

King's  Heights

**KINGS HEIGHTS
HOMEOWNERS ASSOCIATION**



NOTICE OF THE KING'S HEIGHTS HOMEOWNERS ASSOCIATION

2019 ANNUAL GENERAL MEETING OF MEMBERS


Please take notice that the 2019 Annual General Meeting of the Members of the KING'S HEIGHTS HOMEOWNERS ASSOCIATION (the "Society"), will be held at The Holiday Inn Express, 64 East Lake Avenue NE, Airdrie, AB T4A 2G8, on Thursday June 20th, 2019 @ 6:30 PM (MST) for the following purposes:

- 1) To receive the Report of the President of the Company;
- 2) To receive the Audited Financial Statements for the fiscal year ended December 31, 2018;
- 3) To establish the number of Directors to hold office until the next Annual General Meeting and elect such Directors;
- 4) To appoint an Auditor of the Company;
- 5) To transact such other business as may properly come before the Meeting or any adjournment thereof.

THIS NOTICE SHOULD BE READ IN CONJUNCTION WITH THE INFORMATION CIRCULAR ACCOMPANYING THIS NOTICE.

Dated at Calgary, Alberta this 29th day of May, 2019.

BY ORDER OF THE BOARD OF DIRECTORS


ALAN BOUCHER, President

TO ALL MEMBERS:

IF YOU ARE UNABLE TO ATTEND THIS MEETING, PLEASE COMPLETE THE ACCOMPANYING PROXY FORM AND RETURN AS INDICATED IN THE INSTRUCTIONS FOR PROXY FORMS INCLUDED IN THIS PACKAGE.



**King's Heights Homeowners Association
Presidents Report
January 2019-December 2019**

The King's Heights Homeowners Association (KHHOA) was incorporated as a non-profit society in January 2006, registered under the Societies Act of Alberta.

The purpose of the Association is to own and maintain for the benefit of the members various subdivision features and amenities within the King's Heights Development. The KHHOA is currently Managed and administered by Melcor Developments on behalf of Highview Communities Inc. The Board of Directors currently consists of three (3) Melcor Developments appointed Directors. The Board recommends a maximum of Seven (7) Board members, made up of four (4) resident members of the community and three (3) members from Melcor Developments Ltd., Representing Highview Communities Inc. The Board will meet quarterly to: ensure policies are properly set and Rules & Regulations are legislated; be the voice of their fellow residents for KHHOA-related issues. During Melcor's term of management, the power of the Board is limited.

Financial

The annual operating costs of the KHHOA - including the various subdivision features/amenities, is the responsibility of the Members through the payment of mandatory fees, pursuant to a Rent Charge Encumbrance registered on each lot title (the amount is exempt from GST) in King's Heights.

2019 was the first year fees were levied in Kings Heights and after careful review of the 2019 operating budget, the KHHOA Board of Directors approved the 2019 fees be set at \$150 per standard lot. Fees were invoiced in December 2018 for the 2019 Fiscal year. The Fiscal year is January 1st to December 31st.

A copy of the 2019 Operating Budget is available for review online at <https://www.kingsheightshoa.com/> or upon request at tcosgrave@melcor.ca. The enclosed Audited Financial Statements are prepared up to December 31st 2018.

Appointment of Auditor

The Board of Directors proposes to appoint BDO Canada LLP as Auditor for the company for the 2019 Fiscal Year.

Summary/Management Transition

Melcor Developments Ltd., who represents Highview Communities Inc., in co-operation with the Resident Board of Directors, has started the process of working towards a seamless transition of the turnover of the management of the King's Heights Homeowners Association. The Management of the KHHOA will be completely turned over by December 2019. In anticipation of the turnover, Melcor is preparing to implement an exit strategy that consists of Board development training, and moving all accounting and administrative functions to the King's Heights Homeowners Association Resident Directors. The administrative and accounting systems that are currently in place have been carefully applied to ensure a seamless transition of full management duties to the KHHOA. As well, the Melcor Directors will work closely with the Resident Directors until the complete transfer of full management duties to the KHHOA. Melcor is committed and dedicated to leaving behind a successful legacy in King's Heights.

