

2010 Notice of
Annual Meeting and
Proxy Statement



PRIZES

EARLY BIRD PRIZES

Vote your proxy on or before June 11, 2010.

1st	\$1,500	for 1 winner
2nd	\$1,000	for 1 winner
3rd	\$750	for 1 winner
4th	\$500	for 1 winner
5th	\$250	each for 4 winners
6th	\$100	each for 6 winners
7th	\$50	each for 8 winners

ANNUAL MEETING PRIZES

Vote your proxy so it is received by fax or mail by June 24, 2010 or vote at the annual meeting.

1st	\$1,000	for 1 winner
2nd	\$750	for 1 winner
3rd	\$500	for 1 winner
4th	\$250	for 1 winner
5th	\$100	for 1 winner

ANNUAL MEETING DOOR PRIZES

There will be great prizes for those attending the annual meeting in Craig, Alaska, on June 26, 2010 including prizes for those who register and attend via webcast.

PRIZE RULES:

1. Except for the annual meeting door prizes, you do not have to be present to win.
2. Board members, Board nominees, officers, and managers of Sealaska Corporation, its subsidiaries, or Sealaska Heritage Institute, and their spouses and minor children, are not eligible for the annual meeting and Early Bird drawings, or annual meeting prizes. Employees of Sealaska or its affiliates are not eligible for annual meeting door prizes.
3. To be eligible for the Early Bird prizes, your proxy must be received by the Independent Inspectors of Election and Voting by June 11, 2010, at 5:00 p.m. Alaska Daylight Time. Winners will be announced approximately June 15, 2010, on the Sealaska website www.sealaska.com and on the toll free number 1.800.848.5921
4. Cash prizes of \$600 or more will be reported to the IRS on a 1099 form by Sealaska Corporation on or before January 31, 2011. All prize winners will be responsible for applicable state and federal taxes.

ATTENTION: NEW SHAREHOLDERS!

If you are a newly enrolled shareholder Descendant or Leftout owning only Class D Descendant or Class L Leftout shares, or you have been made a Sealaska shareholder for the first time through gifted or inherited shares, this might be the first Proxy Statement and Proxy Card you have received.

This booklet (Proxy Statement) contains all the information you will need to be able to vote in this year's annual meeting of shareholders. If you find you still have questions, please do not hesitate to give us a call. Contact the Office of the Corporate Secretary at 907.586.9249 with your voting questions.



Dear Tribal Member Shareholder,

The theme of the Sealaska Corporation annual report for 2009 is "*May the flame of tradition continue to burn in our communities*", speaking to the perseverance of our people and the responsibility to keep our towns and villages strong and thriving. Alaska Native people have faced many challenges through the ages, and we are still fighting to retain our ancestral lands and keep our community fires burning. As Sealaska Corporation works to have the final acres owed to us under ANCSA conveyed back to our people, we stand on the strength of our shareholders and ask for your continued support of Sealaska and our final entitlement land legislation.

One of the core Native values that guides Sealaska is *Haa Shagóon*, which ties together our past, our present, and our future. Sealaska honors the ancestors who fought so hard for land claims, to preserve our right to live and thrive in our homeland. It is this fight we carry forward today, knowing that what we accomplish together now will feed the flames that sustain our communities into the future.

Voting is one of your most important rights as a shareholder, and I urge you to exercise your right to vote in this election. Sealaska respectfully asks for your support of the candidates on the Corporation's Board slate. It is critically important to retain the strategic vision, the operational knowledge, and the practical understanding of Sealaska's many objectives to guide the company into the future.

Please also be sure to vote on the shareholder resolution. This resolution is proposed by a tribal member shareholder to limit the use of discretionary voting, and the Board recommends a **No** vote. No matter how you feel about discretionary voting, many shareholders prefer to vote discretionary to show their support for the Board of Directors. The Board supports preserving the right to exercise discretionary voting for those shareholders who prefer it, and wants to ensure that every shareholder vote will be counted.

This proxy statement contains instructions and information about how to vote your proxy. Be sure to read all the information carefully, and if you have any questions, please call the Office of the Corporate Secretary at 907.586.9249 or toll free at 1.800.848.5921. Sealaska Corporation has also sent one annual report to each tribal member shareholder household. If you would like additional copies of the annual report or have questions, please contact the Office of Corporate Communications at 907.586.1512, or send an email to electioninfo@sealaska.com.

Sealaska builds its long term success by drawing on the heritage of our Alaska Native people. We are committed to uphold our Native values and traditions, support shareholder benefits and programs, and ensure that our culture and Sealaska remain vibrant and healthy in the years ahead.

Your strong support for your corporation is respectfully requested. Thank you.

Sincerely,

SEALASKA CORPORATION

Albert M. Kookesh
Board Chair

Dated: May 14, 2010

Sealaska Corporation Notice of Annual Meeting

NOTICE IS HEREBY GIVEN THAT THE 37th ANNUAL MEETING OF SHAREHOLDERS OF SEALASKA CORPORATION WILL BE HELD AT THE CRAIG HIGH SCHOOL GYMNASIUM, NUMBER ONE PANTHER ROAD, CRAIG, ALASKA, ON SATURDAY, JUNE 26, 2010, AT 1:00 PM ALASKA DAYLIGHT TIME.

The purposes of this meeting are to:

- Hear a report on Sealaska's business operations and activities for the year ended December 31, 2009.
- Elect four directors whose terms will expire at the annual meeting in 2013.
- Vote on one shareholder resolution.
- Carry out any other business that may properly be brought up while the meeting is in session.

Although we do not know of any other business to be considered at the 2010 annual meeting, if any other business is presented at the annual meeting, your signed proxy card gives authority to Sidney Edenshaw, Tate London and Rosita Worl, the appointed Sealaska proxy holders, to vote on such matters according to their best judgment.

Holders of the voting stock of record at 11:59:59 p.m., Alaska Daylight Time, on the Record Date, April 20, 2010, are entitled to vote at the 2010 annual meeting. On that date, Sealaska had 2,154,176 outstanding shares of stock, and 1,906,995 of those were entitled to vote.

Please complete, sign, date and return the enclosed proxy in the postage-paid envelope as soon as possible to ensure that your shares will be voted, even if you cannot attend the 2010 annual meeting in person. If you prefer, you can fax your signed proxy card to the Independent Inspectors of Election at 1.866.433.8063. Be sure to fax both sides of your proxy. If you fax your proxy, you do not need to mail it. You may call the Inspectors of Election at 907.789.3178 or toll free 1.800.478.3178 to confirm your proxy has been received.

Each shareholder who returns a valid proxy before the deadline, whether through fax or the mail, or by voting in person at the meeting, will receive a one-time payment of \$25. If you qualify for the incentive, you can contribute it directly to Sealaska Heritage Institute if you wish. Just mark the appropriate box on your proxy. You may also make this contribution in the memory of someone by writing their name in the blank space.

All proxies must be received by the Independent Inspectors of Election in Juneau before 5:00 p.m. Alaska Daylight Time, Thursday, June 24, 2010. Proxies received after that date and time will not be voted at the annual meeting and will not be eligible for the \$25 incentive. You may vote in person at the annual meeting in Craig, Alaska on June 26, 2010 and still be eligible for the \$25 incentive. Persons who wish to attend the meeting by webcast should submit their proxy by the deadline, since it will not be possible to vote electronically via the webcast.

Dated: May 14, 2010



Nicole Hallingstad
Vice President, Corporate Secretary and Human Resources
Mailed on approximately May 14, 2010

TABLE OF CONTENTS

- How to Complete Your Proxy 4
- Sample Proxy. 5
- Voting on Resolution: Limit the Use of discretionary Voting. 6
 - What is discretionary Voting? 6
 - Resolution Summary 6
 - Resolution Language 7
 - Voting Standard 7
 - Recommendation 7
 - Proponent Statement 8
 - Board Opposition Statement 8
 - For and Against. 9
- Voting for Directors 10
- Endorsed Nominees 12
- Continuing Directors. 16
- Independent Nominees 18
- Financial Performance and Compensation 23
- Summary of Compensation 25
- Director and Officer Compensation 26
- Board Committees and Meetings. 27
- Additional Information 28
- Proxy Verification Rules. 29

VOTE FOR DIRECTORS: HOW MANY VOTES DO YOU HAVE?

If you received your proxy materials in the mail from Sealaska, then the number of votes that you have is printed on your proxy card in the upper right corner. You may also download a blank proxy from the Sealaska website, or request another proxy from Sealaska headquarters. Each share of voting stock is entitled to one vote for each Director to be elected. For example, this year four Directors will be elected, so if you own 100 shares, you have 400 votes.

EXAMPLE: 100 SHARES X 4 DIRECTORS TO BE ELECTED = 400 VOTES

These votes can be distributed any way you determine among one to four nominees if you vote directed. This is known as “cumulative voting.” If you vote discretionary, you do not need to allocate your votes. See “How to Complete Your Proxy” on page 4 for more information on completing your proxy card.

VOTE ON RESOLUTIONS: HOW MANY VOTES DO YOU HAVE?

For voting on resolutions, you have the same number of votes as the number of voting shares you own. The number of shares you own is printed on your proxy card in the upper right corner. However, you only need to check the **Yes** or **No** box to cast your vote.

HOW TO COMPLETE YOUR PROXY

Any Sealaska shareholder, regardless of the number of shares held, who submits a valid proxy on or before June 24, 2010 or who votes in person at the annual meeting on June 26, 2010, will receive a one-time payment of \$25, which is a special incentive to encourage voting. Those who qualify for the \$25 voting incentive may contribute it directly to the Sealaska Heritage Institute, if they choose to do so.

1. SIGN AND DATE THE PROXY

- Print your name, and sign your name exactly as it appears on the proxy card.
- Fill in minor's name if you sign as a custodian.
- Date the proxy the day you sign it.

