


**ISSUER INFORMATION AND DISCLOSURE STATEMENT**
**PURSUANT TO RULE 15C2-11**
**OF THE SECURITIES EXCHANGE ACT OF 1934**

**3rd QUARTER INTERIM REPORT**
**FOR THE PERIOD ENDED DECEMBER 31, 2014**

**DATED: DECEMBER 31, 2014**

# BIG SCREEN ENTERTAINMENT GROUP

## ISSUER AND DISCLOSURE STATEMENT

### 3rd QUARTER INTERIM REPORT
### FOR THE PERIOD ENDED
### DECEMBER 31, 2014

**DISCLOSURE STATEMENT**


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# ISSUER DISCLOSURE STATEMENT

## 3rd QUARTER INTERIM REPORT
## FOR THE PERIOD ENDED DECEMBER 31, 2014

## BIG SCREEN ENTERTAINMENT GROUP, INC.

## DATED: DECEMBER 31, 2014

**ALL INFORMATION FURNISHED HEREIN HAS BEEN PREPARED FROM THE BOOKS AND RECORDS OF BIG SCREEN ENTERTAINMENT GROUP, INC. *("COMPANY")* IN ACCORDANCE WITH RULE 15c2-11 PROMULGATED UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED.**

**NO DEALER, SALESMAN OR ANY OTHER PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR TO MAKE ANY REPRESENTATIONS NOT CONTAINED HEREIN IN CONNECTION WITH THE COMPANY. ANY REPRESENTATIONS NOT CONTAINED HEREIN MUST NOT BE RELIED UPON AS HAVING BEEN MADE OR AUTHORIZED BY THE COMPANY.**

**DELIVERY OF THIS INFORMATION DOES NOT IMPLY THAT THE INFORMATION CONTAINED HEREIN IS CORRECT AS OF ANY TIME SUBSEQUENT TO THE DATE OF THIS ISSUER INFORMATION AND DISCLOSURE STATEMENT.**

**Item 1:** **The Name of the Issuer and its Predecessor ( If Any)**

Big Screen Entertainment Group, Inc. We were originally incorporated under the name Blue Shadows, Inc. on August 15, 1995. Our name was changed to Beverly Hills Film Studios, Inc on November 6, 2003 and finally to our current name on August 22, 2005.

**Item 2:** **The Address of its Principal Executive Offices**

Big Screen Entertainment Group, Inc.
Raleigh Studios
5300 Melrose Avenue
Bungalow 124
Hollywood, CA 90038
Tel: 323-654-3400
big@bigscreenent.com
www.bigscreenent.com

No investor relations contact other than communications directly with the Issuer.
Contact Kimberley Kates or Christopher Wang.

**Item 3:** **Security Information**

**Trading Symbol**: BSEG
**Exact Title and Class of Securities Outstanding**: Class A Common Stock
Class B Common Stock
Series A Preferred Stock

**CUSIP:** 08953T 106

**Par Value:** $0.001
**Total Shares Authorized:** 385,000,000 Common Stock
50,000,000 Preferred Stock

**Total Shares Outstanding:**
**As December 31th, 2014** 103,816,636 Class A Common Stock
0 Class B Common Stock

**Transfer Agent:** Colonial Stock Transfer Company, Inc.
66 Exchange Place, Suite 100
Salt Lake City, UT 8411
Tel: 801-355-5740
Fax: 801-355-6505

**Is the Transfer Agent registered under the Exchange Act? Yes** x **No** ___

There are no restrictions on the transfer of security other than may apply under SEC Rule 144. There have been no trading suspension orders issued by the SEC in the past 12 months. In this quarter, the company cancelled 10 million shares of Class B Stock

**Item 4:** **Issuance History**

| DATE ISSUED | PURCHASER | SHARES ISSUED | PRICE PER SHARE | TRADING STATUS |
|---|---|---|---|---|
| **10/22/13** | **WILLIAM PIOTROWSKI** | **50,000** | **.10** | **Restricted** |
| **10/22/13** | **ISAAC MARBLE** | **50,000** | **.10** | **Restricted** |
| **10/22/13** | **ANITA GREGORY** | **25,000** | **.10** | **Restricted** |
| **11/28/13** | **JUN JIANG** | **600,000** | **.10** | **Restricted** |
| **04/17/14** | **C.H. YIM** | **157,846** | **.067** | **Restricted** |

All shares were issued for various services incidental to the films in production at the time of the share issuances. These services consisted of script, music, games, and production, marketing and/or advertising services. All shares were issued as private offering exempt from registration pursuant to Section 4(2) of the Securities Act of 1933 and all certificates for the shares contain a legend (1) stating that the shares have not been registered under the Securities Act of 1933, as amended *("1933 Act")* and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the 1933 Act.

In addition to the issuance history listed above, the company has converted its 5,000,000 outstanding Series A Preferred stock to 10,000,000 shares of Class A Common Stock at the date of this filing. 4,900,000 of these converted Series A Preferred stock belonged to the officers and directors, and the changes to their share count are reflected in the beneficial shareholders table in item 8, OFFICERS, DIRECTORS AND CONTROL PERSONS. The other converted 100,000 Series A Preferred shares belonged to a non-officer and board member, Jonathan Dimock, and were converted to 200,000 shares of Class A Common Stock.

