SPECIAL ELECTION RULES FOR VIRTUAL 2022 ANNUAL MEETING

WHEREAS, Alaska law has been amended to permit an Alaska corporation to hold its shareholder meetings by virtual means instead of through in-person attendance at a specified location by Shareholders, the Board, corporate staff and other invitees;

The Board of Directors ("Board") of Shee Atiká, Incorporated (the "Corporation") has directed by resolution that the 2022 Annual Meeting is to be held through remote communication means (i.e., the "virtual 2022 Annual Meeting") instead of through in-person attendance by Shareholders, the Board, corporate staff and other invitees. These Special Election Rules have been established pursuant to such resolution of the Board and except as noted below will expire on the earlier to occur of the following: (a) the conclusion of the virtual 2022 Annual Meeting, or (b) any decision by SAI's Board of Directors to cancel the virtual 2022 Annual Meeting and to instead hold an in-person annual meeting for 2022. The below Special Election Rules shall be considered to be temporary Bylaws of SAI. In all events, the below Special Election Rules are subject to the provisions of Alaska law, and to the extent that Alaska law is interpreted to require different processes or procedures than those set forth below, these Special Election Rules shall be deemed to be amended to reflect the different processes and procedures required by Alaska law.

1. Location of Virtual Meeting.

- 1.1 Unlike an in-person meeting, there is no single location for the virtual 2022 Annual Meeting.
- 1.2 Participants at the virtual meeting, whether they are the shareholders, directors, consultants or service providers such as the Inspector of Elections and Voting ("Inspector"), participate in the virtual 2022 Annual Meeting from multiple locations and in essence, the virtual 2022 Annual Meeting occurs in cyberspace.
- 1.3 Multiple participants can be in a single location so long as this can be accomplished consistent with health concerns and other legal considerations.

2. Regular Election Rules Not Applicable.

- 2.1 The Board has suspended all of the Corporation's Bylaws, election rules, protocols, policies and procedures that would normally apply to an annual meeting of shareholders of the Corporation ("Normal Election Rules"), so that the only rules that will apply to the virtual 2022 Annual Meeting are those imposed by Alaska law and these Special Election Rules.
- 2.2 Such suspension of the Normal Election Rules will last until (except as noted below) the earlier to occur of the following: (a) the conclusion of the virtual 2022 Annual Meeting, or (b) any decision by SAI's Board of Directors to cancel the virtual 2022 Annual Meeting and to instead hold an in-person annual meeting for 2022.
- 2.3 Shareholders will be able to receive by email a copy of the record list of shareholders following an email request to the corporate office sent between April 1, 2022 (the Record Date) and May 19, 2022 (the Proxy Deadline). Management will provide a Record List in pdf format at no cost. This request should be sent to SAI's Chief Financial Officer Ptarmica

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McConnell, (<u>ptarmica@sheeatika.com</u>). This is a listing only and will not be a set of mailing labels.

Upon payment of a \$200 fee, an Excel list will be emailed rather than a pdf. This request should also be sent to SAI's Chief Financial Officer Ptarmica McConnell (ptarmica@sheeatika.com).

2.4 The Record Date for the virtual 2022 Annual Meeting is 5:00 p.m. ADT on April 1, 2022.

3. No in person attendance.

- 3.1 Shareholders attend the virtual 2022 Annual Meeting electronically via telephone, live stream, GoToMeeting, Zoom or other participation platform selected by the Corporation's management; bandwidth limitations may dictate the origination point of the meeting as well as whether shareholders are able to participate electronically as opposed to telephonically.
- 3.2 There is no requirement that shareholders attending the virtual 2022 Annual Meeting be visible on screen or even heard while asking questions.
- 3.3 The Presiding Officer shall determine the process and any time limit for any Question & Answer period during the virtual 2022 Annual Meeting.
- 3.4 There will be no door prizes with regard to the virtual 2022 Annual Meeting although prizes not based on in-person attendance such as early bird prizes, electronic proxy prizes, and special prizes may be awarded.
- 3.5 Shareholders will be advised of the means by which they will be able to connect to the virtual 2022 Annual Meeting.
- 3.6 Invited staff and consultants will attend the virtual 2022 Annual Meeting by remote means (i.e., in the same manner as shareholders).

