



2023 Annual Meeting of Shareholders
Candidate Information Packet



Table of Contents

2023 Election Process Highlights	2
Instructions for Candidates	2
Submission Checklist.....	2
Attachment A: Application & Disclosure Statement.....	3
Attachment B: Personal Statement & Optional Digital Photo.....	3
Attachment C: Consent to Background Check & Usage	3
Attachment D: Candidate Agreement.....	3
Important Dates For 2023 Annual Meeting	4
Frequently Asked Questions (FAQs).....	5
Attachment A	9
Application and Disclosure Statement	9
Attachment B	15
Personal Statement	15
Attachment C	16
Consent To Background Check and Usage	16
Attachment D	17
Candidate Agreement	17

2023 Election Process Highlights

- You must be a Class A shareholder 18 years of age or older to run for the Shee Atiká Board.
- You cannot run for the Board if (i) you are an officer or director of another ANCSA corporation; (ii) you are an employee or paid consultant of Shee Atiká, Incorporated or one of its related entities; (iii) you are a chairperson, council member, executive director, president, CEO, general manager, or serve in any other capacity where significant discretionary authority is exercised, for the Sitka Tribe of Alaska; or (iv) within the past seven (7) years you have been bankrupt, insolvent, had a receiver appointed for you, or been found guilty of a criminal offense (other than traffic violations or other minor offenses).
- Class A shareholders who desire to have their name appear as a candidate in SAI's election materials must comply with all requirements set forth in this packet and SAI's Bylaws and must submit all materials to SAI so they are received on or before 5:00 p.m. local Sitka, AK time on February 24, 2023.
- There will be no charge to any candidate for the inclusion of his or her information in SAI's election materials. A candidate is responsible for all other expenses of their candidacy.
- The State of Alaska has rules and regulations that apply to all candidates who run for election as a director of an ANCSA corporation. You can find a discussion of the applicable State of Alaska rules at the State of Alaska website concerning ANCSA corporations at <https://www.commerce.alaska.gov/web/dbs/ancsa.aspx> and specifically in the booklet available from the State of Alaska through a link at such website entitled "Information For Shareholders of ANCSA Corporations".

Instructions for Candidates

Under SAI's election procedures, qualified Class A shareholders who want to have their information included in SAI's proxy statement and on SAI's corporate proxy must submit the following information. All candidates must submit all documents in the checklist below.

Submission Checklist

- ☐ Your resumé, which should include employment, education, and other matters you consider significant
- ☐ Attachment A: Application and Disclosure Statement
- ☐ Attachment B: Personal Statement (in Word) and include optional digital photo (.jpg) for proxy statement
- ☐ Attachment C: Consent to Background Check and Usage
- ☐ Attachment D: Candidate Agreement

Attachment A: Application & Disclosure Statement

All candidates must complete and sign Attachment A: the Application and Disclosure Statement. This will help SAI prepare appropriate initial disclosures about the candidates that are included in the SAI proxy statement and on SAI's corporate proxy.

Note: A candidate is responsible for his or her own disclosures and compliance with State of Alaska rules including filings with the State if the candidate uses any materials other than SAI's proxy and proxy statement to solicit proxies. You can find a discussion of the applicable State of Alaska rules at the State of Alaska website concerning ANCSA corporations at <https://www.commerce.alaska.gov/web/dbs/ancsa.aspx> and specifically in the booklet available from the State of Alaska through a link at such website entitled "Information For Shareholders of ANCSA Corporations."

Attachment B: Personal Statement & Optional Digital Photo

All candidates must provide a Personal Statement (Attachment B) in Microsoft Word format. This allows you to set forth your biographical information and personal campaign statement, subject to such revisions as SAI deems necessary to comply with legal requirements and space limitations.

In addition, you may also submit a high-resolution digital photograph of yourself in electronic format (.jpg), which may be included in SAI's proxy statement if it complies with printing and formatting requirements. Submission of a photograph is optional.

Attachment C: Consent to Background Check & Usage

All candidates must submit a signed Consent to Background Check and Usage (Attachment C). Failure to submit the Consent to Background Check and Usage will cause your application to be rejected and you will not be permitted to appear on SAI's corporate proxy or in SAI's proxy materials in any manner.