We would like to thank and acknowledge the governance and the commitment from our volunteer resident Directors during the 2018/2019 year and look forward to working with the elected directors during the successful transition of management functions from Melcor to the board of Resident Directors.

Respectfully submitted May 29th, 2019

ALAN BOUCHER President & Melcor Director	TANYA EKLUND Secretary/Treasurer & Melcor Director	TRIONA COSGRAVE Vice President & Melcor Director	JACK LEE Resident Director	MILOSZ KARPINSKI Resident Director	MATTHEW PAWLOW Resident Director	SHAYNA NACKONEY-SHAUGE Resident Director
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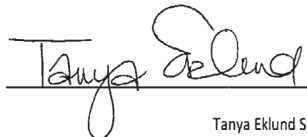


King's Heights Homeowners Association
April 30th, 2018 @ 7:00pm
The Rotary Room, Genesis Place Airdrie
AGM Meeting Minutes

1. President of the Board of Directors Graeme Melton acted as Chairperson of the meeting. The Annual General Meeting was called to Order at 7:11 p.m.
2. The Chairperson asked Tanya Eklund to act as Secretary of the meeting.
3. The Chairperson requested Triona Cosgrave to act as Scrutineer for the meeting, with the consent of the Voting Members. As there was no objection, the Chairperson appointed Triona Cosgrave as Scrutineer.
4. The Chairperson stated that unless otherwise specified, all issues and Resolutions to be approved by the Voting Members are by way of ordinary resolution, which requires the majority of the Voting Members present in person or by proxy, voting in favour.
5. The Chairperson asked for a motion dispensing with reading of the Notice calling the meeting. Danielle Lemieux so moved. Sheila Hemminger seconded the motion. The Chairperson declared the motion carried.
6. The Secretary Tanya Eklund provided proper proof of mailing the Notice of the Meeting to the Members.
7. The Chairperson then stated that Pursuant to the Articles of Association of the Association, A quorum for the Annual General Meeting of the Association shall be the attendance of Five (5) or more persons collectively entitled to cast Five (5) or more votes. The Chairperson asked the Scrutineer for his report. The Scrutineer Triona Cosgrave reported that there were **8054** Voting Members either present at the meeting, or represented by proxy. Specifically, there were **8000** votes, in respect of lots registered in the name of Highview Communities Inc.; there were **52** Voting Members represented in person at the meeting, and **2** represented by proxy.
8. The Chairperson declared the meeting to be duly called and properly constituted for business.
9. The Chairman asked for a motion to dispense with reading of the Presidents' Report for the January 1st to December 31st 2018, also appended to the Notice of Meeting and Information Circular. Lillie Eikenberry moved that the reading of the Director's Report be dispensed with. Danielle Lemieux seconded the motion. The Chairperson declared the motion carried.
10. The Chairperson then proposed to receive, as information, the unaudited Financial Statements of the Association for the year ended December 31, 2017. Tanya Eklund then reviewed the unaudited Financial Statements and then answered related questions.
11. The Chairperson indicated that the next item of business was the election of Directors. The Chairperson stated that seven (7) Directors be elected and serve until the next Annual General Meeting of the Association. The Chairperson asked for a motion to this effect. Faiz Khaku moved that up to seven (7) Directors be elected to serve until the next Annual General Meeting of the Association. Milosz Karpinski seconded the motion. The Chairperson declared the motion carried.
12. The Chairperson stated that Highview Communities Inc. will be using their votes to nominate three (3) Directors and wish to appoint Alan Boucher as President, Triona Cosgrave as Vice-President and Tanya Eklund as Secretary/Treasurer to the Company's Board of Directors to serve until the turnover of Management. The proxy has been cast in their favor.
13. The Chairperson stated that persons The Chairperson stated that the Following fourteen (14) members put their names forward to be nominated to serve as Resident directors on the board of directors:
 1. Shayna Nackoney-Skauge
 2. Jennifer Hooper
 3. Danielle Lemieux
 4. Jack Lee
 5. Kurtis Sturt
 6. David Fairbanks
 7. John Kardash
 8. Shaun Farrow
 9. Sara Pandel

