from the Chairman of Big Un Limited

10 September 2015

Dear Shareholders,

I am pleased to invite you to attend an Extraordinary General Meeting (**EGM**) of Big Un Limited (**BIG** or **Company**) to be held at 6:00pm (Sydney time) on Monday 12 October 2015. The EGM will be held at Ecovis Clark Jacobs, Level 20, 1 Market Street, Sydney NSW 2000.

Please find enclosed a Notice of Meeting, Explanatory Statement and Proxy Form for the EGM. The Notice of Meeting (including the Explanatory Statement) sets out the items of business for the EGM. Please take the time to carefully read the whole document.

As announced to market on 2 July 2015, BIG has recently undertaken a Share Placement, in order to raise working capital. Pursuant to the Share Placement, 7,500,000 shares have already been issued within the Company's annual 15% placement cap (**Tranche 1**). However, shareholder approval is required in order to be able to issue the balance of the Share Placement (up to 12,500,000 shares)(**Tranche 2**).

BIG is also seeking shareholder approval to ratify prior issues of shares and options during the course of the 2015 calendar year (including Tranche 1) and also the issue of additional shares to a number of BIG's consultants and professional service providers, in lieu of cash. These approvals are being sought

in order to free up future share placement potential and to enable the redirection of the Company's cash reserves to the ongoing development and expansion of the Group.

The following is a summary of the items of business proposed for the EGM:

1. Approval of issue of up to 10,625,000 ordinary shares to professional and sophisticated investors and senior management as part of Tranche 2;
2. Approval of issue of up to 1,875,000 ordinary shares to Directors as part of Tranche 2;
3. Approval of the prior issue of 333,333 options and 8,778,278 ordinary shares during the 2015 calendar year;
4. Approval of the issue of up to 405,666 ordinary shares in consideration for the provision of consulting and professional services.

Detailed information about each of the Resolutions, is set out in the attached Explanatory Statement.

Recommendation of the Directors

The Board believes that the Resolutions are in the best interests of Shareholders and unanimously recommend that the Resolutions should be approved by the Shareholders.

To the extent permitted, all of the Directors intend to vote the shares held or controlled by them “FOR” all of the Resolutions for which approval is sought at the Meeting, so long as the Board does not change its recommendation in relation to how Shareholders should vote on the Resolutions.

What do you need to do?

I encourage you to carefully read this document in full and, if required, to seek legal, financial or other professional advice.

Your Directors encourage you to vote by attending the Meeting or, if you are unable to attend, to complete and return the proxy form included with this document for the Meeting. Information on how to vote at the Meeting is set out in the “Time and Place of Meeting and How to Vote” section of this document.

If you have any questions in respect of the matters set out in this Notice of Meeting or the Explanatory Statement you are invited to contact the Company Secretaries, Mr David Conley and Ms Elissa Lippiatt, on +61 2 9264 0111.

Yours sincerely,

A handwritten signature in dark ink, appearing to be 'Andy Corner', with a stylized flourish at the end.

Andy Corner

Executive Chairman
BIG Un Limited

Notice of Extraordinary General Meeting

Notice is given that the Extraordinary General Meeting of Big Un Limited ACN 106 399 311 will be held at 6:00pm (Sydney time) on Monday 12 October 2015 at Ecovis Clark Jacobs, Level 20, 1 Market Street, Sydney NSW 2000.

The Explanatory Statement attached to this document provides additional information on the matters to be considered at the Meeting. The Explanatory Statement and the proxy form provided with this document form part of this Notice of Meeting.

A glossary of defined terms is set out in Annexure A to the Explanatory Statement.

Business agenda

RESOLUTION 1	Approval of issue of up to 10,625,000 ordinary shares as part of Tranche 2
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To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

"That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given to the Company to issue up to 10,625,000 Shares at an issue price of \$0.20 per Share, with such Shares to be issued, sophisticated and professional investors and senior management, and otherwise on the terms and conditions set out in the Explanatory Statement."

Voting exclusion statement: The Company will disregard any votes cast on this Resolution by any person who may participate in the proposed issue and a person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities if the resolution is passed, and any of their associates. However, the Company need not disregard a vote if it is cast by a person acting as a proxy for another person entitled to vote, in accordance with the direction on the proxy form or it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

RESOLUTION 2	Approval of issue of up to 1,250,000 ordinary shares to Brandon and Richard Evertz as part of Tranche 2 - Related Party transaction approval
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To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

"That, for the purposes of ASX Listing Rule 10.11, and for all other purposes, approval is given to the Company to issue up to 1,250,000 Shares at an issue price of \$0.20 per Share, to Brandon and Richard Evertz (or their nominees) and otherwise on the terms and conditions set out in the Explanatory Statement."

Voting exclusion statement: The Company will disregard any votes cast on this Resolution by Messrs. Brandon and Richard Evertz (and their nominees) and any of their associates. However, the Company need not disregard a vote if it is cast by a person acting as a proxy for another person entitled to vote, in accordance with the direction on the proxy form or it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

RESOLUTION 3	Approval of issue of up to 625,000 ordinary shares to Sonia Thurston as part of Tranche 2 - Related Party transaction approval
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To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

"That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given to the Company to issue up to 625,000 Shares at an issue price of \$0.20 per Share, to Sonia Thurston (or her nominees) and otherwise on the terms and conditions set out in the Explanatory Statement."

Voting exclusion statement: The Company will disregard any votes cast on this Resolution by Ms Sonia Thurston (and her nominees) and any of her associates. However, the Company need not disregard a vote if it is cast by a person acting as a proxy for another person entitled to vote, in accordance with the direction on the proxy form or it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

RESOLUTION 4	Approval of prior issue of 333,333 Options to LSAF Holdings Pty Ltd and 1,278,278 ordinary shares to consultants and professional service providers
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To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve the prior issue of:

- (a) 333,333 Options to LSAF Holdings Pty Limited;*
- (b) 500,000 Shares to 5G Capital Pty Limited;*
- (c) 75,409 Shares to Code Studios Pty Limited;*
- (d) 302,869 Shares to iP Edge Pty Limited;*
- (e) 93,334 Shares to ACNS Capital Markets Pty Limited;*
- (f) 30,333 Shares to CPS Capital Group Pty Limited;*
- (g) 63,000 Shares to Jaguar Investments Pty Limited; and*
- (h) 213,333 Shares to Diverse Capital Pte Limited;*

in each case, as detailed in the Explanatory Statement accompanying this Notice of Meeting."

