

April, 2019

2019 SHARE COMMITTEE PLAN

Month(s)	Items for Consideration	Meetings Scheduled (to date)
February	<ul style="list-style-type: none"> • Share Committee <ul style="list-style-type: none"> ○ Chair to establish make-up of the Committee ○ Chair to present make-up to the Board for approval 	Board – 2/27/2019
March - May	<ul style="list-style-type: none"> • Board Parking Lot <ul style="list-style-type: none"> ○ Review for action going forward and establish timelines, and/or incorporate into Mandate • Committee Terms of Reference (Mandate) <ul style="list-style-type: none"> ○ Committee will review previous years’ Terms of Reference and revise as necessary ○ Chair to submit the Terms of Reference to the Board for approval • Policies & Procedures (P&P’s) <ul style="list-style-type: none"> ○ Committee to review existing Shares/Shareholder P&P’s for proposed changes and/or new P&P’s as required • Share Model including, but not limited to; <ul style="list-style-type: none"> ○ share valuation, formula, number of shares that can be held by any Shareholder, class and terms ○ OLIP Pool • Payment Queue <ul style="list-style-type: none"> ○ Review current queue and planned payouts ○ Monitor as required • Purchase Events <ul style="list-style-type: none"> ○ Evaluate individual events and make recommendations to the Board ○ Facilitate Shareholder to Shareholder sales where applicable • Shareholder’s Agreement <ul style="list-style-type: none"> ○ Recommended Changes • Annual Share Sale <ul style="list-style-type: none"> ○ Review Shareholder Eligibility List (excluding current Principals) – Recommend approval to Board in May (including Principals Group) ○ New Shareholder Incentives to encourage share ownership – may require Board App’l ○ Evaluate supply and demand /Review sell down plans, “60 participants” ○ Review “60” letters/notification & offer to “sell/purchase” non- binding ltrs to Associates 	Committee – April 23rd Board – 5/22/2019

	<ul style="list-style-type: none"> ○ Review Associate Information Sessions 	
June - August	<ul style="list-style-type: none"> ● Annual Share Sale <ul style="list-style-type: none"> ○ Hold Associate SH Information Sessions (mid-June) ○ Distribute Letters to Associate “60 Rule Participants” – advising/queue (mid-June) ○ Distribution Offer of Intent to Sell/Purchase shares to all eligible employees (early July) – non binding, but ample notification to arrange for financial feasibility by end of October if there are shares available – return by mid-August ○ Associate Share Sale approval by Board ● Payment Queue <ul style="list-style-type: none"> ○ Review current queue and planned payouts ○ Monitor as required ● Purchase Events <ul style="list-style-type: none"> ○ Evaluate individual events and make recommendations to the Board ○ Facilitate Shareholder to Shareholder sales where applicable 	Committee – Board – 8/28/2019
September - October	<ul style="list-style-type: none"> ● Annual Share Sale <ul style="list-style-type: none"> ○ Results ○ Notification to participants of Board approved individual transition (# of shares/cost/close etc.) ○ Prepare documentation for share transfers/finalize for November 1st close. ● Payment Queue <ul style="list-style-type: none"> ○ Review current queue and planned payouts ○ Monitor as required ● Purchase Events <ul style="list-style-type: none"> ○ Evaluate individual events and make recommendations to the Board ○ Facilitate Shareholder to Shareholder sales where applicable 	Committee – Board – 10/23/2019
November	<ul style="list-style-type: none"> ● Annual Share Sale <ul style="list-style-type: none"> ○ Summary of actual transactions ● Retained earnings, shareholder distribution and share valuation <ul style="list-style-type: none"> ○ Evaluate President’s Report for endorsement ● Payment Queue <ul style="list-style-type: none"> ○ Review current queue and planned payouts ○ Monitor as required ● Purchase Events <ul style="list-style-type: none"> ○ Evaluate individual events and make recommendations to the Board ○ Facilitate Shareholder to Shareholder sales where applicable 	Committee – Board – 11/27/2019

<p>January</p>	<ul style="list-style-type: none"> • Shareholder Return <ul style="list-style-type: none"> ○ Share Price - Set new share price effective April 1st ○ Confirm SH Distribution • Payment Queue <ul style="list-style-type: none"> ○ Review current queue and planned payouts ○ Monitor as required • Committee Year End Review <ul style="list-style-type: none"> ○ Review previous year’s mandate for recommended changes going forward and/or parking lot issues to be reported to the Board • Purchase Events <ul style="list-style-type: none"> ○ Evaluate individual events and make recommendations to the Board ○ Facilitate Shareholder to Shareholder sales where applicable 	<p>Committee – TBD</p> <p>Board – January 29, 2020</p>
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Note: All Chair Reports to the Board will be submitted on the Committee’s behalf