



## NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

**Thursday November 12, 2020**

The Annual Meeting of Shareholders for Kikiktagruk Inupiat Corporation (“KIC”) will be held on Thursday November 12, 2020 at 5:30 P.M. Due to cautionary measures implemented as a result of the COVID-19 virus, this meeting will be a virtual meeting and the business of the meeting shall be taken up as set forth in the presented Agenda and in accordance with the attached Guidelines. Shareholders will be able to review the pre-recorded annual meeting via a link provided at <http://kikiktagruk.com>.

As in prior years, all Shareholders who are eligible to vote will be able to vote their shares by proxy, either electronically, or by mail, fax, or email using the same processes as in the past. In-person voting will not be available for the election. To vote by proxy, sign and date the enclosed Proxy Card and return it to the election judge, Hutchings & Associates, or e-vote your proxy at KICvote.com. The enclosed Proxy Statement includes important information and instructions on voting. All proxies must be received by the election judge by 5:00 P.M. on November 9, 2020. **You may confirm that the election judge has received your proxy by contacting the election judge, Hutchings & Associates, by telephone at 907-563-2727 or by email at [rod@ha-akcpa.com](mailto:rod@ha-akcpa.com).**

### PROXY PRIZES INCLUDE:

1. 2 Early Bird Proxy Prizes of \$1,000.00 each. Submit your proxy by November 2, 2020, at 5:00p.m. to be entered to win.
2. 2 Proxy Prizes of \$1,000.00 each. Submit your proxy by the proxy deadline of November 9, 2020 at 5:00p.m. to be entered to win.

Senate Bill 241 extended Governor Dunleavy’s declaration of a public health disaster emergency in response to the novel coronavirus disease (COVID-19) pandemic and made temporary modifications to Alaska corporate law to allow shareholders of Alaska Native corporations to hold meetings by electronic communication. The guidelines attached to this Notice were adopted by the Board of Directors to govern this electronic annual meeting of shareholders.

## **Guidelines to Govern the Virtual Meeting**

### Virtual Annual Meeting

The 2020 Kikiktagruk Inupiat Corporation (“KIC”) Annual Meeting will be a virtual meeting and the business of the meeting shall be taken up as set forth in the presented Agenda. Shareholders and other participants in the Annual Meeting will be able to participate by voting a proxy, submitting a question, and watching the meeting via a link provided at <http://kikiktagruk.com>.

### Proxy Voting

As in prior years, all Shareholders who are eligible to vote will be able to vote their shares by proxy, either electronically, or by mail, fax, or email using the same processes as in the past. This will ensure that all Shareholders eligible to vote, regardless of their access to the internet or telephone will have the ability to vote their shares as they wish. In-person voting will not be available for this election. Proxies must be mailed, faxed, emailed, or e-voted.

### No In-Person Participation

Because the Annual Meeting will be a virtual meeting with no in-person attendance, there will be no in-person door prizes, no in-person Shareholder ballot voting, no in-person voting registration, and no in-person proxy revocation.

### Nominations

The five candidates listed on the board solicited proxy mailed to all Shareholders of record have been nominated to serve on the Board. No further nominations will be accepted unless, by 5:00 P.M. AKDT on November 9, 2020, the Shareholder has notified the Election Judge in writing of the nomination and the person nominated has given written consent to such nomination and agreed to serve if elected.

### Voting Shareholder List

KIC will have available at least 20 days before the Annual Meeting, a list of the Shareholders entitled to vote at the meeting. The list will be kept on file at KIC’s office and made available for inspection during normal business hours upon an advance appointment.

### Shareholder Questions

Shareholders will be able to submit questions in advance of the Annual Meeting by emailing their questions to [Q&A@kikiktagruk.com](mailto:Q&A@kikiktagruk.com) on or before 5:00 PM AKDT on November 9, 2020. Any questions received by this deadline will be answered during a pre-recorded Q&A session.

### Technical Malfunction

In the event of a technical malfunction or other circumstances beyond KIC’s control that disrupts the Annual Meeting, the Chair may adjourn, recess, or expedite the Annual Meeting or take such other action that the Chair determines is appropriate in light of the circumstances.



## AGENDA

### 2020 Annual Meeting of Shareholders

1. Call to Order
2. Opening Prayer
3. Chair's Welcome
4. Presentation of Agenda
5. Presentation of Minutes of 2019 Annual Meeting
6. Report of Quorum
7. Report on Operations
8. Report on Shareholder Relations
9. Shareholder Questions and Answers
10. Report on Election Results
11. Proxy Prize Drawing
12. Closing Prayer
13. Adjournment