

January 27, 2019

Members of the Livingston Homeowners Association
Livingston, Calgary, Alberta

Dear Members:

**RE: Notice of Annual General Meeting
7:00 P.M. on Monday, February 25, 2019
Vivo for Healthier Generations, 11950 Country Village Link NE – Idea Lab**

Enclosed please find the Notice of the Annual General Meeting (AGM) for the Association, Report of the Board of Directors, Audited Financial Statements for the 2017-18 fiscal year, Information Circular, and a Proxy Form.

Please review the enclosed information and plan to attend the AGM or send your proxy form in as indicated. The AGM is being held at **7:00 P.M. on Monday, February 25, 2019**, at Vivo for Healthier Generations, 11950 Country Village Link NE – Idea Lab. **Please assist your volunteer Board of Directors by attending the AGM or sending in your proxy form.**

The Livingston Homeowners Association currently has vacancy for seven (7) Resident Directors. If you are interested in being nominated for the Board of Directors, or have any questions about the enclosed, please contact Karen Shopland at 403-516-8860 or by e-mail at karen.shopland@brookfieldrp.com.

On behalf of your Board of Directors, we look forward to your participation.

Yours truly,

Livingston Homeowners Association

JASON PALACSKO President & Brookfield Director	BRENDAN MCCASHIN Secretary & Brookfield Director	LES GLEN Treasurer & Brookfield Director
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Notice of 2019 Annual General Meeting & Information Circular

LIVINGSTON HOMEOWNERS ASSOCIATION NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS

TAKE NOTICE, that the Annual Meeting of the Voting Members of the LIVINGSTON HOMEOWNERS ASSOCIATION (the "Company") will be held at **Vivo for Healthier Generations – Idea Lab, 11950 Country Village Link NE, Calgary, Alberta, on Monday, February 25, 2019 at 7:00 P.M. (MST)** for the following purposes:

- 1) **To receive the Report of the Directors of the Company;**
- 2) **To receive the Audited Financial Statements for the fiscal year ended March 31st, 2018;**
- 3) **To establish the number of Directors to hold office until the next Annual General Meeting, and elect such Directors;**
- 4) **To appoint Cremers & Elliott as Auditor for the fiscal year ending March 31st, 2019;**
- 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 27th day of January, 2019

BY ORDER OF THE BOARD OF DIRECTORS

A handwritten signature in black ink, appearing to be "Brendan McCashin", written over a horizontal line.

BRENDAN MCCASHIN, Secretary

TO ALL VOTING MEMBERS:

IF YOU ARE NOT ABLE TO BE PRESENT AT THE ABOVE MEETING, PLEASE DATE, SIGN AND RETURN THE ACCOMPANYING PROXY TO THE LIVINGSTON HUB:

141 Livingston Avenue N.E.
Calgary, Alberta
T4B 3P6
"Attention: Karen Shopland"

PROXIES ARE TO BE RECEIVED AT THE LIVINGSTON HUB NO LATER THAN 5:00 P.M. ON WEDNESDAY, FEBRUARY 20, 2019. ALL PROXIES MUST BE IN WRITING AND SIGNED BY THE VOTING MEMBER.



**Report of the Livingston Homeowners Association Board of Directors
April 1, 2017 – March 31, 2018**

What is the Livingston Homeowners Association (LHOA)?

The LHOA is a not-for-profit company, which is incorporated and professionally operated, managed, and maintained. The LHOA will be responsible for the operations and maintenance of community assets, such as: entry features, amenities, and The Hub (an exclusive lifestyle centre for Livingston residents) for the lasting enjoyment of its membership. In addition to supporting healthy living and enhanced quality of life, your HOA will create opportunities to meet your neighbours and develop connections.

Board of Directors

The Board of Directors currently consists of three representatives of Brookfield Residential. The Board recommends a maximum of ten Board members, made up of seven resident members from the community and three members from Brookfield. The Board will meet on a regular basis to: ensure policies are properly set; review the annual operating budget; be the voice of fellow residents for LHOA-related matters; provide input on The Hub, and; participate in community events. During Brookfield's term of management, the power of the Board is limited. The LHOA is currently recruiting for resident directors. For further information, please contact Karen Shopland at 403-516-8860 or by email at karen.shopland@brookfieldrp.com.

