

September 14, 2018

RE: Correction to Notice of Annual Meeting
Marriott's Waiohai Beach Club Vacation Owners Association (the "VOA")

Dear Marriott's Waiohai Beach Club Owner:

By now you may have received Notice of the 2018 Annual Meeting of Marriott's Waiohai Beach Club Vacation Owners Association which was mailed on September 7, 2018. The Agenda, Proposal Page and Candidate Profiles of the candidates for election to the Association of Apartment Owners of Waiohai Beach Club (the "AOAO") Board of Directors was inadvertently omitted from the Notice. These documents are enclosed for your review.

If you have already submitted your Written Consent Ballot electronically but wish to change your vote, you may do so again via Morrow Sodali's online system at proxyvoting.com/MVCI by 4:30 p.m., Hawaii Standard Time, on October 17, 2018. The internet procedures are designed to authenticate your electronic submission by use of a personal control number found on your Limited Proxy. Further, if you already mailed your Limited Proxy and wish to change your vote, a new Written Consent Ballot is enclosed that you may submit by marking, signing, and dating your Limited Proxy and returning it to: Proxy Services Corporation, P.O. Box 9001, Brentwood, New York 11717-9804 by October 5, 2018.

If you have questions regarding these meeting materials, please contact Jenni Saguid, Administrative Assistant, by email at jenni.saguid@vacationclub.com or by phone at 808-742-4402.

Sincerely,

James W. Harris

Secretary/Treasurer

Marriott's Waiohai Beach Club Vacation Owners Association

**Association of Apartment Owners of Waiohai Beach Club (AOAO)
2018 Annual Meeting**

October 24, 2018 at 10:00 a.m., Hawaii Standard Time

Marriott's Waiohai Beach Club
Owners Lounge
2249 Poipu Road
Koloa, Kauai, Hawaii 96756

Agenda

- Call to Order
- Establishment of Quorum
- Appointment of Recording Secretary
- Proof of Notice of Annual Meeting
- Approval of Agenda
- Approval of 2017 Annual Meeting Minutes
- Appointment of Inspector of Election
 - Nominations from Floor
 - Tabulation of Votes
- Board of Directors Report
- Resort Operations Report
- Financial Report
- Voting Results
 - Election of Two (2) Members of the Board
- New Business
 - Announcement of 2019 Annual Meeting Date
- Adjournment

**Association of Apartment Owners of Waiohai Beach Club (AOAO)
2018 Annual Meeting**

Proposal

1. Election of Two (2) Members to the Board of Directors to serve a three-year term (Item 2.A. on your Limited Proxy)

Two (2) members will be elected, each to serve a three-year term on the Board of Directors. Please see the Candidate Profiles for a summary of the candidates.

**Association of Apartment Owners of Waiohai Beach Club
2018 Annual Meeting**

Candidate Profiles

Candidates listed in alphabetical order

Name: David John Chamberlain
Home: Idaho Falls, Idaho
Occupation: General Surgeon
Comments: "I have enjoyed serving on the Waiohai AOA board for the past 3 years. I take great pride in the Waiohai and want to make sure that it continues to be a paradisiacal place for generations. It takes time to understand how the Waiohai board functions and how the board can serve the owners better. I am currently working on improving communication and input of owners. I have served as Medical Staff President and own a thriving surgical practice. I have experience as president and board member of my community HOA. I own and manage other businesses as well. I feel that the key to success is transparency and good communication to the people we represent. I would like the opportunity to continue to serve and promote ideas of owners. Equally important is to uphold fiscal responsibilities of reducing costs, maintaining budget, maximizing owner benefits and retaining Marriott brand standards. Thank-you"

Name: Thomas Ray Knapp
Home: San Francisco, California
Occupation: Architect
Comments: "I am a licensed architect in the state of California (and in the process of obtaining licensure in the state of Hawaii) with forty years' experience in the design and construction of commercial, institutional, hospitality and residential projects on several continents and the Pacific Rim (Hawaii, Philippines, Marshall Islands, Thailand, and China.) As a LEED Accredited Professional and past member of the Design Board of the National Renewable Energy Laboratory, I have experience in sustainable design and sustainable building management practices. As ten-year owners at Waiohai, my wife and I have a keen interest in Kauai, and belong to the Kauai Historical Society, Grove Farm Museum and the National Tropical Botanical Gardens."

Name: Katherine A. Kreiter
Home: San Francisco, California
Occupation: Chief Executive Officer
Comments: "Kauai holds a special place in my heart. Since my first visit in 1988 (at the Stouffer Waiohai, which once stood on Waiohai's grounds) I look forward to refreshing my life by returning. We bought our week in 2003 - a great decision. I will advocate for the owners to maintain the high standards set during the initial development of the resort. I've held executive positions responsible for operating budgets of up to \$300M and have been a CEO for 12 years. I have also served on boards of various organizations and understand how a successful business operates. In addition, I have served as vice-president for a homeowners' association. I deeply care about all facets of Waiohai operations and volunteered to establish a Waiohai Employees fund. Keeping the resort's high standards, excellent reputation, and quality are paramount to its reputation and the value all of the owners place on their investment. Mahalo."

