



Notice of 2020 Annual General Meeting & Information Circular

SETON HOMEOWNERS ASSOCIATION NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS

TAKE NOTICE, that the Annual Meeting of the Voting Members of the SETON HOMEOWNERS ASSOCIATION (the "Company") will be held at virtually through Zoom on **Tuesday, March 2nd, 2021 at 7:00 P.M.** (MST) for the following purposes:

- 1) **To receive the Report of the Directors of the Company;**
- 2) **To receive the Audited Financial Statements for the fiscal year ended March 31st, 2020;**
- 3) **To establish the number of Directors to hold office until the next Annual General Meeting, and elect such Directors;**
- 4) **To appoint MNP LLP as Auditor for the fiscal year ending March 31st, 2021;**
- 5) **To transact such other business as may properly come before the Meeting or any adjournment thereof;**

THIS NOTICE SHOULD BE READ IN CONJUNCTION WITH THE INFORMATION CIRCULAR ACCOMPANYING THIS NOTICE.

Dated at Calgary, Alberta this 31st day of January, 2021

BY ORDER OF THE BOARD OF DIRECTORS

A handwritten signature in blue ink, appearing to read "D. Glover", is written over a horizontal line.

DEBBIE GLOVER, Secretary

TO ALL VOTING MEMBERS:

IF YOU ARE NOT ABLE TO BE PRESENT AT THE ABOVE MEETING, PLEASE DATE, SIGN AND RETURN THE ACCOMPANYING PROXY TO CRANSTON'S CENTURY HALL:

c/o: Seton Homeowners Association
11 Cranarch Road SE
Calgary, Alberta
T3M 0S8
"Attention: Jenny Miron"

Proxies can also be emailed to gm@setonhoa.ca

PROXIES ARE TO BE RECEIVED AT CRANSTON'S CENTURY HALL OR VIA EMAIL NO LATER THAN 5:00 P.M. ON FRIDAY, FEBRUARY 26, 2021. ALL PROXIES MUST BE IN WRITING AND SIGNED BY THE VOTING MEMBER.



**Report of the Seton Homeowners Association Board of Directors
April 1, 2019 – March 31, 2020**

What is the Seton Homeowners Association (SHOA)?

The SHOA is a not-for-profit company, which is incorporated and professionally operated, managed, and maintained. The SHOA will be responsible for the operations and maintenance of community assets, such as: entry features, amenities, and the Seton HOA facility (an exclusive lifestyle centre for Seton residents) for the lasting enjoyment of its membership. In addition to supporting healthy living and enhanced quality of life, your HOA will create opportunities to meet your neighbours and develop connections.

Board of Directors

The Board of Directors currently consists of three representatives of Brookfield Residential. The Board recommends a maximum of ten (10) Board members, made up of seven (7) resident members from the community and three (3) members from Brookfield. The Board will meet quarterly to: ensure policies are set, review the annual operating budget, be the voice of fellow residents for SHOA-related matters, provide input on the HOA, and participate in community events. During Brookfield's term of management, the power of the Board is limited. The SHOA is currently recruiting for resident directors. For further information, please contact Jenny Miron at 587-391-6243 or by e-mail at gm@setonhoa.ca.

Community Facility & Events

Construction of the Seton HOA facility and park is expected to begin in 2022 and will serve the Seton community and immediate community to the south of 212th (name TBD). This exclusive centre will be approximately 7,500 square feet, sitting on a six-acre site and will be a place for residents to connect, play, and explore.

In 2020, the Seton HOA partnered with Brookfield Residential for its first two events, a Drive-In Movie and Grand Opening Celebration for the first Seton park. The Seton HOA has several events planned for the 2021-22 fiscal year and even some outdoor programming. Further details will be shared on the website, social media, and in the HOA e-newsletter.

Financial

The annual operating costs of the SHOA is the responsibility of the Members through the payment of annual fees, pursuant to a Rent Charge Encumbrance registered on each lot title in Seton in the amount of \$375 (this amount is subject to an annual adjustment for inflation and GST). The HOA Fees are currently \$0.00. HOA fees will be applicable to all homes in Seton, once HOA amenities are available. Fees will be reviewed and established annually by the Board of Directors.

