



# Koniag, Inc.

## Candidate Nominee Information Form

(To Be Completed by a Nominee Who Wishes to Be Listed in the Koniag Proxy Statement)

This questionnaire provides background information on candidates interested in serving on the Koniag, Inc. Board of Directors. Please answer each question fully and accurately and provide any additional information you think relevant. Information provided will be used by the Board of Directors as it considers candidates for inclusion on the Board endorsed slate. If you are nominated, some of this information will be used in the Koniag, Inc. Proxy Statement as is required by law.

**Please select one of the following boxes to indicate whether you wish to be considered for the Board endorsed slate or not.**

**I want** to be considered for the Board endorsed slate. I understand that as part of the selection process and in order to keep Koniag, Inc. in compliance with State of Alaska laws, including, but not limited to proxy solicitation regulations, I will completely and truthfully answer all questions below. **I further understand that if selected, and I agree to be one of the three candidates selected by the Koniag, Inc. Board of Directors for the Board endorsed slate, my selection will be conditioned upon my agreement to forego running an individual proxy campaign and to run as a member of the slate.** I understand that if I am not selected for the Board endorsed slate, I will have the option to be listed in the Koniag, Inc. Proxy Statement as a candidate for the Board of Directors and included on the Koniag, Inc. Proxy Form used for voting purposes so that shareholders choosing “Directed Voting” can allocate their votes to me and I will be able to conduct my own independent proxy campaign. Finally, I understand that I am responsible for the accuracy of the information provided to Koniag for inclusion in its Proxy Statement.

**I do not want** to be considered for the Board endorsed slate since I plan to run my own independent proxy campaign. I wish to be listed in the Koniag, Inc. Proxy Statement as a candidate for the Board of Directors. Accordingly, I will completely and truthfully answer all questions required by State of Alaska Proxy Regulations. I also wish to be included on the Koniag, Inc. Proxy Form used for voting purposes so that shareholders choosing “Directed Voting” can allocate their votes to me. I understand that I am responsible for the accuracy of the information provided to Koniag for inclusion in its Proxy Statement.

**DEADLINE FOR RECEIPT OF APPLICATION IS:**

**Friday, March 16, 2018 at 5:00 pm ADT**

**VOTING SHAREHOLDER:** Are you a voting shareholder of Koniag, Inc.?  **Yes**  **No**

Your full name as it appears on your Koniag, Inc. stock certificate

Date of Birth  Current Age

What Village Corporation are you enrolled to?

Your current mailing address:

Your current residence address (if different from mailing address)

Home Phone:  Cell Phone:

Work Phone:  Alternate Contact:

Email:  Fax:

**BRIEF BIOGRAPHY STATEMENT**

**BRIEF FAMILY HISTORY**

1. **POSITIONS WITH KONIAG, INC. OR AFFILIATES:** Describe all positions and offices you currently hold or previously have held with Koniag, Inc., including lower-tier subsidiaries, affiliates or committees and the dates you held those offices.

2. **PREVIOUS BOARD EXPERIENCE:** Describe your past service as a director or senior officer of any entity, whether business or non-profit. Include the name of the entity, the office you held, the responsibilities you exercised and the dates you held such positions.

3. **OCCUPATION and BUSINESS EXPERIENCE:** List your business experience during the **past five years**, including current occupation or employment and employer, all positions, occupations and employers you have had during the five-year period and the dates you held each position. List any occupations prior to that time you believe would be of interest. Explain each position and the nature of the work you performed, including part-time positions as well.

4 **EDUCATION:** State your educational background, including training or schools you attended, dates of attendance and any certificates or degrees you received.

5. **COMMUNITY ACTIVITIES:** List any elective or appointed positions which you presently hold, and any you have held in the last five years and the dates you held each. Also list any other activities you feel would be of interest.

**NOTE:** Please attach any letters of reference or include names of references relative to employment history, previous board experience and community activities.