Per the contracts of officers and management, pay may be issued on a stock basis in lieu of cash payments. The controlling directors of Big Screen Entertainment held a board meeting February 21st, 2014 and passed a resolution to clear officers and directors back pay listed on the books for the last 8 years to Class A Common Stock at .10 per share. A total of 5,344,282 shares were issued as restricted stock to the following officers and control persons on July 31st, 2014:

4,433,710 shares to Kimberley Kates at .10 per share.
355,000 shares to Stephen Eckelberry at .10 per share
200,000 shares to FEGiFund at .10 per share
30,000 shares to Isaac Marble at .10 per share
317,766 shares to Michael Manasseri at .10 per share

Additionally, 7,806 shares at .10 per share were issued to David Zappone, who is no longer a part of the company, for past services rendered.

The class B Common Stock was dissolved in September, 2014 as decided by board decision on September 1st, 2014.

**Item 5: Financial Statements**

The unaudited financial statements for the most recent period ended December 31, 2014 are included with this Disclosure Statement.

**Item 6. Describe the Issuer's Business, Products and Services**

The company originally incorporated under the name Blue Shadows, Inc. on August 15, 1995. Our name was changed to Beverly Hills Film Studios, Inc. on November 3, 2003. We subsequently merged with Sedona Horizons Corporation on November 13, 2003 and we were the surviving company in the merger. Our corporate name was changed to our current name on August 22, 2005.

We are a full service entertainment company designed to develop, produce, purchase, exhibit and distribute products in all media formats, including motion pictures, television, music, video games and publishing.

Our Primary SIC Code is 7822 - Motion Pictures and Video Production
Our Secondary SIC Code is 7812- Motion Picture and Tape Distribution

Our fiscal year end is on March 31.

At the present time, we have seven (7) employees, of which three (3) are full-time and four (4) are part-time.

We are a full service entertainment company designed to develop, produce, purchase, exhibit and distribute products in all media formats, including motion pictures, television, music and publishing as well as a film education division.

Our mission is to become a leader in the independent film, film education and television industry through our development, production and distribution of commercially viable, high-quality entertainment products that will provide short-term return on capital and long-term residual income to our investors and partners.

Headquartered at our corporate offices on Melrose Avenue in Hollywood, California and Rochester Hills, Michigan, our films have premiered at the world's most prestigious independent film festivals and played at the largest theatrical chains in the United States,

the United Kingdom, Japan, India and Germany. Our films have been exhibited in America's top retail outlets and formats, including Wal-Mart, Showtime, Amazon, Playstation, Starz, Redbox, iTunes, DISH, Comcast, Netflix, The Movie Channel, Best Buy, Target, Xbox and many other VOD distributors. Our relationships with top Hollywood studios and talent, as well as our corporate distribution alliances in films and games, have positioned us to continue our growth in the coming years.

The following is a list of a few of the festivals and markets in which our films have been involved:

| **Name** | **Location** |
|---|---|
| | |
| Cannes Film Market | Cannes, France |
| Weekend of Fear | Nuremberg, Germany |
| American Film Market | Santa Monica, CA |
| Sundance Film Festival | Park City, Utah |
| Fantasporto Film Festival | Porto, Portugal |
| Sitges Film Festival | Sitges, Spain |
| Malaga International Film Festival | Malaga, Spain |
| Edmonton International Film Festival | Edmonton, Canada |
| Fantasia Film Festival | Montreal, Canada |
| Bloody Disgusting Horror Fest | Chicago, Illinois |
| Nashville Film Festival | Nashville, TN |
| Geneva Convention Film & Game Festival | Indianapolis, Indiana |

We generate revenues from our products and services in several ways:

- As a film production company retaining a studio fee to produce our films;
- By producing materials in-house;
- By domestic distribution for our films and 3rd parties direct to vendors;
- By international sales and distribution of our films and 3rd party films;
- By having an in-house visual effects division;
- By having an in-house marketing division;
- By producing products including commercials, music videos and educational training videos for other vendors in-house;
- By being a post-production facility;
- By being a one-stop shop for film development through production to sales, distribution and manufacturing;
- By owning not less than 50% of all of the films that we produce in most cases and/or receiving a Studio Fee;
- By having an education division with BSEG teachers;
- By producing and selling our own films and television shows;
- By selling films produced by other production companies;
- Through our Gaming division with Scientifically Proven Entertainment, an established gaming company;
- By selling music, artists or projects that we distribute through our Music Division with various established vendors we are in contract with;
- By our direct distribution deal with DISH;
- Through our distribution deal with Orchard for digital and VOD sales all over the world;
- By earning management fees from services rendered on behalf of actors, directors, musicians, writers and visual effects artists whom we represent through our Artist Management Division;
- By selling, distributing or producing television programming both in the reality television programming and drama/comedy scripted shows

## CURRENT SITUATION

The sales and distribution division has two films in various stages of distribution, *Crimson Winter* and *Singularity Principle* and acquired a third, *You Can't Kill Stephen King* for domestic distribution.