The SHOA will continue to run an annual deficit until the community is more established. Brookfield Residential has agreed to contribute funds to the Association, until the community is established with more homes. A copy of the 2021-22 Operating Budget will be available for review online at www.seton-connect.com.

The enclosed Audited Financial Statements are prepared up to March 31st, 2020.

Appointment of Auditor

The Board of Directors proposes to appoint MNP LLP Auditor for the company for the 2020-21 Fiscal Year.

Board of Directors, Seton Homeowners Association

Dated this 31st day of January, 2021

BY ORDER OF THE BOARD OF DIRECTORS

A handwritten signature in blue ink, appearing to read "Debbie Glover", is written over a horizontal line.

DEBBIE GLOVER, Secretary

**JENNIFER
WALKER**

President &
Brookfield
Director

**DEBBIE
GLOVER**

Secretary &
Brookfield
Director

**KAITLYN
RANKIN**

Treasurer &
Brookfield
Director

SETON HOMEOWNERS ASSOCIATION
Financial Statements
Year Ended March 31, 2020

SETON HOMEOWNERS ASSOCIATION

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Year Ended March 31, 2020

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INDEPENDENT AUDITOR'S REPORT

To the Members of Seton Homeowners Association

Opinion

We have audited the financial statements of Seton Homeowners Association (the Homeowners Association), which comprise the statement of financial position as at March 31, 2020, and the statements of revenues and expenditures and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Homeowners Association as at March 31, 2020, and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Homeowners Association in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with those requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Homeowners Association's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless management either intends to liquidate the Homeowners Association or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Homeowners Association's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

(continues)

Independent Auditor's Report to the Members of Seton Homeowners Association *(continued)*

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Homeowners Association's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Homeowners Association's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Homeowners Association to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Calgary, Alberta
July 28, 2020



C&E LLP Chartered Professional Accountants

SETON HOMEOWNERS ASSOCIATION
Statement of Financial Position
March 31, 2020

| | 2020 | 2019 |
|--|------|------|
| ASSETS | | |
| CURRENT | | |
| Cash | \$ 1 | \$ - |
| LIABILITIES AND NET ASSETS | | |
| CURRENT | | |
| Accounts payable and accrued liabilities | \$ 1 | \$ - |
| COMMITMENTS | | |

Director

Director

SETON HOMEOWNERS ASSOCIATION
Statement of Revenues and Expenditures
Year Ended March 31, 2020

| | 2020 | 2019 |
|---|-------------|-------------|
| REVENUES | \$ 1 | \$ - |
| EXPENSES | | |
| Accounting fees | 1 | - |
| (DEFICIENCY) OF REVENUES OVER EXPENSES | \$ - | \$ - |

SETON HOMEOWNERS ASSOCIATION
Statement of Cash Flows
Year Ended March 31, 2020

| | 2020 | 2019 |
|---|-------------|-------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| (Deficiency) of revenues over expenses | \$ - | \$ - |
| Change in non-cash working capital: | | |
| Accounts payable | 1 | - |
| INCREASE IN CASH FLOW | 1 | - |
| Cash - beginning of year | - | - |
| CASH - END OF YEAR | \$ 1 | \$ - |
| CASH CONSISTS OF: | | |
| Cash | \$ 1 | \$ - |

SETON HOMEOWNERS ASSOCIATION
Notes to Financial Statements
Year Ended March 31, 2020

1. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Purpose

The Seton Homeowners Association (the "Association") was incorporated as a not-for-profit corporation under section 9 of the Companies Act of the Province of Alberta, R.S.A. 1980. As such, the Association is exempt from income tax under Section 149 of the Income Tax Act. The Association owns and operates amenities for the use of its members, the residents of Livingston. The operations of the Association are governed by the Seton Management Agreement (the "Management Agreement") between the Association and Brookfield Residential (Alberta) LP ("Brookfield Residential")

Basis of Accounting

The financial statements of the Association have been prepared by the management in accordance with Canadian accounting standards for not-for-profit organizations ("ASNPO").