2. CONTRIBUTE YOUR \$25 VOTING INCENTIVE TO SHI, IF YOU SO DESIRE

- Check whether you want to contribute your \$25 incentive payment to support the work of Sealaska Heritage Institute.
- Indicate if you wish to make the contribution in the memory of someone and write in their name(s). This will be published on the SHI website and in the 2012 Celebration Program.

3. CHOOSE WHICH WAY YOU WOULD LIKE TO VOTE FOR DIRECTORS

As a Sealaska shareholder, you have the following choices in completing your proxy:

- **Vote discretionary** – If you check this box, you will cast all your votes for the Board of Directors' nominees. The proxy holders appointed by the Board will allocate them among the nominees on the Board's slate to elect as many of the Board's nominees as possible. A proxy that is signed but not marked will be voted discretionary for Board slate nominees. You can withhold votes for Board nominees by drawing a line through their name where it is printed on the proxy. **Discretionary voting does not apply to the resolution. Vote Yes or No on the resolution. If you do not mark Yes or No on the resolution, your vote will be counted as a Quorum Only vote on the unmarked resolution.**
- **Vote Directed** – If you check this box, you may direct a specific number of votes to one or more nominees listed on the proxy, whether Board or independent nominees, or to an individual whom you write in. The election bylaws require that directed votes go only to the nominee(s) you have indicated, even if those nominees later withdraw. Directed votes stay with the candidate and may not be redirected to another candidate. Vote for no more than four (4) nominees. **Be sure to vote on the resolution. If you do not mark Yes or No on the resolution, your vote will be counted as a Quorum Only vote on the unmarked resolution.**
- **Quorum Only** – If you check this box, your votes will be counted for quorum purposes only. No director candidate will receive any of your votes. Even if you vote Quorum Only for Director elections, **you may still vote on the resolution. If your proxy is marked Quorum Only and you do not mark Yes or No on the resolution, your vote will be counted as a Quorum Only vote on the unmarked resolution.**

HOW TO COMPLETE YOUR PROXY (CONT.)

4. ENDORSED BOARD OF DIRECTORS' NOMINEES

These nominees are endorsed by the Sealaska Board of Directors. You may support these nominees by checking the discretionary box or by voting directed for the nominee(s) of your choice.

5. INDEPENDENT NOMINEES

Sealaska's election policies state that all qualified independent nominees may have their names listed on the Sealaska proxy. These nominees are not endorsed by the Board of Directors. You may vote for these nominees by writing in the number of directed votes you wish to cast for one or more of them.

6. WRITE-IN

Sealaska's election rules provide a space for write-in voting. You may write the name of any qualified nominee in the space, then indicate the number of directed votes you cast for that nominee.

7. VOTE ON RESOLUTIONS

Mark the **Yes or No** box on the resolution. For voting on a resolution, you have the same number of votes as the number of shares you own. *If you do not mark Yes or No on the resolution, your vote will be counted as a Quorum Only vote on the unmarked resolution. The Board of Directors recommends a NO vote on the resolution.*

Sealaska Corporation Proxy
Solicitation by the Board of Directors for the 2010 Annual Meeting of Shareholders
For detailed information, please refer to your 2010 Proxy Statement

Shareholder name: _____
Shareholder ID#: _____
Shares: _____ Votes: _____

3 **Vote Your Proxy** - Choose one of the following three ways to Vote Your Proxy by checking the box of your choice:

DISCRETIONARY - Your votes will be voted for candidates on the Board of Directors' slate. It is not necessary to allocate your votes below. If you wish to withhold authority to vote the discretionary proxy for one or more of the Board slate nominees in particular, cross out the name of that nominee and none of your shares will be voted for him or her. **Also, vote on the resolution.**

DIRECTED - If you wish to direct specific numbers of votes to certain nominees, write the number of votes you wish to give to each nominee next to that nominee's name. Vote for no more than a total of four nominees, and use the total number of votes available to you. **Also, vote on the resolution.**

QUORUM ONLY - If you check this box, no nominee will receive any of your votes and your proxy will be counted for quorum purposes only. **You may also vote on the resolution.**

Vote for Directors: How Many Votes Do You Have? Your votes for Director nominees equal the number of shares you own times 4. See the top right of your proxy card for the number of voting shares you own and the number of votes you have for Directors.

4 **BOARD OF DIRECTORS' NOMINEES**
The Board of Directors endorses the following slate of nominees. You may vote for these nominees using either Discretionary voting by checking the box above or by Directed voting below. *If you checked the Discretionary box, you should not write in the number of votes.*

Nominee	# of Directed Votes
Patrick Anderson	_____
Clarence Jackson	_____
Jackie (Johnson) Pata	_____
Jodi Mitchell	_____

5 **INDEPENDENT NOMINEES**
The following nominees are independent candidates. They are not endorsed by the Board of Directors. *If you checked the Discretionary box, you should not write in the number of votes.*

Nominee	# of Directed Votes	Nominee	# of Directed Votes
Raymond Austin	_____	Edward Sarabia, Jr.	_____
Michael Lee Beasley	_____	James Skannes	_____
James Brouillette, Jr.	_____	Ross Soboleff	_____
Lynette Moreno-Hinz	_____		
Richard Rinehart, Jr.	_____		

(Write-In Name Here) _____

6 **1** **DATE:** _____, 2010
SIGNATURE: _____
(Please sign exactly as your name appears to the left.)
PRINT NAME: _____
As custodian/guardian/trustee for: _____ (Shareholder's name for whom you are signing)
Witnesses are necessary only when a shareholder signs by marking "X." In such case, two witnesses must sign below.
_____, (Witness, if necessary)
_____, (Witness, if necessary)

2 **CONTRIBUTE MY \$25 VOTING INCENTIVE TO SEALASKA HERITAGE INSTITUTE.**
 Check Here
Optional - This gift is made in memory of: _____

OR FAX TO: 1.866.433.8063
If you fax your proxy, be sure to fax BOTH sides. If you fax your proxy, you do not need to mail it.

Your proxy must be received by the Independent Inspectors of Election by 5:00 PM Alaska Time on Thursday, June 24, 2010.
The Early Bird Deadline is 5:00 PM on Friday, June 11, 2010.

country _____
address _____
city, state, zip _____
Shareholder name _____

← BE SURE TO COMPLETE BOTH SIDES OF YOUR PROXY →

← BE SURE TO COMPLETE BOTH SIDES OF YOUR PROXY →

SHAREHOLDER NAME: _____ **SHAREHOLDER ID#:** _____ **SHARES:** _____

Please see pages 6-9 of the Proxy Statement for greater detail and discussion about this resolution.

The following resolution has been submitted by a shareholder for a vote of the shareholders of Sealaska Corporation. This resolution will be adopted if approved by a majority vote of the total voting power of the Corporation.

Vote on Resolutions: How Many Votes Do You Have?

For voting on this resolution, you have the same number of votes as the number of voting shares you own. The number of voting shares you own is printed in the upper right of this proxy card.

If your proxy is signed and you do not mark **Yes or No** on the resolution, your vote will be counted as a Quorum Only vote on the unmarked resolution.

Shareholder Resolution: LIMIT THE USE OF DISCRETIONARY VOTING

Shall Sealaska Corporation amend Bylaw Section 3.3.6.1.4 to limit the use of Discretionary voting on the Sealaska proxy unless an independent proxy provides for Discretionary voting for the election of Directors?

This resolution will be adopted if approved by a majority vote of the outstanding voting shares of the Corporation.

The Board of Directors recommends a **NO** vote. **YES** **NO**

Remember to date, sign, and print your name on the other side before submitting your proxy.
If you are faxing your proxy, be sure to fax BOTH sides to 1.866.473.8063.

If you want to confirm your proxy has been received by the Inspectors of Election, please call Elgee Rehfeld Mertz at 907.789.3178 or toll free outside of Juneau 1.800.478.3178.

← BE SURE TO COMPLETE BOTH SIDES OF YOUR PROXY →

SHAREHOLDER RESOLUTION: LIMIT THE USE OF DISCRETIONARY VOTING

WHAT IS DISCRETIONARY VOTING?

Alaska law and Sealaska's Bylaws allow for discretionary voting. If a shareholder chooses discretionary voting, they are deciding to use their votes to elect as many nominees as possible among those endorsed by the Board of Directors. The shareholder is telling the Sealaska proxy holders to distribute his or her votes among Board endorsed candidates. Sealaska proxy holders are Directors, not up for election, who are appointed to distribute discretionary and directed votes at the annual meeting. As its name implies, discretionary voting gives Sealaska Corporation's proxy holders maximum flexibility for purposes of electing the greatest possible number of Board-endorsed nominees.

Sealaska shareholders have had the option on their proxies of voting discretionary for the Board slate, directing their votes for candidates of their choice, or voting quorum only since the first annual meeting of shareholders in 1974. Shareholders voted on advisory resolutions to change the use of discretionary voting on the Sealaska proxy four separate times: in 1992, 1994, 1995 and 1997. Each time shareholders rejected these changes.

RESOLUTION SUMMARY

Shareholder Michael Lee Beasley has submitted a proposed resolution to amend the Corporation's Bylaws to limit the use of discretionary voting on Sealaska's proxy. Discretionary voting on Sealaska's proxy would only be used if a separate proxy was published in the election for Directors, using discretionary voting for the independent candidates appearing on that proxy.

The proposed resolution would amend Bylaw Section 3.3.6.1.4, which currently reads as follows:

"The corporate proxy shall provide for discretionary voting and/or selective cumulation for all business properly coming before the meeting of the Corporation. Any other proxy holder representing any independent nominee may also provide for discretionary voting for Directors on a separate proxy, but the corporate proxy form shall not so provide with respect to nominees other than the Board of Directors' slate."