The production division has signed an option on a new script in development by Taj Jackson, nephew of Michael Jackson, and the Brazilian Sco triplets (Thaisa, Thaina, and Thayana Sco) on a project titled *CODE Z.* Taj Jackson is also on board to direct. The film is inspired by Taj's iconic uncle, Michael Jackson's music video THRILLER.

Additionally, on the production front, BSEG anticipates being able to begin its first Sino-U.S. co-production, *Snow White's Christmas,* with a budget of over $10 million USD.

The company is in the process of restructuring, and has formed a holding company, Big Screen Holdings, to manage the many divisions and separate entities of the Big Screen brand. Fairfax Entertainment Group ("FEG") is a US multimedia entertainment company, specializing in working with companies to expand their entertainment reach on a global level. FEG is experienced in corporate finance, mergers and acquisition, and public company development. In 2013, FEG became the biggest Class A Common Stock shareholder of Big Screen Entertainment Group ("BSEG"). Sharing the same goals of growing into a full-service global entertainment group, BSEG and Fairfax Entertainment have been working closely in exploring potential opportunities, especially with the Asian-US entertainment markets.

After an internal and external audit, the company has determined that it owed past due amounts from distributors on several films. While some of these accounts receivable have been collected over the last quarter, there remains a portion to be collected. In addition, there have been several court judgments that the company has acquired against an individual and company.

The company had two board meetings dated September 1st and September 24th to discuss and approve deals in progress. As soon as these deals have been materially confirmed, they will be announced.

## OUR PROPRIETARY FILM LIBRARY

We have a substantial proprietary film library comprised of movies we have produced, developed, acquired and distributed. Most of the film projects listed below remains available for sales both internationally and domestically. Meanwhile domestic sales are accomplished through our distribution relationship with CAV distribution corporation to release domestically on DVD. Our business relationship with CAV allows us to now have our own branded "Big Screen Entertainment Group" label, and as many different labels both in film and music as may be necessary for each film or music project that we distribute.

We have produced, developed, acquired and will be distributing the following movies, all of which have been produced and/or will be distributed through Big Screen Entertainment Group:

## IN DEVELOPMENT AND POST PRODUCTION

***SNOW WHITE*** – ***Adventure in China***– An optioned project based on the Snow White fairytale, and the first of a series to be shot in China and the U.S. as a co-production with China. It is anticipated to complete financing in in the 3rd quarter with anticipated shooting in Spring, 2015

***CODE Z***- Described as a cross between the original *Red Dawn* and *Toy Soldiers*, *Code Z* takes place during a zombie outbreak, and follows a group of students as they struggle to survive. Based on the Michael Jackson, Thriller music video.

***TOOL GIRLS –*** An action packed thriller to be directed by the multiple award-winning Deka Bros. The film is one of the first on the film slate for BSEG.

***THE ADVENTURES OF LITTLE RED-*** A newly optioned script for the American/Chinese market by writer Mark Morgan.

***GIRL ZERO -*** A suspense/thriller taking place in a world where most of the world's women have disappeared with only a few remaining. Written and directed by award winning filmmakers Eric Shapiro and Rhoda Jordan.

***CODE NINJA*** – The Hunt for the Black Diamond - A family film and adventure franchise which we will begin shooting this summer. This film is a series of four films.

***KUNG FU KIDS*** – A family adventure to be shot in China. Stephen Eckelberry is writer/director.

***SANTA IS REAL*** -- A family fun action adventure about the discovery of Santa Claus written by President of Red Films, Adam Cushman.

***ONE MILLION MONSTERS*** – A high-budget comic book action picture which we intend to develop into a studio level film.

***ROAD TO CHRISTMAS*** – A Christmas family/adventure film written by well known screenwriter Ron Zimmerman.

***KRUSHERS*** – A new twist on crime thrillers. To be produced by Big Screen Entertainment.

***FLATHEAD LAKE*** – Based off a true story. A sci-fi thriller to be filmed on location in Montana. Produced by award winning filmmakers at Big Screen Entertainment.

**EAGLE DOCUMENTARY** - An exploration into one Northern California family's life as herbal growers and wildlife healers. Taking in injured eagles, owls and hawks, the, Hodges provide wildlife rehabilitation eventually culminating with their release back into the wild.

**UNTITLED TELEVISION SHOW FOR CABLE - HBO/SHOWTIME/FX-** Working with a top doctor in a specialized field, Big Screen is developing a new show geared toward off-network (HBO/Showtime/FX) programming.

**TWO UNTITLED REALITY TELEVISION SHOWS WITH ANITA GREGORY** – Anita is very active in the Reality TV show world selling numerous ideas to some of the leaders in reality TV. The company is currently in the process of producing two new reality shows.

In addition to these films, the company has started producing high quality, specialized medical training, educational films designed for doctors. The most recent set of educational videos have been produced for Halt Medical Group and details the exciting new Acessa procedure which is a safe, non-invasive medical alternative to a hysterectomy for women suffering from Uterine Fibroids.

