

April 13, 2018

RE: Notice of Annual Meeting
Grand Chateau Owners' Association, Inc.

Dear Marriott's Grand Chateau Owner:

The 2018 Annual Meeting of Grand Chateau Owners' Association, Inc., will be held at 2:00 p.m., Pacific time, on June 12, 2018, at Marriott's Grand Chateau, 75 East Harmon Avenue, Activity Room-Lobby Level, Las Vegas, Nevada, 89109.

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
- Fix number of Board of Directors

The following Annual Meeting materials are included for your review:

- **Proposals**
- **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 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 through the internet no later than 11:59 p.m., Eastern time, on June 5, 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. **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 a form, you may complete it online by entering the name of your designated voting member, signing and submitting electronically. Single, individual Owners do not need to complete a form.

If you have questions regarding the voting process, please contact Morrow Sodali by email at mvci.info@morrrowsodali.com.

If you have any questions regarding the Annual Meeting, please contact Tom McCormack, General Manager, by email at Tom.McCormack@vacationclub.com.

Whether or not you plan to attend the Annual Meeting, I encourage you to vote promptly. If the quorum requirement is not met, the Association will incur an 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,

David C. Miles
Secretary/Treasurer
Grand Chateau Owners' Association, Inc.

Grand Chateau Owners' Association, Inc.
2018 Annual Meeting

Proposals

1. **Election of two (2) members to the Board of Directors** (Item 2 on your Limited Proxy)

See the Candidate Profiles for a summary of the candidates.

2. **The number of Directors shall be fixed each year by the Association at its Annual Meeting** (Item 3 on your Limited Proxy)

Bylaws, 2.1: "The management and operation of the Project and the administration of the affairs of the Association shall be conducted by a Board consisting of not less than five (5) nor more than seven (7) persons. The first Board shall consist of five (5) persons appointed by the Developer, and it shall serve until the first meeting of the members of the Association, at which time and election of all the members of the Board shall be conducted. The number of the directors shall be fixed each year by the Association at its annual meeting, provided that the number of directors may be decreased or increased subject to the foregoing limitations and, if increased, the additional directors may be elected by the members of the Association at any special meeting called for such purpose. Each director shall be an Owner and a member of the Association, or a designated officer of a member, or affiliate of such member, of an Owner if such Owner is a limited liability company, or designated officer or employee of such Owner if such Owner is a corporation, or a designated general partner of an Owner if such Owner is a general partnership or a limited partnership."

Increasing the number of the Board of Directors may increase Operating expenses to the Association.

Your choices are five (5) or seven (7).

Grande Chateau Owners' Association, Inc.
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Candidate Profile(s)

Candidates are listed in alphabetical order

Name: Donald L. Baarman
Home: Orlando, Florida
Occupation: Senior Vice President Resort Development, Marriot Vacations Worldwide Corporation
Comments: "It would be an honor to serve on the Association Board of Directors for Marriott's Grand Chateau. I am a 33 year veteran of the hospitality industry with a diverse background working in hotel operations and in a variety of vacation ownership resort development and asset management roles, in addition, I am a multi-week owner at Marriott's Newport Coast Villas. I believe that my work experience, financial education and Marriott Vacation Club ownership will allow me to be a great asset to the Board of Directors."

Name: Dann E. Greenwood
Home: Dickinson, North Dakota
Occupation: District Judge, State Court System of North Dakota
Comments: "I'm a District Judge in an area still experiencing significant oilfield activity, handling everything from speeding tickets to murder and small claims to multinational corporate matters. In private practice, I handled civil litigation (including personal injury, products liability, contracts, construction, oilfield, Wills and Trusts, real estate, corporate and family law), earning Martindale-Hubbell's highest attorney rating, (AV Preeminent) and serving as President of my State's Bar and Trial Lawyer's Associations. My wife and I are Marriott Vacation Club owners at the Chairman's Club level with both Vacation Club Points and Weeks Ownership in Las Vegas, Virginia and South Carolina. We have explored many of the Marriott Vacation Club resorts by ourselves and with family or friends. Grand Chateau was our first ownership in 2004 and remains our favorite and most used resort. My broad professional and private experience would serve the Grande Chateau Board well."