If the resolution passes, the existing language in Bylaw Section 3.3.6.1.4 will remain the same, with the addition of the proposed language below:

Proposed added language:

"The corporate proxy holders may use discretionary votes, and the discretionary power to selectively cumulate votes for the election of Directors if an independent candidate exercises the right to use discretionary voting in the election of a candidate for Director. If no independent candidate uses discretionary votes, then the corporate proxy holders will not be authorized to use those votes for the election of Directors, and any shares for which a shareholder grants discretionary voting authority by proxy will not be counted towards the election of any director. It shall however be counted toward quorum purposes."

SHAREHOLDER RESOLUTION: LIMIT THE USE OF DISCRETIONARY VOTING (CONT.)

RESOLUTION LANGUAGE

The following language will appear on the Sealaska proxy for the 2010 Annual Meeting of shareholders:

Shareholder Resolution: LIMIT THE USE OF DISCRETIONARY VOTING

Shall Sealaska Corporation amend Bylaw Section 3.3.6.1.4 to limit the use of Discretionary voting on the Sealaska proxy unless an independent proxy provides for Discretionary voting for the election of Directors?

This resolution will be adopted if approved by a majority vote of the outstanding voting shares of the Corporation.

The Board of Directors recommends a **NO** vote. **YES** **NO**

VOTING STANDARD

This is a binding shareholder resolution, and if adopted will amend the Corporation’s Bylaws. A Bylaw may be amended, repealed or restated only by the Board of Directors or by approval of the outstanding shares eligible to vote at any Annual Meeting of shareholders, or at any special meeting of shareholders called for that purpose. (Bylaws, Article VII, Amendments; and Alaska Statute 10.06.228).

This means that, in order to pass, the resolution must have the affirmative vote of a majority of all of the outstanding voting shares of the Corporation. That majority is 50 percent of all outstanding voting shares of the Corporation plus one. As of the record date, there were 1,906,995 outstanding shares of voting stock; therefore, the resolution requires 953,499 **Yes** or affirmative shares voted in order to pass. The Bylaw may be subsequently amended or repealed by a vote of the outstanding shares, or by the Board of Directors.

RECOMMENDATION

THE BOARD RECOMMENDS A NO VOTE ON THE RESOLUTION:

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
------------------------------	--

- A **Yes** vote is in favor of adopting the resolution to amend the Bylaws.

The Sealaska shareholders sponsoring this proposed amendment recommend a **Yes** vote, in favor of the resolution to limit the use of discretionary voting.

- A **No** vote is against the resolution, and the language of Bylaw Section 3.3.6.1.4 would remain as is.

The Sealaska Board of Directors recommends a No vote, against the resolution.

- If you do not mark **Yes** or **No**, your vote will be counted as Quorum Only on the resolution.

Please see the following pages for the Proponent’s Statement in favor of the resolution, and the Sealaska Board of Directors’ Opposition Statement against the resolution.

Also see the For and Against summary of the resolution on page 9.

SHAREHOLDER RESOLUTION: LIMIT THE USE OF DISCRETIONARY VOTING (CONT.)

PROPONENT'S STATEMENT IN FAVOR OF THE RESOLUTION TO LIMIT THE USE OF DISCRETIONARY VOTING BY MICHAEL LEE BEASLEY

I believe limiting the use of discretionary voting in the election of directors will benefit all shareholders equally. Sealaska Corporation has used discretionary voting for more than 30 years. I have noticed the board of directors take advantage of consistently producing low director turnover. This makes it near impossible for independent candidates to win a board election.

I anticipate this amendment will bring to the forefront independent candidates who have been business-educated at a college or university, or who are business owners and have a vision for a profitable future for Sealaska Corporation.

Alaska State Regulation 3AAC 08.335(g) states that discretionary voting may be allowed and shareholders also may control the use of discretionary voting. Using discretionary voting, around 25% of election votes are divided annually among endorsed director candidates. An amendment to the Sealaska Bylaws is required in order to limit the use of discretionary voting. It will take 50% plus 1 of all outstanding shares of the Corporation to approve this change.

There are other Native Corporations in Southeast Alaska who successfully changed their discretionary voting system. Your vote is needed. Please vote **Yes** to limit the use of discretionary voting.

This amendment will become effective for the 2011 annual meeting, provided the shareholders have submitted sufficient **Yes** votes for its passage. Support your shareholder base creating competitive elections. When we win, future leaders will be decided by direct voting. Thank you. *Ye'í awe'.*

SEALASKA BOARD OF DIRECTORS POSITION STATEMENT IN OPPOSITION TO THE RESOLUTION TO LIMIT THE USE OF DISCRETIONARY VOTING

The Sealaska Corporation Board of Directors fully supports every shareholder's right to submit petitions for consideration by the shareholders of the Corporation. Shareholder knowledge and engagement allows healthy and open dialogue between shareholders and the Board of Directors.

After careful consideration, the Board of Directors decided to oppose the shareholder resolution as written.

As it is currently written, the proposed resolution could result in the loss of a voting choice for a significant portion of Sealaska shareholders. More than 25% of Sealaska's voting shareholders choose to vote discretionary on a consistent basis. We firmly believe that these shareholders fully understand how discretionary voting works, and are consciously showing their support of the Corporation by choosing to vote discretionary.

This resolution fails to recognize that Sealaska shareholders strongly support the discretionary voting option. Not only do a consistent number of shareholders use this option in every election, Sealaska shareholders have voted four times against changing the use of discretionary voting on Sealaska's proxy. Advisory resolutions in 1992, 1994, 1995 and 1997 to change the form of discretionary voting on the proxy were rejected by a strong majority of votes.

SHAREHOLDER RESOLUTION: LIMIT THE USE OF DISCRETIONARY VOTING (CONT.)

Whether or not you generally support the idea of discretionary voting, technical problems with the proposed resolution are evident. Alaska law provides a window of time during which proxies for candidates must be published before the Annual Meeting of Shareholders. Here are some likely election scenarios:

- If Sealaska publishes a proxy without the discretionary voting option, and an independent opposition proxy is published later with its own discretionary option, then Sealaska shareholders would lose a voting option that would be available to them if the Bylaw had not been amended.
- If Sealaska publishes a proxy with the discretionary voting option, and no independent proxy appears, those discretionary votes would convert to Quorum Only votes and shareholders would lose their opportunity to support candidates of their choice.
- Sealaska could choose to produce an amended second proxy that captures all voting choices, but this results in additional expense to the Corporation that is not necessary under the current system.

The Sealaska Board of Directors has seen significant natural turnover of Directors on the 13-member Board. Within the past 10 years alone, there have been 7 new Directors on the Board. In 2009, an independent nominee successfully campaigned on Sealaska's proxy and was elected solely with directed votes – an option chosen by many shareholders. New Directors are elected without resorting to an unnecessary change in the election rules – a change that deprives some shareholders of their preferred way to vote.

We hope that you will join the Board of Directors in voting **No** on this resolution, and support the right of shareholders to choose the way they vote.

FOR AND AGAINST

FOR:

- There may be some shareholders who do not understand how discretionary voting actually works – this resolution would simplify the voting process.
- Under the proposal, discretionary voting could still be used on the Sealaska proxy if an independent proxy also provides for discretionary voting.
- Directed voting allows shareholders to vote specifically for candidates of their choice.
- Supporters of the resolution believe that limiting the use of discretionary voting would result in more turnover on the Board of Directors.
- Board turnover results in different perspectives and new ideas.
- Some other ANCSA corporations use this voting model.

AGAINST:

- This resolution is condescending to those shareholders who understand and consistently choose to vote discretionary. The resolution could result in greater confusion, making the voting process less effective.
- Discretionary voting would not be allowed unless an independent proxy is present. There has not been a separate independent proxy since 1999.
- The existing election rules already allow shareholders full freedom to vote directed if they prefer.
- Significant turnover on the Board of Directors has already occurred with existing election practices. There have been 7 new Directors in the past 10 years.
- Stability and consistency are desirable qualities in a Board of Directors for business and financial dealings.
- Sealaska shareholders have rejected changes to the discretionary voting rules four previous times.

VOTING FOR DIRECTORS

YOU HAVE A CHOICE OF WAYS TO VOTE YOUR PROXY. PLEASE READ THE FOLLOWING INFORMATION CLOSELY TO HELP YOU COMPLETE YOUR PROXY AS YOU CHOOSE.

DISCRETIONARY VOTING

If you check this box, your votes will be used to elect as many nominees as possible among those endorsed by the Board of Directors. Your votes can be distributed only among the four Board of Directors' nominees listed on the proxy. As its name implies, discretionary voting gives Sealaska Corporation's proxy holders maximum flexibility for purposes of electing the Board-endorsed nominees. Even if not specifically marked discretionary, the proxy also allows Sealaska to vote your shares on other matters that may properly come before the annual meeting.

Examples of matters that may properly come before the annual meeting include, but are not limited to:

- Procedural motions, such as changes in the agenda
- Advisory matters affecting the conduct of the meeting
- Motions directed by rulings of the Chair
- Other matters that arise too late to be placed on the formal meeting notice

Examples of matters that would not be proper for voting at the meeting include, but are not limited to:

- Motions from the floor on substantive matters that could have been included in the Notice of Meeting
- Motions that are not appropriate for shareholder action under Alaska law
- Matters that have already been voted on
- Matters that are within the discretion of the Chair of the Board of Directors, and not proper for a shareholder vote
- Matters that have been ruled out of order

If you want the Corporation to be able to vote for the election of as many of the Board nominees as possible, you should vote discretionary.

At the 2010 annual meeting, there will be one resolution presented for a vote of shareholders. Discretionary voting does not grant authority to vote on the resolutions. Discretionary voting applies only to election of Directors and to unexpected matters that properly come up at the annual meeting. ***If your proxy is marked Discretionary and you do not mark Yes or No on the resolution, your vote will be counted as a Quorum Only vote on the resolution.***

In the event that Sealaska does not have enough votes to elect all four of its nominees, each Board endorsed nominee has agreed that the proxy holders may cast the Corporation's discretionary votes for the remaining nominees in order to elect as many as possible. Only under discretionary voting will the Corporation's proxy holders be able to assign your votes to different nominees on the Board slate if a nominee withdraws.