Voting exclusion statement: The Company will disregard any votes cast on this Resolution by any person who participated in the issues and any of their associates. However, the Company need not disregard a vote if it is cast by a person acting as a proxy for another person entitled to vote, in accordance with the direction on the proxy form or it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

RESOLUTION 5	Approval of prior issue of 1,250,000 ordinary shares as part of Tranche 1
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To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve the prior issue of:

- (i) 1,125,000 Shares to Clive Riseam and Judith Riseam Superannuation Fund;*
- (j) 125,000 Shares to Derivative Management and Consulting Pty Limited;*

in each case, as detailed in the Explanatory Statement accompanying this Notice of Meeting."

Voting exclusion statement: The Company will disregard any votes cast on this Resolution by any person who participated in the issues and any of their associates. However, the Company need not disregard a vote if it is cast by a person acting as a proxy for another person entitled to vote, in accordance with the direction on the proxy form or it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

RESOLUTION 6**Approval of prior issue of 6,250,000 ordinary shares as part of Tranche 1**

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders approve the prior issue of 6,250,000 Shares to A. P. Reyem Pty Limited as detailed in the Explanatory Statement accompanying this Notice of Meeting.”

Voting exclusion statement: The Company will disregard any votes cast on this Resolution by A. P. Reyem Pty Limited and any of its associates. However, the Company need not disregard a vote if it is cast by a person acting as a proxy for another person entitled to vote, in accordance with the direction on the proxy form or it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

RESOLUTION 7**Approval of issue of 180,000 ordinary shares to Abbey West Capital Pty Limited as consideration for media and investor relations services**

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given to the Company to issue Abbey West Capital Pty Limited with 180,000 Shares on the terms and conditions set out in the Explanatory Statement.”

Voting exclusion statement: The Company will disregard any votes cast on this Resolution by Abbey West Capital Pty Limited and a person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities if the resolution is passed, and any of their associates. However, the Company need not disregard a vote if it is cast by a person acting as a proxy for another person entitled to vote, in accordance with the direction on the proxy form or it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

RESOLUTION 8**Approval of issue of 50,000 ordinary shares to Alto Capital (AFSL 279099) and CPS Capital Group Pty Limited (AFSL 294848) as consideration for corporate advisor services in relation to the Share Placement**

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given to the Company to issue 50,000 Shares to Alto Capital (AFSL 279099) and CPS Capital Group Pty Limited (AFSL 294848) (and/or their nominees):

- (a) 16,667 Shares to ACNS Capital Markets Pty Limited;*
- (b) 5417 Shares to CPS Capital Group Pty Limited;*
- (c) 11,250 Shares to Jaguar Investments Pty Limited; and*
- (d) 16,666 Shares to Diverse Capital Pte Limited;*

on the terms and conditions set out in the Explanatory Statement.”

Voting exclusion statement: The Company will disregard any votes cast on this Resolution by any person who may participate in the proposed issues and a person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities if the resolution is passed, and any of their associates. However, the Company need not disregard a vote if it is cast by a person acting as a proxy for another person entitled to vote, in accordance with the direction on the proxy form or it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

RESOLUTION 9**Approval of issue of 43,791 ordinary shares to Code Studios Pty Limited as consideration for information technology services**

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

"That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given to the Company to issue Code Studios Pty Limited with up to 43,791 Shares on the terms and conditions set out in the Explanatory Statement."

Voting exclusion statement: The Company will disregard any votes cast on this Resolution by Code Studios Pty Limited and a person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities if the resolution is passed, and any of their associates. However, the Company need not disregard a vote if it is cast by a person acting as a proxy for another person entitled to vote, in accordance with the direction on the proxy form or it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

RESOLUTION 10**Approval of issue of 131,875 ordinary shares to iP Edge Pty Limited as consideration for information technology services**

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

"That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given to the Company to issue iP Edge Pty Limited with up to 131,875 Shares on the terms and conditions set out in the Explanatory Statement."

Voting exclusion statement: The Company will disregard any votes cast on this Resolution by iP Edge Pty Limited and a person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities if the resolution is passed, and any of their associates. However, the Company need not disregard a vote if it is cast by a person acting as a proxy for another person entitled to vote, in accordance with the direction on the proxy form or it is cast by the Chair as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.

The Directors recommend that you vote in favour of each of the Resolutions set out above.

BY ORDER OF THE BOARD



David Conley
Company Secretary
10 September 2015

Time and Place of Meeting and How to Vote

These notes form part of the Notice of Meeting.

Entitlement to vote

For the purposes of the Meeting, in accordance with regulation 7.11.37 of the *Corporations Regulations 2001* (Cth), the Board has determined that a person's entitlement to vote at the Meeting will be the entitlement of those persons set out in the register of members of BIG at 7:00pm (Sydney time) on Saturday 10 October 2015. Accordingly, transactions registered after that time will be disregarded in determining members entitled to attend and vote at the Meeting.

How to vote

Shareholders may vote by attending the Meeting in person, by proxy or authorised representative.

Voting in person

To vote in person, Shareholders should attend the Meeting on the date and at the place set out in the Notice of Meeting. The Meeting will commence at 6:00pm (Sydney time) on Monday 12 October 2015. The Meeting will be held at Ecovis Clark Jacobs, Level 20, 1 Market Street, Sydney NSW 2000.

Appointment of a proxy

A Shareholder entitled to attend and vote at the Meeting is entitled to appoint not more than two proxies. If one proxy is appointed, that proxy may exercise all of the Shareholder's voting rights. If a Shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half of the votes.

A proxy may be, but need not be, a Shareholder and can be an individual or a body corporate.

To appoint a proxy (or two proxies), a proxy form must be signed by the Shareholder or the Shareholder's attorney duly authorised in writing. If the Shareholder is a corporation, the proxy form must be signed either under the corporation's common seal (if any) or under the hand of its attorney or duly authorised officer.

A body corporate appointed as a proxy may appoint a representative to exercise any of the powers that the body corporate may exercise as a proxy at the Meeting. The representative should bring to the Meeting evidence of his or her appointment, including any authority under which the appointment is signed, unless it has previously been given to BIG.