Community Facility & Events

Construction of The Hub will commence in 2019. This exclusive centre will be approximately 30,000 square feet, thoughtfully designed to provide residents with the best experience. Preliminary plans include: a banquet facility, community kitchen, meeting & multi-use rooms, gathering spaces, childcare/educational space, and café space. The six-acre outdoor park will be a place for residents to connect, play, and explore. Preliminary plans include: skating rinks, water spray park, playground, tennis courts, amphitheater, and gathering spaces. The Hub is tentatively scheduled open in 2020. Note: The Hub plans, amenities and timelines are subject to change.

In the 2017-18 fiscal year, the LHOA hosted two events – a visit with Santa and Easter at The Hub.

Website

The LHOA website – www.livingston-connect.com - provides up-to-date community, LHOA, and program / event information. The website also features a Home Business Directory, Classified Ads, and a 'Let's Chat' section to connect with your neighbours. Check it out!

Financial

The annual operating costs of the LHOA is the responsibility of the Members through the payment of annual fees, pursuant to a Rent Charge Encumbrance registered on each lot title in Livingston (the amount is subject to an annual adjustment for inflation and GST). The 2018-19 annual fees are \$0. HOA fees will be applicable to all homes in Livingston, once HOA amenities are available. Fees will be reviewed and established annually by the Board of Directors.

The LHOA will continue to run an annual deficit until the community is more established. Brookfield Residential has agreed to contribute funds to the Association, until the community is established with more homes. A copy of the 2018-19 Operating Budget is available for review online at www.livingston-connect.com.

The enclosed Audited Financial Statements are prepared up to March 31st, 2018.

Appointment of Auditor

The Board of Directors proposes to appoint Cremers & Elliott Auditor for the company for the 2018-19 Fiscal Year.

**Board of Directors, Livingston Homeowners Association
Dated this 27th day of January, 2019**

BY ORDER OF THE BOARD OF DIRECTORS

BRENDAN MCCASHIN, Secretary

**JASON
PALACSKO**
President &
Brookfield
Director

**BRENDAN
MCCASHIN**
Secretary &
Brookfield
Director

**LES
GLEN**
Treasurer &
Brookfield
Director

LIVINGSTON HOMEOWNERS ASSOCIATION

FINANCIAL STATEMENTS

March 31, 2018



Tel: 403 266 5608
Fax: 403 233 7833
www.bdo.ca

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

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Livingston Homeowners Association

We have audited the accompanying financial statements of the Livingston Homeowners Association, which comprise the statement of financial position as at March 31, 2018, and the statements of operations, net assets and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian accounting standards for not-for-profit organizations, 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

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

BDO Canada LLP


Chartered Professional Accountants

Calgary, Alberta
June 21, 2018


LIVINGSTON HOMEOWNERS ASSOCIATION
Statement of Financial Position
As at March 31

	<u>2018</u>
ASSETS	
Cash	\$ 690
Accounts receivable (Note 2)	<u>4,774</u>
	<u>\$ 5,464</u>
LIABILITIES	
Accounts payable and accrued liabilities	\$ 5,383
Goods and services tax payable	<u>81</u>
	<u>\$ 5,464</u>

Approved on behalf of the Association:



Director



Director

LIVINGSTON HOMEOWNERS ASSOCIATION
Statement of Operations and Net Assets
For the year ended March 31

	<u>2018</u>
REVENUE	
Brookfield contribution (Note 2)	<u>\$ 10,951</u>
EXPENSES	
Administration	8,190
Amenity maintenance	285
Program and events	<u>2,476</u>
	<u>10,951</u>
EXCESS OF REVENUE OVER EXPENSES, BEING NET ASSETS AT END OF YEAR	<u><u>\$ -</u></u>

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

LIVINGSTON HOMEOWNERS ASSOCIATION
Statement of Cash Flows
For the year ended March 31

