



PROSPECTIVE BOARD CANDIDATE DISCLOSURE PACKET

ANNUAL MEETING OF SHAREHOLDERS



KOOTZNOOWOO, INC.
FORTRESS OF THE BEARS

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KOOTZNOOWOO, INC.

FORTRESS OF THE BEARS

The deadline for Kootznoowoo to receive your completed Candidate Packet is **March 20, 2023**.

Packets received after this date will not be accepted.

Candidates must complete this packet then submit it via email or hard copy as follows:

Via Email : info@kootznoowoo.com

Address : Kootznoowoo, Inc.
8585 Old Dairy Road, Suite 201
Juneau, Alaska 99801

Please be sure to read this Candidate Packet in its entirety.

For questions, contact the Corporate Office at:

(907) 790-2992



LETTER FROM THE CHAIR

Dear Shareholder,

Thank you for your interest in running for a seat on the Kootznoowoo, Inc. Board of Directors as an independent candidate. Kootznoowoo, Inc. (the "Corporation") does not have a board slate. Any shareholder eighteen (18) or older with voting shares in the Corporation may run for a seat on the Board.

The Kootznoowoo, Inc. Bylaws and Code of Conduct and Alaska Administrative Code (AAC 08.305, et seq., Solicitation of Proxies) requires all candidates for the Board of Directors to make certain disclosures about themselves, to communicate that information to shareholders, and to file the disclosures with the State of Alaska, Division of Banking & Securities (the "Division").

You must review and complete the questionnaire in full to qualify as a candidate for the Board of Directors. The Corporation will file your completed questionnaire with the Division of Banking & Securities when the Corporation files its proxy statement so you do not need to send a copy of this questionnaire to the Division.

However, pursuant to 3 AAC 08.312, you are responsible for submitting copies of any materials that you publish on the Internet, including electronic forums such as Facebook, or send to shareholders to support your campaign to the Division of Banking & Securities. For more information about Alaska election laws and regulations, download a copy of the DCCED's "Information for Shareholders of ANCSA Corporations" booklet at: https://www.commerce.alaska.gov/web/Portals/3/pub/ANCSA_booklet.pdf.

If you have any questions about this packet or Kootznoowoo, Inc.'s election procedures, contact the Corporation's office at (907) 790-2990 or via email at info@kootznoowoo.com.

Questions pertaining to the State of Alaska Proxy Regulations should be directed to the following:

Department of Commerce, Community, and
Economic Development
Division of Banking and Securities
550 West 7th Avenue, Suite 1850
Anchorage, Alaska 99501

Phone: (907) 269-8140
Toll-Free: (888) 925-2521
Fax: (907) 269-8146
Email: ANCSA@alaska.gov

Please note that failure to disclose, respond or provide information requested in the questionnaire, or providing information that is false or misleading, may result in the invalidation of proxies voted for you. For that reason, carefully review and complete the entire questionnaire and documents.

It is strongly recommended you retain a copy of the completed questionnaire for your own records.

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Eunice E. James

Board Chair



REQUIRED DISCLOSURES, AGREEMENTS, AND RESPONSIBILITIES TO BE INCLUDED IN THE PROXY MATERIALS

QUESTIONNAIRE

A. BIOGRAPHICAL AND CONTACT INFORMATION

Full Legal Name: _____

Alaska Native or Tlingit Name (Optional): _____

Name as you wish to appear in proxy materials: _____

Date of Birth: _____ Age as of (Date of Proxy Materials): _____

Your city and state of legal residence will be disclosed in the proxy materials. Your mailing address will not be disclosed in the proxy materials. The purpose of providing this information is so the Corporation can communicate with you on matters related to your candidacy and the Annual Meeting of Shareholders.

Mailing Address: _____

City and State of Residence: _____

Zip Code: _____

Your phone number will not be disclosed in the proxy materials. The purpose of providing this information is so the Corporation can communicate with you on matters related to your candidacy and the Annual Meeting of Shareholders.

Main Phone / Cell Phone: _____

Your email address will not be disclosed in the proxy materials. The purpose of providing this information is so the Corporation can communicate with you on matters related to your candidacy and the Annual Meeting of Shareholders.

Email Address: _____



B. EMPLOYMENT, OCCUPATION, OR BUSINESS EXPERIENCE IN THE LAST FIVE YEARS

DIRECTORSHIPS HELD WITH OTHER ENTITIES

Question: Do you currently hold or have you held any other directorships with other entities in the past five (5) years?