**Association of Apartment Owners of Waiohai Beach Club
2018 Annual Meeting**

Candidate Profiles

(continued)

Name:	Steven Glen Wischmann
Home:	St. Cloud, Minnesota
Occupation:	CPA
Comments:	“As a practicing CPA in Minnesota for 30 years, my experience as an audit partner at BerganKDV, Ltd. will enhance the boards role of governance, budgeting and efficient financial management. I am a proud owner of 2 weeks at Waiohai and welcome the opportunity to provide my expertise in financial management, budget review and the audit process. I have served on numerous non-profit and for profit boards as president, treasurer and secretary. My goal as a board member will be to continue the excellent owner experience, fiscal management and superior feedback from guests, maintaining Waiohai as one of the best vacation club experiences available. Thank you for your consideration.”

WRITTEN CONSENT BALLOT

DESIRED VOTE BY WAIOHAI BEACH CLUB VACATION OWNERS ASSOCIATION (“VOA”) MEMBERS ON PROPOSALS TO BE CONSIDERED AT THE ANNUAL MEETING OF ASSOCIATION OF APARTMENT OWNERS OF WAIOHAI BEACH CLUB (“AOAO”) TO BE HELD AT 10:00 A.M., HAWAII STANDARD TIME, ON OCTOBER 24, 2018 AT MARRIOTT’S WAIOHAI BEACH CLUB, OWNERS LOUNGE, 2249 POIPU ROAD, KOLOA, HAWAII 96756.

MEMBER NAME(S):

APARTMENT NO(S) AND TIMESHARE INTEREST(S) NO(S):

PLEASE INDICATE YOUR DESIRED VOTE ON THE AOAO ANNUAL MEETING AGENDA ITEM SET FORTH IN SECTION A. BELOW. PLEASE SEE THE ENCLOSED AOAO ANNUAL MEETING NOTICE AND PROPOSAL FOR ADDITIONAL DETAILS AND THE CANDIDATE PROFILES OF THE CANDIDATES FOR THE AOAO BOARD OF DIRECTORS. FOR YOUR DESIRED VOTE ON THE AGENDA ITEM TO BE COUNTED BY THE VOA BOARD, YOU MUST MARK THE CIRCLES IN THE MANNER INDICATED BELOW. A REPRESENTATIVE OF THE VOA BOARD WILL THEN CAST THE VOTES, ON BEHALF OF THE VOA MEMBERS, AT THE AOAO ANNUAL MEETING IN ACCORDANCE WITH THE PROCEDURES SET FORTH IN SECTION 4.13.A OF THE WAIOHAI BEACH CLUB VACATION OWNERSHIP PROGRAM DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS.

A. Election of AOAO Board Members: Election of two (2) members to the AOAO’s Board of Directors, each to serve a three-year term. Please select no more than two (2) candidates. A selection of more than two (2) candidates will invalidate your vote. Please see the Candidate Profiles for a summary of the candidates.

- David John Chamberlain
○ Thomas Ray Knapp
○ Katherine A. Kreiter
○ Steven Glen Wischmann

ASSOCIATION OF APARTMENT OWNERS OF WAIOHAI BEACH CLUB ANNUAL AUDIT REPORT. By filling in the circle below, the undersigned Owner(s) hereby requests from the AOAO Board of Directors a copy of the annual audit report of the AOAO required by Hawaii Revised Statutes §514B-150. If you do not fill in the circle below, you are indicating that you do not wish to receive a copy of the annual audit report of the AOAO.

- Please send me a copy of the annual audit report of the AOAO

I/We, the Owner(s) of the Vacation Ownership Interest(s) pertaining to the Apartment(s) listed above, have marked the above circles to indicate my/our desired vote regarding the AOAO Annual Meeting agenda items set forth in this Written Consent Ballot.

Voting Member Signature

Voting Member Signature

(X): _____
Printed Name: _____
Date: _____

(X): _____
Printed Name: _____
Date: _____

PLEASE EITHER RETURN YOUR COMPLETED WRITTEN CONSENT BALLOT IN THE ENCLOSED POSTAGE PRE-PAID ENVELOPE OR VOTE ON-LINE AT THE SECURE INTERNET SITE USING THE FOLLOWING LINK, proxyvoting.com/MVCI AND YOUR PERSONAL CONTROL NUMBER FOUND ON YOUR WRITTEN CONSENT BALLOT, 24 HOURS A DAY, SEVEN DAYS A WEEK BY NO LATER THAN 4:30 P.M., HAWAII STANDARD TIME, ON OCTOBER 17, 2018, SO THAT YOUR VOTE CAN BE COUNTED.