**BSEG TITLES CURRENTLY IN DISTRIBUTION AND SALES:**

***MOSQUITO MAN*** – A comic book/action/adventure film which is completed and being sold at the film markets. Directed by Michael Manasseri, the director of our successful and critically acclaimed production, *BABYSITTER WANTED*, and utilizing the talents of The Deka Bros., the acclaimed directors and special effects team behind *SODIUM BABIES*, *MOSQUITO MAN* will be distributed by Big Screen Distribution. Starring Michael Manasseri, Monty Bane, Jordan Trovillion, Lloyd Kaufman, Danny Mooney, Ricky Wayne.

***DIRTY LOVE*** – one of the funniest comedies of the decade and growing into a cult classic, starring Jenny McCarthy, Carmen Electra, Eddie Kay Thomas and Kathy Griffin.

***HIDDEN AFFAIRS*** – starring Kelly LeBrock, Erin Cahill, Thaao Penghlis, Bryan Callen and Shiloh Strong. This is a crime mystery, to be released in early 2014.

***BABYSITTER WANTED*** – an award winning horror/thriller film on numerous Top 10 lists, starring Sarah Thompson, Matt Dallas, Bill Moseley, Kristen Dalton, Bruce Thomas.

***WILLIAM SHATNER'S GONZO BALLET*** – an Award Winning documentary starring William Shatner, Ben Folds, Henry Rollins, Elizabeth Shatner, and Joe Jackson.

***FORGET ABOUT IT*** – an award winning comedy, starring Burt Reynolds, Raquel Welch, Charles Durning, Robert Loggia, Phyllis Diller, and Richard Grieco.

***LIGHTFIELD'S HOME VIDEOS*** - (currently in post-production) – starring Juliette Lewis, Giovanni Ribisi (Avatar), Cuba Gooding, Jr., James Caan, with cameos from Clint Eastwood, John Travolta, Jeff Bridges and Robert Redford.

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**OUR FILM LIBRARY ACQUIRED FROM THIRD PARTIES FOR SALES:**

Distinct from our own proprietary film library, we have acquired various film projects from third parties which we are distributing domestically and through our Big Entertainment Distribution division internationally. We receive a distribution fee for our sales in addition to marketing fees. Our agreements include DVD, Blu-Ray, VOD, PPV, Digital Distribution such as iTunes, Amazon.com, Netflix, DISH. BSEG also has relationships with vendors wherein we sell our films for exhibition on DISH, Comcast, Time Warner, Xbox, Wii, Netflix, Redbox, Hulu, Crackle, Hotels, Airlines and numerous new platforms opening up to exhibit movies.

Revenue streams being generated for movies in the digital marketplace is growing exponentially. Big Screen Entertainment Group is actively acquiring new films for distribution and sales both domestically and internationally.

**SOME OF THE FILMS WE REPRESENT AND SELL DOMESTICALLY AND/OR INTERNATIONAL (COMPLETE LIBRARY AVAILABLE ON BIG SCREEN WEBSITE):**

***YOU CAN'T KILL STEPHEN KING-*** A tongue and cheek horror film; a fan tribute to the work of the great author. The film contains elements from across Mr. King's written repertoire as well as references to many of his film adaptations. To be released on DVD and VOD December 12th.

***CRIMSON WINTER*** - A very well shot dramatic thriller that follows a vampire prince's on a long journey to unite the races. Taking place in the Pacific Northwest, a French vampire prince must decide the fate of hikers who have discovered his clan's existence. To be released on DVD October 9th.

***SINGULARITY PRINCIPLE*** - A new Sci-Fi thriller film acquired for sales and distribution starring William B. Davis (The Smoking Man from *The X-Files* movies and TV shows), John Diehl (*Stargate*, *Jurassic Park*) – the film was written and directed by renowned physicist Dr. David Robert Deranian and his partner Austin Hines. To be released on January in Q4.

***SODIUM BABIES*** – A critically acclaimed, award-winning visual masterpiece similar to *Fight Club*, but with a vampire twist.

***TARGET PRACTICE*** – An action/adventure film and winner of over 20 film festival and industry awards. (Released under BSEG label domestically). Sales continue internationally.

***RULE OF THREE*** – A superb thriller which also won numerous awards released in U.S. under BSEG label. International sales are currently underway.

***MEN aka HOW STELLA FOUND LOVE*** – A love story starring Sean Young, Dillon Walsh and John Heard.

***FELONS*** – A crime thriller/mystery starring Erika Eleniak, C. Thomas Howell, James Russo, Karen Black and Jack Scalia, directed by Stephen Eckelberry.

***DEAD STOP*** – A horror thriller title from the behind the scenese filmmakers behind The Hunger Games, SAW franchise and Terminator 4.

***I DIDN'T COME HERE TO DIE –*** A well made, intelligent, very well reviewed thriller/horror film by Jim & Kim Productions. BSEG is currently selling the film internationally.