10. Esha Malhotra
11. Jennifer Barber
12. Dale Tomlinson
13. Milosz Karpinski
14. Matthew Pawlow

14. The Chairperson then asked for a motion to nominate the above individuals for election to the board. Cherie L Andrew moved and Sherrie-Lee Enes seconded the motion. The Chairperson declared the motion carried.
15. The Chairperson then asked for a motion that nominations be closed. Sheila Hemminger moved that the nominations for Directors be closed. Danielle Lemieux seconded the motion. The Chairperson declared the motion carried.
16. The Chairperson then asked the nominees to introduce themselves and give a quick explanation as to why they would like to serve on the board.
17. The Chairperson stated that the nomination of additional Directors requires an election, as fourteen (14) persons have been nominated for election and only four (4) Resident Directors are required. The vote was then moved to a ballot – each Voting Member (Highview Communities Inc. abstained from voting) in attendance of the AGM was given a ballot form when they arrived at the Meeting. The Chairperson confirmed everyone had a ballot and went over the voting instructions with the Members, asking that the ballots be delivered to the Scrutineer upon completion. All of the ballots were filled out, collected and given to the Scrutineer who then privately tallied the votes, including those from proxies submitted. The Scrutineer then notified the Chairperson of the results. The Chairperson then declared that those members be elected to serve on the King's Heights Homeowners Association Board of Directors for a one-year term, or until their successors are elected or appointed are as follows:
 1. Milosz Karpinski
 2. Matthew Pawlow
 3. Shayna Nackoney-Skauge
 4. Jack Lee
18. The Chairperson then asked for a motion to elect as Directors, the persons nominated, to hold office for a one-year term or until their successors are elected or appointed. Sherrie-Lee Enes so moved. Shayna Nackoney-Skauge seconded the motion. The Chairperson declared the motion carried.
19. The Chairperson then stated that the next item on the Agenda was the appointment of the Auditor. The Chairperson asked for a motion that the Board of Directors appoint BDO Canada as Auditor for the fiscal period ending December 31, 2018, and that the Directors be authorized to fix remuneration. Craig Thomas Barber so moved. Milosz Karpinski seconded the motion. The Chairperson declared the motion carried.
20. The Chairperson then asked if there was any further business to transact at the Annual General Meeting of the Association. There was none.
21. The Chairperson then asked for a motion to terminate the meeting.
22. At 7:59 p.m. Lisa Ann Palenchuk moved that the meeting be terminated. Danielle Lemieux seconded the motion. The Chairperson declared the motion carried, and the meeting adjourned.



Tanya Eklund Secretary

King's Heights Homeowners Association
Financial Statements
For the year ended December 31, 2018

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BDO Canada LLP
903 - 8th Avenue SW, Suite 620
Calgary AB T2P 0P7
Canada

Independent Auditor's Report

To the Board of Directors of
King's Heights Homeowners Association

Opinion

We have audited the financial statements of King's Heights Homeowners Association (the "Association"), which comprise the statement of financial position as at December 31, 2018, and the statements of operations and changes in net assets and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Association as at December 31, 2018, and its results of operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Association in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 2 to the financial statements, which describes that the Association adopted Canadian accounting standards for not-for-profit organizations on January 1, 2018 with a transition date of January 1, 2017. These standards were applied retrospectively by management to the comparative information in these financial statements, including the statements of financial position as at December 31, 2017 and January 1, 2017, and the statements of operations, net assets and cash flows for the year ended December 31, 2017, and related disclosures. Our opinion is not modified in respect of this matter.

We were not engaged to report on the comparative information, and as such, it is unaudited and unreviewed.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with ASNPO, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Association's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Association or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Association's financial reporting process.