	<u>2018</u>
CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES	
Cash received from Brookfield contribution	\$ 6,177
Cash spent on operations	<u>(5,487)</u>
	<u>690</u>
NET CHANGE IN CASH	690
CASH, BEGINNING OF YEAR	<u>-</u>
CASH, END OF YEAR	<u><u>\$ 690</u></u>

LIVINGSTON HOMEOWNERS ASSOCIATION
Notes to the Financial Statements
March 31, 2018

1. SIGNIFICANT ACCOUNTING POLICIES

a) Purpose

The Livingston Homeowners Association (the "Association") was incorporated as a not-for-profit corporation on June 21, 2016 under Section 9 of the Companies Act of the Province of Alberta, R.S.A. 1980. As such, the Association is exempt from income tax under Section 149 of the Income Tax Act. The Association owns and operates amenities for the use of its members, the residents of Livingston. The operations of the Association are governed by the Livingston Management Agreement (the "Management Agreement") dated June 2016 between the Association and Brookfield Residential (Alberta) LP ("Brookfield Residential").

b) Basis of Accounting

The 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 prepared in accordance with ASPNO, which has been adopted since inception. This is the Association's first year of operations.

c) 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.

Restricted contributions are recognized as revenue in the year in which related expenses are incurred. Unrestricted contributions, such as grants and donations not designated for a specific purpose, are recognized as revenue when received if the amount can be reasonably estimated and collection is reasonably assured.

d) Use of Estimates

In accordance with ASNPO, estimates and assumptions are made by management in the preparation of these financial statements. These estimates may impact the amounts included in the financial statements. The most significant estimate is related to accounts payable and accrued liabilities. Actual results could differ from these estimates.

e) Cash

Cash consists of balances with financial institutions.

LIVINGSTON HOMEOWNERS ASSOCIATION
Notes to the Financial Statements
March 31, 2018

1. SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

f) Financial Instruments

The Association's financial instruments consist of cash, accounts receivable, accounts payable and accrued liabilities. All financial instruments are initially measured at fair value and subsequently measured at amortized cost.

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. RELATED PARTY TRANSACTIONS

The Management Agreement grants Brookfield Residential control of the management of the Association and management of the Livingston amenities until the Effective Date (defined below). Until such time, the powers of the Officers and Directors to manage the business affairs of the Association are temporarily restrained.

The Effective Date is defined as the later of (i) the date upon which Brookfield Residential has sold its last lands within the Livingston development, or (ii) the date upon which all amounts owing to Brookfield Residential have been repaid. Brookfield Residential 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 Brookfield Residential and will no longer receive its financial support.

During the year, the Association received a restricted contribution from Brookfield Residential of \$10,951 for expenditures made in the year.

Included in accounts receivable at year end are amounts outstanding from Brookfield Residential of \$4,774.

3. 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

The Association is exposed to credit risk through its cash and accounts receivable.

Credit risk arises from the potential that a counterparty will fail to perform its obligations. The Association's credit risk is primarily attributable to its accounts receivable. The accounts receivable represents contributions not yet received from Brookfield. The risk is mitigated due to the fact that the Association is supported by Brookfield as described in Note 2.

LIVINGSTON HOMEOWNERS ASSOCIATION
Notes to the Financial Statements
March 31, 2018

3. FINANCIAL INSTRUMENTS, CONTINUED

b) Liquidity risk

Liquidity risk is the risk that the Association would encounter difficulty in meeting obligations with financial liabilities.

Liquidity risk includes the risk that the Association will not have sufficient funds to settle a transaction on the due date. Liquidity risk arises from the accounts payable and accrued liabilities and goods and services tax payable. The risk is mitigated due to the fact that the Association is supported by Brookfield as described in Note 2.