Name: Deborah Jennella Hunter
Home: Madison, Alabama
Occupation: Department of Defense, Contracting Officer
Comments: "Prior to retirement, I was an established Acquisitions Director with over 30 years of experience in contract negotiations and acquisitions in all stages from pre-solicitation to administration. Also, I had an extensive understanding of all aspects of Human Resources. I am familiar with military and the civilian environment, with the Government. I possess the ability to build cohesive teams, creating excellent and responsive support. I was responsible for a robust budget that included contract negotiations and administration of budgets. I am a focused manager with diverse and adaptable skills, time management abilities and strong communication skills. I am capable of resolving discrepancies in a timely and efficient manner. I am an excellent manager with noted ability to provide executive level coordination and scheduling. Since my retirement, I have been employed at Alabama A&M and substitute teaching for Madison City Schools. Also, in my free time I tutor and mentor children."

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Candidate Profile(s)

(continued)

Name: Jeffrey J. Mora
Home: Trumbull, Connecticut
Occupation: President & CEO, Fairfield North Financial Network (owner)
Comments: "I'm an original deeded weeks owner at Grand Chateau, Lake Shore Reserve and Ocean Pointe and at Chairman level in Vacation Club Points. Other members of my family and friends have followed our lead over the years and are proud to be educating the uniqueness of Marriott Vacation Club. After 25+ years in group benefits, I'm the owner of an independent agency serving small businesses and feel my experiences easily transfer to serving on the Board. Additionally, I have served on volunteer Boards in my past and currently sit on a non-profit, child care organization's Board as Vice President as well as committee chair for benefits, insurance and recruitment. I also participate in the Hilton and Disney Clubs (lower status), but know that brings additional program perspectives to being on the Grand Chateau Board."

LIMITED PROXY

**Grand Chateau Owners’
Association, Inc.
2018 Limited Proxy**

Date: _____
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 JUNE 5, 2018. PLEASE NOTE, HOWEVER, THAT VOTES WILL BE COUNTED IF CAST IN PERSON OR OTHERWISE PROPERLY RECEIVED ON OR BEFORE JUNE 12, 2018.

1. The above signed, as member(s) of **Grand Chateau Owners’ Association, Inc.** (the Association), do hereby appoint EITHER (indicate choice by filling in the circle at (1) or (2)):
- (1) **Bill Whelihan**, President of the Association, or any other officer or director of the Association in attendance, he so designates in his absence; **OR**
 - (2) _____
(Insert name of Alternate Proxy Holder, who must be in attendance at the Annual Meeting in order for your vote(s) to be cast.)

as my true and lawful attorney-in-fact and proxy holder, to vote in my place and stead on my behalf, and in accordance with my wishes as indicated herein, as though I myself were present and voting, hereby revoking all previous proxies with power of substitution, at the **Annual Meeting of Grand Chateau Owners’ Association Inc.**, to be held at 2:00 p.m., Pacific time, on June 12, 2018, at Marriott’s Grand Chateau, 75 East Harmon Avenue, Activity Room-Lobby Level, Las Vegas, Nevada 89109. This Limited Proxy is revocable by the Owner and is valid only for the meeting for which it is given and any lawful adjournment. In no event is the Limited Proxy valid for more than six (6) months from the date of the original meeting for which it was given.

AGENDA ITEM(S). (FOR YOUR VOTES TO BE COUNTED ON THE FOLLOWING ISSUES, YOU MUST MARK THE CIRCLES PROVIDED BELOW. IF YOU LEAVE ANY ITEM(S) IN THIS SECTION BLANK, YOUR PROXY HOLDER MAY NOT CAST VOTES ON SUCH ITEM(S)).

2. Election of two (2) members to the Board of Directors. See Proposals for details and Candidate Profiles for a summary of the candidates. (SELECT TWO CANDIDATES). A selection of more than two candidates will invalidate your vote.
- Donald L. Baarman
 - Dann E. Greenwood
 - Deborah Jennella Hunter
 - Jeffrey J. Mora

3. The number of directors shall be fixed each year by the Association at its Annual Meeting. See Proposals for details.
- Five (5) Directors
 - Seven (7) Director
4. **GENERAL POWERS (NON-AGENDA ITEM(S))**
To have my appointed proxy holder vote or not vote as he/she sees fit and in the best interest of the Association on any other business rightfully brought before the membership, raised from the floor and not on the Agenda.
- Proxy holder may vote on non-Agenda items raised from the floor
 - Proxy holder may not vote on non-Agenda items raised from the floor

Please sign and return your Limited Proxy on or before June 5, 2018. Please note, however, that votes will be counted if cast in person or by postal mail on or before June 12, 2018.

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 Grand Chateau** which is managed and administered by **Grand Chateau Owners’ Association, Inc.** (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 Grand Chateau** which is managed and administered by **Grand Chateau 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