Independent Auditor's Report (continued)

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Association's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Association's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Association to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

BDO Canada LLP

Chartered Professional Accountants

Calgary, Alberta
May 21, 2019

King's Heights Homeowners Association Statement of Financial Position

December 31, December 31, January 1,
2018 2017 2017

Assets

Current

Cash	\$ 56,075	\$ -	\$ -
Accounts receivable (Note 3)	15,900	135,200	120,600
	\$ 71,975	\$ 135,200	\$ 120,600

Liabilities and Net Assets


Current

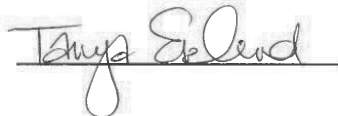
Accounts payable and accrued liabilities (Note 3)	\$ 23,585	\$ -	\$ -
Deferred revenue	37,642	-	-
GST payable	4,579	-	-
	65,806	-	-

Unrestricted net assets

	6,169	135,200	120,600
	\$ 71,975	\$ 135,200	\$ 120,600

Approved on behalf of the board:

 , Director

 , Director

King's Heights Homeowners Association
Statement of Operations and Changes in Net Assets

For the year ended December 31	2018	2017
Revenue (Note 3)	\$ 6,762	\$ 14,600
Expenditures		
Administration fees (Note 3)	20,000	-
Advertising and promotion	7,448	-
Interest and bank charges	663	-
Office	32,355	-
Professional fees	20,157	-
Repairs and maintenance	47,247	-
Telephone and utilities	8,228	-
	136,098	-
Excess (deficiency) of revenue over expenditures before undernoted item	(129,336)	14,600
Other income	305	-
Excess (deficiency) of revenue over expenditures for the year	(129,031)	14,600
Unrestricted net assets, beginning of year	135,200	120,600
Unrestricted net assets, end of year	\$ 6,169	\$ 135,200

The accompanying notes are an integral part of these financial statements.

King's Heights Homeowners Association Statement of Cash Flows

For the year ended December 31	2018	2017
Cash flows from operating activities		
Excess (deficiency) of revenue over expenditures for the year	\$ (129,031)	\$ 14,600
Change in non-cash working capital items		
Accounts receivable	119,300	(14,600)
Accounts payable and accrued liabilities	23,585	-
Deferred revenue	37,642	-
GST payable	4,579	-
	56,075	-
Increase in cash during the year	56,075	-
Cash, beginning of year	-	-
Cash, end of year	\$ 56,075	\$ -

The accompanying notes are an integral part of these financial statements.

King's Heights Homeowners Association

Notes to the Financial Statements

December 31, 2018

1. Summary of significant accounting policies

Nature of operations

The King's Heights Homeowners Association (the "Association") is a not-for-profit organization that owns and operates amenities for the use of its members, the residents of King's Heights. The Association was incorporated as a not-for-profit organization on October 1, 2006 under the Canada Societies Act. As such, the Association is exempt from income tax under Section 149 of the Income Tax Act. As such, the Association has made no provisions for income taxes in these financial statements. The Association is managed by Melcor Developments Ltd. ("Melcor"), and is governed by a Board of Directors, constituted, appointed and elected pursuant to the By-Laws of the Association.

Basis of accounting

These financial statements of the Association have been prepared by management in accordance with Canadian Accounting Standards for Not-For-Profit Organizations ("ASNPO"). These are the Association's first financial statements in accordance with ASNPO, which has been adopted since inception (Note 2).

Cash

Cash consists of balances held with financial institutions.

Use of estimates

The preparation of financial statements in accordance with ASNPO requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates and may have an impact on future periods. Accounts specifically affected by estimates in these financial statements are accounts receivable and accounts payable and accrued liabilities.

Revenue recognition

The Association uses the deferral method of accounting for contributions. Contributions of capital assets, or for the purchase of capital assets, which are subject to amortization are deferred and amortized on the same basis as those capital assets. Contributions of capital assets, or for the purchase of capital assets, which are not subject to amortization are recorded as a direct increase to net assets.