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 LIVINGSTON HOMEOWNERS ASSOCIATION (the "Company") for use at the Annual General Meeting (the "Meeting") of Members of the Company to be held at **Vivo for Healthier Generations, 11950 Country Village Link NE, Calgary, Alberta, on Monday, February 25, 2019 at 7:00 P.M. (MST)**. All expenses incurred in connection with the solicitation of proxies will be borne by the Company. 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 Voting Member entitled to vote at the Meeting may, by means of a form of proxy in writing executed by the Voting 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 delivered to the Livingston Hub, no later than 48 hours (excluding Saturdays, Sundays, and Holidays) before the time of the Meeting, at:

c/o: Livingston Homeowners Association
135 Livingston Avenue N.E., CALGARY, ALBERTA, T4B 3P6
"Attention: Karen Shopland"

Proxies are to be received at the Livingston Hub no later than 5:00 p.m. on Wednesday, February 20, 2019.

A Voting Member may revoke a form of proxy previously given by delivering another proper form of proxy bearing a later date than the previously given form of proxy, or by delivering an instrument in writing executed by the Voting Member or by his attorney, authorized in writing, in either case, to the Livingston Hub at:

c/o: Livingston Homeowners Association
135 Livingston Avenue N.E., CALGARY, ALBERTA, T4B 3P6
"Attention: Karen Shopland"

Proxies are to be received at the Livingston Hub no later than 5:00 p.m. on Wednesday, February 20, 2019.

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 on record, at the close of business on the 27th day of January 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 Company as restricted to Homeowners and Rental Project Owners. No Member is entitled to vote at the Meeting if at the close of business on the 27th day of January 2019, any sum due or payable to the Company by such Member remains unpaid for at least forty-five (45) days following a written request for payment of same.

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 the 27th day of January 2019, the Company had 513 Members in good standing. In addition, there are 532 Brookfield votes in respect of lots registered in Brookfield's name.

THE TOTAL AMOUNT OF THE COMPANY'S MEMBERS IN GOOD STANDING AT THE CLOSE OF BUSINESS ON JANUARY 27TH, 2019, ARE THE ONLY MEMBERS ENTITLED TO VOTE AT THE MEETING.

ELECTION OF DIRECTORS

At the Meeting, it is proposed that the total number of Directors for the Company be established as no more than ten (10) until the next Annual General Meeting. Pursuant to the Articles of the Company, Brookfield is entitled to appoint up to three (3) Directors with the remaining Directors elected at the Meeting. The following persons are the Directors appointed by Brookfield to the Board of Directors of the Company for the ensuing term:

Jason Palacsko (Brookfield)

Brendan McCashin (Brookfield)
Les Glen (Brookfield)

It is proposed that seven (7) Resident Directors be elected at the AGM. The following resident Member in good standing has expressed an interest to be nominated for election onto the Board of Directors:

María Ramírez Bolaños
Nishi Malhotra
Tanzeela Naji
Dustin Saran
Parveen Sidhu
Eva Tran
Kristie Tran
Andrew Wu

Nominations will also be sought at the meeting for Directors from the Members. Individuals should be aware of the fiduciary responsibilities of Directors generally, as well as the specific limitation of the power of Directors of the Company in respect of Brookfield management contract. Members interested in standing for election at the meeting are invited to contact Karen Shopland by phone at 403-516-8860 or e-mail at karen.shopland@brookfieldrhp.com.

The term of office for each person 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. Information is given below with respect to each nominee as a Director, including the length of time each has been a Director of the Company.

The following information is given with respect to the current Directors, and each nominee as a Director, including the length of time each has been a Director of the Company.

Name & Address	Period Served as Director of Company	Principal Occupation
Jason Palacsko Calgary, Alberta	1 year	Vice President, Calgary Communities Brookfield Residential
Brendan McCashin Calgary, Alberta	1 year	Senior Development Manager Brookfield Residential
Les Glen Calgary, Alberta	1 year	Director of Finance & Business Development Brookfield Residential
María Ramírez Bolaños Calgary, Alberta	Standing For Election	Stay-at-Home-Mom
Nishi Malhotra Calgary, Alberta	Standing For Election	Area Sales Manager Jayman Built
Tanzeela Naji Calgary, Alberta	Standing For Election	ESL Instructor University of Calgary
Dustin Saran Calgary, Alberta	Standing For Election	Infrastructure Field Engineer Ledcor Group
Parveen Sidhu Calgary, Alberta	Standing for Election	Accountant Connect First Credit Union
Eva Tran Calgary, Alberta	Standing for Election	Tourism Marketing & Partnership Specialist CrossIron Mills
Kristie Tran Calgary, Alberta	Standing For Election	Senior Consultant Ernst & Young
Andrew Wu Calgary, Alberta	Standing For Election	Technology and Security Consultant