Voting by Proxy

To be effective, a proxy form (and, if it is signed by an attorney, the authority under which it is signed or a certified copy of the authority) must be received by BIG not later than 48 hours prior to the Meeting. Proxy forms and authorities may be sent to BIG by post, personal delivery, or fax to:

Advanced Share Registry Services

Street address: 110 Stirling Highway
Nedlands WA 6009

Mailing address: PO Box 1156, Nedlands WA 6909

Fax: +61 8 9262 3723

provided that Shareholders who forward their proxy forms by fax are required to make available the original executed form of the proxy for production, if called upon to do so at the Meeting.

Enquiries

Shareholders are invited to contact the Company Secretaries, Mr David Conley and Ms Elissa Lippiatt, on +61 2 9264 0111 if they have any queries in respect of the matters set out in this Notice of Meeting or the Explanatory Statement.

A form of proxy is included with these documents.

Explanatory Statement

This Explanatory Statement has been prepared to provide Shareholders with additional information about the matters to be considered at the Extraordinary General Meeting of BIG to be held at 6:00pm (Sydney time) on Monday 12 October 2015 at Ecovis Clark Jacobs, Level 20, 1 Market Street, Sydney NSW 2000.

This Explanatory Statement is an important document and should be read carefully by all Shareholders.

The purpose of this Explanatory Statement is to assist Shareholders in understanding the background to and the legal and other implications of the Notice of Meeting and the reasons for the Resolutions proposed and provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions set out in the Notice of Meeting at the Meeting.

Other than the information set out in this Explanatory Memorandum, the Directors believe that there is no other information that could reasonably be required by shareholders to consider Resolutions 1 to 10 (inclusive).

1 Approval of issue of up to 10,625,000 ordinary shares as part of Tranche 2

1.1 Overview of Share issue

The effect of this Resolution is to provide Shareholder approval for part of the Share Placement.

Pursuant to the Share Placement, a total of up to 20 million Shares have been offered for subscription at an issue price of \$0.20 per Share, with an aggregate value of \$4 million.

Shares are on offer to only professional investors, sophisticated investors, Directors and members of the Company's senior management. All offers for Shares have been made on the basis of personal offers by the Company (a total of 15 million Shares, with an aggregate value of \$3 million) and by Alto Capital (AFSL 279099), CPS Capital Group Pty Limited (AFSL 294848) (a total of 5 million shares, with an aggregate value of \$1 million), who have been appointed by BIG, as its corporate advisers in relation to the Share Placement.

As announced to ASX on 10 August 2015, 7,500,000 Shares have already been issued pursuant to the Share Placement as part of Tranche 1.

Brandon Evertz (Executive Director), Richard Evertz (Chief Executive Officer) and Sonia Thurston (Executive Director) have subscribed, on behalf of themselves or nominees for up to 1,875,000 Tranche 2 Shares with an aggregate value of \$375,000 (**Related Party T2 Shares**) as part of the Share Placement, and those proposed issues of Shares are the subject of Resolutions 2 and 3.

1.2 ASX Listing Rule 7.1

ASX Listing Rule 7.1 provides that a company must not, without Shareholder approval and subject to specified exceptions, issue or agree to issue more equity securities during any 12 month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period.

Any equity securities which a company has issued, or has agreed to issue, with the approval of shareholders under ASX Listing Rule 7.1, will not count towards the 15% in 12 months limitation.

The Shares the subject of Tranche 2 of the Share Placement and Resolution 1, will be "equity securities" for the purposes of ASX Listing Rule 7.1.

Out of the total of 20 million Shares on offer for subscription, the 7,500,000 Tranche 1 Shares already issued pursuant to the Share Placement, were below the 15% limit stipulated by Listing Rule 7.1 and did not require Shareholder approval.

Shareholder approval is required for the proposed issue of up to 12,500,000 Tranche 2 Shares in total pursuant to the Share Placement. Of that total, Shareholder approval under Listing Rule 7.1 is required for the issue of up to 10,625,000 Tranche 2 Shares pursuant to Resolution 1 and Shareholder approval under Listing Rule 10.11 is required for the issue of up to 1,875,000 Related Party T2 Shares to Brandon Evertz, Richard Evertz and Sonia Thurston pursuant to Resolutions 2 and 3.

As Brandon Evertz, Richard Evertz and Sonia Thurston are each a Related Party of BIG, separate shareholder approval is sought for the issue of up to 1,875,000 Related Party T2 Shares, pursuant to Resolutions 2 and 3.

1.3 Information required by ASX Listing Rule 7.3

In accordance with ASX Listing Rule 7.3, the following information is provided to Shareholders in relation to Resolution 1:

- (a) The maximum number of Tranche 2 Shares proposed to be issued is up to 10,625,000 Shares.
- (b) The Tranche 2 Shares will be issued progressively as soon as reasonably practicable after the EGM and in any event no later than 3 months after the date of the EGM.
- (c) The issue price of the Tranche 2 Shares will be \$0.20 per Share.
- (d) The Tranche 2 Shares proposed to be issued, will only be issued to sophisticated and professional investors and senior managers and other persons in respect of whom a prospectus is not required to be prepared and given.

As at the date of this document, the names of known investors who have subscribed for Tranche 2 Shares are:

Person	Tranche 2 Shares
Jan Lochtenberg	125,000
RIGI Investments Pty Limited	750,000
A.P. Reyem Pty Limited	1,250,000

Tranche 2 Shares will otherwise be issued to investors introduced and determined by either the Board or by Alto Capital (AFSL 279099) and CPS Capital Group Pty Limited (AFSL 294848), the Company's professional advisers in relation to the Share Placement, in consultation with the Board.

Those investors and other persons will not be Directors or other Related Parties or any of their respective associates. It will also not include persons who vote on Resolution 1 or their associates.

- (e) The Tranche 2 Shares will, upon issue, rank equally with all other Shares on issue. The Company will seek ASX quotation of the Shares.
- (f) The funds raised from the issue of the Tranche 2 Shares, are intended to be used to accelerate growth to meet increased demand from the Company's commercial partnership with CDM Direct Communication Services, further enhancements to the platform and video App and to facilitate marketing and promotional growth of the Company's business and provide additional working capital.
- (g) A voting exclusion statement was included for Resolution 1 above in the Notice of Meeting.