Shareholders who do not wish to give discretion to the Sealaska Corporation proxy holders can vote directed, or Quorum Only, as described below. Independent nominees (those not endorsed by the Board of Directors) may use discretionary voting if they provide a separate proxy. However, independent nominees appearing on Sealaska's proxy do not receive discretionary votes.

VOTING FOR DIRECTORS (CONT.)

Withholding Votes: If you vote discretionary, you may withhold votes for one or more Board nominees by crossing out or drawing a line through their name where it is printed on the proxy. If you do this, none of your votes will be cast for the person you crossed out.

DIRECTED VOTING

Check this box if you want to vote your shares for one or more specific nominees. If you choose to vote directed, the Corporation's proxy provides several options:

- You can direct specific numbers of votes to one or more of the listed nominees on the Board of Directors' slate.
- You can direct votes to one or more of the independent nominees, or a write-in nominee.
- You can direct votes to any other combination of nominees listed or written in on the proxy.

In 2010, the distribution of votes under any of the above options is limited to a maximum of four (4) nominees. If you want your votes cast only for certain nominees and no others, you should vote directed.

Under directed voting, votes cast for any nominee who later withdraws continue to be counted as votes for that nominee. This applies to Sealaska's proxy and for any independent proxy. No directed votes will be redirected to any other nominee. **Remember, if you do not mark Yes or No on the resolution, your vote will be counted as a Quorum Only vote on the resolution.**

QUORUM-ONLY VOTING

If you check this box, no nominee or resolution will receive your votes. Your votes will be counted toward obtaining a quorum for Sealaska to conduct annual meeting business. This may be done if you want to withhold your votes.

PROXY SIGNED BUT NO BOX CHECKED

Sometimes, shareholders sign their proxy but do not indicate how their shares should be voted. If that happens, the proxy will be voted for the Board nominees, just as if the discretionary voting box had been checked. If your proxy is signed and you do not mark **Yes** or **No** on the resolution, your vote will be counted as a Quorum Only vote on the resolution.

REVOCAION OF PROXY

You can change your vote by submitting a new proxy any time before the deadline. The latest dated proxy is the one that will be counted if you sign and submit more than one. Your earlier proxy will be revoked if you attend, register and vote in person at the annual meeting, or if you file a later-dated proxy with the Independent Inspectors of Election before 5:00 p.m. Alaska Daylight Time on Thursday, June 24, 2010. Only one proxy counts for voting incentive or prize drawings.

ENDORSED NOMINEES

TERMS EXPIRING IN 2010

PATRICK ANDERSON



Business development is the foundation for Sealaska's success and we must continue to improve our ability to compete in today's economy and put our shareholder families to work. I have used my experience as a successful executive and attorney to bring new ideas to the board room and I pledge to continue doing so. At the same time, I understand that our survival as a culture requires more than business success. Our families, young people and communities are vital to who we are. I have spent much of my adult life working on issues that impact us as Alaska Natives, including homelessness, business management and development, tribal rights, language and culture, health care, criminal justice, subsistence, and family welfare, among others. Being a Sealaska Board member has helped me be an effective advocate. I would like to continue my work on behalf of Sealaska shareholders, and ask for your support during this election.

AGE: 56

ADDRESS: 8919 Honeysuckle Street #A, Anchorage, AK 99502

PRINCIPAL OCCUPATION: Executive Director of Chugachmiut, Inc.

EDUCATION: Bachelor of Arts degree from the Woodrow Wilson School of Public and International Affairs from Princeton University, and a Juris Doctorate from the University of Michigan Law School

AFFILIATIONS: Patrick has been a member of the Sealaska Board of Directors since 1989. He is a member of the Finance Committee, Audit Committee, and Compensation Committee. Patrick is a director of Kánaak Corporation, Nypro Kánaak Alabama, Nypro Kánaak Guadalajara, Nypro Kánaak Iowa, Sealaska Environmental Services, LLC, and Haa Aaní, LLC. Patrick also serves as co-chair of the Alaska Federation of Natives Human Resource Committee, as a commissioner on the Alaska Rural Justice and Law Enforcement Commission, and as chair of the Alaska Native Justice Center.

Learn more about Patrick on Facebook.

ENDORSED NOMINEES (CONT.)

CLARENCE JACKSON, SR.



I've been involved in Sealaska from its beginning, and I enjoy meeting with shareholders to discuss Sealaska's business and progress. I was involved in the opening of enrollment to shareholder descendants and securing steady shareholder distributions. I live in my birthplace of Kake, Alaska with my wife, where we raised five children. I am highly aware of the challenges faced by shareholders in our communities, to keep our homes heated and to send our children to quality schools. Sealaska and the Sealaska Heritage Institute do tremendous work to uphold our culture, and to develop and support our local economies, I am proud to be part of that work. I have participated in meetings in Alaska and Washington D.C. for Sealaska to receive its final acres owed to it by the federal government under ANCSA. The issues that divide us should be small compared to the issues that unite us as one people, such as ownership of our homelands, subsistence rights, and protecting our culture. These are high priorities for me. I am proud to be Tlingit and am proud to serve you. I'd appreciate your vote.

AGE: 75

ADDRESS: PO Box 200, Kake, AK 99830

PRINCIPAL OCCUPATION: Self-employed commercial fisherman and charter operator

EDUCATION: Graduated from Sheldon Jackson High School

AFFILIATIONS: Clarence has been a member of the Sealaska Board of Directors since 1972. He serves as a member of the Shareholder Relations Committee and Lands Committee. Clarence also serves as the Chair of Synergy Systems, Inc., and as a director of Sealaska Timber Corporation, Olympic Fabrication, LLC, and Haa Aani, LLC. Clarence is a trustee of the Sealaska Heritage Institute, and serves as chair of the Institute's Council of Traditional Scholars.

Learn more about Clarence on Facebook.

ENDORSED NOMINEES (CONT.)



JACKIE (JOHNSON) PATA

It has been an honor to serve on the Board of Sealaska and represent you, our tribal member shareholders. I have been proud of Sealaska's corporate values as we move forward with our business strategy to build shareholder assets. As we aggressively pursue our land entitlement legislation to provide economic sustainability in our communities, we also included cultural site protections. Our business model develops our own shareholders to be our corporate leaders. We have pursued forest certification and "green" business strategies. Our support for our cultural programs is unprecedented. It is these values that will sustain our corporation for the next generation and generations to come. I currently live in Washington D.C. and have the unique opportunity to assist in representing Sealaska there. My leadership, political expertise and network have proven to be an asset as Sealaska seeks business opportunities, administrative and legislative solutions. I am committed to Sealaska's future success and growth. I thank you for this opportunity to serve on Sealaska's Board and respectfully ask for your vote to continue to serve in this capacity.

AGE: 54

ADDRESS: 10242 Dale Drive, Fairfax, VA 22030

PRINCIPAL OCCUPATION: Executive Director of the National Congress of American Indians

EDUCATION: Attended Utah State University and Snow College Utah in social work and performing arts, and the University of Alaska Southeast in business and Tlingit language

AFFILIATIONS: Jackie has been a member of the Sealaska Board of Directors since 1999. She is the chair of the Compensation Committee, and serves on the Finance Committee and Lands Committee. She is a director of Managed Business Solutions, LLC, MBS Systems, LLC, Sealaska Environmental Services, LLC, Wóochteen United, LLC, Sealaska Constructors, LLC, and Haa Aani, LLC. She also serves as chair of the Elders' Settlement Trust board of trustees. Jackie serves on the board of the Leadership Conference on Civil Rights, on the Native American National Advisory Committee for the Boys and Girls Clubs of America, and the Executive Board for the George Gustave Heye Center of the National Museum of the American Indian.

Learn more about Jackie on Facebook.

ENDORSED NOMINEES (CONT.)

JODI MITCHELL



Sealaska is at a critical crossroad. We must vigorously pursue our land entitlement in order to keep our timber subsidiary alive, and to continue to provide shareholder jobs. Equally important is obtaining entitlement to sacred sites that have significance to our people from time immemorial. Also, we must carefully monitor our operating subsidiaries to ensure we are earning worthwhile returns, and continue to pursue new operations that will provide jobs and profits to pay dividends. Another important endeavor is to educate, attract, and retain loyal, qualified shareholders. As a former Sealaska intern, scholarship recipient, and employee I am proud that we have highly qualified shareholders running our company! I serve on the Compensation Committee, which is responsible for determining pay for key employees. Due to our work, Sealaska only rewards performance that meets key goals. When compensation packages are aligned with corporate goals we all win through increased dividends and shareholder employment. My business experience, education, and sincerity allow me to help ensure corporate goals are met. Every time I vote on issues in the board room it is with you, the shareholders, in mind. I want to continue to provide this expertise, but I need your vote. *Gunalchéesh!*

AGE: 46

ADDRESS: 4938 Wren Drive, Juneau, AK 99801

PRINCIPAL OCCUPATION: Chief Executive Officer and General Manager of the Inside Passage Electric Cooperative

EDUCATION: Bachelor of Science in business administration from the University of Oregon, and Certified Management Accountant from the Institute of Management Accountants

AFFILIATIONS: Jodi has been a member of the Sealaska Board of Directors since 2006. She serves as chair of the Audit Committee, and on the Compensation Committee and Finance Committee. She also serves as a director of Synergy Systems, Inc., Olympic Fabrication, LLC, Kingston Environmental Services, Sealaska Constructors, LLC, and Haa Aaní, LLC. Jodi is a member of the Institute of Certified Management Accountants, former chair and trustee of the Kootznoowoo Permanent Fund Settlement Trust, a director of the Kwaan Electric Transmission Intertie Cooperative, and a member of the Energy Committee for Southeast Conference. She is also on the board of directors of Alaska Power Association, and was appointed by the Governor of Alaska to serve on the Renewable Energy Fund Advisory Committee.