6. **LEGAL PROCEEDINGS:**

a. Are you or any member of your family a party to any legal proceedings during the last ten years in which you and/ or your family member's interests are or were adverse to those of Koniag, Inc. or any of its lower-tier subsidiaries? \_\_\_\_\_ Yes \_\_\_\_\_ No

If your answer is "Yes", give details on a separate sheet and attach it to this questionnaire.

b. Are you or any member of your family a director or senior officer of any company or entity which is a party to any legal proceeding during the last ten years in which its interests are or were adverse to the interests of Koniag, Inc. or any of its lower-tier subsidiaries:

\_\_\_\_\_ Yes \_\_\_\_\_ No

If your answer is "Yes", give details on a separate sheet and attach it to this questionnaire.

7. **FINANCIAL TRANSACTIONS WITH THE COMPANY:** Describe any financial transactions (including any presently proposed financial transactions) which exceed \$20,000 in total between Koniag, Inc. (or its affiliates and lower-tier subsidiaries) and any entity that either employs you or any member of your family (spouse, parent, children, or brothers and sisters) or in which you or any family member own, directly or indirectly, an interest or serve as an officer or director. Please name the person or entity which has an interest in each such financial transactions, the nature, amount and date of each transaction, and the person who is an employee, director or has an interest in the entity. Financial transactions that occurred more than three years ago need not be included. **Do** include any financial transactions that occurred during the past three years, the current year, and any transactions presently proposed.

8. **FAMILY RELATIONSHIPS:** Describe the nature of any family relationship you have with any current director, nominee, executive officer of Koniag, Inc. or any of its lower-tier subsidiaries.

9. **OTHER EVENTS:** The following information has been determined by the State to be material to an evaluation of a candidate's ability and integrity and is required to be disclosed in Koniag's proxy materials if the events occurred during the last **ten years**. Please explain any "Yes" answers on a separate sheet and include the date the event(s) occurred and all circumstances surrounding the events, including the final resolution.

1. Have you been convicted or entered a plea of no contest in any criminal proceeding? This includes any traffic violations involving alcohol or drugs. Other minor traffic violations that did not involve alcohol or drugs can be excluded.

\_\_\_\_ Yes \_\_\_\_ No If "Yes", provide dates, the court and a summary of the charges:

2. If you have been convicted of a crime or entered a plea of no contest in a criminal proceeding, was the final decree or judgment reversed or vacated?

\_\_\_\_ Yes \_\_\_\_ No \_\_\_\_ Does Not Apply

3. Have you filed a voluntary petition or had an involuntary petition filed against you under any bankruptcy or insolvency laws?

\_\_\_\_ Yes \_\_\_\_ No

4. Has a receiver been appointed to take control of your assets or those of any business you own or control?  Yes  No

5. Has any final judgment, order or decree, (not subsequently reversed or vacated) been entered against you in any proceeding, which found that you engaged in unethical or illegal business practices, violated any fiduciary duties or violated any securities laws or regulations?  
 Yes  No

10. Have you ever been disciplined, sanctioned, or reprimanded by any governance body on which you have served? This includes boards, but is not limited to, boards of any for-profit entities, non-profits entities, ANCSA corporations, tribal entities, or community organizations. If so, please describe the event, the penalty imposed, and any relevant subsequent outcome.  
 Yes  No

11. **ARRANGEMENT AS TO ELECTION:** Are there any arrangements or understandings between you and any other person or persons (except the directors and officers of Koniag, Inc. acting solely in that capacity) regarding your nomination or election as a director? If the answer is “yes” name such other person or persons and describe briefly the arrangement or understanding.

12. Please estimate the amount you plan to spend on your campaign: \$

13. Please list any person and his or her address who has contributed or has agreed to contribute \$500 or more for your campaign.

- 14.** Please list all persons and their addresses who will be soliciting proxies on your behalf other than persons who are not retained or employed to do so.