***A THOUSAND CUTS –*** A film starring Academy Award winner Michael Keaton that is being sold internationally through BSEG's sales division.

In addition to the above films, we also represent several libraries of over 400 classic films, television shows and documentaries we sell domestically for Digital sales and Internationally.

**MUSIC DIVISION**

Our Big Screen music label is distributed through The Orchard. We are in the process of expanding this division through our music label, thereby increasing another source of revenue for the company and further branding the "Big Screen" name.

**TALENT MANAGEMENT DIVISION**

The Talent Management Division is currently managed by Anita Gregory and Kimberley Kates. The management scope includes writers, directors and actors. Currently under contract are the talented brothers, Julien Decaillon and Benoit Decaillon, aka The Deka Bros. the directors of the internationally acclaimed film *Sodium Babies* and several award winning music videos.

The Deka Bros. have been quite busy working as the Directors, Directors of Photography, Visual Effects and Special Effect artists. They have directed numerous music videos, educational films and movies. The brothers recently won Best Visual FX Artist for 2012 at the MTV Video Music Awards for their work in a Skrillex video which currently has over 125,000,000 views on YouTube.

Big Screen Entertainment is in the process of expanding the Management division to include Actors, Directors and Musicians.

**GAMING DIVISION**

We are working with Scientifically Proven Entertainment ("SPE") to co-produce more films, television, video games projects in Michigan. We will distribute projects domestically through our distribution label and internationally through our in-house Sales Division. Our partnership with SPE is administered by Michael Manasseri and SPE's CEO, Nathaniel "Than" McClure. Mr. McClure is a video game industry veteran, formerly of Activision where he worked on *Call of Duty*, one of the most profitable video game franchises in history. Mr. McClure formed Epicenter Studios in Los Angeles with partner Bryan Jury where they developed and produced Real Heroes - Firefighter for the Nintendo Wii console and recently completed *Rock of the Dead*.

SPE provides us with a proven partner in the lucrative video gaming industry, while BSEG provides SPE with an entry into distribution for co-production ventures.

**MICHIGAN DIVISION**

The company opened a production and distribution division in southeastern Michigan to take advantage of the Michigan Film Incentive program which currently offers a 32% rebate on all Michigan production and distribution expenditures. Michael Manasseri administers our Michigan facilities.

Additionally, the company has forged a partnership with Made In Michigan Entertainment (MIME). MIME is premiere commercial production house in Michigan and produces a significant revenue stream for BSEG from shooting numerous commercials, music videos, book trailers and other educational films. Over the last quarter, MIME produced 10 commercial projects including commercials, short films and book trailers

**SALES AND DISTRIBUTION DIVISION**

As discussed in the foregoing, we have acquired various film projects from third parties which we are distributing through our own label domestically and through our new Big Screen Sales division internationally. We receive a distribution fee for our sales in the United States which includes DVD, Blu-Ray, PPV, VOD, Digital Distribution such as iTunes, Amazon.com, Xbox, Playstation, Wii, Netflix, hotels, airlines and numerous new platforms opening up to exhibit movies. We also distribute the films we have produced through Big Screen Distribution, and distribute music projects directly through Big Screen Music and through our relationship with The Orchard, DISH, Amazon as well as BSEG's direct vendors.

We have a five-year contract with DISH Network to release our projects for VOD and PPV. BSEG is gearing up to release 6 projects over the next 12 months with DISH. Our titles with DISH are increasing rapidly with the addition of new personnel in assisting BSEG with delivery and distribution. This will increase revenue over the next 12-24 months for the company.

In addition to a contract with DISH Network, we also have an extended contract with The Orchard, a leader in digital content that acts as an aggregator for numerous revenue generating platforms.

We operate in a competitive environment that is characterized by rapid technological change. We are competing with major domestic and international entertainment companies which have substantially greater resources than our own.

Our major competitors include well-funded public and private companies. Our competitors likely have greater market recognition and substantially greater financial, technical, marketing, distribution, purchasing, manufacturing, film production and personnel resources than we do. Many of our current and potential competitors are developing and currently producing films with substantially greater budgets, and have significantly longer operating histories, greater name recognition, access to capital, and customer and consumer bases. As a result, they may be able to respond more quickly to changing consumer and customer demands or to devote greater resources to the development, promotion and sales of entertainment products and services than we can.

There can be no assurance that we will be able to compete against current and future competitors. If we are unable to compete effectively, or if competition results in a deterioration of market conditions for our entertainment products or services, our business and results of operations would be adversely affected.

We acquire film titles, projects, and screenplays from various entertainment companies and individuals. We also develop, produce and distribute film titles and music projects internally through our own facilities. We are subject to then-prevailing market prices for the film titles acquired from third parties that we distribute, which are subject to fluctuation. We cannot ensure that the prices charged by the persons and entities from whom we acquire film titles, projects and screenplays will not increase because of changes in market conditions or other factors beyond our control.

We are not dependent on just a few major customers for our products and services. Rather, consumers of our film and music projects are numerous and reside both domestically and internationally.