2 Resolutions 2 and 3: Approval of issue of ordinary shares to Directors as part of Tranche 2 - Related Party transaction approvals

2.1 Overview of Share issue

Resolution 2 seeks Shareholder approval for the issue of up to 1,250,000 Related Party T2 Shares to Brandon Evertz (Executive Director) and Richard Evertz (Chief Executive Officer), or their nominee.

Resolution 3 seeks Shareholder approval for the issue of up to 625,000 Related Party T2 Shares to Sonia Thurston (Executive Director), or her nominee.

The effect of these Resolutions is to provide Shareholder approval under ASX Listing Rule 10.11 to the issue of the Related Party T2 Shares, arising from the proposed participation of Brandon and Richard Evertz and Sonia Thurston as Related Parties in the Share Placement on the same terms as other investors.

For the purposes of both Chapter 2E of the Corporations Act and the Listing Rules, Brandon Evertz and Sonia Thurston are Related Parties of BIG by virtue of being Directors. Richard Evertz is a Related Party by reason of being a parent of Brandon Evertz.

2.2 Chapter 2E of the Corporations Act

For a public company, or an entity that the public company controls, to give a financial benefit to a Related Party of the public company, the public company or entity must:

- (a) obtain the approval of the public company's members in the manner set out in sections 217 to 227 of the Corporations Act; and
- (b) give the benefit within 15 months following such approval,

unless the giving of the financial benefit falls within an exception set out in sections 210 to 216 of the Corporations Act.

The issue of the Related Party T2 Shares will constitute giving a financial benefit to Brandon Evertz, Richard Evertz and Sonia Thurston who are Related Parties.

However the Director (who does not have a material personal interest in these Resolutions) considers that Shareholder approval pursuant to Chapter 2E of the Corporations Act is not required because the arm's length terms exception in section 210 of the Corporations Act applies to the proposed issue of Related Party T2 Shares.

Shareholder approval is nonetheless required to comply with ASX Listing Rule 10.11.

2.3 ASX Listing Rule 10.11

ASX Listing Rule 10.11 requires shareholder approval by ordinary resolution to any issue by a listed company of equity securities to a Related Party unless an exception in ASX Listing Rule 10.12 applies.

The Related Party T2 Shares proposed to be issued are equity securities.

The exceptions in ASX Listing Rule 10.12 do not apply to the proposed issue of the Related Party T2 Shares. Accordingly, Shareholder approval is being sought in respect of the issue of the Related Party T2 Shares.

2.4 Information required by ASX Listing Rule 10.13

Pursuant to and in accordance with ASX Listing Rule 10.13, the following information is provided in relation to the Related Party T2 Shares to be issued pursuant to Resolutions 2 and 3:

- (a) The Related Party T2 Shares will be issued to Richbrandson Pty Limited (ACN 601 828 504), the nominee of Brandon Evertz and Richard Evertz and to Sonia Thurston (or her nominee).
- (b) The maximum number of Related Party T2 Shares to be issued is set out in the table below:

Related Party	Related Party T2 Shares
Richbrandson Pty Limited	1,250,000
Sonia Thurston	625,000
Total:	1,875,000

- (c) The Related Party T2 Shares will be issued as soon as reasonably practicable after the EGM and in any event no later than 1 month after the date of the EGM, unless otherwise extended by way of ASX granting a waiver to the Listing Rules.
- (d) Brandon Evertz and Sonia Thurston are Related Parties of BIG by virtue of being Directors. Richard Evertz is a Related Party by reason of being a parent of Brandon Evertz.
- (e) The Related Party T2 Shares form part of the Tranche 2 Shares proposed to be issued pursuant to the Share Placement and will have an issue price of \$0.20 per Share.
- (f) The Related Party T2 Shares will, upon issue, rank equally with all other Shares on issue. The Company will seek ASX quotation of the Related Party T2 Shares.
- (g) The funds raised from the issue of the Related Party T2 Shares, are intended to be used to accelerate growth to meet increased demand from the Company's commercial partnership with CDM Direct Communication Services, further enhancements to the platform and video App and to facilitate marketing and promotional growth of the Company's business and provide additional working capital.
- (h) A voting exclusion statement was included for each Resolution above in the Notice of Meeting.

2.5 ASX Listing Rule 7.1

Approval pursuant to ASX Listing Rule 7.1 is not required for the issue of the Related Party T2 Shares to the Related Parties, as approval is being obtained under ASX Listing Rule 10.11. Accordingly, the issue of the Related Party T2 Shares will not be included in the use of BIG's 15% annual placement capacity pursuant to ASX Listing Rule 7.1.

3 **Resolution 4: Approval of prior issue of 333,333 Options to LSAF Holdings Pty Ltd and 1,278,278 ordinary shares to consultants and professional service providers**

3.1 **Overview**

During the course of the 2015 calendar year, BIG has issued the Options and Shares set out in the table below, without approval of its Shareholders in compliance with ASX Listing Rule 7.1.

Issued to	Date issued	Shares	Options	Total
LSAF Holdings Pty Ltd	1/04/2015		333,333	333,333
5G Capital Pty Ltd	27/05/2015	500,000		500,000
Code Studios Pty Ltd	27/05/2015	75,409		75,409
iP Edge Pty Ltd	27/05/2015	302,869		302,869
ACNS Capital Markets Pty Ltd	10/08/2015	93,334		93,334
CPS Capital Group Pty Ltd	10/08/2015	30,333		30,333
Jaguar Investments Pty Ltd	10/08/2015	63,000		63,000
Diverse Capital Pte Ltd	10/08/2015	213,333		231,333

By issuing these Options and Shares without Shareholder approval, BIG's capacity to issue further equity securities without Shareholder approval within the 15% annual placement capacity pursuant to ASX Listing Rule 7.1, was reduced.

3.2 **ASX Listing Rule 7.1 and 7.4**

ASX Listing Rule 7.1 provides that a company must not, without Shareholder approval and subject to specified exceptions, issue or agree to issue more equity securities during any 12 month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period.

For the purposes of ASX Listing Rule 7.1, "equity securities" includes not only shares but also options.

Any equity securities which a company has issued, or has agreed to issue, with the approval of shareholders under ASX Listing Rule 7.1, will not count towards the 15% in 12 months limitation.

ASX Listing Rule 7.4 provides that where a company in general meeting subsequently approves a prior issue of equity securities and that prior issue did not breach ASX Listing Rule 7.1, those equity securities will be treated as having been issued with shareholder approval for the purpose of ASX Listing Rule 7.1.