☐ YES ☐ NO

If YES, in the spaces provided below, list the name of the entity and the start and end dates of the directorship held currently and in the past five (5) years. If you need additional space, attach additional information to the questionnaire when submitted. **If NO, skip this section.**

Directorship #1:

Entity Name: _____

Start Date of Directorship: _____

End Date of Directorship: _____

Directorship #2:

Entity Name: _____

Start Date of Directorship: _____

End Date of Directorship: _____

Directorship #3:

Entity Name: _____

Start Date of Directorship: _____

End Date of Directorship: _____



CURRENT EMPLOYMENT AND OCCUPATION

Question: Are you currently employed or have you been employed in the past five (5) years?

☐ YES ☐ NO ☐ RETIRED

If YES, in the spaces provided below, list your occupation, employer and the start and end dates of your occupation and employment currently and in the past five (5) years. If you need additional space, attach additional information to the questionnaire when submitted.

If RETIRED, list your date of retirement: _____

Occupation & Employer #1 :

Occupation or Title: _____

Employer Name: _____

Start Date of Employment: _____

End Date of Employment (write N/A if still employed): _____

Occupation & Employer #2 :

Occupation or Title: _____

Employer Name: _____

Start Date of Employment: _____

End Date of Employment: _____

Occupation & Employer #3 :

Occupation or Title: _____

Employer Name: _____

Start Date of Employment: _____

End Date of Employment: _____



C. EDUCATIONAL BACKGROUND

Please use the space below to list your post secondary education and any earned degrees. If you need additional space, attach additional information to the questionnaire when submitted.

College/University/Vocational School #1 :

Name of School: _____

Dates of Attendance: _____

Did you graduate ? ☐ Yes ☐ No ☐ Currently Enrolled

If yes, what degree did you earn? _____

College/University/Vocational School #2 :

Name of School: _____

Dates of Attendance: _____

Did you graduate ? ☐ Yes ☐ No ☐ Currently Enrolled

If yes, what degree did you earn? _____

College/University/Vocational School #3 :

Name of School: _____

Dates of Attendance: _____

Did you graduate ? ☐ Yes ☐ No ☐ Currently Enrolled

If yes, what degree did you earn? _____



D. KOOTZNOOWOO EXPERIENCE & DISCLOSURES

Question: Do you currently hold or have you ever held any positions or offices with Kootznoowoo, Inc. or its subsidiaries (positions and offices include, but are not limited service as a director, officer or employee of Kootznoowoo, Inc. or its subsidiaries)?

☐ YES ☐ NO

If YES, in the spaces provided below, list your position or office and the start and end dates of your tenure with Kootznoowoo, Inc. or a Kootznoowoo, Inc. subsidiary.

Position or office held with Kootznoowoo, Inc. or its subsidiary #1:

Position or Office: _____

Start Date of Position or Office: _____

End Date of Position or Office: _____

Position or office held with Kootznoowoo, Inc. or its subsidiary #2:

Position or Office: _____

Start Date of Position or Office: _____

End Date of Position or Office: _____

Position or office held with Kootznoowoo, Inc. or its subsidiary #3:

Position or Office: _____

Start Date of Position or Office: _____

End Date of Position or Office: _____



Question: If you are a current member of the Kootznoowoo Board of Directors, list below the total number of board meetings, including regularly scheduled and special meetings, and the number of meetings of committees on which you served, and your percentage of attendance during the past fiscal year at meetings of the board, including regularly scheduled and special meetings, and meetings of committees on which you served, including those meetings for which your absence was excused:

☐ I am not currently a member of the Kootznoowoo Board of Directors.

Number of Board Meetings During Past Fiscal Year: _____ Board Meeting Attendance: _____ %

Number of Committee Meetings During Past Fiscal Year _____ Committee Meeting Attendance: _____ %

Question: Do you have a family relationship with any director, nominee, or officer of the Corporation or its subsidiaries ("family relationship" is defined as a relationship with any of the following: an individual's spouse, grandparent, parents, children, grandchild, or siblings by blood or adoption)?

☐ YES ☐ NO

If YES, in the spaces provided below, list the name of the family members, his or her position with the Corporation, and the nature of the family relationship.