We do not have any patents, trademarks, licenses, franchises, concessions or labor contracts. We do own, however, intellectual property rights under applicable state and federal laws in each of the films and musical projects which we internally produce or acquire.

We do not have any pending permits or government approvals. We are now and will be pursuing film production business opportunities in the states of Michigan and Louisiana which provides substantial rebates to film producers like us who make films in these various states. Film production is generally subject to oversight and regulation in accordance with national and local ordinances, zoning, environmental protection regulations, intellectual property, trademark and patent protections and regulations, labor and union laws, and other rules and regulations. If we fail to observe these shifting requirements on a national, state, or local level in producing or distributing our music and film products and services, we may incur claims or reputational damage.

**BIG ENTERTAINMENT INTERNATIONAL**

Big Screen Entertainment Group has created a new international distribution subsidiary called Big Entertainment International (BEI) that is still in developmental stages.

Big Entertainment International (BEI) will be a majority owned subsidiary of Big Screen Entertainment Group which will acquire and distribute films internationally beginning in France.

Through several key connections with some of the largest retailers in France, Big Entertainment International will sell Big Screen's extensive catalogue to the largest retailers in France, as well as all VOD platforms and license to television.

The Company recently cleared some major hurdles in setting up offices in France, and, to date, close to 1,000 outlets have been set for distribution in France. The company is currently seeking financing to begin operations.

**EDUCATION DIVISION**

This quarter, the company has re-negotiated its contract with Oakland University in Michigan to continue managing the school's film program. This project is overseen by Michael Manasseri and Made in Michigan Entertainment.

Additionally, the company is in the process of setting up an education division in Hollywood to introduce international students to the world of filmmaking. It will include a Special Effects program, Makeup program, Acting program and Singing program.

## Item 7: Description of Issuer Facilities

Our administrative and executive headquarters are located at Raleigh Studios, 5300 Melrose Avenue, Bungalow 124, Hollywood, CA 90038. We occupy 600 sq. ft on a month-to-month lease with a monthly lease payment of $2,152. We also utilize facilities at Oakland University in Rochester Hills, Michigan.

## Item 8: Officers, Directors and Control Persons

***Names of Officers, Directors and Control Persons***

***Kimberley Kates - CEO/Co-Chair/Director*** - Ms. Kimberley Kates has been in the film business for 25 years. Ms. Kates oversees a variety of tasks at Big Screen Entertainment Group including producing feature films within the company.

Ms. Kates handles the following activities for the company:
Negotiations, drafting of agreements for production and distribution of motion picture and television productions from beginning to end, knowledge of all aspects of the film industry including servicing, delivery, distribution, production, deals for actors, directors, writers, producers, investor deals, merchandising deals, domestic distribution deals, acquisition of films and distribution rights deals, financing documents, casting, script development, managing talent, hiring all talent on a motion picture from casting directors to DP's to music supervisors, hands on set producing, foreign sales relationships, shareholder relations, editing, post production supervising, marketing and website design, knowledge of film markets, forming numerous alliances with other film companies, to mention a few of the many tasks she oversees.

During Ms. Kates tenure, BSEG has grown into a multi media format, revenue producing company. The company originally started out as only a Production Entity. Under Ms. Kates guidance, the company has expanded into Sales, Distribution, Acquisitions and Management and now is planning expansion into Europe directly. Ms. Kates has acquired access to over 400 films for the Big Entertainment International pipeline and continues negotiations on a substantial library for BSEG and its subsidiaries.

Ms. Kates has engineered strategic corporate entertainment partnerships with Warner Music Group, Warner Electra, Lionsgate, Paramount Studios, Showtime Networks, Redbox, CAV, Wal-Mart to name a few as well as buyers from numerous foreign territories from England, France, Brazil, Spain, Germany, Russia, India Japan and Australia.

In April, 2014, Ms. Kates was invited to walk the red carpet at the 4$^{th}$ Beijing International Film Festival Closing Ceremonies. Ms. Kates is collaborating and working on several Sino-American co-productions for BSEG and building strong relationships in Asia.

Ms. Kates is a well-known actress, she had an extensive career in front of the camera before stepping into the hat of producer 10 years ago. She has worked with many acclaimed performers. Ms. Kates' director/producer relationships include the likes of Martin Scorsese, Oliver Stone, Randal Kleiser, Michael Tolkin, Brad Silberling, Kevin Bright and Stephen Bochco.

***Dr. Jimmy Jang – Chairman of the Board/Director*** - Dr. Jiang is an M.D. and has a PH.D in Urology in China; Dr. Jiang was one of the top kidney transplant surgeons in the country before coming to the United States to study Immunology at UCLA. Dr. Jiang is the CEO of FEGifund Trust, a subsidiary of Fairfax Entertainment Group, and the biggest shareholder of BSEG.

Dr. Jiang is a prominent Los Angeles businessman and entrepreneur who serves on the board of another Nasdaq traded public company. He has extensive experience in the capital markets in US and China and shares BSEG Chief Executive Officer Kimberley Kates' vision of expansion and growth domestically and overseas.