Membership fees are recognized as revenue in the year to which they relate. Restricted contributions are recognized as revenue in the year in which related expenses are incurred. Unrestricted contributions are recognized as revenue when received if the amount can be reasonably estimated and collection is reasonably assured. Deferred revenue includes membership fees that arise from receipt of payments in advance of the period in which they would be earned.

King's Heights Homeowners Association

Notes to the Financial Statements

December 31, 2018

1. Summary of significant accounting policies (continued)

Financial instruments

All financial instruments are initially measured at fair value and subsequently measured at amortized cost, except for equities quoted on the active market which are required to be measured at fair value, and the financial instruments which are designated at fair value.

Financial assets are tested for impairment when changes in circumstances indicate that the asset could be impaired. Transaction costs on the acquisition and sale of financial instruments are expensed for those items re-measured at fair value at each balance sheet date and charged to the financial instrument for those measured at amortized cost.

2. First-time adoption

Effective January 1, 2018, the Association adopted the requirements of the accounting framework, Canadian accounting standards for not-for-profit organizations (ASNPO) or Part III of the requirements of the CPA Canada Handbook - Accounting. These are the Association's first financial statements prepared in accordance with this framework. First-time adoption of this basis of accounting had no impact on the Association's excess of revenues over expenses for the year ended December 31, 2017 or on net assets as at January 1, 2017, the date of transition.

3. Related party transactions

The Management Agreement grants Melcor control of the management of the Association and management of the community amenities until the Effective Date.

The Effective Date is defined as the later of (i) the date upon which Melcor has sold its last lands within the King's Heights development, or (ii) the date upon which all amounts owing to Melcor have been repaid. Melcor may, at an earlier date and at its discretion, transfer portions of the amenities or certain aspects of management to the Association. After the Effective Date, the Association becomes independent from Melcor and will no longer receive their financial support.

During the year, the following related party transactions occurred:

a) Melcor collected builder fees of \$6,762 (2017 - \$135,200) on behalf of the Association. At year end, \$15,900 (2017 - \$135,200) remains owing from Melcor to the Association and is included in accounts receivable.

b) Administration fees of \$20,000 were paid to Melcor, of which \$5,174 remains in accounts payable and accrued liabilities at year end.

These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

King's Heights Homeowners Association Notes to the Financial Statements

December 31, 2018

4. Financial instruments

The Association, through its financial assets and liabilities, has exposure to the following risks from its use of financial instruments: credit risk and liquidity risk. The risks and related management strategies are discussed below:

(a) Credit risk

Credit risk arises from the potential that a counterparty will fail to perform its obligations. The Association's credit risk is primarily related to its accounts receivable and cash. The accounts receivable represents builder fees not yet collected from Melcor (Note 3). The risk is mitigated due to the fact that Melcor will support the Association until the Effective date (Note 3). The Association also has a growing membership which reduces the concentration of credit risk. The credit risk on cash is limited because the counterparty is a major Canadian financial institution.

(b) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with its financial obligations, including the risk the Association will not have sufficient funds to settle a transaction on the due date. The Association is exposed to this risk in respect of its accounts payable and accrued liabilities and note payable. This risk is mitigated by the Association having support from Melcor.



**KING'S HEIGHTS HOMEOWNERS ASSOCIATION 2019 INFORMATION CIRCULAR
GENERAL INFORMATION & PROXY STATEMENT**

SOLICITATION OF PROXIES

This Information Circular is furnished in connection with the solicitation of proxies by management of the KING'S HEIGHTS HOMEOWNERS ASSOCIATION (the "Society") for use at the Annual General Meeting (the "Meeting") of Members of the Society to be held at **The Holiday Inn Express, 64 East Lake Avenue NE, Airdrie, AB T4A 2G8, on Thursday June 20th, 2019 @ 6:30 PM (SHARP)**. All expenses incurred in connection with the solicitation of proxies will be borne by the Society. Solicitation will be made primarily by mail, but proxies may also be solicited by Directors, officers and employees of the Company.