Therefore if Shareholders approve the prior issue of Options and Shares set out in the table in section 3.1 above, they will not count towards BIG's 15% annual placement capacity, and it will provide flexibility to BIG to issue new equity securities in the future within its 15% annual placement capacity pursuant to ASX Listing Rule 7.1, without the need to obtain prior Shareholder approval.

3.3 **Information required by ASX Listing Rule 7.5**

Pursuant to and in accordance with ASX Listing Rule 7.5, the following information is provided in relation to the issues of the Options and Shares set out in the table above in section 3.1 and in relation to Resolution 4:

- (a) On 1 April 2015, BIG issued 333,333 Options.

On 15 June 2015 BIG issued 500,000 Shares.

On 15 June 2015, BIG issued a further 75,409 Shares.

On 15 June 2015, BIG issued a further 302,869 Shares.

On 10 August 2015, BIG issued a further 93,334 Shares.

On 10 August 2015, BIG issued a further 30,333 Shares.

On 10 August 2015, BIG issued a further 63,000 Shares.

On 10 August 2015, BIG issued a further 213,333 Shares.

- (b) The 333,333 Options were issued with an exercise price of \$0.30/Option expiring on 31 December 2017. No amount was payable on issue of the Options.

The terms and conditions of issue of the 333,333 Options are otherwise the same as the terms and conditions applicable to the Options issued under the Company's successful off-market takeover offer of 100% of BIG Review TV Limited which was completed on 19 December 2014 and in accordance with the ASX announcement dated 19 December 2014 (released on 24 December 2014).

As stated in the Appendix 3B lodged with ASX on 1 April 2015, the 333,333 Options were granted to LSAF Holdings Pty Limited in consideration for the work undertaken to effect the merger of the Company (then known as Republic Gold Limited) and Big Review TV Limited and in accordance with the ASX announcement dated 19 December 2014 (released on 24 December 2014).

The 500,000 Shares issued on 15 June 2015, were issued as fully paid ordinary shares in the Company at \$0.20/Share and rank pari passu with existing shares on issue.

The 75,409 Shares issued on 15 June 2015, were issued as fully paid ordinary shares in the Company at \$0.20/Share and rank pari passu with existing shares on issue.

The 302,869 shares issued on 15 June 2015, were issued as fully paid ordinary shares in the Company at \$0.20/Share and rank pari passu with existing shares on issue.

The 93,334 Shares issued on 10 August 2015, were issued as fully paid ordinary shares in the Company at an issue price of \$0.163/Share, being equal to the 20 trading day VWAP for the period ending on 26 June 2015 and rank pari passu with existing shares on issue.

The 30,333 Shares issued on 10 August 2015, were issued as fully paid ordinary shares in the Company at an issue price of \$0.163/Share, being equal to the 20 trading day VWAP for the period ending on 26 June 2015 and rank pari passu with existing shares on issue.

The 63,000 Shares issued on 10 August 2015, were issued as fully paid ordinary shares in the Company at an issue price of \$0.163/Share, being equal to the 20 trading day VWAP for the period ending on 26 June 2015 and rank pari passu with existing shares on issue.

The 213,333 Shares issued on 10 August 2015, were issued as fully paid ordinary shares in the Company at an issue price of \$0.163/Share, being equal to the 20 trading day VWAP for the period ending on 26 June 2015 and rank pari passu with existing shares on issue.

- (c) The 333,333 Options were issued to LSAF Holdings Pty Limited.

The 500,000 Shares were issued to 5G Capital Pty Limited.

The 75,409 Shares were issued to Code Studios Pty Limited.

The 302,869 Shares were issued to iP Edge Pty Limited.

The 93,334 Shares were issued to ACNS Capital Markets Pty Limited.

The 30,333 Shares were issued to CPS Capital Group Pty Limited.

The 63,000 Shares were issued to Jaguar Investments Pty Limited.

The 213,333 Shares were issued to Diverse Capital Pte Limited.

- (d) The intended use of the funds raised if the 333,333 Options are exercised, is the general working capital requirements of the Company.

No funds were received in connection with the 500,000 Shares issued to 5G Capital Pty Limited. The shares were issued in consideration for the provision of legal and corporate advisory services by 5G Capital Pty Limited.

No funds were received in connection with the 75,409 Shares issued to Code Studios Pty Limited. The shares were issued in consideration for the provision of information technology services by Code Studios Pty Limited.

No funds were received in connection with the 302,869 Shares issued to iP Edge Pty Limited. The shares were issued in consideration for the provision of information technology services by iP Edge Pty Limited.

No funds were received in connection with the 93,334 Shares issued to ACNS Capital Markets Pty Limited. The shares were issued to ACNS Capital Markets Pty Limited as a nominee of Alto Capital (AFSL 279099) and CPS Capital Group Pty Limited (AFSL 294848) in consideration for the provision of corporate advisory services in relation to the Share Placement.

No funds were received in connection with the 30,333 Shares issued to CPS Capital Group Pty Limited. The shares were issued in consideration for the provision of corporate advisory services in relation to the Share Placement.

No funds were received in connection with the 63,000 Shares issued to Jaguar Investments Pty Limited. The shares were issued to Jaguar Investments Pty Limited as a nominee of Alto Capital (AFSL 279099) and CPS Capital Group Pty Limited (AFSL 294848) in consideration for the provision of corporate advisory services in relation to the Share Placement.

No funds were received in connection with the 213,333 Shares issued to Diverse Capital Pte Limited. The shares were issued to Diverse Capital Pte Limited as a nominee of Alto Capital (AFSL 279099) and CPS Capital Group Pty Limited (AFSL 294848) in consideration for the provision of corporate advisory services in relation to the Share Placement.

- (e) A voting exclusion statement was included for this Resolution above in the Notice of Meeting.

4 Resolutions 5 and 6: Approval of prior issues of ordinary shares as part of Tranche 1

4.1 Overview

On 10 August 2015, BIG issued:

- (a) 1,125,000 Shares to Clive Riseam and Judith Riseam Superannuation Fund;
- (b) 125,000 Shares to Derivative Management and Consulting Pty Ltd; and
- (c) 6,250,000 Shares to A. P. Reyem Pty Limited;

as part of Tranche 1 of the Share Placement, without approval of its Shareholders in compliance with ASX Listing Rule 7.1.

