

September 10, 2018

RE: Notice of Annual Meeting
SurfWatch Owners Association

Dear Marriott's SurfWatch Owner:

The 2018 Annual Meeting of SurfWatch Owners Association will be held at 3:00 p.m., Eastern time, on October 30, 2018, at Marriott Vacation Club® International, Board Room, 1044 William Hilton Parkway Hilton Head Island, South Carolina 29928.

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 two (2) Members to the Board of Directors, each 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 Submission Methods**
- **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 23, 2018. 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 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@morrow sodali.com.

If you have questions regarding the Annual Meeting, please contact Case Spencer, General Manager, by phone at 843-363-3401 or by email at case.spencer@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,

Bill Kabel

Secretary

SurfWatch Owners Association

**SurfWatch Owners Association
2018 Annual Meeting**

Candidate Profiles

Candidates listed in alphabetical order

Name: Alexander R. Jansen
Home: Columbia, South Carolina
Occupation: Registered Professional Engineer and Army Officer
Comments: “We have been owners at Surfwatch since 2009 and have been extremely pleased with the condition of the facility and quality of the environment during our stays (at least once and sometimes twice a year.) I would like the opportunity to facilitate the continuation of the standards that we have enjoyed. I have served in a number of positions that involve facility management, engineering and construction. When I retired from the Army, I was Division Engineer and Commander of the Great Lakes and Ohio River Division, responsible for the Civil Works and Military Construction in the Ohio River Basin and Great Lakes for the US Army Corps of Engineers. Following my Army retirement, I was the Director of Engineering and Maintenance/Chief Engineer for the Pennsylvania Turnpike Commission responsible for the design, construction and maintenance of all the Turnpike Commission’s roadway, bridges and facilities.”

Name: Gregory J. Peters
Home: Oak Park, Illinois
Occupation: Semi-Retired, Finance/Budget Professional
Comments: “My wife Lisa and I have been legacy owners of Surf Watch since 2005 and look forward to many years of enjoying this wonderful resort with fellow owners, family and guests. Not only do we come to Surf Watch every year, we have also taken advantage of membership in the Marriott Vacation Club and Rewards Points programs for travels to other Marriott resorts in the US and Europe. As a Board member representing owners like yourself, it would be my honor to provide insights to Board members and owners comparing the qualities of other Marriott resorts that we have visited as well as using my career experience in finance to assist the resort’s board and this wonderful management team in achieving its future goals. I am a semi-retired finance professional who now provides consulting services to clients. I would appreciate your support in electing me to the Board of Directors.”

Name: Jeremy P. Ruff
Home: Court Indian Land, South Carolina
Occupation: Retired, Senior Manager Home Furnishings Industry
Comments: “My Wife and I have been owners at Surfwatch since 2009. We later purchased Trust points. Most of our investment is used to spend time at Surfwatch and we have averaged about 5 trips a year to our favorite place, Surfwatch. So we feel like Owners as well actually being Owners, and as such have a great deal of interest in the present and the future of Surfwatch. I spent the last twenty-five years of my home furnishings career as a senior manager with three different postings as CEO of various companies ranging from private equity ownership to a large public company. My business experience, a broad knowledge of the home furnishings industry, and extensive world travel for both business and pleasure position me to make a contribution to the Surfwatch community. I would love to serve and help ensure that our future is bright and prosperous at Surf watch.”

Name: Glenda B. Sanderson
Home: Louisville, Kentucky
Occupation: Retired, AVP Customer Service & Logistics
Comments: “My husband and I are owners at SurfWatch, Barony Beach Club and Ocean Watch. It is an honor to have served as Treasurer for the last three years on the Surf Watch Board. I also have experience serving on the two others. Although the resorts are all different, many of the same owner desires and issues are common. I would like to share my experience and knowledge with all other owners who love this property. I have a BS in Management and a MBA and worked for 30 years for the parent company of Jack Daniel’s in customer service, logistics and contract manufacturing management. I am experienced in budget development/adherence and attaining maximum customer satisfaction. I believe my former career and current Board experiences can be an asset. I hope you will vote and return me for another 3 years to the Surf Watch 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 23, 2018.
- 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

**SurfWatch Owners Association
2018 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 23, 2018. Please note, however, that votes will be counted if cast in person or otherwise properly received on or before October 30, 2018.

1. The above signed, as member(s) of **SurfWatch Owners Association**, (the "Association"), do hereby appoint **EITHER** (indicate only one choice by filling in the circle at (1) or (2)):
- (1) **Alan Raines**, President of the Association, or any officer or director of the Association in attendance he so designates in his 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 SurfWatch Owners Association**, to be held at 3:00 p.m., Eastern time, on October 30, 2018, at the offices of Marriott Vacation Club® International, Board Room, 1044 William Hilton Parkway, Hilton Head Island, South Carolina 29928, 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 ISSUES, 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 two (2) members 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 two (2) candidates. Selection of more than two (2) candidates will invalidate your vote.

- Alexander R. Jansen
- Gregory J. Peters
- Jeremy P. Ruff
- Glenda B. Sanderson

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 SurfWatch** which is managed and administered by **SurfWatch 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 SurfWatch** which is managed and administered by **SurfWatch Owners Association, Inc.** (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