Revenue Recognition

The Association uses the deferral method of accounting for contributions. Contributions of capital assets or for the purchase of capital assets which are subject to amortization are deferred and amortized on the same basis as those capital assets. Contributions of capital assets or for the purchase of capital assets which are not subject to amortization, are recorded as a direct increase to net assets.

Membership, program, facility rental and maintenance fees are recognized as revenue in the year to which they relate. Restricted contributions are recognized as revenue in the year in which related expenses are incurred. Unrestricted contributions, such as grants and donations not designated for a specific purpose, are recognized as revenue when received, or if the amount can be reasonably estimated and collection is reasonably assured.

Deferred revenue includes membership, rental and program fees arise from receipt of payments in advance of the period in which they will be earned.

Use of Estimates

In accordance with ASNPO, estimates and assumptions are made by management in the preparation of these financial statements. These estimates may impact the amounts included in the financial statements. The most significant estimate is related to accounts payable and accrued liabilities. Actual results could differ from these estimates.

Cash

Cash consists of balances with financial institutions.

Financial Instruments

The Association's financial instruments consist of cash, accounts receivable and accounts payable and accrued liabilities, holdbacks payable, and due to Brookfield Residential. All financial instruments are initially measured at fair value and subsequently measured at amortized cost.

Financial assets are tested for impairment when changes in circumstances indicate that the asset could be impaired. Transaction costs on the acquisition and sale of financial instruments are expensed for those items re-measured at fair value at each balance sheet date and charged to the financial instrument for those measured at amortized cost.

SETON HOMEOWNERS ASSOCIATION
Notes to Financial Statements
Year Ended March 31, 2020

2. FINANCIAL INSTRUMENTS

The Homeowners Association is exposed to various risks through its financial instruments and has a risk management framework to monitor, evaluate and manage these risks. The following analysis provides information about the Homeowners Association's risk exposure and concentration as of March 31, 2020.

Credit risk

The Association is exposed to credit risk through its cash and accounts receivable.

Credit risk from the potential that a counter party will fail to perform its obligations. The Association's credit risk is primarily attributable to its accounts receivable. The accounts receivable represents reimbursement of utility bills not yet received from Brookfield. The risk is mitigated due to the fact that the Association is supported by Brookfield Residential as described in Note 5.

Liquidity risk

Liquidity risk is the risk that the Association would encounter difficulty in meeting its financial obligations.

Liquidity risk includes the risk that the Association will not have sufficient funds to settle a transaction on the due date. Liquidity risk arises from the accounts payable and accrued liabilities and due to Brookfield Residential. This risk is mitigated due to the fact that the Association is supported by Brookfield as described in Note 5.

Interest rate risk

The Association is exposed to the rate cash flow risk as a result of its floating debt disclosed in Note 5, whereby the cash flows required to service the debt will fluctuate with changes in market rates. The risk is mitigated due to the fact that the Association is supported by Brookfield Residential as described in Note 5.



INFORMATION CIRCULAR

GENERAL INFORMATION & PROXY STATEMENT

SOLICITATION OF PROXIES

This Information Circular is furnished in connection with the solicitation of proxies by management of the SETON HOMEOWNERS ASSOCIATION (the "Company") for use at the Annual General Meeting (the "Meeting") of Members of the Company to be held at virtually through Zoom on **Tuesday, March 2nd, 2021 at 7:00 P.M.** (MST). All expenses incurred in connection with the solicitation of proxies will be borne by the Company. Solicitation will be made primarily by mail, but proxies may also be solicited by Directors, officers and employees of the Company.

APPOINTMENT AND REVOCATION OF PROXIES

Each Voting Member entitled to vote at the Meeting may, by means of a form of proxy in writing executed by the Voting Member or his attorney, authorized in writing, appoint a proxy to attend and vote on his/her behalf at the Meeting. In order to be acted upon at the Meeting, a form of proxy must be delivered to Cranston's Century Hall, no later than 48 hours (excluding Saturdays, Sundays, and Holidays) before the time of the Meeting, at:

c/o: Seton Homeowners Association
Cranston's Century Hall
11 Cranarch Road SE
Calgary, Alberta T3M 0S8
"Attention: Jenny Miron"

Proxies can also be emailed to gm@setonhoa.ca

Proxies are to be received at Cranston's Century Hall or via email no later than 5:00 p.m. on Friday, February 26th, 2021.