Attachment D: Candidate Agreement

All candidates must submit a signed Candidate Agreement (Attachment D). The Candidate Agreement states your agreement and understanding that you will: 1) abide by all State statutes and regulations governing proxy solicitation; and 2) comply with all SAI rules, bylaws and directives concerning elections. If you are not selected as a candidate, or do not want to appear in SAI's election materials as a candidate, the Candidate Agreement will no longer apply, and you are able to run as an Independent Candidate.

All applications must be completed, signed and received by the Board of Directors no later than 5:00 pm Sitka time on February 24, 2023, and should be submitted to:

Shee Atiká, Inc. Board of Directors

315 Lincoln St., Suite 300

Sitka, AK 99835

Or by Fax: (907) 747-5727

Or by Email: info@sheeatika.com

Important Dates For 2023 Annual Meeting

Date	Items
December 16, 2022	Board Positions Advertised to All Shareholders
February 24, 2023	Deadline to Return All Candidate Materials
April 17, 2023 (est.)	Proxy Materials Mailed to All Shareholders
May 8, 2023	Early Bird Deadline
May 18, 2023	Proxy Return Deadline
May 20, 2023	Annual Meeting

Frequently Asked Questions (FAQs)

About SAI's Director Election Process

How do I run for election to the SAI Board at an annual meeting?

There are two ways to run for election to the SAI Board at an annual meeting: 1) as a candidate on the corporate proxy; or 2) as an Independent Candidate on your own proxy.

Do I have to be a Class A shareholder to run for the Board?

Yes.

Are there other requirements to run for the Board?

Yes. You cannot run for the Board if (i) you are an officer or director of another ANCSA corporation; (ii) you are an employee or paid consultant of Shee Atiká, Incorporated or one of its related entities; (iii) you are a chairperson, council member, executive director, president, CEO, general manager, or serve in any other capacity where significant discretionary authority is exercised, for the Sitka Tribe of Alaska; or (iv) within the past seven (7) years you have been bankrupt, insolvent, had a receiver appointed for you, or been found guilty of a criminal offense (other than traffic violations or other minor offenses).

How do I become a candidate for election to the SAI Board?

Each year the Board requests applications from shareholders interested in applying to run as a candidate on the corporate proxy. Interested Class A shareholders must submit a completed application including all required materials by the stated deadline.

Is running on the corporate proxy the same as running as an "Independent Candidate" on my own proxy?

No. When you run as a candidate on the corporate proxy, your name will appear on the corporate proxy. SAI will prepare, mail, and file the proxy materials, including your information, without any cost to you. Since the corporate proxy materials are sent to every SAI shareholder that holds Class A stock, every shareholder will get a chance to vote for you when they fill out the corporate proxy. As a part of this process, SAI will file all of the corporate proxy materials with the State of Alaska. If you solicit proxies on your own, you are responsible for filing all of your solicitations with the State of Alaska.

When you run as an Independent Candidate, your name does not appear on the corporate proxy and you will be responsible for the cost of preparing and mailing your proxy materials to shareholders. Since Alaska law requires that every candidate prepare a proxy statement,

you will be required to prepare a proxy statement that complies with Alaska law and to mail this proxy statement along with your proxy and any other proxy materials to shareholders. Also, Alaska law requires that proxy materials be filed with the State of Alaska at the same time (or before) you begin your distribution to shareholders.

Can I run both as a candidate on the corporate proxy and as an Independent candidate?

No. Before you are allowed to run as a candidate on the corporate proxy, you must sign an agreement with the corporation that prohibits you from running at the same time as an Independent candidate.

If I run as an Independent candidate, will SAI pay my expenses such as travel or the costs of mailing to shareholders, or will SAI prepare my proxy statement, my proxy or any other proxy materials for me?

No.

If I run as a candidate on the corporate proxy, will SAI provide me with additional corporate proxies?

Yes. You must use the exact form of the corporate proxy, without any changes.

If I run as a candidate on the corporate proxy, will SAI pay my expenses?