Learn more about Jodi on Facebook.

CONTINUING DIRECTORS

BARBARA CADIENTE-NELSON, age 56, 1625 Fritz Cove Road, Juneau, AK, 99801, is the Vice President of F/V Star of the Sea, Inc. She has a Bachelor of Arts in Communication from Western Illinois University, a Master of Arts in teaching, secondary education, and Language Arts teaching certificate. Barbara has been a member of the Sealaska Board of Directors since 2009. She is a member of the Audit Committee and Finance Committee, and is a director of Haa Aaní, LLC. Barbara is a board member of the Douglas Indian Association, a member of Alaska Native Sisterhood Camp 2, the Discalced Order of Secular Carmelites, and serves on the Equity Committee for the Juneau School District. Her term ends in 2012.

SIDNEY EDENSHAW, age 46, P.O. Box 392, Hydaburg, AK 99922, is the Walking Boss Dispatcher for Southeast Stevedoring Corporation, and a commercial fisherman. He graduated from Hydaburg High School. Sid has been a member of Sealaska Board of Directors since 2005. Sid serves on the Shareholder Relations Committee, the Lands Committee, and the Nominations Committee, as well as a director of Sealaska Timber Corporation, Sealaska Global Logistics, LLC, and Haa Aaní, LLC. Sid is a member of the Hydaburg ANB Camp 6, is the president of Hydaburg Cooperative Association, and serves as a director of Haida Corporation. His term ends in 2011.

ALBERT KOOKESH, age 61, P.O. Box 91, Angoon, AK 99820, is the Senator, District C, Alaska State Legislature, and owner and operator of Kootznahoo Inlet Lodge. He graduated from Mt. Edgecumbe High School, and has his Bachelor of Arts in history from Alaska Methodist University, and Juris Doctorate from the University of Washington. Albert has been a member of the Sealaska Board of Directors since 1976. His daughter, Jaeleen Araujo, is an officer of Sealaska and serves as Vice President and General Counsel. Albert is the Board Chair and ex-officio member of all committees, serves as a director for Sealaska Timber Corporation, Sealaska Global Logistics, LLC, and Haa Aaní, LLC. He also serves on the Elders' Settlement Trust board of trustees. Albert is co-chair of the Alaska Federation of Natives, a member of the Alaska Native Brotherhood Grand Camp executive committee, and a director of First Alaskan's Institute. His term ends in 2012.

TATE LONDON, age 48, 15301 101st Place NE, Bothell, WA 98011, is an Assistant United States Attorney for the Western District of Washington. He has a Bachelor of Arts in political science from Stanford University, and Juris Doctorate from Stanford University. Tate has been a member of the Sealaska Board of Directors since 2005. He is a member of the Audit Committee, Compensation Committee, and Nominations Committee and is chair of the Governance sub-committee. He serves on the Elders' Settlement Trust board of trustees, and is a director of Haa Aaní, LLC. Tate is also the tribal liaison to the United States Attorney's Office, is a member of the Washington State and American Bar Associations, and Washington Tlingit & Haida. His term ends in 2012.

BYRON MALLOTT, age 67, 102 Cordova Street, Juneau, AK 99801, is the retired President & CEO of First Alaskans Institute. He attended Western Washington University and has an honorary doctorate in humanities from the University of Alaska. He has been a member of the Sealaska Board of Directors during two periods, from 1972-1989 and then from 1999 to the present. His son, Anthony Mallott, is an officer of Sealaska and serves as Treasurer and Chief Investment Officer. Byron serves on the Audit Committee, the Lands Committee, and the Governance sub-committee. He serves as a director of Sealaska Timber Corporation, Sealaska Global Logistics, LLC, Sealaska Environmental Services, LLC, and Haa Aaní, LLC. He is also a director of Yak-tat Kwaan, Inc., Alaska Air Group and a senior fellow at First Alaskans Institute. Byron serves as a board member of the Native American Bank and as a trustee of the Smithsonian's National Museum of the American Indian. His term ends in 2011.

CONTINUING DIRECTORS (CONT.)

JOE NELSON, age 39, P.O. Box 20123, Juneau, AK 99802, is the Director of Admissions at the University of Alaska Southeast. He has a Bachelor of Arts in political science, and a Master of Arts in American Indian studies, from the University of California Los Angeles, as well as a Juris Doctorate from Loyola Law School. Joe has been a member of the Sealaska Board of Directors since 2003. He serves as chair of the Finance Committee, and on the Compensation Committee, Lands Committee and Shareholder Relations Committee. Joe is a director of Sealaska Environmental Services, LLC, Kingston Environmental Services, and Haa Aaní, LLC. He is also a director of Yak-tat Kwaan, Inc., a member of the Juneau Lions club, and a member of the Alaska Bar Association. His term ends in 2012.

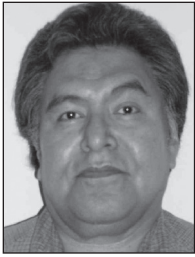
EDWARD THOMAS, age 68, 3540 Meander Way, Juneau, AK, 99801, is the President of the Central Council Tlingit & Haida Indian Tribes of Alaska. He earned a Bachelor of Science degree from the University of Alaska Fairbanks and a Master of Education Administration from Pennsylvania State University. Ed has been a member of the Sealaska Board of Directors since 1993 and serves on the Finance Committee and the Lands Committee. He serves as chair of Sealaska Timber Corporation, and as a director of Sealaska Global Logistics, LLC, Synergy Systems, Inc., Olympic Fabrication, LLC, Managed Business Solutions, LLC, MBS Systems, LLC, and Haa Aaní, LLC. Ed also serves on the President's Board of Advisors on Tribal Colleges and Universities. His term ends in 2011.

WILLIAM "BILL" THOMAS, age 62, P.O. Box 942, Haines, AK, 99827, is the Representative, House District 5, Alaska State Legislature and commercial fisherman. Bill graduated from Haines High School and attended the University of Alaska. Bill has been a member of the Sealaska Board of Directors since 2009 and serves on the Audit Committee, Shareholder Relations Committee and Lands Committee, and as a director for Haa Aaní, LLC. Bill is a member of the Tlingit & Haida Indian Tribes of Alaska, the Chilkoot Indian Association, Alaska Native Brotherhood, the Southeast Alaska Fisherman's Alliance, and is a lifetime member of the United Fishermen of Alaska and the American Legion. His term ends in 2012.

ROSITA WORL, age 72, 9048 Ninnis Drive, Juneau, AK 99801, is the President of Sealaska Heritage Institute and Professor of Anthropology at the University of Alaska Southeast. Sealaska Heritage Institute received financial support from Sealaska in excess of \$20,000 in 2009. She has a Bachelor of Arts in social science from Alaska Methodist University, as well as a Master of Arts and a doctorate in anthropology from Harvard University. Rosita has been a member of the Sealaska Board of Directors since 1987 and is currently Vice Chair of the Board, and serves as chair of the Shareholder Relations Committee, the Lands Committee, and the Nominations Committee. She also serves as a director of Kánaak Corporation, Nypro Kánaak Alabama, Nypro Kánaak Guadalajara S.A. de C.V., Nypro Kánaak Iowa, and Haa Aaní, LLC. Rosita serves on the Alaska Conservation Foundation Native Writers Award Subcommittee, the Smithsonian Arctic Studies Center Exhibition Advisory Panel, the board of trustees for the National Museum of the American Indian, as the Native American Graves and Protection Act Review Committee chair, and on the boards of the Indigenous Language Institute and the Alaska Federation of Natives. Her term ends in 2011.

INDEPENDENT NOMINEES

RAYMOND AUSTIN



I am Raymond Austin, a shareholder originally from Hoonah, Alaska. I am of the Eagle and Thunderbird clan. I request your vote support to elect me as an independent candidate for Sealaska Board. I have earned my Bachelor's Degree in Management Information Systems and I have worked with computer technology for the last 30 years. I am willing to use my education and working knowledge to benefit shareholders. As a board member, I will work as an advocate to bring change at Sealaska by supporting term limits for Sealaska Board of Directors so that other qualified independent candidates can be elected. Over the years, I have been an advocate for change at Sealaska in my writings to the local Juneau newspaper. In 2009, you helped elect a new independent candidate, this year we need to elect another independent candidate that cares for shareholders. I will stand up for shareholder concerns, and look out for your interests. Please exercise your right to vote by voting directed and help bring change to Sealaska. Thank you. Ray Austin – *Kindeshaun*.
kindeshaun@gci.net

AGE: 57

ADDRESS: 10901 Argonite Drive NW, Albuquerque, NM, 87114

PRINCIPAL OCCUPATION: Supervisory IT Specialist, Department of Interior, Bureau of Indian Affairs IOI

EDUCATION: Bachelor of Science degree in MIS

AFFILIATIONS: Goldbelt, Inc.

MICHAEL LEE BEASLEY



I recommend a **Yes** vote to the resolution to limit discretionary voting. Please support this opportunity and Vote **Yes**. I agree and support shareholders who want an election system that increases rotating leadership. Change is good. Different directors mean new ideas and opportunities. I believe limiting discretionary voting will be good for shareholders. Mark the **Yes** box. Anything else will be considered a **No** vote, or quorum only. I would like to invite the young shareholders to support this resolution. With a win, you will be the big winners in the long run. We need all the **Yes** votes possible supporting this. Will you help? Please encourage your relatives to vote **Yes**. Wherever life finds you, thank you.

