



NEW CAR DEALERS FOUNDATION OF BC

NOTICE OF 2020 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Members of the NEW CAR DEALERS FOUNDATION OF BC (the "Foundation") will be held by ZOOM video conferencing as determined and approved by the Directors, in the Province of British Columbia, as follows:

Date & Time: **Thursday, June 25, 2020 at 12:30 PM (Pacific Time)**

Place: **Zoom Meeting – Please register in advance:**

AGM Registration

After registering, you will receive a confirmation email containing information about joining the meeting.

The Annual General Meeting of the Foundation is called for the following purposes:

1. To receive the report of the Directors;
2. To receive and consider the financial statements of the Foundation for the last financial year of the Foundation ended December 31st, 2019, and the Auditor's report thereon;
3. To elect Directors of the Foundation;
4. To appoint KPMG or such other firm as may be determined by the Directors as Auditors, and authorize the Directors to fix the remuneration of such Auditors; and
5. To transact such further or other business as may properly come before the meeting.

There will be no Member attendance at the meeting. Due to COVID-19 restrictions, this meeting is being conducted by video conference. If you wish to vote by proxy, please complete the enclosed proxy form, scan or take a picture of your proxy form, and email it to bqualey@newcardealers.ca or fax it to 604-214-9965 no later than 6:00 PM on June 24, 2020.



Any corporation that is a member of the Association may authorize a representative to act on its behalf at the meeting. If you wish to appoint a representative, please complete the enclosed representative form, scan or take a picture of your representative form, and email it to bqualey@newcardealers.ca or fax it to 604-214-9965 no later than 6:00 PM on June 24, 2020.

Note: corporate members may use either the proxy form or the representative form, to appoint a person to represent and vote for such corporate member at the meeting.

DATED at Langley, British Columbia, this 3rd day of June, 2020.

BY ORDER OF THE BOARD OF DIRECTORS



Blair Qualey, President & CEO



REPRESENTATIVE FOR GENERAL MEETINGS

TO: New Car Dealers Foundation of B.C. (the "Foundation")

AND TO: The Members (Dealers)

Re: Appointment of Corporate Representative for General Meetings

Pursuant to Section 5.13 of the Bylaws of the Foundation, the undersigned corporate member appoints _____ [name of person] of

_____, [name of dealership], as its representative to act in its place at general meetings of the Foundation at which it is not present.

The person acting as its representative shall be entitled to exercise, in respect of and at such meeting, the same powers on behalf of the corporate member which such person represents as that corporate member could exercise if it were an individual member of the Foundation personally present, and, if an active member, shall be counted for the purpose of forming a quorum if present at the meeting. The representative may represent more than one corporate member at a general meeting.

This appointment shall remain in effect until revoked by the undersigned.

DATED this _____ day of _____, 2020.

Dealership Name

Dealer Code

Signature of Corporate Member

Print Name of Corporate Member

Please scan or take a picture of your representative form, and email it to bqualey@newcardealers.ca or fax it to 604-214-9965 no later than 6:00 PM on June 24, 2020.

If this form is not dated in the above space, it is deemed to bear the date on which it is emailed by the person making the solicitation.



Proxy Form

NEW CAR DEALERS FOUNDATION OF B.C. (the "FOUNDATION")

The undersigned, being an active member of the Foundation, hereby appoints the Chairman of the Board of Directors, or failing him, _____ [name], or instead of either of them, the person, named below as a proxyholder, with powers of substitution, to attend and vote for the undersigned at the 2020 Annual General Meeting of the Foundation to be held on Thursday, June 25, 2020 at 12:30 PM PST, and at any adjournment thereof.

I hereby revoke any proxy previously given.

DATED this _____ day of _____, 2020.

Signature of Member

Dealership Name

Print Member's Name in Full

Dealer Code

Name of Proxy for such Member

Please scan or take a picture of your proxy form, and email it to bqualey@newcardealers.ca or fax it to 604-214-9965 no later than 6:00 PM on June 24, 2020.

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