BSEG anticipates that the addition of Dr. Jiang as Chairman of the Board will have a highly significant impact upon entry into Asian markets and in the launch of joint productions overseas. His efforts and activities have already assisted CEO Kimberley Kates in initiation of several large scale projects consistent with BSEG's philosophy of growth as well as the introduction to the top Asian companies and studios in film production both in the government and private sector.

***Michael Manasseri – Senior VP/Director*** - Michael Manasseri is our Senior Vice President and is also a director. He is also President of our affiliated company Big Screen Michigan. Mr. Manasseri has a long career in acting, directing and producing. He is the Co-Director and Producer of the Company's critically acclaimed horror/thriller, *Babysitter Wanted*, which had a theatrical domestic release. Lions Gate Entertainment released the film on DVD in the United Kingdom; the United States DVD release is set for May 2010.

As a teenager, Mr. Manasseri appeared on Broadway in the revival of *Oliver*, toured the United States in *The King and I* with Yul Brenner, and starred in three Off-Broadway theatrical productions. He also appeared in over 40 national commercials. Michael made his silver screen debut in the 20th Century Fox film, *License to Drive*, starring opposite Corey Haim, Corey Feldman and Heather Graham. Michael also had starring roles in four television series: *Raising Miranda* and *Peaceable Kingdom* for CBS, *Charlie Hoover* for FOX, and from 1994 to 1998 Michael played the lead role in the USA Network comedy *Weird Science* produced by John Landis (Director/Producer of *Animal House, Trading Places* and *Coming to America*). *Weird Science* is still in worldwide syndication, having aired in over 40 countries In 2000, he formed Smash Productions with director John Asher (Diamonds for Miramax), actress/writer Jenny McCarthy (MTV'S *Singled Out, Scream 3, Scary Movie 3*) and our Chairman, Kimberley Kates. The Smash Team created and sold the project "America's Movie" to Fremantle Media, the producers of the Fox hit, *American Idol.* They also developed the project, *Dirty Love*, written by Ms. McCarthy, which Mr. Manasseri produced for the Company.

Mr. Manasseri also produced *The Mirror, aka Nina and the Mystery of the Secret Room*, directed by Stephen Eckelberry, and edited and produced *Forget About It*. Mr. Manasseri produced the documentary, *William Shatner's Gonzo Ballet*, with Melis Productions. Recently, Mr. Manasseri produced, directed and starred in the our comic book adventure film *A Mosquito Man* to be released in 2015.

Mr. Manasseri has forged a partnership in Michigan with game developer Epicenter Studios and its sister companies, Scientifically Proven Entertainment and Floor 84 Studios, to create a Michigan-based production and distribution hub for video games, films and television. He also works closely with Oakland University in an advisory capacity on their film program.

***Stephen Eckelberry – President of Production/Director*** - Mr. Eckelberry is our President of Production. He joined BSEG in 2004. Mr. Eckelberry is a filmmaker with over 30 years experience. One of his latest films, which he wrote and directed for BSEG, *HIDDEN AFFAIRS*, won accolades at several film festivals, including the Hollywood and Portuguese Fantasporto Film Festivals and garnered him the Directors Award at the Macon Film Festival.

Mr. Eckelberry's first feature film as a director premiered at the Austin Film Festival and he was

nominated for Best Director at the Nashville Film Festival. He recently completed *Double Duty*, a TV movie comedy starring Tom Sizemore and action star Mimi Lesseos, which chronicles the adventures of a female marine trying to adjust to civilian life. The film premiered on The Showtime Networks.

As a producer he made *My Brother the Pig,* starring Scarlet Johansson and Eva Mendes for Nickelodeon Pictures, and *Malaika* for HBO Kids. For the Company, he was co-producer on *Forget About It*, and a producer on *Babysitter Wanted*, which was accepted at the prestigious Sitges International Film festival and he served as producer and editor on the recently completed our film *Sucker*.

Mr. Eckelberry's experience in post-production includes big-budget studio films and quality independent films. Highlights include Vincent Gallo's *Buffalo 66* (Sundance '98), and *This World*, *Then The Fireworks* (Sundance '97) starring Billy Zane and Gina Gershon. Mr. Eckelberry edited *Men*, directed by Zoe Clark Williams, which won the Best Young Filmmaker award at the Hollywood Film Festival, *Mirage* starring Sean Young and Edward Olmos for MCA/Universal, and *The November Men,* both directed by Paul Williams. Recently he edited a series of TV Shows entitled *Baby Geniuses.*

***Dr. Bruce Lee – Director -*** Bruce B. Lee, MD is the co-founder and Chief Medical Officer of Halt Medical, Inc., and inventor of the Acessa procedure, a safe and effective minimally invasive surgery for the treatment of uterine fibroid tumors. The procedure has received FDA clearance and is also licensed/cleared in Europe, Canada, and Mexico.