APPOINTMENT AND REVOCATION OF PROXIES

Each Member entitled to vote at the Meeting may, by means of a form of proxy in writing executed by the Member or his attorney, authorized in writing, appoint a proxy to attend and vote on his/her behalf at the Meeting. In order to be acted upon at the Meeting, a form of proxy must be returned as indicated in the INSTRUCTIONS FOR PROXY FORMS included in this package. A Member may revoke a form of proxy previously given by returning another proper form of proxy bearing a later date than the previously given form of proxy as indicated in the INSTRUCTIONS FOR PROXY FORMS included in this package.

EXERCISE OF DISCRETION BY PROXY

Proxies will be voted or withheld from voting in accordance with the Member's instructions contained therein. The form of Proxy also confers authority on the persons named therein to vote with respect to any other matters which may properly be brought before the Meeting. At the date hereof, management knows of no other such matters.

VOTING BY MEMBERS

Only Members of record in good standing at the close of business on May 29th, 2019 are entitled to vote at the Meeting, each Member being entitled to one (1) vote. Members are defined in the Articles of Association (the "Articles") of the Society as restricted to Homeowners and Rental Project Owners.

Where there is more than one owner of a property, there shall be only one Member who shall be the person designated as the Member by all the owners of the property. In the absence of such designation, the first person named as owner in the Certificate of Title or as Purchaser in an Agreement for Sale, shall be the Member.

Where a residential property is occupied by a tenant, such tenant may be designated as the Member by and instead of the owner of such property.

Where a rental project is involved, the registered owner shall be the Member and notwithstanding how many tenants are residing in the rental project, it shall have only one (1) vote.

As at the close of business on **May 29th, 2019** the Society had **1283** members in good standing. In addition, there are **5,750** votes in respect of lots registered in the name of Highview Communities Inc.

ELECTION OF DIRECTORS

At the Meeting, it is proposed that the total number of Directors for the Society be established as no more than **SEVEN (7)** until the next Annual General Meeting. Pursuant to the Articles of the Society, Melcor, on behalf of Highview Communities Inc. is entitled to appoint up to **three (3)** Directors with the remaining Resident Directors elected at the Meeting. The following persons are the current Directors of the Society:

NAME	PERIOD SERVED AS DIRECTOR OF THE COMPANY
Triona Cosgrave (Melcor)	1 year
Tanya Eklund (Melcor)	1 year
Alan Boucher (Melcor)	1 year
Shayna Nackoney-Skauge (Resident)	1 year
Jack Lee (Resident)	1 year
Milosz Karpinski (Resident)	1 year
Matthew Pawlow (Resident)	1 year

King's Heights

KING'S HEIGHTS HOMEOWNERS ASSOCIATION 2019 INFORMATION CIRCULAR GENERAL INFORMATION & PROXY STATEMENT

It is proposed that four (4) resident Members be elected at the AGM in accordance with the Articles of Association.

Nominations will also be sought at the meeting for Directors from the Members. Individuals should be aware of the fiduciary responsibilities of Director's generally, as well as the specific limitation of the power of Directors of the Society in respect of Melcor's management contract. Members interested in standing for election at the meeting are invited to contact Triona in advance of the meeting at tcosgrave@melcor.ca

The term of office for each person is a one-year term and shall be from the date of the Meeting until the next Annual General Meeting of Members or until his/her successor is elected or appointed.

DIRECTORS COMPENSATION - NII

PENSION PLAN - NII

EXECUTIVE COMPENSATION AND PLANS - NII

INCENTIVE SHARE OPTION PLAN FOR OFFICERS AND KEY EMPLOYEES - NII

INTEREST OF INSIDERS IN MATERIAL TRANSACTIONS

The three (3) Melcor appointed Directors are employees of Melcor, who on behalf of Highview Communities Inc. is the operator of the King's Heights Amenities. As operator of the King's Heights Amenities, Melcor approves the operating budget for their proper operation.