A Voting Member may revoke a form of proxy previously given by delivering another proper form of proxy bearing a later date than the previously given form of proxy, or by delivering an instrument in writing executed by the Voting Member or by his attorney, authorized in writing, in either case, to Cranston's Century Hall at:

c/o: Seton Homeowners Association
Cranston's Century Hall
11 Cranarch Road SE
Calgary, Alberta T3M 0S8
"Attention: Jenny Miron"

Proxies can also be emailed to gm@setonhoa.ca

Proxies are to be received at Cranston's Century Hall or via email no later than 5:00 p.m. on Friday, February 26th, 2021.

EXERCISE OF DISCRETION BY PROXY

Proxies will be voted or withheld from voting in accordance with the Member's instructions contained therein. The form of Proxy also confers authority on the persons named therein to vote with respect to any other matters which may properly be brought before the Meeting. At the date hereof, management knows of no other such matters.

VOTING BY MEMBERS

Only Members on record, at the close of business on the 31st day of January 2021, are entitled to vote at the Meeting, each Member being entitled to one (1) vote. Members are defined in the Articles of Association (the "Articles") of the Company as restricted to Homeowners and Rental Project Owners. No Member is entitled to vote at the Meeting if at the close of business on the 31st day of January 2021, any sum due or payable to the Company by such Member remains unpaid for at least forty-five (45) days following a written request for payment of same.

Where there is more than one owner of a property, there shall be only one Member who shall be the person designated as the Member by all the owners of the property. In the absence of such designation, the first person named as owner in the Certificate of Title, or as Purchaser in an Agreement for Sale, shall be the Member.

Where a residential property is occupied by a tenant, such tenant may be designated as the Member, by and instead of the owner of such property. Where a rental project is involved, the registered owner shall be the Member and notwithstanding how many tenants are residing in the rental project, it shall have only one (1) vote.

As at the close of business on the 31st day of January 2021, the Company had 495 Members in good standing. In addition, there are 146 Brookfield votes in respect of lots registered in Brookfield's name.

THE TOTAL AMOUNT OF THE COMPANY'S MEMBERS IN GOOD STANDING AT THE CLOSE OF BUSINESS ON 14TH DAY OF FEBRUARY 2021, ARE THE ONLY MEMBERS ENTITLED TO VOTE AT THE MEETING.

ELECTION OF DIRECTORS

At the Meeting, it is proposed that the total number of Directors for the Company be established as no more than ten (10) until the next Annual General Meeting. Pursuant to the Articles of the Company, Brookfield is entitled to appoint up to three (3) Directors with the remaining Directors elected at the Meeting. The following persons are the Directors appointed by Brookfield to the Board of Directors of the Company for the ensuing term:

Jennifer Walker (Brookfield)
Debbie Glover (Brookfield)
Kaitlyn Rankin (Brookfield)

It is proposed that seven (7) Resident Directors be elected at the AGM. The following resident Member in good standing has expressed an interest to be nominated for election onto the Board of Directors:

| | |
|-------------------|------------------------|
| Ray Adegbola | Tudor Nyawasha |
| Temí Bolaji | Kelly O'Brien |
| Grace Del Rosario | Steven Phan |
| Kim Doll | Katherine Pierazzo |
| Trish Hart | Christopher Terreberry |
| Myra Joseph | Rory Wilkowich |
| Allie Kaun | Christopher Williams |
| Shane Lynch | Chris Yang |
| Janet Naylor | |

Nominations will also be sought at the meeting for Directors from the Members. Individuals should be aware of the fiduciary responsibilities of Directors generally, as well as the specific limitation of the power of Directors of the Company in respect of Brookfield management contract. Members interested in standing for election at the meeting are invited to contact Jenny Miron at 587-391-6243 or by e-mail at gm@setonhoa.ca.

