

August 27, 2019

RE: Notice of Annual Meeting
OceanWatch Villas Owners Association

Dear Marriott's OceanWatch at Grande Dunes® Owner:

The 2019 Annual Meeting of OceanWatch Villas Owners Association will be held at 8:30 a.m., Eastern time, on October 16, 2019, at Marriott's OceanWatch at Grande Dunes®, Starfish Room, 8500 Costa Verde Drive, Myrtle Beach, South Carolina 29572.

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

- Election of one (1) Member to the Board of Directors to serve a three-year term

The following Annual Meeting materials are enclosed for your review:

- **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 this meeting. It has confidential information specific to your account and is intended only for the member to whom it is addressed.

If you are unable to attend in person, you may submit your Limited Proxy electronically no later than 11:59 p.m., Eastern time, on October 9, 2019. The internet procedures are designed to authenticate your electronic submission by use of a personal control number. To submit your 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.**

In connection with updating your records, a **Certificate of Voting** form is included on the secure Internet site. **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 completing the form, please designate one (1) voting member by entering the name of your designated voting member, signing and submitting electronically. Single, individual Owners do not need to complete a form. 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 have any questions regarding submitting your Limited Proxy electronically, please contact Morrow Sodali by email at mvci.info@morrrowsodali.com.

If you have questions regarding the Annual Meeting, please contact Paul Bishop, General Manager, by phone at 843-692-5501 or by email at paul.bishop@vacationclub.com.

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

Sincerely,

Birgit Koellner-Gozlan

Secretary

OceanWatch Villas Owners Association

**OceanWatch Villas Owners Association
2019 Annual Meeting**

Candidate Profiles

Candidates listed in alphabetical order

Name: Mary Bailey
Home: Mark Center, Ohio
Occupation: Retired, CFO
Comments: “My husband Frank and I have been with Marriott for over 12 years, owning at both Hilton Head and Myrtle Beach. We enjoy staying at both places and return every year, also inviting friends to enjoy the resorts as well. We are currently planning on moving to Bluffton, SC based on our enjoyment of staying at Hilton Head. I currently serve on a nonprofit board as treasurer, after working in the nonprofit world as CFO for over 20 years. One of the nonprofits I worked for was involved in housing as well as a for-profit that handled over 500 rental properties. I also have an MBA in Business Administration. If elected, I will work to ensure that the resort will continue to give guests a fantastic vacation experience while trying to keep maintenance fees reasonable and maintaining the current level of the resort. Thank you.”

Name: Brian Myers
Home: Franklin Lakes, New Jersey
Occupation: Attorney/Engineer
Comments: “It would be an honor to serve the OceanWatch owners as a member of our Board of Directors. I am an attorney and engineer, and I have been managing properties for over 15 years. My legal, engineering and property management expertise will be beneficial in resolving the many challenging issues faced by our OceanWatch Board. I am committed to working with the Management Team to enhance the vacation experience including family activities, housekeeping, security, property maintenance and renovation; and at the same time, I will ensure that your interests and needs are acted upon, maintenance fees are managed, and your investment is protected. My wife and I have been proud owners at OceanWatch for over 15 years and are committed to maintaining the high-quality standards that make our resort extraordinary. I understand the responsibility to you, the owners, and I would be grateful for your support.”

Name: Daniel Tovar
Home: Catharpin, Virginia
Occupation: Program Manager/Technical Architect
Comments: “I have been a proud MVCI owner of deeded properties and points for the last 20 years and have a vested interest in what has become the provider of our family’s greatest memories. I would like to bring my vacationing experiences and my leadership as a Program Manager to the Board of Directors so that OceanWatch can continue to be the resort we have all come to love. I have been a Program Manager for multi-million-dollar IT systems for the federal government for two decades and am experienced at tracking costs and managing multiple projects on time and within budget from beginning to end. Most importantly, I’m a father who believes in the Marriott brand for providing unforgettable memories to my family. I have over 4 years experience serving on a Marriott Vacation Club owner’s board.”

Limited Proxy Submission Methods

The accompanying Notice of Annual Meeting describes important issues affecting the Association. To submit your Limited Proxy:

1. By Internet

- a. Log onto proxyvoting.com/MVCI, 24 hours a day, seven days a week by the deadline of 11:59 p.m., Eastern time, on October 9, 2019.
- b. Enter the control number that appears on your Limited Proxy.
- c. Follow the simple instructions.

2. By Mail

- a. Mark your selections on the enclosed Limited Proxy.
- b. Date and sign your name exactly as it appears on your Limited Proxy.
- c. If you will not be able to attend the Annual Meeting, please appoint a proxy holder to vote on your behalf. You may appoint the designated proxy holder named on your Limited Proxy, or you may write in the name of another person that you wish to act as your proxy holder. The person you designate must be in attendance at the Annual Meeting for your vote to be counted.
- d. Mail the Limited Proxy in the enclosed postage-paid envelope.

LIMITED PROXY

OceanWatch Villas Owners Association
2019 Limited Proxy

Date Signed: _____

Voting Member Signature:

(X): _____

Voting Member Signature:

(X): _____

Legal Name:

Note: All owners (or the designated voting member, if applicable) must sign and date the Limited Proxy for the vote(s) to be counted. Please sign and return your Limited Proxy on or before October 9, 2019. Please note, however, that votes will be counted if cast in person or otherwise properly received on or before October 16, 2019.

