

NOTICE OF SPECIAL MEETING
MEMBERS OF CROSSTOWN CIVIC CREDIT UNION LIMITED
(the "Credit Union")

TO: ALL MEMBERS OF THE CREDIT UNION

PURSUANT to the powers enumerated by the Province of Manitoba set out in Section 10(1) and 10(2) of the Emergency Measures Act, the Province of Manitoba has temporarily suspended meeting provisions for credit unions and introduced measures allowing for electronic attendance, delivery of notices, and voting by other means.

TAKE NOTICE THAT a Special Meeting of the Members of the Credit Union will be held at 7:00 P.M. on Thursday, the 25th day of June, 2020, via teleconference, for the purpose of announcing the results of the member vote on the proposed Special Resolution for the amalgamation of the Credit Union with Access Credit Union Limited. All members wanting to participate in the special meeting are required to pre-register.

The Amalgamation Agreement, proposed by-laws and information package will be available for pickup at any branch of the Credit Union or may be requested by calling 204.942.1277. Questions from members regarding the amalgamation should be submitted to together@crostowncivic.mb.ca or by calling 204.942.1277 as voting will end prior to the beginning of the Meeting.

VOTING

TAKE FURTHER NOTICE THAT Voting on the Special Resolution prior to the Meeting will be by electronic ballot and will be tallied electronically by a third party provider. Voting will be open from 8:30 am CDT on June 23rd until 6:00 pm CDT on the day of the Meeting. Each member may vote on a personal electronic device or should any member prefer, computers/tablets for the purpose of voting will be available at all branches of the Credit Union during operating hours. Voting will end at 6:00 pm CDT, prior to the beginning of the Meeting, with no further votes to be cast at the Meeting.

PROPOSED SPECIAL RESOLUTION

WHEREAS the Board of Directors of the Credit Union has recommended that the Credit Union amalgamate with Access Credit Union Limited ("Access") in accordance with the provisions of the Amalgamation Agreement made between the Credit Union and Access, dated May 20, 2020 (the "Amalgamation Agreement");

AND WHEREAS it is in the Credit Union's best interests to enter into the Amalgamation Agreement and to amalgamate with Access on the terms and conditions set out therein;

NOW THEREFORE BE IT RESOLVED AS A SPECIAL RESOLUTION OF THE CREDIT UNION THAT:

1. The execution of the Amalgamation Agreement by the Credit Union be and it is hereby ratified and confirmed;
2. The amalgamation of the Credit Union with Access on the terms and conditions set out in the Amalgamation Agreement be and it is hereby approved.

SUMMARY OF THE AMALGAMATION AGREEMENT

An Amalgamation Agreement, dated May 20th, 2020, has been approved by the Boards of Directors of the Credit Union and Access. The agreement provides for the amalgamation of the Credit Union and Access into one credit union, to be effective on January 1st, 2021. The credit union resulting from the amalgamation will be called Access Credit Union Limited and will have its registered office in the RM of Stanley, Manitoba.

Following amalgamation, all members of the Credit Union and Access will be members of the amalgamated credit union and all deposits and shares of or loans owing to either of the predecessor credit unions will be deposits or shares of or loans owing to the amalgamated credit union. The common shares and surplus shares of each of the Credit Union and Access will become the common shares and surplus shares of the amalgamated credit union on a one for one basis.

Because of the size of the amalgamated credit union, the transaction must be reported to the Competition Bureau of Canada and is subject to its approval.

RIGHT OF DISSENT

TAKE FURTHER NOTICE THAT, under the provisions of Section 127 of *The Credit Unions and Caisses Populaires Act*, you have the right to dissent to the proposed amalgamation. If you wish to dissent, you must send a written objection to the amalgamation to the Credit Union at or before the meeting of Members referred to in this Notice.

DATED this 28th day of May, 2020

CROSSTOWN CIVIC CREDIT UNION LIMITED

By Order of the Board of Directors



**CROSSTOWN CIVIC
CREDIT UNION**

www.crostowncivic.mb.ca