INDEX NO. 657004/2017

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# NOTICE OF MEETINGS OF MEMBERS OF VINTAGE INDIA NYC, LLC

WHEREAS, the Company was formed under the laws of the State of New York on November 3, 2014; and,

WHEREAS, fifty percent member Lynn Keller ("Keller") began to notice irregularities in the finances of the LLC in the fall of 2016; and,

WHEREAS, Keller became acting-managing member on February 11, 2017, taking control of day-to-day operations from fifty percent member Prashant Goyal ("Goyal"); and,

WHEREAS, at the time Keller became acting-managing member, substantial obligations of the LLC, most notably rent on the Manhattan store, was in arrears; and,

WHEREAS, On February 21 and 22, 2017, Goyal wrongfully drained the corporate bank accounts, seizing all available cash for himself in the amount of \$5,700; and,

WHEREAS, to permit the LLC to continue to operate, Keller made a \$25,000.00 capital contribution to the LLC. Demand has been made to Goyal to match Keller's capital contribution given the precarious finances of the LLC. No capital contribution has been made by Goyal; and,

WHEREAS, the members of the LLC have irreconcilable differences; and,

WHEREAS, Keller is noticing a member meeting at which a vote will be taken to remove and/or expel fifty percent member Goyal for cause, and,

WHEREAS, any member with a majority of the outstanding membership interest may duly call a meeting of the members.

**NOW THEREFORE**, Notice is given pursuant to the New York State Limited Liability Law ("NYC LLC"):

1. A meeting shall be held at the offices of Diamond Court Reporting, 1001 Sixth Avenue, New York, New York, on March 21, 2017, at 10 a.m., before a licensed court reporter, who shall transcribe the proceedings, at which Keller and/or her attorney will make a presentation regarding financial irregularities in the banking and other financial records of Vintage India, LLC, including but not limited to the following conduct by Goyal: self-dealing, fraud and incurring debt on behalf of the LLC without the prior knowledge and consent of Keller. Goyal or his attorney will have the opportunity to respond to the presentation and interpose any defense deemed appropriate.

MVSCEE DOC NO 22

INDEX NO. 657004/2017

RECEIVED NYSCEF: 01/17/2018

Keller will provide documents to be marked as Exhibits and entered into the record at said meeting on or before March 15, 2017 to counsel for Goyal.

Goyal Shall provide any documents he deserves to have marked to counsel for Keller on or before March 20, 2017.

After said presentations, Keller shall vote on whether to remove Goyal as a member of the LLC for cause and to whether to seek judicial expulsion of Goyal from the LLC.

#### SUBSEQUENT TO SAID VOTE:

- 2. A vote will be taken to ratify the retention of Christopher R. Lynn, as counsel to the LLC.
- 3. A vote will be taken to ratify Keller has the authority to open new LLC bank accounts.
- 4. A vote will be taken to elect Keller as managing member of the LLC.
- 5. A vote will be taken regarding whether to hire a forensic accountant to review the financial records of the LLC and to report on the extent of damages caused to the LLC by Goyal's self-dealing, fraud and incurring debt on behalf of the LLC, without the prior knowledge and consent of Keller. The forensic shall also determine the value, if any, of Goyal's interest.
- 6. A vote will be taken on whether to instruct the corporate accountant to review and refile any tax documents that are inaccurate and/or intentionally misleading due to the conduct Goyal with the proper taxing governmental authorities.
- 7. A vote will be taken to ratify a change to the Articles of Incorporation to reflect that the LLC has only one member.

Dated: New York, New York March 9, 2017

Lynn Keller

Acting-Managing Member Fifty Percent Member Vintage India NYC, LLC

To: Howard Schragin, Esq.
SAPIR SCHRAGIN, LLP
399 Knollwood Road, Suite 310
White Plains, New York 10603
Counsel for Prashant Goyal

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NYSCEF DOC. NO. 22

INDEX NO. 657004/2017

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From: thomas shanahan tom@shanahanlaw.com  $\mathscr G$  Subject: Notice of Members Meeting - March 21, 2017 - 10 a.m.

Date: March 9, 2017 at 1:02 PM

To: Howard Schragin hschragin@SAPIRSCHRAGIN.COM

Cc: Chris Lynn chrisrlynn@aol.com

Bcc: lynnkeller108@gmail.com

Please see the attached Notice of Member's Meeting and agenda. Mr. Lynn has been retained by the LLC.

Tom Shanahan Thomas D. Shanahan, P.C. 551 Fifth Avenue, Suite 616 New York, New York 10176 (212) 867-1100, x11 Fax (212) 972-1787





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NYSCEF DOC. NO. 22

INDEX NO. 657004/2017

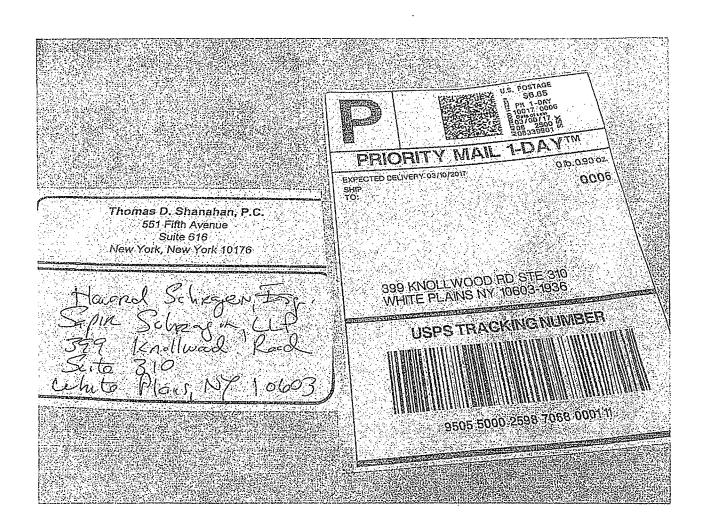
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From: Tom Shanahan tom@shanahanlaw.com &

Subject: Vintage india

Date: March 9, 2017 at 10:47 AM

To: Thomas Shanahan tom@shanahanlaw.com



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NYSCEF DOC. NO. 22

INDEX NO. 657004/2017

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March 10, 2017, 1:18 am

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March 9, 2017, 11:48 pm

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March 9, 2017, 9:32 am

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