The term of office for each person shall be from the date of the Meeting until the next Annual General Meeting of Members or until his/her successor is elected or appointed. Information is given below with respect to each nominee as a Director, including the length of time each has been a Director of the Company.

The following information is given with respect to the current Directors, and each nominee as a Director, including the length of time each has been a Director of the Company.

| Name & Address | Period Served as Director of Company | Principal Occupation |
|--|--------------------------------------|---|
| Jennifer Walker Calgary, Alberta | 1 st year | Senior Development Manager Brookfield Residential |
| Debbie Glover Calgary, Alberta | 1 st year | Development Manager Brookfield Residential |
| Kaitlyn Rankin Calgary, Alberta | 1 st year | Manager, Finance & Planning Brookfield Residential |
| Ray Adegbola Calgary, Alberta | Standing For Election | Facilities Manager EFW Radiology |
| Temí Bolaji Calgary, Alberta | Standing For Election | Retail Coordinator Parkland |
| Grace Del Rosario Calgary, Alberta | Standing For Election | Senior Accountant, Financial Planning and Analysis |
| Kim Doll Calgary, Alberta | Standing For Election | Project Assistant |
| Trish Hart Calgary, Alberta | Standing For Election | Accredited Mortgage Professional |
| Myra Joseph Calgary, Alberta | Standing For Election | Retired |
| Allie Kaun Calgary, Alberta | Standing For Election | Construction Coordinator Shane Homes |
| Shane Lynch Calgary, Alberta | Standing For Election | Scaffolding Inspector Imperial Oil |
| Janet Naylor Calgary, Alberta | Standing For Election | Sales Operations Manager Sole |
| Tudor Nyawasha Calgary, Alberta | Standing For Election | Engineer |
| Kelly O'Brien Calgary, Alberta | Standing For Election | Registered Dental Hygienist |
| Steven Phan Calgary, Alberta | Standing For Election | Founder of Elevatie |
| Katherine Pierazzo Calgary, Alberta | Standing For Election | Interior Decorator Mod Design Services |
| Christopher Terreberry Calgary, Alberta | Standing For Election | Billing Manager EFW Radiology |

| | | |
|--|-----------------------|--|
| Rory Wilkovich Calgary, Alberta | Standing For Election | Canadian HSE Manager Mistras Canada Inc. |
| Christopher Williams Calgary, Alberta | Standing For Election | Federal Crown Prosecutor Public Prosecution Service of Canada |
| Chris Yang Calgary, Alberta | Standing For Election | Transportation Infrastructure Engineer |

DIRECTORS COMPENSATION - Nil

PENSION PLAN – Nil

EXECUTIVE COMPENSATION AND PLANS – Nil

INCENTIVE SHARE OPTION PLAN FOR OFFICERS AND KEY EMPLOYEES – Nil

INTEREST OF INSIDERS IN MATERIAL TRANSACTIONS – Nil

The three (3) Brookfield appointed Directors are employees of Brookfield, who is the operator of the Seton Amenities. As operator of the Seton Amenities, Brookfield approves the operating budget for their proper operation and if such operating budget is not fully funded by the income received from Members' dues, as approved by Brookfield, it is required to loan sufficient funds to the Company in order to meet such expenses.

APPOINTMENT OF AUDITOR

Management proposes the Board of Directors appoint MNP LLP as Auditor for the Company for the 2020-21 fiscal year.

CERTIFICATE

The foregoing contains no misstatement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to make a statement not misleading in light of the circumstances in which it was made.

The management of the Company knows of no amendment, variation or other matters to come before the Annual General Meeting of Members other than the matters referred to in the Notice of Meeting. However, if any other matter properly comes before the Meeting, the accompanying proxy will be voted on such matters in accordance with the best judgement of the person or persons voting such proxy.