By issuing these Shares without Shareholder approval, BIG's capacity to issue further equity securities without Shareholder approval within the 15% annual placement capacity pursuant to ASX Listing Rule 7.1, was reduced.

4.2 ASX Listing Rule 7.1 and 7.4

ASX Listing Rule 7.1 provides that a company must not, without Shareholder approval and subject to specified exceptions, issue or agree to issue more equity securities during any 12 month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period.

For the purposes of ASX Listing Rule 7.1, "equity securities" includes shares.

Any equity securities which a company has issued, or has agreed to issue, with the approval of shareholders under ASX Listing Rule 7.1, will not count towards the 15% in 12 months limitation.

ASX Listing Rule 7.4 provides that where a company in general meeting subsequently approves a prior issue of equity securities and that prior issue did not breach ASX Listing Rule 7.1, those equity securities will be treated as having been made with shareholder approval for the purpose of ASX Listing Rule 7.1.

Therefore if Shareholders approve the prior issue of Shares set out above, they will not count towards BIG's 15% annual placement capacity, and it will provide flexibility to BIG to issue new equity securities in the future within its 15% annual placement capacity set out in ASX Listing Rule 7.1, without the need to obtain prior Shareholder approval.

4.3 Information required by ASX Listing Rule 7.5

Pursuant to and in accordance with ASX Listing Rule 7.5, the following information is provided in relation to the issues of the Shares set out above in section 4.1 and in relation to Resolutions 5 and 6:

- (a) On 10 August 2015, BIG issued 1,125,000 Shares.

On the same date, 10 August 2015, BIG issued a further 125,000 Shares.

On the same date, 10 August 2015, BIG issued a further 6,250,000 Shares.

- (b) The 1,125,000 Shares were issued as fully paid ordinary shares in the Company at \$0.20/Share and rank pari passu with existing shares on issue.

The further 125,000 Shares were issued as fully paid ordinary shares in the Company at \$0.20/Share and rank pari passu with existing shares on issue.

The further 6,250,000 Shares were issued as fully paid ordinary shares in the Company at \$0.20/Share and rank pari passu with existing shares on issue.

- (c) The 1,125,000 Shares were issued to Clive Riseam and Judith Riseam Superannuation Fund.

The further 125,000 Shares were issued to Derivative Management and Consulting Pty Ltd.

The further 6,250,000 Shares were issued to A. P. Reyem Pty Limited.

- (d) The funds raised from the issue of the Tranche 1 Shares, are intended to be used to accelerate growth to meet increased demand from the Company's commercial partnership with CDM Direct Communication Services, further enhancements to the platform and video App and to facilitate marketing and promotional growth of the Company's business and provide additional working capital.

5 Resolutions 7, 8, 9 and 10: Approval of issue of 405,666 ordinary shares in consideration for the provision of consulting and professional services

5.1 Overview of Share issue

On 2 July 2015 BIG announced to ASX that it had agreed with a number of consultants and professional service providers, that some or all of the consideration for the provision of those consultancy and professional services would be the issue of Shares in BIG, to enable the redirection of the Company's cash reserves to the ongoing development and expansion of the Group.

The Company has engaged Abbey West Pty Limited t/as Media + Capital Partners to provide media and investor relations services, through to 14 December 2015.

Part of the consideration for the services (equivalent to a cash payment of \$36,000) is the issue of 180,000 Shares in the Company, for the same price per Share as for the Share Placement, being \$0.20 per Share.

The Company has engaged Alto Capital (AFSL 279099) and CPS Capital Group Pty Limited (AFSL 294848) to provide corporate advisory services in relation to the Share Placement.

Subject to Shareholder approval, part of the consideration for the services is the issue of 50,000 Shares in the Company, for the same price per Share as for the Share Placement, being \$0.20 per Share. Alto Capital and CPS Capital Group Pty Limited have nominated various nominees to be issued those Shares as follows:

- (a) 16,667 Shares to ACNS Capital Markets Pty Limited;
- (b) 5417 Shares to CPS Capital Group Pty Limited;
- (c) 11,250 Shares to Jaguar Investments Pty Limited; and
- (d) 16,666 Shares to Diverse Capital Pte Limited.

Code Studios Pty Ltd provide information technology services to BIG and have agreed to accept the issue of 43,791 Shares in consideration for services provided.

iP Edge Pty Ltd also provide information technology services to BIG and have agreed to accept the issue of 131,875 Shares in consideration for services provided.

The effect of Resolutions 7, 8, 9 and 10 is to provide Shareholder approval for the issue of up to 405,666 Shares to the consultants and professional service providers referred to above.

5.2 ASX Listing Rule 7.1

ASX Listing Rule 7.1 provides that a company must not, without Shareholder approval and subject to specified exceptions, issue or agree to issue more equity securities during any 12 month period than that amount which represents 15% of the number of fully paid ordinary securities on issue at the commencement of that 12 month period.

Any equity securities which a company has issued, or has agreed to issue, with the approval of shareholders under ASX Listing Rule 7.1, will not count towards the 15% in 12 months limitation.

The Shares proposed to be issued to the consultants and professional service providers will be "equity securities" for the purposes of ASX Listing Rule 7.1.

Shareholder approval is required for the proposed issue of Shares referred to in Resolutions 7, 8, 9 and 10.

5.3 Information required by ASX Listing Rule 7.3

In accordance with ASX Listing Rule 7.3, the following information is provided to Shareholders in relation to Resolutions, 7, 8, 9 and 10:

- (a) The maximum number of Shares proposed to be issued to Abbey West Capital Pty Ltd is 180,000 Shares.

The maximum number of Shares proposed to be issued to Alto Capital and CPS Capital Group Pty Limited and/or their nominees is 50,000 Shares.

The maximum number of Shares proposed to be issued to Code Studios Pty Ltd is 43,791 Shares.

The maximum number of Shares proposed to be issued to iP Edge Pty Ltd is 131,875 Shares.

- (b) The Shares will be issued as soon as reasonably practicable after the EGM and in any event no later than 3 months after the date of the Extraordinary General Meeting.

- (c) The issue price of the Shares to be issued to Abbey West Capital Pty limited is \$0.20 per Share.

The issue price of the Shares to be issued to Alto Capital and CPS Capital Group Pty Limited and/or their nominees is \$0.20 per share.

