



**BNY MELLON**  
SHAREOWNER SERVICES

November 20, 2008

WorldMark, The Club  
9805 Willows Road NE  
Redmond, WA 98052

BNY Mellon Shareowner Services, in connection with the tabulation of ballots cast for the 2008 Annual Meeting provides the following tabulation results:

Actual Outstanding Points:	479,188
Developer Voting Power:	28,020
<b>TOTAL VOTING POWER:</b>	<b>507,208</b>
Quorum %:	32.86%
Quorum Total Points Voted:	166,674

**PROPOSAL 1 (INCREASE SIZE OF BOARD OF DIRECTORS) - FAILED**

This proposal required a 25% favorable vote of the voting power (not including declarant) and 25% favorable vote of the total voting power (including declarant) to pass.

*18.12% of the voting power (not including declarant) voted FOR this proposal*  
*21.26% of the total voting power (including declarant) voted FOR this proposal*

<b>PROPOSAL 1 Voting Power Not Including Declarant</b>	<b>Owner Points Voted</b>	<b>Proxy Assignments Voted</b>	<b>Total Points Voted</b>	<b>% of Eligible Outstanding Points*</b>
FOR	38,004	48,805	86,809	18.12%
AGAINST	10,967	23,015	33,982	7.09%
ABSTAIN	17,863	0	17,863	3.73%

  

<b>PROPOSAL 1 Total Voting Power Including Declarant</b>	<b>Owner Points Voted</b>	<b>Proxy Assignments Voted</b>	<b>Total Points Voted</b>	<b>% of Eligible Outstanding Points**</b>
FOR	59,019	48,805	107,824	21.26%
AGAINST	17,972	23,015	40,987	8.08%
ABSTAIN	17,863	0	17,863	3.52%

\*Eligible Points for Proposal 1 = 479,188 (W/O Developer Vote)

\*\*Eligible Points for Proposal 1 = 507,208 (W/Developer Vote)



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**PROPOSAL 2 – ELECTION OF DIRECTORS**

John Henley and Dave Herrick have been elected to the WorldMark Board of Directors.

		<b>Owner Points Voted</b>	<b>Proxy Assignments Voted</b>	<b>Total Points Voted</b>	<b>% of Eligible Outstanding Points***</b>
<b>PROPOSAL 2</b>					
<b>CANDIDATES</b>					
HENLEY	FOR	51,404	65,080	116,484	22.67%
HERRICK	FOR	46,113	65,062	111,175	21.92%
HUNTER	FOR	9,401	0	9,401	1.85%
CHARLES	FOR	11,713	0	11,713	2.31%
LEE	FOR	4,190	0	4,190	.83%
LARSON	FOR	7,762	0	7,762	1.53%
TRIBE	FOR	33,127	13,498	46,625	9.19%
GRING	FOR	2,915	0	2,915	.57%

\*\*\*Eligible Points for Candidates = 1,014,416 (507,208 x 2)

Sincerely,

Joseph S. Campbell  
Vice President