DATED this 31st day of January 2021

BY THE ORDER OF THE BOARD OF DIRECTORS



DEBBIE GLOVER, Secretary

INSTRUCTIONS FOR PROXY FORMS

Appointment and Revocation of Proxies

A Voting Member desiring to appoint a person (who must also be a Voting Member in Good Standing) to represent him/her at the Meeting may do so by inserting such person's name in the blank space provided. The completed proxy must be delivered, in person by the Voting Member giving the proxy, to the address indicated below, no later than 48 hours (excluding Saturday, Sundays and Holidays) before the time of the Meeting:

c/o: Seton Homeowners Association
Cranston's Century Hall
11 Cranarch Road SE
Calgary, Alberta T3M 0S8
"Attention: Jenny Miron"

Proxies can also be emailed to gm@setonhoa.ca

Proxies must be in writing, signed and delivered in person or via email by the Voting Member giving the proxy, no later than 5:00 p.m. on Friday, February 26th, 2021 or they will be invalid.

A Member who has given a proxy may revoke it any time before it is exercised. A proxy may be revoked by instrument in writing or, if the Member is a corporation, by an officer or attorney thereof duly authorized, and delivered as indicated above, no later than 5:00 p.m. on Friday, February 26th, 2021, 2021.

Voting and Exercise of Discretion by Proxies

The persons named in the form of proxy will vote the Membership in respect of which they are appointed in accordance with the instructions indicated therein.

BY THE ORDER OF THE BOARD OF DIRECTORS



DEBBIE GLOVER, Secretary

**SETON HOMEOWNERS ASSOCIATION
ANNUAL GENERAL MEETING OF VOTING MEMBERS
On the 2nd day of March, 2021 at 7:00 P.M. (Mountain Standard Time)
PROXY SOLICITED BY MANAGEMENT**

The undersigned member of the SETON HOMEOWNERS ASSOCIATION (the "Company") hereby appoints **Jennifer Walker**, or failing her _____, as proxy to attend and vote on behalf of the undersigned at the Annual General Meeting of Members and at any adjournment thereof, and my proxy is instructed to vote:

1) **FOR** _____ **OR** **AGAINST** _____ (and if no specification is made, FOR)

The setting of the total number of Directors for the Company until the next Annual General Meeting at ten (10) composed of seven (7) Resident Directors and three (3) Brookfield Residential appointees. Seven (7) Resident Directors are to be elected at this meeting.

2) **FOR** the election of the following resident(s) as Director(s): **Please vote in favour of a maximum of seven (7) nominees.**

| NAME | FOR |
|---|------------|
| RAY ADEGBOLA | _____ |
| TEMI BOLAJI | _____ |
| GRACE DEL ROSARIO | _____ |
| KIM DOLL | _____ |
| TRISH HART | _____ |
| MYRA JOSEPH | _____ |
| ALLIE KAUN | _____ |
| SHANE LYNCH | _____ |
| JANET NAYLOR | _____ |
| TUDOR NYAWASHA | _____ |
| KELLY O'BRIEN | _____ |
| STEVEN PHAN | _____ |
| KATHERINE PIERAZZO | _____ |
| CHRISTOPHER TERREBERRY | _____ |
| RORY WILKOWICH | _____ |
| CHRISTOPHER WILLIAMS | _____ |
| CHRIS YANG | _____ |
| <i>If no individual(s) are specified, my proxy may vote at his/her discretion.</i> | |

3) **FOR** _____ **OR** **AGAINST** _____ (and if no specification is made, FOR)

That MNP LLP be appointed as Auditor of the Association for the 2020-21 fiscal year.

4) **FOR** _____ **OR** **AGAINST** _____ (and if no specification is made, FOR)

And in his/her discretion with respect to any amendments, variations or additions with respect to any of the matters noted above or with respect to any other matter which may properly be brought before the meeting or any adjournment thereof.

DATED this ___ day of _____, 2021.

Member's Name (please print)

Signature of Member

Voting Member's Livingston Address (required, please print)

This form should be signed by the Member or his attorney, authorized in writing, and if the Member is a corporation, this form of proxy should be signed by a duly authorized officer under corporate seal.

DELIVER PROXIES NO LATER THAN 5:00 P.M. ON FRIDAY, FEBRUARY 26TH, 2021.

c/o: Seton Homeowners Association
Cranston's Century Hall
11 Cranarch Road SE
Calgary, Alberta T3M 0S8
"Attention: Jenny Miron"

Proxies can also be emailed to gm@setonhoa.ca