If you comply with all rules, SAI will include your name and description in the corporate proxy statement and on the corporate proxy as a candidate. SAI will then mail the corporate proxy and proxy statement to all shareholders at SAI's expense. Any other expenses (including any subsequent mailings that you wish to make and any travel and hotel expenses) will be at your own expense.

How do I become a candidate for election to the SAI Board?

Class A shareholders who want to appear as a candidate must submit a completed application (indicating your wish to be included as a candidate in Part A of the Application and Disclosure Statement) and all required materials including a signed Candidate Agreement (Attachment D). Candidates must also comply with SAI's Bylaws, the rules and directives of SAI and the laws of the State of Alaska.

If I run as a candidate on the corporate proxy, do I have to provide SAI with copies of my advertising and other campaign materials before I use them?

Yes. You are also required to make any changes requested by SAI before you use them.

If I run as a candidate on the corporate proxy, will SAI's proxyholders use any of the corporation's discretionary votes to vote for me?

No, there will not be a discretionary voting option on the 2023 corporate proxy.

If I run as a candidate on the corporate proxy, will SAI's proxyholders use any of the votes directed to me to vote for anyone else?

No.

Are there rules and regulations that apply to my candidacy?

Any candidate for election to the SAI Board, regardless of whether they are a candidate on the corporate proxy or an Independent candidate, must comply with all Alaska state laws, regulations and rules and SAI's Bylaws.

You can find a discussion of the applicable State of Alaska rules at the State of Alaska website concerning ANCSA corporations at <https://www.commerce.alaska.gov/web/dbs/ancsa.aspx> and specifically in the booklet available from the State of Alaska through a link at such website entitled "Information For Shareholders of ANCSA Corporations."

If you are running as a candidate on the corporate proxy, you are also required to comply with the Candidate Agreement that you have signed and also with all directives issued by SAI concerning the conduct of your campaign.

If I run as a candidate on the corporate proxy or as an Independent candidate, can I get a list of SAI shareholders that are eligible to vote at the meeting?

Upon advance written request, SAI will allow a candidate on the corporate proxy or an Independent candidate to inspect and copy the record list of shareholders for the meeting. The record list will include shareholder name, mailing address, and number of shares.

As an alternative to actually inspecting the record mailing list and making their own copy of that list, a candidate on the corporate proxy or an Independent candidate may make a written request for a written or electronic copy of the record list. SAI will provide an electronic copy of the record list at no charge once the candidate submits a signed affidavit stating he/she will only use the information for soliciting proxies for the 2023 Annual Meeting. The record list is not a set of mailing labels and candidates will need to prepare their own set of mailing labels based on the record list.

Candidates are advised that it may take a few days for the SAI office to prepare the record list from SAI's shareholder database. This is because the shareholder database contains personal and private data relative to shareholders, which must be deleted before the record list can be provided to candidates.

If I run as a candidate on the corporate proxy, can I get my vote counts on a regular basis?

Yes, SAI will email candidates on the corporate proxy their individual vote counts on a regular basis during the proxy solicitation period. Candidates will receive their individual

vote counts and the current quorum percentage on Monday, Wednesday, and Friday from April 17, 2023 (or the date the proxies are mailed) until May 5, 2023, and then Monday, Tuesday, Wednesday, Thursday, and Friday from May 8, 2023, through the proxy deadline; May 18, 2023.

If I run as a candidate on the corporate proxy, do I have to make any filings with the State of Alaska?

If your ONLY campaign materials are SAI's proxy and proxy statement, no filing is required because SAI will file these with the State.

However, if you use any other materials, you must first provide those other materials to SAI. Then after SAI approves the other materials, you then must file such other materials with the State at the same time (or before) that you send them or otherwise make the materials available to shareholders. This includes any materials that you make available through the Internet, such as by email, texting, or with any social media (Facebook, Twitter, Instagram, etc.) postings.

How do I file materials?

You are allowed to file your materials in a paper format, digital media format (CD or DVD), or electronically. If materials are filed in a paper format or a digital media format, you are required to send two copies to the following address:

Department of Commerce, Community, and Economic Development
Division of Banking, Securities and Corporations
550 W. 7th Avenue, Suite 1850
Anchorage, AK 99501

Telephone: (907) 269-8140

Materials filed electronically may be emailed to ancsa@alaska.gov or uploaded to the Alaska ZendTo system. For instructions on how to upload materials to the Alaska ZendTo system visit <https://www.commerce.alaska.gov/web/dbs/ancsa.aspx>.