The issue price of the Shares to be issued to Code Studios Pty limited is \$0.20 per Share.

The issue price of the Shares to be issued to iP Edge Pty Ltd is \$0.20 per Share.

- (d) 180,000 Shares are proposed to be issued to Abbey West Capital Pty Ltd.

50,000 Shares are proposed to be issued to Alto Capital and CPS Capital Group Pty Limited and/or their nominees, as follows:

- (i) ACNS Capital Markets Pty Limited;
- (ii) CPS Capital Group Pty Limited;
- (iii) Jaguar Investments Pty Limited; and
- (iv) Diverse Capital Pte Limited.

43,791 Shares are proposed to be issued to Code Studios Pty limited.

131,875 Shares are proposed to be issued to iP Edge Pty Ltd.

- (e) The Shares will, upon issue, rank equally with all other Shares on issue. The Company will seek ASX quotation of the Shares.

- (f) No funds will be raised from the issue of the Shares, given that the Shares will be issued as consideration for the provision of consultancy and professional services. However, the cash savings arising from issuing the Shares in lieu of cash payments are intended to be used to accelerate growth to meet increased demand from the Company's commercial partnership with CDM Direct Communication Services, further enhancements to the platform and video App and to facilitate marketing and promotional growth of the Company's business and provide additional working capital.

- (g) A voting exclusion statement was included for each of Resolution 7, 8, 9 and 10 above in the Notice of Meeting.

Dated 10 September 2015

Signed for and on behalf of BIG by Andy Corner, a Director of BIG who is authorised to sign this Notice of Meeting on behalf of BIG pursuant to a unanimous resolution passed by the Directors on 9 September 2015.

A handwritten signature in black ink, consisting of a stylized 'A' followed by a series of loops and a long horizontal stroke.

Andy Corner
Director

Current board of Directors

Mr Brandon Evertz, Executive Director and Chief Operating Officer

Miss Sonia Thurston, Executive Director and Head of Communications

Mr Andy Corner, Executive Director and Chief Financial Officer

Legal Advisor

Chapman Thackeray Law

Level 6, 89 York Street

Sydney NSW 2000

Current company secretaries

Mr David Conley and Ms Elissa Lippiatt

Ecovis Clark Jacobs

Level 20

1 Market Street

Sydney NSW 2000

Current registered office

BIG Un Limited

C/- Ecovis Clark Jacobs

Level 20

1 Market Street

Sydney NSW 2000

Annexure A – Glossary

“\$”	Australian dollars unless otherwise stated.
ASIC	Australian Securities and Investment Commission.
ASX	ASX Limited (ACN 008 624 691) or the financial market operated by it, as the context requires, of 20 Bridge Street, Sydney, NSW 2000.
ASX Listing Rules	the listing rules of ASX.
BIG/Company	BIG Un Limited ABN 86 106 399 311.
Board	the current board of Directors of BIG.
Chair	chair of the Meeting.
Corporations Act	the <i>Corporations Act 2001</i> (Cth) as amended or replaced from time to time.
Directors	the current directors of BIG.
EGM/Meeting	the Extraordinary General Meeting of the BIG Shareholders to be held on Monday 12 October 2015 to consider and, if thought fit, approve the Resolutions.
Explanatory Statement	the explanatory statement accompanying this Notice of Meeting.
Group	BIG and its Related Bodies Corporate (as that term is defined in the Corporations Act).
Notice of Meeting	the Notice of Meeting and Explanatory Statement dated 10 September 2015 relating to the Meeting of BIG.
Option	an option to acquire one BIG Share on the terms announced to ASX on 24 December 2014.
Related Parties	has the meaning given to that term in the Corporations Act.
Related Party T2 Shares	Tranche 2 Shares to be issued to Directors pursuant to the Share Placement.
Resolutions	the resolutions set out in this Notice of Meeting, or any one of them, as the context requires.
Shareholder	a holder of BIG Shares.
Shares	the fully paid ordinary shares in the capital of BIG.
Share Placement	the share placement of up to 20,000,000 shares to raise up to \$4 million, that was announced to ASX on 2 July 2015.
Tranche 1 Shares	the 7,500,000 Shares that have been issued pursuant to the Share Placement, that did not require Shareholder approval under Listing Rule 7.1 and Tranche 1 has a corresponding meaning.
Tranche 2 Shares	up to 12,500,000 Shares that are proposed to be issued pursuant to the Share Placement, that are subject to Shareholder approval under either Listing Rule 7.1 or Listing Rule 10.11 (issue of securities to a Related Party) and Tranche 2 has a corresponding meaning.

☐

Change of address. If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with 'x') should advise your broker of any changes.

Form of Proxy

Please mark ☒ to indicate your directions

STEP 1 Appoint a Proxy to Vote on Your Behalf

I/We being a member/s of Big Un Limited hereby appoint

☐

the Chairman
of the meeting

OR



PLEASE NOTE: If you leave the section blank, the Chairman of the Meeting will be your proxy.

If you have not appointed the Chairman of the Meeting as your proxy and you are appointing a second proxy please complete the following: Proxy 1 is appointed to represent _____% of my voting right and Proxy 2 is appointed to represent _____% of my total votes. My total voting right is _____ shares.

PLEASE NOTE: If the appointment does not specify the proportion or number of votes that the proxy may exercise, each proxy may exercise half the votes.

With respect to any amendment or variations to the matters identified in the Notice of Meeting and any other matters which may properly come before the Meeting, I/we confer discretionary authority on the person voting on behalf of me/us to vote as that person sees fit. At the time of printing this Form of Proxy, management knows of no such amendment, variation or other matter.

STEP 2 Items of Business



PLEASE NOTE: If you mark the abstain box for a particular item, you are directing your proxy not to vote on that item on a show of hands or on a poll and your votes will not be counted in computing the required majority on that item.

If you wish to indicate how your proxy is to vote, please tick the appropriate places below.