DIRECTORS COMPENSATION - Nil

PENSION PLAN – Nil

EXECUTIVE COMPENSATION AND PLANS – Nil

INCENTIVE SHARE OPTION PLAN FOR OFFICERS AND KEY EMPLOYEES – Nil

INTEREST OF INSIDERS IN MATERIAL TRANSACTIONS – Nil

The three (3) Brookfield appointed Directors are employees of Brookfield, who is the operator of the Livingston Amenities. As operator of the Livingston Amenities, Brookfield approves the operating budget for their proper operation and if such operating budget is not fully funded by the income received from Members' dues, as approved by Brookfield, it is required to loan sufficient funds to the Company in order to meet such expenses.

APPOINTMENT OF AUDITOR

Management proposes the Board of Directors appoint Cremers & Elliott as Auditor for the Company for the 2018-19 fiscal year.

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 light of the circumstances in which it was made.

The management of the Company 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 matters in accordance with the best judgement of the person or persons voting such proxy.

DATED this 27th day of January 2019

BY THE ORDER OF THE BOARD OF DIRECTORS



BRENDAN MCCASHIN, Secretary

INSTRUCTIONS FOR PROXY FORMS

Appointment and Revocation of Proxies

A Voting Member desiring to appoint a person (who must also be a Voting Member in Good Standing) to represent him/her at the Meeting may do so by inserting such person's name in the blank space provided. The completed proxy must be delivered, in person by the Voting Member giving the proxy, to the address indicated below, no later than 48 hours (excluding Saturday, Sundays and Holidays) before the time of the Meeting:

c/o: Livingston Homeowners Association
135 Livingston Avenue N.E., CALGARY, ALBERTA, T4B 3P6
"Attention: Karen Shopland"

Proxies must be in writing, signed and delivered in person by the Voting Member giving the proxy, no later than 5:00 p.m. on Wednesday, February 20, 2019 or they will be invalid.

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, no later than 5:00 p.m. on Wednesday February 20, 2019.

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.

BY THE ORDER OF THE BOARD OF DIRECTORS



BRENDAN MCCASHIN, Secretary

**LIVINGSTON HOMEOWNERS ASSOCIATION
ANNUAL GENERAL MEETING OF VOTING MEMBERS
On the 25th day of February, 2019, at 7:00 P.M. (Mountain Standard Time)
PROXY SOLICITED BY MANAGEMENT**

The undersigned member of the LIVINGSTON HOMEOWNERS ASSOCIATION (the "Company") hereby appoints **Jason Palacsco**, 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 ten (10) composed of seven (7) Resident Directors and three (3) Brookfield Residential appointees. Seven (7) Resident Directors are to be elected at this meeting.

2) **FOR** the election of the following resident(s) as Director(s): **Please vote in favour of a maximum of seven (7) nominees.**

NAME	FOR
MARÍA RAMÍREZ BOLAÑOS	_____
NISHI MALHOTRA	_____
TANZEELA NAJI	_____
DUSTIN SARAN	_____
PARVEEN SIDHU	_____
EVA TRAN	_____
KRISTIE TRAN	_____
ANDREW WU	_____
<i>If no individual(s) are specified, my proxy may vote at his/her discretion.</i>	

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

That Cremers & Elliott be appointed as Auditor of the Association for the 2018-19 fiscal year.

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

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)

Signature of Member

Voting Member's Livingston Address (required, please print)

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.

DELIVER PROXIES NO LATER THAN 5:00 P.M. ON WEDNESDAY, FEBRUARY 20, 2019 TO:

Livingston Homeowners Association
141 Livingston Avenue N.E.
Calgary, Alberta
T4B 3P6
"Attention: Karen Shopland"