

September 3, 2020

RE: Notice of Annual Meeting
Maui Ocean Club Vacation Owners Association (referred to as the “VOA”) and
Written Consent Ballot for Annual Meeting of Association of Apartment Owners of Maui Ocean Club
(referred to as the “AOAO”)

Dear Marriott’s Maui Ocean Club Owner:

The 2020 Annual Meeting of Maui Ocean Club Vacation Owners Association will be held at 9:30 a.m., Hawaii Standard Time, on October 20, 2020, at Marriott’s Maui Ocean Club, 100 Nohea Kai Drive, Lahaina, Hawaii 96761.

The purpose of the Annual Meeting is to review the operations of the VOA, conduct any other business which may be presented at the Annual Meeting and to consider the following:

- Fix number of Directors of the VOA Board
- Election of three (3) members to the VOA Board of Directors, two (2) to each serve a three-year term and one (1) to serve out the remainder of an unexpired one-year term
- Application of surplus funds for the VOA

The following Annual Meeting materials are included for your review:

- **Agenda**
- **Proposals** to be considered
- **Candidate Profiles** of the candidates for election to the Board of Directors
- **Limited Proxy**

This email contains the link to the secure internet site that will allow you to submit your Limited Proxy electronically and also view the documents related to the Annual Meeting. It has confidential information specific to your account and intended only for the member(s) to whom it is addressed.

If you are unable to attend in person, you may submit your Limited Proxy online no later than 4:30 p.m., Hawaii Standard Time, on October 13, 2020. The internet procedures are designed to authenticate your electronic submission by use of a personal control number. To submit your Limited Proxy via Morrow Sodali’s online system, please click on proxyvoting.com/MVCI. At the site, you must enter the following control number: [# to be provided by proxy vendor]. **PLEASE MAKE NOTE OF YOUR CONTROL NUMBER AS THE INFORMATION IS AVAILABLE ONLY THROUGH MORROW SODALI.**

AOAO WRITTEN CONSENT BALLOT. As a VOA member, you are also a member of the AOAO. **The AOAO’s Annual Meeting will be held at 9:00 a.m., Hawaii Standard Time, on October 20, 2020,** at Marriott’s Maui Ocean Club, 100 Nohea Kai Drive, Lahaina, Hawaii 96761. Also included on the internet site for your review is a copy of the agenda for the AOAO Annual Meeting, as well as a copy of the Proposal to be considered at the AOAO Annual Meeting and the Candidate Profiles of the Candidates for election to the AOAO Board of Directors. In order to facilitate voting by the VOA Board on behalf of VOA members at the AOAO Annual Meeting, included on the internet site is a Written Consent Ballot (“Ballot”) for you to submit online no later than 4:30 p.m., Hawaii Standard Time, on October 13, 2020. A representative of the VOA Board will then exercise the votes of the VOA members at the AOAO Annual Meeting in accordance with the procedures set forth in Section 4.13 A. of the Maui Ocean Club Vacation Ownership Program Declaration of Covenants, Conditions and Restrictions (the “Timeshare Declaration”). Please note that if there are not sufficient Ballots returned by Owners of a Unit by the October 13, 2020 deadline, or if there is no majority vote of Owners for a Unit as to issue on the Ballot, the VOA Board, through its representative, may vote on behalf of such Unit in the manner it considers to be in the best interests of the Owners, as is permitted by the Timeshare Declaration.

If you have any questions regarding submitting your Limited Proxy or Written Consent Ballot electronically, please contact Morrow Sodali by email at mvcinfo@morrowsodali.com or by phone at 800-206-5879.

In connection with updating your AOA records, a **Certificate of Voting** form is included on the secure internet site. **Only** if your interest is owned by **an entity** (e.g., partnership, corporation, trust, limited liability company), please complete the form online by designating one (1) voting member by entering his/her name on the form, signing, dating and submitting it electronically. Please note, completing the Certificate of Voting is different from appointing a proxy holder. See your Limited Proxy for specific instructions on appointing a proxy holder if you are unable to attend the Annual Meeting. **If you previously completed and returned a Certificate of Voting form, you do not need to complete the form again unless you wish to designate a new voting member.**

If you have questions regarding the Annual Meetings or the meeting materials, please contact Bill Countryman, General Manager, by email at bill.countryman@vacationclub.com or by phone at 808-667-8200.

Whether or not you plan to attend the Annual Meetings, I encourage you to submit your Limited Proxy and Written Consent Ballot promptly. If the quorum requirement is not met, the VOA will incur additional expenses to re-notice Owners in order to obtain the votes required to hold the VOA Annual Meeting. Your votes and participation are important to the Associations.

Sincerely,

John Draeger

Secretary/Treasurer

Maui Ocean Club Vacation Owners Association