		FOR	AGAINST	ABSTAIN
Resolution 1	Approval of issue of up to 10,625,000 ordinary shares as part of Tranche 2	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Approval of issue of up to 1,250,000 ordinary shares to Brandon and Richard Evertz as part of Tranche 2 - Related Party transaction approval	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Approval of issue of up to 625,000 ordinary shares to Sonia Thurston as part of Tranche 2 - Related Party transaction approval	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Approval of prior issue of 333,333 Options to LSAF Holdings Pty Ltd and 1,278,278 ordinary shares to consultants and professional service providers	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Approval of prior issue of 1,250,000 ordinary shares as part of Tranche 1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Approval of prior issue of 6,250,000 ordinary shares as part of Tranche 1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Approval of issue of 180,000 ordinary shares to Abbey West Capital Pty Limited as consideration for media and investor relations services	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Approval of issue of 50,000 ordinary shares to Alto Capital (AFSL 279099) and CPS Capital Group Pty Limited (AFSL 294848) as consideration for corporate advisor services in relation to the Share Placement	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Approval of issue of 43,791 ordinary shares to Code Studios Pty Limited as consideration for information technology services	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Approval of issue of 131,875 ordinary shares to iP Edge Pty Limited as consideration for information technology services	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If no choice is specified, the shareholder is conferring discretionary authority on the proxy to vote at his or her discretion. However, the Chairman of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the Meeting may change his voting intention on any resolution, in which case an ASX announcement will be made.

SIGN Signing by member

This section **must** be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Member 1

Sole Director and Sole Secretary

Member 2 (if joint holding)

Director/Company Secretary

Member 3 (if joint holding)

Director

/ /

Date



ACN 106 399 311

Lodge your vote:



By Mail:

Advanced Share Registry Limited
PO Box 1156
Nedlands WA 6909

Alternatively you can fax your form to
(Within Australia) (08) 9262 3723
(Outside Australia) +618 9262 3723

For all enquiries call:

Telephone:

(Within Australia) (08) 9389 8033
(Outside Australia) +618 9389 8033

Email: admin@advancedshare.com.au

Proxy Form

Instructions

1. Every shareholder has the right to appoint some other person or company of their choice, who need not be a shareholder, to attend and act on their behalf at the meeting. If you wish to appoint a person or company other than the Chairman, please insert the name of your proxyholder(s) in the space provided (see reverse).
2. If the securities are registered in the name of more than one owner (for example, joint ownership, trustees, executors, etc), then all those registered should sign this proxy. If you are voting on behalf of a corporation or another individual you may be required to provide documentation evidencing your power to sign this proxy with signing capacity stated.
3. This proxy should be signed in the exact manner as the name that appears on the proxy.
4. If a shareholder appoints two proxies, each proxy may be appointed to represent a specific proportion of the shareholder's voting rights. If such appointment is not made then each proxy may exercise half of the shareholder's voting rights. Fractions shall be disregarded.
5. Completion of a proxy form will not prevent individual shareholders from attending the Meeting in person if they wish. Where a shareholder completes and lodges a valid proxy form and attends the Meeting in person, then the proxy's authority to speak and vote for that shareholder is suspended while the shareholder is present at the Meeting.
6. To be effective, proxies must be delivered by shareholders as follows:
Shareholders must deliver their proxies prior to 6:00pm (Sydney time) on Saturday 10 October 2015 by mail to PO Box 1156, Nedlands, 6909, Western Australia or by facsimile at (08) 9262 3723 or deliver to the Share Registry of the Company at 110 Stirling Hwy, Nedlands, Western Australia, 6009.
7. For the purposes of Regulation 7.11.37 of the Corporations Regulations the Company determines that shareholders holding shares at 7:00pm (Sydney time) on Saturday 10 October 2015 be entitled to attend and vote at the Meeting.
8. The Chairman intends to vote in favour of all resolutions set out in the Notice of Meeting.
9. This proxy confers discretionary authority in respect of amendments to matters identified in the Notice of Meeting or other matters that may properly come before the Meeting.
10. This proxy should be read in conjunction with the accompanying documentation provided by management of the Company.
11. The shares represented by this proxy will be voted or withheld from voting in accordance with the instructions of the shareholder on any poll that may be called for, and if the shareholder has specified a choice in respect of any matter to be acted upon, the shares will be voted accordingly.

Turn over to complete the form →



CHECK OUT OUR WEBSITE at
www.advancedshare.com.au

- Check all holdings by using HIN/SRN
- Update your holding details
- Reprint various documents online

**BIG UN LIMITED****ABN 86 106 399 311**

c/- Ecovis Clark Jacobs
Level 20, 1 Market Street
Sydney NSW 2000
Phone: +61 2 9264 1111
Fax: +61 2 9264 1344
Website: bigunlimited.com.au

All correspondence to:
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PO Box 1156, Nedlands
Western Australia 6909
110 Stirling Hwy, Nedlands
Western Australia 6009
Phone: +61 8 9389 8033
Fax: +61 8 9262 3723
Email: admin@advancedshare.com.au
Website: www.advancedshare.com.au

Dear Shareholder,

COMMUNICATION ELECTION FORM

To indicate your preference to obtain the documents listed below, please tick the boxes accordingly.

All Annual Reports & Notices of Meeting will be available at bigunlimited.com.au.

ANNUAL REPORTS

Please note that:

- you can choose to receive hard copy annual reports, free of charge;
- if you do **NOT** choose to receive a hard copy, you can access annual reports on the Company's website (in which case you will be sent a notice when they are available on the Company's website – you can choose to receive these notices by email).

NOTICES OF MEETINGS

Please note that:

- you can choose to receive email notices when Notices of Meetings are available on the Company's website;
- if you do **NOT** choose to receive an email notice, we will post Notices of Meetings to you.

Annual Report Requirement☐

Please send me an email notice when Annual Reports are available on the Company's website.

OR

☐

Please send me a hard copy of Annual Reports.

If you do **not** notify us of your preference, we will NOT post Annual Reports to you.

Notice of Meeting Requirement☐

Please send me an email notice when Notices of Meeting are available on the Company's website.

OR

☐

Please send me hard copy Notices of Meeting.

If you do **not** notify us of your preference, we will CONTINUE to post Notices of Meeting to you.

Email Address: Please complete this section using **black ink** and CAPITAL LETTERS.

Telephone Number:

Fax Number:

☐

I do not wish to receive other email correspondence from Big Un Limited which we may send from time to time in relation to the business or other opportunities

Please return this form by email, post or fax.

You may update your address (if you are an Issuer sponsored holder) and other details online at our share registry website www.advancedshare.com.au.

Yours faithfully,
for **Big Un Limited**

Elissa Lippiatt
Company Secretary