- 15.** Please list the methods (such as telephone calls, in person visits, or advertisements) you intend to use during your campaign:

- 16.** Please indicate whether you or any person who has made a contribution of \$500 or more to you or who is soliciting proxies on your behalf have promised or have been promised any future employment or a future financial transaction to or from any person if you are elected to the Koniag, Inc. Board, and if you have, please state exactly what you have been promised:

- 17.** What skills and qualifications do you have that would make you a competent Director?

18. **NOMINEE'S PERSONAL STATEMENT:** Please state briefly in your own words why you would like to serve or continue as a director of Koniag, Inc. This statement will be included in the Koniag, Inc. Proxy Statement **Please limit your statement to no more than 200 words.**

19. If elected to the Board, are you willing to serve? \_\_\_\_\_ Yes \_\_\_\_\_ No

I hereby declare that the foregoing information as provided by me is true and correct to the best of my knowledge and belief. I understand that as part of the nominating process, my references and other information may be verified, including through the use of a background check conducted by a third party. I agree to cooperate with Koniag to facilitate the completion of this verification and background check process. My signature below authorizes Koniag, Inc. to take such actions as necessary to do so.

I understand that Koniag requires the disclosure of pending criminal proceedings (with the exception of minor offenses) at the time a Candidate Nominee Information Form is submitted. I also understand that I am obligated to inform Koniag immediately if anything changes to the disclosures listed on this form during the proxy solicitation period and up to and during the Annual Meeting, including, but not limited to any pending criminal proceedings.

\_\_\_\_\_  
**Signature of Nominee**

\_\_\_\_\_  
**Date**

**Mail, Email, Fax or Bring in Person to:**

Koniag, Inc.  
3800 Centerpoint Drive, Ste. 502  
Anchorage, AK 99503  
**Attn:** Lavonda Beukers

**OR**

Koniag, Inc.  
194 Alimaaq Drive  
Kodiak, AK 99615  
**Attn:** Lavonda Beukers

**OR**

**Fax to:** 907-562-5258, Attn: Lavonda Beukers

**OR**

**Email to:** [Lavonda@koniag.com](mailto:Lavonda@koniag.com)

**NOTICE TO ALL CANDIDATES REGARDING  
PROXY SOLICITATION PROCESS AND RESPONSIBILITIES**

The regulations of the Alaska Division of Banking and Securities have very specific language regarding the disclosure and compliance responsibilities of board candidates. In particular, Section 3 AAC 08.345(c) provides:

*3 AAC 08.345(c): If a candidate included in a board solicitation or a candidate soliciting write-in votes does not engage in additional proxy solicitations, the candidate may rely on inclusion in the board’s proxy statement, but the candidate remains responsible for the accuracy and completeness of the information the candidate provided to the board. If, however, the candidate, whether recommended by the board or a candidate included on an open proxy, elects to engage in any additional solicitations, the candidate must comply with 3 AAC 08.355.*

Regulation 3 AAC 08.355 governs non-board solicitations. **It requires disclosure of information that may be different than what is included in the Corporation’s proxy solicitation.** In order to be eligible for inclusion in Koniag’s proxy solicitation, candidates must acknowledge and affirm their responsibilities and understanding as follows. Please initial next to each statement, and sign at the bottom of the page.

\_\_\_\_\_ I understand that I am responsible for the accuracy and completeness of the information I provided to Koniag.

\_\_\_\_\_ I understand that if I engage in any additional solicitations for proxies or votes beyond Koniag’s proxy solicitation, (1) I must provide a copy of all such materials to Koniag immediately upon publication or dissemination; and (2) I am personally responsible for my compliance with any additional disclosure obligations outlined in 3 AAC 08.355 which is the regulation governing non-board solicitations.

\_\_\_\_\_  
Candidate Signature

\_\_\_\_\_  
Date

## Check List

- 1. Did you sign and date your application?
- 2. Did you sign and date the Acknowledgement Regarding Proxy Solicitation?
- 3. Did you attach your resume?
- 4. Did you attach a current photo of yourself? (JPEG format if possible)