AGE: 52

ADDRESS: P.O. Box 20289, Juneau, AK, 99802

PRINCIPAL OCCUPATION: Self-employed Journeyman Artist

EDUCATION: BFA Metal Design, University of Washington graduate; Juneau-Douglas high school graduate

AFFILIATIONS: None provided

INDEPENDENT NOMINEES (CONT.)

JAMES BROUILLETTE, JR.

no
photo
provided

I believe that part of Sealaska's job was to invest in the villages. This can be done by building stores in the high cost of living villages to make living in them more liveable. By doing this Sealaska not only brings jobs into the villages, but would also put money into the pockets of the people. Sealaska would also make a profit from such a move.

AGE: 64

ADDRESS: P.O. Box 22743, Juneau, AK, 99802

PRINCIPAL OCCUPATION: Retired - disabled

EDUCATION: Studied fire science (UNLV), computer science at Alaska Computer Institute, and Accounting at the University of Alaska Southeast – Juneau

AFFILIATIONS: None provided

LYNETTE MORENO-HINZ

no
photo
provided

Lynette Ann Moreno-Hinz, 51, Raven, Dog Salmon, 7 children, 8 grandchildren, high school graduate, some college (UAA), over 30 years in the transportation industry, rental property co-owner (20 years), ran last year. Our shareholders need more jobs and I would like to see more profits made so our shareholders would reap bigger dividends. Last year I stated we need to do more networking with the other Native corporations so we can get our shareholders in the door for the gas line that will soon be implemented. The shareholders also need the scholarship amounts higher because the cost of living went up. Our shareholders are in need when one of our family members pass away and we also need more funeral benefits. I stood

up for the new Natives to be voted in because they are our greatest hope to strengthen the direction of our corporation. Sealaska should be paying for alcohol and drug abuse rehabilitation programs so we can grow as a people. I fight for our subsistence, please vote for me.

AGE: 51

ADDRESS: : 6407 East 31st Avenue, Anchorage, AK 99504

PRINCIPAL OCCUPATION: Self-employed Transportation

EDUCATION: High School graduate, some college UAA

AFFILIATIONS: Alaska Native Sisterhood Camp 87; Anchorage Cab Driver's Association; The Alaska Wildlife Alliance; member of Democratic Party

INDEPENDENT NOMINEES (CONT.)



RICHARD RINEHART, JR.

I am Raven-Kiks.ádi from the Sun House in Wrangell. I have the education, business experience, family and cultural background that give me a unique view, and as the most recent CFO for Sealaska, I know the inner workings of our corporation better than most. I was management's liaison to the Finance and Audit Committees for the last six years. I provided the financial leadership for our growth into government contracting, and I was the financial leader for most of our corporate acquisitions. I support our cultural and political programs; however, I firmly believe we must find sustainable revenues to support these efforts. Our core strength comes from our tie to our land. Our lands are in SE Alaska. I will push for more economic development and opportunities in SE Alaska. Timber revenues are on an irreversible decline and replacement revenues are not coming fast enough; I am for more aggressive business and economic growth. I support the landless effort and will fight for Haa Aani. For more information find me on Facebook at Sealaska Shareholders 4 Rinehart; email address RichardJRinehartJr@hotmail.com. I respectfully ask for your votes. Please vote directed. *Gunalchéesh*.

AGE: 50

ADDRESS: P.O. Box 4778, Spanaway, WA, 98387

PRINCIPAL OCCUPATION: President, RAVEN POTLATCH DEVELOPMENT, LLC; CFO, Rickabaugh Pentecost Development, LLC

EDUCATION: Masters of Business Administration, Portland State University; Bachelor of Science, Portland State University; Certified Management Accountant, Institute of Management Accountants.

AFFILIATIONS: Former Vice President and Chief Financial Officer Sealaska Corporation; Former Grand Treasurer, Alaska Native Brotherhood Grand Camp; Former Board Member Native American Bank; Former Executive Manager Alaska Coastal Aggregate; Former Managing Member End to End Enterprises, LLC, Amonos, LLC, Sirrah, LLC; Gaming License holder San Pasqual Tribe, Cloverdale Rancheria and State of California; *Shx'at Kwaan* Dancers of Wrangell; *Xaadas Git' a Lang* (Children of the Haida) Dance Group; Alaska Native Brotherhood, Camp 4; Construction Financial Managers Association; Native American Finance Officers Association; Institute of Management Accountants



EDWARD SARABIA, JR.

I am Tlingit. I am concerned for the financial well being of Sealaska Corporation. The economy is bad and getting worse. Many Sealaska shareholders are also members of the Central Council of Tlingit and Haida Indian Tribes of Alaska. If Sealaska suffers, we suffer even more. I believe with my 30 years of experience in tribal and state government affairs I can represent all shareholders and keep an eye on Sealaska's financial stability. Please vote for me. I will do my best to help our corporation maintain and expand financial resources. Thank you.

AGE: 61

ADDRESS: 206 Great Pond Road, South Glastonbury, CT 06073-3102

PRINCIPAL OCCUPATION: (American) Indian Affairs Coordinator for the State of Connecticut Department of Environmental Protection

EDUCATION: Bachelor of Arts in Rehabilitation Counseling

AFFILIATIONS: None provided

INDEPENDENT NOMINEES (CONT.)



JAMES SKANNES

My name is James Edward Skannes, born and raised in Southeast Alaska and a Haida Eagle-Frog. My parents, Jim Skannes and Elaine Young were lifelong Alaskans. I spent thirty years working for SEARHC in Sitka and Juneau. I am running for the Sealaska Board because I want to leave a legacy for my children and help build a corporation that meets our needs. If elected these are improvements I would strive for:

- Increase the amount and frequency of distributions
- Seek more educational assistance
- Opportunities and preference for employment at all levels
- Do away with the discretionary vote
- Network with other Native corporations and businesses
- A board of directors who have a reputation as great business people and can hold management accountable
- Partnership with our tribal governments for the betterment of both
- Assist our artists by supplying raw materials, marketing and distribution of their products.

I believe in the cumulative wisdom of our shareholders. Let all prospective candidates stand alone and let shareholders select those who will run their corporation. I ask for your **directed** vote. Please take a moment and visit my website at www.jskannes.com. *Gunalcheesh! Howaa!*

AGE: 55

ADDRESS: P.O. Box 128, Port Townsend, WA 98368

PRINCIPAL OCCUPATION: Facilities Director for Jefferson Health Care

EDUCATION: High School, Project Careers Juneau, Alaska; Bates Technical College - Electrical, Certified Healthcare Facilities Manager

AFFILIATIONS: American Society of Healthcare Engineering; American Hospital Association; Washington State Society for Healthcare Engineering; Sitka Tribe of Alaska

INDEPENDENT NOMINEES (CONT.)

ROSS SOBOLEFF



At a corporate age of 39 years, Sealaska Corporation is in its prime – mature, strong, experienced, and absolutely dedicated to doing whatever it takes to move our people ahead. I want to contribute my knowledge and experience in a positive way, and help Sealaska Corporation become an economic force that benefits our children and grandchildren. I believe that by working together, listening, and building on the strengths of our Native people, that we can achieve the dream our elders and ancestors inspired in us when they created Sealaska. We can grow this company, we can develop our young people with scholarships and economic opportunities, and we can strengthen and restore our families through the work of our heritage institute and our affiliated tribal organizations. We need to continue to create opportunities for our shareholders to prosper and live independently. We need to effectively work to make the federal government keep its promise and complete our land selection. I ask you to vote your proxy “directed” for me, and I will use all my communications skills and solid business experience to make sound decisions at Sealaska that move us forward as Native people. Thank you for your consideration.

AGE: 58

ADDRESS: P.O. Box 240632, Douglas, AK, 99824

PRINCIPAL OCCUPATION: Self-employed communications consultant, commercial fisherman

EDUCATION: Juneau-Douglas High School graduated May 1969; University of Oregon, BS Community Service & Public Affairs, December 1975

AFFILIATIONS: Original shareholder Sealaska Corporation and Kootznoowoo, Inc.; shareholder Shaan-Seet, Inc.; enrolled member Central Council of the Tlingit & Haida Indian Tribes of Alaska

SEALASKA CORPORATION FINANCIAL PERFORMANCE AND COMPENSATION

Sealaska Corporation is committed to providing financial reporting that is clear and understandable. Please refer to the 2009 annual report for detailed financial information.

COMPENSATION COMMITTEE

The Compensation Committee recommends employee compensation policies and officer compensation performance measures (both annual and long-term) to the Board of Directors. The Board of Directors approves the Corporation's compensation objectives, policies and programs; the CEO's and other officers' base salary and at-risk performance based compensation; and evaluates the CEO's performance.

EXECUTIVE PERFORMANCE PLAN SUMMARY

The Board uses an independent compensation consultant to assist the Committee in developing the performance-based executive compensation plan. Working with the consultant, the Committee recommends the total compensation plan after review of national independent labor market studies of compensation levels paid by comparable companies and for officers with equivalent responsibilities, including ANCSA Regional Corporations.

Sealaska adopts an executive performance plan that includes a base salary component, plus annual and long-term at-risk performance-based compensation. Base salary ranges were established utilizing the median salary levels of comparable organizations, reflecting the middle of the competitive market. The at-risk performance-based compensation is linked to achieving predetermined performance goals and is paid only if those goals are attained or exceeded, up to a maximum capped amount. The performances against targets are confirmed by independent auditors.

OBJECTIVES OF THE EXECUTIVE PERFORMANCE PLAN

The Compensation Committee seeks to ensure that the Corporation's compensation plan:

- Aligns the economic interests of management with those of Sealaska shareholders
- Achieves the Corporation's mission, strategic objectives and goals
- Integrates and balances both short- and long-term goals into management's performance
- Links performance-based (at-risk) compensation to achieving predetermined performance goals
- Provides competitive compensation to attract and retain highly qualified executives

SEALASKA CORPORATION FINANCIAL PERFORMANCE AND COMPENSATION (CONT.)