Family Relationship #1:

Name of family member: _____

Position with corporation or subsidiary: _____

Nature of the family relationship: _____

Family Relationship #2:

Name of family member: _____

Position with corporation or subsidiary: _____

Nature of the family relationship: _____

Family Relationship #3:

Name of family member: _____

Position with corporation or subsidiary: _____

Nature of the family relationship: _____



E. SOLICITATION DISCLOSURES

Question: List below the names, mailing address, phone number, and email address of any individual (including yourself), group, entity, or other affiliation that you know of at this time who will solicit proxies on your behalf or bear the expense of solicitation, and the amount each participant in the solicitation has contributed or has agreed to contribute, unless the participant is a contributor of less than \$500 in the aggregate (the solicitors email address, phone number and mailing address will not be disclosed in the proxy materials; the purpose of providing this information is so the Corporation can communicate with the individuals listed below on matters related to your candidacy and the Annual Meeting of Shareholders):

Candidate

In the space below specify how much money do you anticipate spending on your campaign for proxy solicitation as a candidate?

Solicitor #1

Name: _____

Mailing Address: _____

Phone Number: _____

Email Address: _____

Amount Contributed or Agreed to Contribute: _____

Solicitor #2

Name: _____

Mailing Address: _____

Phone Number: _____

Email Address: _____

Amount Contributed or Agreed to Contribute: _____



Solicitor #3

Name: _____

Mailing Address: _____

Phone Number: _____

Email Address: _____

Amount Contributed or Agreed to Contribute: _____

Solicitor #4

Name: _____

Mailing Address: _____

Phone Number: _____

Email Address: _____

Amount Contributed or Agreed to Contribute: _____

Question: Do you or any of the above-listed participants soliciting proxies have an arrangement or understanding with an entity for future employment by the Kootznoowoo, Inc. or its subsidiaries, or future financial transactions to which Kootznoowoo, Inc. or its subsidiaries will or may become a party?

☐ YES ☐ NO

If YES, in the space provided below, describe the terms of and the parties to each arrangement or understanding. If you need additional space, attach additional information to the questionnaire when submitted.

Question: Describe, in the space provided below, all the methods you expect to use to solicit proxies.



F. FINANCIAL & LEGAL DISCLOSURES

Question: In the past 10 years, have you been involved in any of the following events:

Any legal proceeding, of which you or any corporation or entity of which you are an officer, director, partner, owner, trustee, or member, have been a party to with interests adverse to Kootznoowoo, Inc. or its subsidiaries and affiliates?

☐ YES ☐ NO

Voluntary or involuntary petition under any bankruptcy or insolvency law, or appointment of a receiver?

☐ YES ☐ NO

A conviction or plea of no contest in a criminal proceeding, except traffic violations or other minor offenses?

☐ YES ☐ NO

Currently pending criminal proceedings, except traffic violations or other minor offenses?

☐ YES ☐ NO

Entry of any final judgment, order, or decree, not subsequently reversed or vacated, that you were engaged in:

Unethical business practices? ☐ YES ☐ NO

Illegal business practices? ☐ YES ☐ NO

Violations of fiduciary duties? ☐ YES ☐ NO

Violations of securities laws? ☐ YES ☐ NO

Violations of election or campaign contribution laws?

☐ YES ☐ NO

Making any illegal payments to any foreign individual, government, corporation, partnership, or its agents?

☐ YES ☐ NO

With respect to the above questions, are any charges or investigations pending for which no judgment, finding, or final decree has been entered?

☐ YES ☐ NO

If you answer YES to any above question, in the space provided below, describe all material facts regarding the event. If you need additional space, attach additional information to the questionnaire when submitted.



Question: In the last fiscal year, which began on January 1, 2022 to present, have you been involved in any financial transaction or any presently proposed financial transaction with Kootznoowoo, Inc. or its subsidiaries where:

- The transactions in whole exceed \$20,000; and
- You or a member of your family is a party to this transaction or is with an entity, other than an affiliate of the Corporation, where you or your family is employed by, is an officer or director of, or owns, directly or indirectly, an interest in the entity.

☐ YES ☐ NO

(The term “entity” is defined as individuals, sole proprietorships, partnerships, joint ventures, trusts, associations, firms, corporations, or other organizations, whether or not operated for profit, which are not wholly owned subsidiaries of Kootznoowoo, Inc.). (“family member” is defined as an individual’s spouse, grandparent, parents, children, grandchild, or siblings by blood or adoption.)

If YES, in the space provided below, list the name and address of the entity, the amount of the transaction, and all material facts regarding the transaction. If you need additional space, attach additional information to the questionnaire when submitted.



Question: Have you or any member of your family in the past fiscal year, which began on January 1, 2022 to present, been involved in any actual or proposed financial transaction with or received any remuneration from Kootznoowoo, Inc. or its subsidiaries or affiliates in any capacity other than as a Board Director? ("Family member" is defined as: an individual's spouse, grandparent, parents, children, grandchild, or siblings by blood or adoption.)