PLEASE NOTE

The above information is believed by SAI to be correct as of the date of the publication of this candidate packet and that the indicated internet links work. However, it is the responsibility of the individual candidate to make all necessary filings with the state (other than SAI's proxy and proxy statement, which SAI will file) and it is up to any candidate to verify that the above are correct addresses and procedures and that the indicated internet links work properly at the time the candidate is required to make such filings.

Attachment A

Application and Disclosure Statement

By Alaska law, each candidate who appears on Shee Atiká's corporate proxy must make certain disclosures. This information will be used to prepare Shee Atiká's proxy materials and thus will be provided to Shee Atiká's shareholders. Please note that just submitting a resumé will not be sufficient. This form must be completed and returned by 5:00 p.m. on February 24, 2023, for the applicant to be considered for inclusion in Shee Atiká's corporate proxy materials for the 2023 Annual Meeting.

A. Please Check This Statement

_____ I hereby apply to appear as a candidate on the corporate proxy for the 2023 Annual Meeting. You must also include signed copies of completed Attachments B, C, D and your resume.

B. Disclosure Statement & Questionnaire

All candidates must answer all of the following questions as a part of your application.

1. Legal Name: _____

2. Please list all other names (first and last) by which you have ever been known:

3. Physical Home Address:

4. Phones: _____ home

_____ work

_____ cell

5. Preferred Email: _____

6. Date and Location of Birth: _____

7. Last Four Digits of Your Social Security Number: XXX-XX-_____

8. Driver's License Number and State of Issuance: _____

9. Number of Shee Atiká's Class A Shares You Currently Own: _____

10. Number of Shares You Currently Own in Other ANCSA Corporations:

Name of Corporation

Number of shares

11. Please list any positions, offices, or employment you hold or have ever held at any time with Shee Atiká.

12. Do you provide services as a paid consultant to Shee Atiká, Inc. or one of its Related Entities?

13. Are you currently an officer or director of another corporation organized under ANCSA?

14. Are you currently a chairperson, council member, executive director, president, CEO, or general manager of Sitka Tribe of Alaska?

15. Do you hold a position with or serve the Sitka Tribe of Alaska in any other capacity? If yes, do you have discretionary authority?

16. Please list any member of your immediate family (spouse, children, siblings, or parents) that is a current director, officer, or employee of Shee Atiká or any affiliate or subsidiary of Shee Atiká:

17. Please list your current occupation and employer:

18. Please list all board of directors positions you have held during the past five years:

19. Please list all your business, commercial, tribal, non-profit and governmental experience during the past five years. This includes any past and present employer(s) and any positions you have held as a board member, director, trustee, employee, consultant, council member or officer of any entity:

20. Have any of the following events occurred during the past ten (10) years:

(a) voluntary or involuntary petition in bankruptcy or insolvency? Yes _____ No _____

(b) court appointment of a receiver, trustee, or anyone else to manage your affairs?

Yes _____ No _____

(c) conviction, or plea of *nolo contendere*, in a criminal proceeding, except traffic violations or other minor offenses? Yes _____ No _____

(d) entry of any final judgment, order, or decree, not subsequently reversed or vacated, that he or she engaged in unethical or illegal business practices, violated fiduciary duties, violated securities laws or is subject to any pending criminal proceedings, except traffic violations or other minor offenses per 3AAC08.345 (b)(1)(G)?