EXECUTIVE PERFORMANCE PLAN COMPONENTS

- **Base Salary Component-** Base salary ranges were established utilizing the median salary levels of comparable organizations, reflecting the middle of the competitive market.
- **Annual At-Risk Performance-Based Component-** Annual performance-based compensation for executives is based on levels for similar sized companies and on the officers' position within the Corporation, individual contribution, and attaining pre-determined annual performance goals of the Corporation. Failure to achieve goals results in the loss of part or all of the at-risk performance compensation.
- **Long-Term At-Risk Performance-Based Component-** Long-term performance-based compensation for executives is based on levels for similar sized companies and upon attaining predetermined multi-year performance goals of the Corporation. The Sealaska long-term award program is for key executives who influence long-term company performance. Failure to achieve goals results in the loss of part or all of the at-risk performance compensation.

ANNUAL (2009) PERFORMANCE MEASURES

Annually the Board of Directors establishes quantifiable measures from which to evaluate management performance. Measures can change from year to year based on the organization's goals and objectives. A short-term plan award is not paid unless management meets or exceeds minimum, preset performance measures. Further, the short-term award is capped at a preset maximum payment even though actual results may significantly exceed expected performance. Any award between the minimum and the maximum is prorated to actual performance.

The 2009 short-term award for all officers was calculated based on achievement in seven (7) Board approved pre-defined metrics which included growth in operating income; support of economic development in Southeast Alaska; management of corporate general and administrative (G&A) and operating costs; management of investment funds; management and development of people; economic and land legislation, and green initiatives. Short-term compensation against these measures was paid.

LONG-TERM (2007–2009) PERFORMANCE MEASURES

The Board of Directors also establishes the long-term performance measures for three year performance periods. The purpose of long-term performance measures is to direct management focus on achieving a balance between long-term strategic goals and short-term goals. A long-term plan award is not paid unless management meets or exceeds minimum, preset performance measures. Further, the long-term award is capped at a preset maximum payment even though actual results may significantly exceed expected performance. Any award between the minimum and the maximum is prorated to actual performance.

The 2007-2009 long-term performance measures are Board defined free cash flow, and the Marjorie V. Young Shareholder Permanent Fund performance exceeding preset bench marks. The MVY Shareholder Permanent Fund performance threshold for the three-year period was to exceed 200 basis points above indices. This threshold was not met, and long-term compensation against this measure was not paid. For the 2007-2009 period the free cash flow minimum was \$13,177,051. Free cash flow achieved for the three year period was \$23,047,916 so long-term compensation against this measure was paid.

SUMMARY OF COMPENSATION

Sealaska's Board of Directors' policy is that compensation reporting methodology provides financial reporting transparency by aligning all compensation summaries to the year in which the compensation was earned. The proxy compensation report shows both the base salary actually paid in the current year and the at-risk performance compensation earned in the current year but paid in the following year. The payment delay for at-risk performance compensation occurs because the payment cannot be made until the final audited numbers are approved by the Board of Directors, which occurs in the following year.

The following table provides information on the five most highly compensated officers of Sealaska Corporation and its subsidiaries for the year ended December 31, 2009. All compensation was paid in 2009 except the at-risk performance compensation, which was paid upon completion of the independent audit in 2010.

Base and Other Paid in 2009, and At-Risk Compensation Earned in 2009 And Paid in 2010

Name & Principal Position	2009 Base Salary	2009 Annual At-Risk Performance Compensation (a)	Long-Term At-Risk Performance Compensation Earned in 2007, 2008 and 2009 And Paid in 2010 (b)			401(k) Compensation (c)	All Other Compensation (d)	Total
			2007	2008	2009			
Chris E. McNeil, Jr. President & CEO Sealaska Corporation	\$350,000	\$162,470	\$56,500	\$56,500	\$65,917	\$24,500	\$2,711	\$718,598
Richard Noe President & CEO Managed Business Solutions	\$293,119	\$30,000	\$0	\$0	\$0	\$11,867	\$151,630	\$486,616
Richard Harris Executive Vice President Sealaska Corporation	\$240,000	\$102,605	\$30,887	\$33,523	\$36,160	\$24,500	\$2,711	\$470,386
Sam Landol Chief Operating Officer Sealaska Corporation	\$250,000	\$84,760	\$30,133	\$33,900	\$37,667	\$24,500	\$2,711	\$463,671
Richard Reinhart, Jr. Former Vice President & CFO Sealaska Corporation	\$210,000	\$0	\$27,268	\$29,540	\$26,467	\$23,292	\$85,697	\$402,264

- a. At-risk performance compensation will be paid during the year ended December 31, 2010 for corporation performance in the year ended December 31, 2009 under Sealaska's executive performance plan. The short-term award is paid only when performance thresholds are met or exceeded.
- b. The long-term award is paid only when the three year cumulative performance threshold is met or exceeded. Awards are adjusted when an executive enters or exits a plan on a pro-rated basis.
- c. Sealaska and its wholly owned subsidiaries maintain a 401(k) plan. The Corporation's contribution is based on up to 8 percent of all eligible employees' annual salary expense. The Corporation also matches on a dollar-for-dollar basis the first 2 to 3 percent of the employees' contribution.
- d. All Other Compensation includes group life and health insurance premiums, and severance compensation.

DIRECTOR AND OFFICER COMPENSATION

Total compensation for all 48 officers and Directors of Sealaska Corporation and 11 subsidiaries for the year ended December 31, 2009 was \$7,866,543. The members of the Board of Directors receive a fee of \$2,000 per month; the Chair of the Board receives an additional \$2,500 per month. In addition, each Director received \$750 for each day of formal Board, subsidiary, or committee meetings he or she attended, or \$500 if they attended only via telephone. A fee of \$250 was paid for any meeting called as an informal teleconference. When there are multiple meetings on the same day, only a single meeting fee is paid. Each Director also received the value of a health insurance benefit of \$718.86 per month. In June 2009, the Sealaska Board of Directors authorized and appointed the first Board Youth Advisor. The Youth Advisor receives a fee of \$200 per meeting and an educational scholarship of \$2,500 upon conclusion of his or her one year term.

BOARD COMMITTEES AND MEETINGS

The Board of Directors currently has standing Audit, Compensation, Finance, Nominations, and Shareholder Relations committees. Each of the standing committees has a written charter. Ad hoc committees such as the Lands Committee are called as needed. The members of the committees are identified in the following table.

DIRECTOR	AUDIT	COMPENSATION	FINANCE	NOMINATIONS	SHAREHOLDER	LANDS
Anderson, Patrick	X	X	X			
Cadiente-Nelson, Barbara ¹	X		X			
Edenshaw, Sidney				X	X	X
Jackson, Clarence					X	X
(Johnson) Pata, Jacqueline		CHAIR	X			X
Kookesh, Albert ²	X	X	X	X	X	X ²
London, J. Tate	X	X		X		
Mallott, Byron	X					X
Mitchell, Jodi	CHAIR	X	X			
Nelson, Joseph		X	CHAIR		X	X
Thomas, Edward			X			X
Thomas, William "Bill" ³	X				X	
Worl, Rosita				CHAIR	CHAIR	CHAIR

1-Barbara Cadiente-Nelson was elected in 2009

2-Albert Kookesh, Board Chair, is ex officio on all standing committees

3-William "Bill" Thomas was appointed and elected in 2009

The Board of Directors held 14 meetings in the year ending December 31, 2009. Each Director attended at least 75% of all Board and applicable committee meetings during 2009.

BOARD COMMITTEES

STANDING COMMITTEES OF THE BOARD

The **Audit Committee** assists the Board of Directors in fulfilling its oversight responsibilities by reviewing the financial reporting and governance processes, the system of internal control, the audit process, the Corporation's process for monitoring compliance with laws and regulations, and with the engagement and review of the performance of the independent auditors. In connection with the December 31, 2009 financial statements, the Audit Committee reviewed and approved the audited financial statements, and discussed with management the quality of the accounting principles, the reasonableness of significant judgments, and the clarity of disclosures in the financial statements. They reviewed with the auditors the conformity of the audited financial statements with generally accepted accounting principles (GAAP) and discussed the auditors' fees and independence from management and the Corporation, as well as matters in the written disclosures and the letter from the independent auditors.

All of the members of the Audit Committee are independent Directors, who are not officers or employees of Sealaska or of any subsidiary or affiliate, nor do they receive any compensation from the Corporation or its affiliates except as members of the Board of Directors. The Audit Committee held 4 meetings in 2009.

The **Compensation Committee** is described on page 23. This Committee met 6 times in 2009.

The **Finance Committee** ensures the Board of Directors is actively involved in establishing the financial policies of the Corporation, including investments and acquisitions. It ensures the Board is actively involved in establishing strategic and operational policies for use and management of corporate lands, natural resources, real property and compliance with environmental and ANCSA Section 7(i) requirements. The Finance Committee met 7 times in 2009.

The **Nominations Committee** receives and considers applications for candidates for membership on the Board, and recommends the nomination of candidates for the Board-sponsored slate. It is composed of Directors who are not subject to election at the meeting for which they make the nominations. The Nominations Committee met 4 times in 2009.

The **Shareholder Relations Committee** reviews materials, format, times and locations for shareholder informational meetings; recommends shareholder relations and communication strategies; provides policy direction for the shareholder Descendant and Leftout enrollment; makes recommendations for the annual report, newspaper publications, website, and other shareholder communications; prioritizes and assigns amounts to corporate advocacy budgets, makes recommendations on large contribution requests; and approves major renovations to the Sealaska Plaza Building. The Shareholder Relations Committee is also responsible for oversight of any Board-sponsored resolutions coming before the shareholders. The Shareholder Relations Committee met 11 times in 2009.