☐ YES ☐ NO

If YES, in the space provided below, list the name of the family member, the amount of the transaction or remuneration, and all material facts regarding the transaction and remuneration. If you need additional space, attach additional information to the questionnaire when submitted.

Question: Have you or any member of your family in the past fiscal year, which began on January 1, 2022 to present, have or had a loan or guarantee of a loan from Kootznoowoo, Inc. or its subsidiaries or affiliates, excluding normal travel and payroll advance?

☐ YES ☐ NO

If YES, in the space provided below, list the name of the family member, the amount of the loan or guarantee, and all material facts regarding the loan or guarantee. If you need additional space, attach additional information to the questionnaire when submitted.



G. CANDIDATE STATEMENT

Each candidate may provide a statement in support of their candidacy for the Kootznoowoo, Inc. Board of Directors. The statement will be included in the proxy statement. The statement must be 350 words or less.

Attach your statement to the questionnaire when submitted or email your statement to the Corporate Office at info@kootznoowoo.com by the candidate packet deadline.

H. CANDIDATE PHOTO

Each candidate must provide a photo of themselves, no more than five years old, to be included on the proxy ballot and proxy statement. Please email an electronic copy of your photo to the Corporate Office at info@kootznoowoo.com.

I. AGREEMENTS

If this candidate packet is completed and filed with the Corporation, I agree to the following. Please certify your agreement by signing and printing your name at the end of the statement.

I certify that I am 18 years of age or older, a voting shareholder of Kootznoowoo, Inc., and eligible to run for a seat on the Kootznoowoo, Inc. Board of Directors, and that I wish to have my name included in Kootznoowoo, Inc.'s Annual Meeting and election materials.

I understand that the Corporation will include the information in this completed packet (disclosures, photograph, candidate statement, etc.) in election materials and publications and the Corporation's Proxy Statement and that the information provided in the responses to the questions and items in this questionnaire are true, correct, and complete, to the best of my knowledge and belief. I will supplement the information provided in the responses to the questions, if there are any changes in circumstance or if I become aware of information that should be disclosed herein.

I certify that I will not include or permit my name to be included on any proxy for any other nominee or slate of nominees, other than the Corporation's proxy, or be part of any other nominee's, or slate of nominees', campaign. I hereby agree that should my name appear on any other nominee's or slate of nominees' proxy (except as a write-in) or proxy statement I will cooperate with the Corporation to have my name removed from those proxies, including authorizing appropriate communications and instructions to the State of Alaska Division of Banking & Securities.

I agree that I will be bound by Alaska Statutes and regulations, the Corporation's Bylaws and Code of Conduct, and other rules governing proxy solicitations and elections. If I fail to comply with Alaska Statutes and regulations and the Corporation's Bylaws and Code of Conduct, I authorize the Corporation to invalidate any proxy or ballot voted directly to me, in accordance with Alaska law, except for quorum purposes.



I agree that I will not seek additional reimbursement from Kootznoowoo, Inc. or its subsidiaries and affiliates for my solicitation expenses.

I understand that upon request, each board candidate is permitted to receive one electronic copy of a list of shareholders entitled to vote at the annual meeting or special meeting of shareholders as of the Board approved record date which will include each shareholder's name, mailing address, main phone number, shareholder ID number, number of shares, and number of voting shares ("Shareholder List").

I agree that if I am provided with a Shareholder List, I will use the Shareholder List only for a proper purpose (proper purposes include but are not limited to running for the Kootznoowoo, Inc. Board of Directors as a nominee or for use in support or opposition to a shareholder resolution authorized to be voted on by shareholders, without affiliation with an entity hostile to Kootznoowoo, Inc.); that I will not use the information on the Shareholder List for personal gain or commercial purposes, nor will I use or permit the list to be used for the benefit of any competitor of Kootznoowoo, Inc., nor for any purpose opposed to the best interests of Kootznoowoo, Inc. or its shareholders.

I acknowledge that a copy of the State of Alaska regulations on proxy solicitation was questionnaire.

I acknowledge that a copy of the DCCED's "Information for Shareholders of ANCSA Corporations" booklet is available to be downloaded at https://www.commerce.alaska.gov/web/Portals/3/pub/ANCSA_booklet.pdf

I acknowledge that a copy of the Kootznoowoo, Inc. Bylaws and Code of Conduct was attached to the questionnaire and that I have had the opportunity to review it.

I acknowledge that I have read and fully understand the materials, questions, and information provided in this questionnaire.

Board Candidate Signature: _____

Printed Name: _____

Date: _____