Yes _____ No _____

21. To the extent you answered “yes” to any part of Question 20, please describe or explain each answer, including the date. You may attach additional sheets as necessary:

22. Please list any ownership interest exceeding 1% that you or any member of your immediate family (spouse, children, siblings, or parents) has had during the past 12 months in any entity that has any business relationship (regardless of amount) with Shee Atiká or any of its affiliates or subsidiaries:

23. Please list any employment or other relationship that you or any member of your immediate family (spouse, children, siblings, or parents) has had during the past 12 months with any entity that has any business relationship (regardless of amount) with Shee Atiká or any of its affiliates or subsidiaries:

24. Please describe any interest you have as a party or otherwise in any legal proceedings (whether or not involving Shee Atiká):

25. Please list a personal reference who is not a family member and contact information for that reference:

Name: _____

Phone: _____

Email: _____

[End of Disclosure Statement]

C. Certification, Consent and Signature. I hereby declare, represent, and agree that the foregoing is true, correct, and complete.

Printed Name	Signature	Date
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Attachment B

Personal Statement

Please submit as a Word document in 300 words or less, if possible. (Subject to revision by SAI)

I, _____, wish to be a candidate for the Board of Directors of SAI and appear on the corporate proxy. I hereby request the inclusion of the following personal statement of 300 words or less in SAI's election materials. I certify that the contents are true and correct to the best of my knowledge and belief and expressed opinions are my own. I acknowledge that SAI reserves the right to edit this personal statement before including it in SAI's proxy statement.

You may also include a high-resolution photograph of yourself in electronic format (.jpg) if you want a photo to be included in SAI's proxy statement (subject to printing and formatting requirements).

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

Printed Name

Signature

Date

Attachment C

Consent To Background Check and Usage

The undersigned hereby gives Shee Atiká and/or its designees permission and authority to conduct background and reference checks for candidates to be included in SAI's election materials. I agree and consent to any investigation Shee Atiká and/or its designees may make regarding, but not limited to, my general reputation, personal characteristics, education (transcripts and/or degree verification), professional licenses, consumer reports, credit history, driving record, employment, wage information, military service, criminal records, public records, ability to achieve a top security and other government security clearances, and/or other background information obtainable from former employers or other business or personal references. I consent to the use and disclosure of the information obtained from such background check as well as any other materials I have submitted in conjunction with my application to be included in SAI's election materials.

Shee Atiká uses Goodhire.com for background checks and Experian.com for credit checks. Please be sure to check your spam folder to ensure you do not miss these important emails.

Printed Name

Signature

Date

Attachment D

Candidate Agreement

I, _____, am a shareholder of Shee Atiká, Incorporated (SAI), I am 18 years of age or older, and I meet the requirements set forth in SAI's Bylaws to be able to run for the Board of Directors.

I acknowledge that I have been advised of the existence of the State of Alaska website concerning ANCSA corporations at <https://www.commerce.alaska.gov/web/dbs/ancsa.aspx>, and specifically the booklet available from the State of Alaska through a link at such website entitled "Information For Shareholders of ANCSA Corporations" which describes the State of Alaska rules and regulations applicable to ANCSA proxy solicitations. I understand that these rules and regulations govern my campaign for the Board of Directors, along with any directives given me by SAI.

I agree that I am solely responsible for the accuracy and completeness of all statements concerning my compliance with all applicable laws, rules and regulations relating to my solicitation, and for all costs associated with my proxy solicitation including my attendance at all shareholder meetings (other than the cost of preparing and mailing SAI's proxy statement and proxy, which will be borne by SAI). I further understand and acknowledge that even though I may appear as a candidate on the corporate proxy, that I have no greater rights to SAI corporate information than does any other SAI shareholder. I have been provided with a copy of the Frequently Asked Questions (FAQs) and I agree to abide with the rules set forth in the responses to the FAQs.

I also agree that I will NOT be a candidate for election on any other proxy solicited by any person or group other than the Board with regard to the 2023 Annual Meeting, that I will not permit my name to be used in conjunction with any proxy or proxy solicitation other than that of the Board, and that if I violate this agreement that I will be deemed to have withdrawn as a candidate for election to the Board of Directors at the 2023 meeting and that in the discretion of Shee Atiká all proxies (whether set forth on the corporate proxy or that of any other group) that purport to vote for me in any fashion will be null and void.

In consideration for SAI printing and mailing my biographical information, disclosures, photograph, and candidate's statement in SAI's election materials, I hereby agree that I will comply in all respects with the rules and regulations described above, including the Application and Disclosure Statement and any SAI directive.

Printed Name

Signature

Date