APPOINTMENT OF AUDITORS

Management proposes that BDO be appointed as Auditor of the Society and that the Directors be authorized to approve their remuneration.

CERTIFICATE

The foregoing contains no misstatement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to make a statement not misleading in the light of the circumstances in which it was made.

BY THE ORDER OF THE BOARD OF DIRECTORS


ALAN BOUCHER, President

The management of the Society knows of no amendment, variation or other matters to come before the Annual General Meeting of Members other than the matters referred to in the Notice of Meeting. However, if any other matter properly comes before the Meeting, the accompanying proxy will be voted on such matter in accordance with the best judgement of the person or persons voting such proxy.

BY THE ORDER OF THE BOARD OF DIRECTORS


ALAN BOUCHER, President



RETURN PROXIES NO LATER THAN AT CLOSE OF BUSINESS (4:00 P.M.) ON WEDNESDAY JUNE 19TH 2019

INSTRUCTIONS FOR PROXY FORMS

Appointment and Revocation of Proxies

A Member desiring to appoint a person to represent him/her at the Meeting may do so by inserting such person's name in the blank space provided. The completed proxy should be sent in to the address indicated below in time to reach such address not less than twenty-four (24) hours (excluding Saturdays, Sundays and Holidays) before the time of the Meeting:

Mail to: Melcor Developments
Suite 900, 10310 Jasper Avenue Edmonton, AB T5J 1Y8
Attention: Triona Cosgrave

or e-mail this completed form to tcosgrave@melcor.ca

All proxies must be in writing, signed by the Member and returned no later than at close of business
Wednesday June 19th 2019.

A Member who has given a proxy may revoke it any time before it is exercised. A proxy may be revoked by instrument in writing or, if the Member is a corporation, by an officer or attorney thereof duly authorized, and delivered as indicated above, at any time up to and including the last business day preceding the Meeting or any adjournment thereof, or with the Chairman of the Meeting on the day of the Meeting or any adjournment thereof, or in any other manner permitted by law.

Voting and Exercise of Discretion by Proxies

The persons named in the form of proxy will vote the Membership in respect of which they are appointed in accordance with the instructions indicated therein.



**KING'S HEIGHTS HOMEOWNERS ASSOCIATION
2019 ANNUAL GENERAL MEETING OF MEMBERS
On Thursday June 20th, 2019 @ 6:30 PM**

PROXY SOLICITED BY MANAGEMENT

The undersigned Member of the KING'S HEIGHTS HOMEOWNERS ASSOCIATION (the "Society") hereby appoints **Alan Boucher** or failing him, _____, as proxy to attend and vote on behalf of the undersigned at the Annual General Meeting of Members and at any adjournment thereof and my proxy is instructed to vote:

1) **FOR** _____ **OR AGAINST** _____ (and if no specification is made, FOR)

The setting of the total number of Directors for the Company until the next Annual General Meeting at seven (7) composed of four (4) Resident Directors to be elected at this Meeting and three (3) Melcor appointees.

2) **FOR** _____ **OR AGAINST** _____ the election of the following resident(s) as Directors, for a one-year term, in accordance with their nomination: **Please mark a maximum of four (4) candidates.**

NAME OF NOMINEES	FOR	AGAINST
Shayna Nackoney-Skaug		
Milosz Karpinski		
Matthew Pawlow		
Jack Lee		

3) **FOR** _____ **OR AGAINST** _____ (and if no specification is made, FOR)

That BDO Canada be appointed as Auditor of the Company for the 2019 fiscal year.

4) And in his/her discretion with respect to any amendments, variations or additions with respect to any of the matters noted above or with respect to any other matter which may properly be brought before the Meeting or any adjournment thereof.

DATED this _____ day of _____, 2019.

Member's Name (Please Print)

Member Signature

Member Address (*required)

This form should be signed by the Member or his attorney, authorized in writing, and if the Member is a corporation, this form of proxy should be signed by a duly authorized officer under corporate seal.