AD HOC COMMITTEES OF THE BOARD

The **Lands Committee** was appointed in 2006 to establish land selection criteria for Sealaska's final land conveyances from the federal government still pending under the term of the 1971 Alaska Native Claims Settlement Act. Sealaska is seeking title to these remaining lands in a manner which recognizes the full range of values and assets to enhance the long term economic, social and cultural well-being of its shareholders. The Lands Committee met 6 times in 2009.

ADDITIONAL INFORMATION

INDEPENDENT AUDITORS

KPMG, LLP, a nationally known firm of certified public accountants with offices in major cities around the world, has been selected by Sealaska's Audit Committee as the independent auditor of the Corporation. KPMG audited the Corporation's consolidated financial statements for the year ending December 31, 2009. A representative from KPMG will be present at the annual meeting, and available to respond to appropriate questions.

PRINCIPAL ACCOUNTING FIRM FEES

The following sets forth the fees paid during the fiscal year ended December 31, 2009 to KPMG, the Corporation's current principal accounting firm for the 2009 audit and tax services.

Audit Fees	\$709,341
Tax Services	\$451,732
All other fees	\$ 46,468

Aggregate fees for all services rendered by KPMG, LLP during the fiscal year ended December 31, 2009 were \$1,207,541.

PROXY SOLICITATION

The expense of preparing and mailing the notice of meeting, proxy statement and proxy will be borne by the Corporation. Mail solicitation of proxies may be supplemented with telephone, facsimile or personal solicitation of proxies by the Corporation's officers, employees and nominees at no additional compensation. Radio, television and newspaper advertisements may also be used to solicit proxies, and the Corporation may compensate certain persons for time spent in telephoning shareholders to remind them to vote. Nominees requested to seek proxies on behalf of the Corporation will be reimbursed for travel and expenses only. The Corporation will also bear the cost of certain mail solicitation by independent nominees whose names appear on the Corporation's proxy. Such independent nominees shall not receive any other reimbursement of expenses, but may incur such expenses on their own behalf.

The Corporation makes a one-time payment of \$25 to each shareholder who submits a valid proxy by the proxy deadline, or who attends and votes at the annual meeting. The maximum expense to the Corporation of this \$25 payment per voting shareholder is approximately \$483,075 if all voting shareholders vote, but is likely to be less, depending upon the number of shareholders who actually do vote. (Historically, about 70% of shareholders vote and this would result in a payment expense of approximately \$338,153 in 2010.) The voting incentive payment is intended to encourage shareholder participation in the election process, but Sealaska's Bylaws also allow the Corporation to use proxy workers for the purpose of maximizing shareholder participation and support for the Board of Directors' slate. The total amount estimated to be spent by the Corporation on the solicitation of proxies is expected to exceed the amounts which the Corporation would normally spend for an election of Directors, in the absence of a contest, by approximately \$100,000, excluding the salaries and wages of regular employees and officers.

PROXY VERIFICATION RULES

1. GENERAL GUIDELINES – INTENT OF SHAREHOLDER

1. The Inspectors of Election (Inspectors) shall attempt to resolve all questions concerning a proxy in favor of validating the proxy if possible.
2. The vote of a shareholder as represented by a signed proxy may be changed by advice in writing signed by the shareholder. Such advice must then be attached to the proxy.
3. A proxy will be accepted, subject to this subsection, even though it does not correctly state the number of shares it represents; however, a proxy will never be accorded more votes than the shareholder list shows the shareholder to have as of the record date.
 - a. In elections that include proxies other than the corporate proxy, if the shareholder has attempted to vote fewer than the number of shares owned on the record date and if the Corporation requests the Inspectors to do so, the Inspectors shall attempt to contact the shareholder to seek clarification of the shareholder's intent. In such elections, if the shareholder has attempted to vote more shares than he or she is actually entitled to, or if the shareholder has attempted to vote fewer shares than he or she is actually entitled to, and the Inspectors have been unsuccessful in attempting to contact the shareholder, the Inspectors shall apportion the actual number of shares to give effect to the intention of the shareholder, where such intent is apparent.
 - b. In elections that include only the corporate proxy, if the shareholder has attempted to vote either more or fewer shares than he or she is actually entitled to, the Inspectors shall apportion the actual number of shares to give effect to the intention of the shareholder, where such intent is apparent.
 - c. In all elections, the Inspectors shall attempt to record total votes available to each shareholder. In those cases where there appears to be an attempt to vote once but on two separate proxies, reasonable effort will be made to locate matching proxies to accommodate the shareholder's intentions.
4. Proxies, validly executed, must be voted in accordance with the express intent and instructions of the shareholder, as evidenced by the language of the proxy instrument.
5. The Inspectors shall invalidate any proxy, the form of which fails to conform to the requirements of 3 AAC 08.335 (e) (this state regulation relates to providing a means of withholding votes or a "ballot" form of proxy), or to the provisions of Sealaska Corporation Bylaws, Article III, Section 3.3.6, "Form of Proxy."
6. The Inspectors shall follow the requirements of Sealaska Corporation Bylaws Article III, sections 3.3.6.1.5, 3.3.6.2, 3.3.7.1, 3.3.7.3 when tabulating and counting votes.

2. VALIDITY OF SIGNATURE

1. Proxies signed in pencil may be accepted.
2. Proxies should be signed exactly as the name of the stockholder appears on the stock records. Proxies may be accepted if the difference between the signature and the name on the stock are minor in the opinion of the Inspectors. If the signature on the proxy is unacceptable, authority for the different signature must accompany the proxy in order for the proxy to be validated. A person's mark shall constitute a valid signature if it is witnessed by two adults who know the individual.
3. In determining the validity of a signature, the Inspectors need not look beyond the face of the proxy, except (1) where there are circumstances in which the Inspectors have reason to believe that a proxy is a forgery (for example, two proxies for the same shareholder with obviously different handwriting); or (2) when a participant registers a good faith complaint and produces convincing evidence to the effect that one or more proxies may have been executed by a person other than that named on the proxy.
4. Reasonable deviations in signature may be accepted; for example, a proxy printed "John F. Smith" may be accepted as "J.F. Smith" or " J. Foster Smith."
5. A proxy may be accepted even though the signature is printed by the shareholder.
6. Rubberstamp signatures are not acceptable unless the circumstances are known to the Inspectors and, in their judgment, justify acceptance of the proxy, or unless the signature is countersigned by an officer of other authorized employee of a bank, trust company, agent, etc., or by an attorney acting in an indicated capacity.
7. A proxy is not required to have on it the address of a shareholder; however, a shareholder's address may be a factor in determining the validity of a proxy if there is more than one shareholder of the same name.
8. A facsimile proxy (fax or telecopy) may be accepted.

3. DATING OF PROXIES

1. If a shareholder's proxy is dated after the record date but before the date of receipt by the Inspectors, the date written on the proxy shall be the proxy's date.
2. If a shareholder's proxy is dated after receipt by the Inspectors, or carries any other impossible date, including but not limited to the wrong year, or carries no date at all, the date of receipt by the Inspectors shall be the proxy's date.
3. Proxies undated or partially dated are acceptable, except that undated proxies will not be accepted if the shareholder also has provided a dated copy.
4. If there are two or more dated proxies from the same shareholder, the latest dated proxy shall be accepted, unless circumstances indicate that the later-dated proxy was in fact postdated at the time of execution, or dated after the time of execution by someone other than the shareholder whose name appears on the proxy.
5. If all of the proxies of a shareholder appoint different proxies, or favor or oppose different nominees or resolutions, and all are undated or all have the same date, all shall be rejected for voting purposes. However, one of the conflicting proxies shall be counted for the purposes of establishing a quorum.

4. TRUSTEES, ATTORNEYS-IN-FACT, JOINT TENANTS AND CUSTODIANS

1. A proxy executed by a shareholder holding a power of attorney authorizing him or her to execute the proxy shall be valid provided a copy of the power of attorney authorizing him or her to execute the proxy is delivered to the Inspectors, along with the proxy, no later than 5:00 p.m. Alaska Daylight Time on the Wednesday before the annual meeting. The Inspectors shall have the right to examine the original power of attorney if they so request. A person who solicits power of attorney from shareholders for the purpose of voting more than his or her own shares at the meeting shall be subject to the proxy solicitation regulations of the State of Alaska and to the Sealaska Bylaw provisions regarding proxy solicitation.
2. If the shareholder list shows ownership by two or more persons as joint tenants or tenants in common, a proxy can be accepted if signed by one of them unless another joint tenant or tenant in common seeks to vote the shares, in which event the matter shall be controlled by the written agreement of the owners represented at the meeting or, in the absence thereof, by the majority in number of such owners presented or represented at the meeting.
3. A proxy may be accepted when signed by a surviving joint tenant or tenant in common, provided the shareholder list clearly indicates such tenancy.
4. Where more than one executor, trustee, guardian, administrator, attorney, etc., is named on the shareholder list, the signature of a majority is satisfactory. However, if the address on the shareholder list is in care of one of these representatives, that representative alone may sign without further proof of authority.
5. If two executors, trustees, attorneys, etc., are named, the signature of both should appear. However, where one such party is a bank, partner of a brokerage firm, law or private trustee office, etc., and by the nature of his or her position would be authorized to sign proxies, a proxy signed by one such party may be accepted.
6. Proxies received from banks, trust companies, brokers, incorporated companies, partnerships, institutions, etc., may be signed in writing or facsimile, provided such proxies are clearly executed for the registered holders, or for such an institution when the registrations, address or signature shows that such institution is acting in a fiduciary capacity for the registered holder.
7. Blanket proxies, applicable to the proxies of one or more registered shareholders, are acceptable when executed by banks, trust companies, brokers, etc., according to the foregoing paragraph.
8. Proxies for the stock held by a person individually as a custodian may be executed in both capacities on one proxy if the proxy clearly indicates such intent, or may be executed in separate capacities on separate proxies.