Dr. Lee's father, George S. Lee, was President and Founder of the Southern California Chinese Lawyers Association and one of the key members who assisted in the creation of East-West Bank of Los Angeles, CA. With a parallel interest in entertainment, Dr. Lee has served on multiple boards for over 25 years, has been an executive producer on several films and is a talented composer. He assisted CEO Kimberley Kates in development of the Content Education Division of BSEG and will work to develop and expand activities in this large potential market both in the US and abroad.

***Isaac Marble – Assistant Corporate Secretary*** – Isaac Marble is Vice President of Sales and Acquisition. He is a native of Montana and graduated from Carroll College with a Bachelors Degree in International Business, Finance and Marketing. He has produced three indie features as well as several short films and commercials. Mr. Marble reviews projects in all phases of development looking for potential acquisitions and sales for Big Screen Entertainment Group's library. Mr. Marble also assists in distribution and marketing activities as well as providing production support.

***Anita Gregory-*** Anita is a reality television development consultant for the company. A piano prodigy, Anita Gregory was in show business by the age of 14, being a much in demand rehearsal accompanist on Broadway. After graduating from Manhattanville College with a Bachelor of Arts degree in Music and Drama, Anita went on to tour the country with a nightclub act that logged over 3,000 performances in clubs and hotels all over the U.S. Anita was consequently discovered by Warner Bros. Records and signed a lucrative recording contract. Her dance hit "The Man I Love" was the number one record in Europe for 3 consecutive months. As she continued to expand upon her musical talents she began writing songs for many feature films and television shows, including several title songs that she sang on the sound tracks as well.

## LOOKING FORWARD

The company is looking forward to opening new avenues in the global arena in 2015 with Europe and Asia. With a robust current slate, extensive catalogue and new acquisitions, the company has the product to make a noticeable impact on the current market as well as its burgeoning relations with China and upcoming productions.

In addition to a domestic and European distribution division, the company's production division is working on several Sino-U.S. co-productions that, if solidified, will prove very lucrative.

Through the partnership with Fairfax Entertainment, BSEG has been presented with major opportunities that the company hopes to capitalize on in 2015 including many signed Memorandum's of Understanding.

To further this relationship, the company CEO, Kimberley Kates, will be attending the upcoming Beijing International Film Festival as well as the groundbreaking ceremony for the Changchun Film Group's new multi-billion dollar theme park in Hainan province.

### *Legal/Disciplinary History*

None of our officers or directors have been convicted in any criminal proceeding or named as a defendant in a pending criminal proceeding. None of them have been the subject of an order, judgment or decree permanently or temporarily enjoining, barring, suspending or otherwise limiting their involvement in any type of business, Securities, commodities or banking activities. No finding or judgment by a court of competent jurisdiction, the SEC, CFTC or a state securities regulator or a violation of federal or state securities or commodities laws against any of them. There is no order of self-regulatory organization that permanently or temporarily bars, suspends or otherwise limits their respective involvement in any type of business or securities activities.

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***Beneficial Shareholders as of December 31, 2014***

| Title of Class | Name & Address | Beneficial Ownership | Percent of Class |
|---|---|---|---|
| Class A Common Stock | Kimberley Kates<br>5300 Melrose Avenue<br>Bungalow 124<br>Los Angeles, CA. 90038 | 6,533,710 | 6.3% |
| Class A Common Stock | FEGiFund (Fairfax Entertainment Group)<br>701 S Atlantic Blvd. Suite 200.<br>Monterey Park, CA 91754 | 22,650,000 | 21.9% |
| Class A Common Stock | Michael Manasseri<br>5300 Melrose Avenue<br>Bungalow 124<br>Los Angeles, CA. 90038 | 1,617,766 | 1.5% |
| Class A Common Stock | Stephen Eckelberry<br>5300 Melrose Avenue<br>Bungalow 124<br>Los Angeles, CA. 90038 | 1,005,000 | .09% |
| Class A Common Stock | Bruce B. Lee<br>5300 Melrose Ave.<br>Bungalow 124<br>Los Angeles, CA 90038 | 10,619,150 | 10.3% |
| Class A Common Stock | Jimmy Jiang<br>6565 E Washington Blvd.<br>Commerce, CA 90040 | 9,555,906 | 9.2% |

**Item 9:** **<u>Third Party Providers</u>**

**Legal Counsel**
Robert C. Laskowski
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Telephone: 503-241-0780
Email: rcl@roblaw.us

**Accountant or Auditor**
NOW CFO
2424 S. E. Bristol Street, Suite 280
Newport Beach, CA 92660
Telephone: (801) 834-7987
Email: sbryant@nowcfo.com
Contact: TJ Delight or Tom Hill

**Investor Relations Consultant**
**None**

**Item 10:** **Certification**

I, Kimberley Kates, certify that:

1. I have reviewed this 3rd Quarter Interim Report of Big Screen Entertainment Group, Inc.

2. Based on my knowledge, this disclosure statement does not contain any untrue statements of material fact or omit to state a material fact necessary to make the statements made, in the light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations, cash flows of the issuer as of, and for, the periods presented in the disclosure statement.

Dated: June 16, 2015

Kimberley Kates
*/s/ Kimberley Kates*
Name: Kimberley Kates
Title: Chief Executive Officer