1. The above signed, as member(s) of OceanWatch Villas Owners Association (the "Association"), do hereby appoint EITHER (indicate only one choice by filling in the circle at (1) or (2)):

(1) Elizabeth Matthew, President of the Association, or any officer or director of the Association in attendance she so designates in her absence; OR

(2) _____
(Insert name of individual, who MUST be in attendance at the Annual Meeting in order for your vote(s) to be counted.)

as my true and lawful attorney-in-fact and proxy holder, revoking all previous proxies, to vote in my place and stead on my behalf, as though I myself were present, with power of substitution, at the Annual Meeting of OceanWatch Villas Owners Association to be held at 8:30 a.m., Eastern time, on October 16, 2019, at Marriott's OceanWatch Villas at Grande Dunes®, Starfish Room, 8500 Costa Verde Drive, Myrtle Beach, South Carolina 29572, except that my proxy holder's authority is limited as indicated below.

2. **AGENDA ITEM(S).** (FOR YOUR VOTE TO BE COUNTED ON THE FOLLOWING ISSUE(S), YOU MUST MARK THE CIRCLE(S) PROVIDED BELOW. IF YOU LEAVE ANY ITEM IN THIS SECTION BLANK, YOUR PROXY HOLDER MAY NOT CAST A VOTE ON SUCH ITEM.)

A. Election of one (1) member to the Board of Directors to serve a three (3) year term. See the Candidate Profiles for a summary of the candidates. Please vote for no more than one (1) candidate. Selection of more than one (1) candidate will invalidate your vote.

- Mary Bailey
- Brian Myers
- Daniel Tovar

3. **GENERAL POWERS NON-AGENDA ITEM(S).**

A. You may choose to grant your proxy holder general powers. Please fill in the circle below if you want your proxy holder to vote on other issues which may come up at the meeting and for which a limited proxy is not required.

I authorize and instruct my proxy holder to use his or her best judgment on all matters which properly come up before the meeting and for which a general power may be used.

THIS LIMITED PROXY IS REVOCABLE BY THE MEMBER, IN ACCORDANCE WITH THE BYLAWS OF THE ASSOCIATION, AND IS VALID ONLY FOR THE MEETING FOR WHICH IT IS GIVEN AND ANY LAWFUL ADJOURNMENT THEREOF. IN NO EVENT IS THIS LIMITED PROXY VALID FOR MORE THAN ELEVEN (11) MONTHS.

Owner ID/Villa/Week:

CERTIFICATE OF VOTING MEMBER – INDIVIDUALS

[This Certificate of Voting Member (Individuals) form should only be used for those Interests owned by multiple individuals. Partnerships, corporations, trusts, limited liability companies and other entity owners shall use the Certificate of Voting Member (Entity) form on page 2.]

The undersigned, being the owners (each, an “Owner” and, collectively, the “Owners”), of ownership interest(s) (each, an “Interest”), in the program or property known as **Marriott’s OceanWatch at Grande Dunes®** which is managed and administered by **OceanWatch Villas Owners Association** (the “Association”), hereby designate the below-listed individual as the “Voting Member” to cast the vote, on Owners’ behalf, for each such Interest, in all matters pertaining to the Association, until this Certificate of Voting Member is revoked or suspended by written instrument executed by the Owners.

Each Owner hereby acknowledges and agrees that the execution and delivery of this Certificate of Voting Member shall automatically revoke, and shall entirely replace and supersede, any voting certificate(s) executed by the Owners relating to the Association prior to the dates set forth below.

In designating a Voting Member, all Owners must sign below.

VOTING MEMBER

_____ (type or print one (1) name; Voting Member must be on Deed)

OWNERS:

Signature: _____
Printed Name: _____
Date: _____

Signature: _____
Printed Name: _____
Date: _____

Signature: _____
Printed Name: _____
Date: _____

Signature: _____
Printed Name: _____
Date: _____

Signature: _____
Printed Name: _____
Date: _____

Owner ID/Villa/Week:

CERTIFICATE OF VOTING MEMBER - ENTITY

[This Certificate of Voting Member (Entity) form should only be used for Interests owned by entities (e.g. partnerships, corporations, trusts, limited liability companies). For Interests owned by multiple individuals, please use the Certificate of Voting Member (Individuals) form on page 1.]

The undersigned, being the owner (the "Owner"), of ownership interest(s) in the program or property known as **Marriott's OceanWatch at Grande Dunes®** which is managed and administered by **OceanWatch Villas Owners Association** (the "Association"), hereby designates the below-listed individual as the "Voting Member" to cast the vote, on Owner's behalf, until this Certificate of Voting Member is revoked or suspended by written instrument executed by Owner.

Owner hereby acknowledges and agrees that the execution and delivery of this Certificate of Voting Member shall automatically revoke, and shall entirely replace and supersede, any voting certificate(s) executed by Owner for the Association prior to the date set forth below.

By the execution of this Certificate of Voting Member in the space provided below, the individual signing this Certificate of Voting Member, on behalf of Owner, represents that he/she is authorized to sign this Certificate of Voting Member on behalf of the Owner.

VOTING MEMBER

(type or print one (1) name)

ENTITY OWNER LEGAL NAME:

Signed By: _____

Printed Name: _____

As its (choose one):

President Vice President General Partner Other _____

Date: _____

ATTEST:

(Attest not required if entity is a Trust)

Signed By: _____

Printed Name: _____

As its (choose one):

Secretary Assistant Secretary