

Notice of Special Meeting of Members

Victory Credit Union Limited

A Special Meeting of Members of Victory Credit Union Limited (the “**Credit Union**”) will be held Monday, the **3 of June 2024 at 5:00 PM** (the “**Special Meeting**”). The registration details are attached to this Notice.

The Special Meeting has been called in accordance with sections 65 and 67 of the *Credit Union Act, 1994* (the “**Act**”), and is an opportunity to connect with members, and to learn about our exciting plans for the future.

After careful consideration and due diligence, the Board of the Credit Union passed a resolution on February 28, 2024, in support of its recommendation (the “**Recommendation**”) for the amalgamation of the Credit Union with Community Credit Union Limited and New Ross Credit Union Limited (the “**Amalgamation**”).

At the Special Meeting, members will be asked to consider the Recommendation, and to vote to approve the Amalgamation by passing the Special Resolution attached to this Notice, pursuant to the applicable provisions of the Act.

Business Case and documents

Please be advised that:

- the Board’s Recommendation for Amalgamation originally stemmed from consideration of an Amalgamation Business Case submitted to the Board; and
- specific support for the proposed Amalgamation is based on the Board’s endorsement of a proposed amalgamation agreement (the “**Amalgamation Agreement**”) and proposed By- Laws for the amalgamated credit union. The Amalgamation Agreement and proposed by-laws may be accessed through the website strongertogether-cu.ca. Otherwise, copies of these documents are available at any of our branch locations.

Special Resolution

Members will be asked to vote to approve the Amalgamation by passing the Special Resolution which shall authorize the Board of the Credit Union to:

1. effect the Amalgamation of the Credit Union pursuant to the provisions of the Act and Amalgamation Agreement, including but not limited to:
 - a) complete any actions or undertakings within its jurisdiction and authority, including execution of any documents reasonably necessary for upholding its duties and responsibilities to the Credit Union, and to give effect to the Amalgamation; and
 - b) oversee the proper execution of a communications plan throughout the process, which includes effective delivery of information and documents in a timely manner; and
2. make such incidental changes to the Amalgamation Agreement, Articles of Amalgamation, and/or the By-laws as may be needed to ensure the approval of Superintendent of Credit Unions prior to the proposed effective amalgamation date of January 1, 2025

Process

The Board has established the following process for the Members' consideration and approval of the Recommendation:

- voting shall be by way of **online electronic voting** commencing on **June 3, 2024 following the Special Meeting** and finishing on **June 14, 2024 at 9:00 AM (NS)**;
- the results of the vote shall be announced June 17, 2024.

We encourage all members to participate in this important meeting. Members have the right to dissent in accordance with Section 138 of the Act.

Brad MacQuarrie
Chair, Board of Directors



Members of Victory Credit Union are invited to a

Special Meeting of Members

DATE: Monday, June 3, 2024

TIME: 5:00 PM

The Special Meeting has been called in accordance with sections 65 and 67 of the *Credit Union Act*.

This meeting will be held virtually. RSVP by emailing info@victorycreditunion.ca or contact your nearest branch for meeting details.