4. Agenda for the Virtual 2022 Annual Meeting.

- 4.1 The Agenda for the virtual 2022 Annual Meeting shall consist of the following principal items in all events: (a) Call to Order; (b) Inspector/Ballot Tabulator's Quorum Report; (c) Inspector/Ballot Tabulator's Report on Voting; (d) Financial and Operations Reports with regard to 2021; and (e) Adjournment, with the Presiding Officer to determine the process of the 2022 Annual Meeting, including any time limit for any Question & Answer period during the virtual meeting.
- 4.2 There will not be any in-person dancing or other cultural activities, nor will there be any food service.

4.3 All prize drawings will be conducted at a date and time separate from the meeting and reported in accordance with SAI's normal practice.

5. Proxies; Proxy Materials; Balloting.

- 5.1 Proxy materials for the virtual 2022 Annual Meeting will be sent to shareholders on approximately April 25, 2022.
- 5.2 All proxies for the virtual 2022 Annual Meeting shall be delivered to the Inspector of Elections by 5:00 p.m. ADT on May 19, 2022 ("Proxy Deadline") by mailed paper or on-line form.
- 5.3 Once a proxy is given it can only be revoked by delivery to the Inspector of Elections, prior to the Proxy Deadline, of (i) another proxy or (ii) an instrument of revocation. No balloting by shareholders or proxyholders will occur at the virtual 2022 Annual Meeting.
- 5.4 The only voting that will be permitted with regard to the virtual 2022 Annual Meeting will be by proxy, as there will be no in-person voting at the virtual 2022 Annual Meeting. Each submitted mailed paper or on-line proxy will constitute a revocable ballot for purposes of the virtual 2022 Annual Meeting and will be counted as a "vote" as described in the Board of Directors Proxy Statement. Each submitted proxy will become a final ballot when the Proxy Deadline passes.
- 6. <u>Function of Inspector</u>. The only functions of the Inspector relative to the virtual 2022 Annual Meeting are (i) to receive proxies prior to the final submission deadline (done premeeting); (ii) determine the existence of a quorum (done pre-meeting); (iii) tabulate the proxies as directed votes (done pre-meeting); (iv) report the quorum status (done during the meeting); and (v) report the election results (done during the meeting). Items (iv) and (v) will be submitted to the meeting in written form and reported by the Presiding Officer or the Presiding Officer's designee.

7. <u>Conversion to In Person Meeting.</u>

- 7.1 The Board has reserved the right to convert the virtual 2022 Annual Meeting into an in-person meeting at any time prior to such virtual 2022 Annual Meeting, provided that written notice of such conversion is given to the shareholders of the Corporation at least twenty days prior to the date of such in-person meeting.
- 7.2 Such in-person meeting shall be held at such date, place and time as shall be specified in such written notice, whether or not the in-person meeting would be held on the same date and at the same time as the virtual 2022 Annual Meeting.
- 7.3 At such in person meeting, all proxies given at any time with regard to the virtual 2022 Annual Meeting shall remain valid unless and until revoked by the shareholder by executing a later proxy, or by the shareholder receiving a ballot for voting at such in person meeting, or otherwise in accordance with Alaska law.

- 7.4 At the option of the Board, the Board may (but is not required to) solicit proxies for such in person meeting using a form of proxy that is different than the form of proxy solicited with regard to the virtual 2022 Annual Meeting.
- 7.5 The Board may also supplement the proxy materials sent with regard to the virtual 2022 Annual Meeting with such other proxy materials and other information that the Board deems appropriate with regard to the in-person meeting, but the proxy materials sent with regard to the virtual meeting shall remain valid with regard to the in-person meeting except as shall be set forth in any such supplemental proxy materials.
- 7.6 The Board also reserves all rights it may have with regard to either the originally scheduled virtual 2022 Annual Meeting or such in-person meeting, including without limitation the right to establish the rules, process and procedures with regard to either such meeting (including voting).
- 7.7 The suspension of the Normal Election Rules and the applicability of these Special Election Rules through the earlier of the conclusion of the virtual 2022 Annual Meeting or by action of the Corporation's Board of Directors shall not be affected by any conversion of the virtual 2022 Annual Meeting to an in-person meeting, except that the suspension of the Normal Election Rules and the applicability of these Special Election Rules will expire on the earlier to occur of the following: (a) the conclusion of the virtual 2022 Annual Meeting, or (b) any decision by SAI's Board of Directors to cancel the virtual 2022 Annual Meeting and to instead hold an in-person annual meeting for 2022.
- 8. <u>Modifications.</u> These Special Election Rules may be supplemented or amended at any time by the Corporation's management or by the Board. If this occurs, the supplements or amendments shall be appended to these Special Elections Rules and maintained as an Exhibit to the Resolution adopting these Special Election Rules.