

# Gulf and Fraser Fishermen's Credit Union

## Notice of Special Resolution and Voting Information

To support the Proposed Merger between Interior Savings Credit Union and Gulf and Fraser Fishermen's Credit Union.

### Notice of special resolution – Gulf and Fraser Fishermen's Credit Union

Notice is hereby given that members of Gulf and Fraser Fishermen's Credit Union will be invited to vote on a special resolution to approve the proposed Amalgamation Agreement between Gulf and Fraser Fishermen's Credit Union ("**Gulf & Fraser**") and Interior Savings Credit Union ("**Interior Savings**").

#### Proposed Transaction for Consideration by the Members of Gulf & Fraser

In accordance with Section 20 of the *Credit Union Incorporation Act* (British Columbia), Gulf & Fraser is proposing to enter into an Amalgamation Agreement with Interior Savings, pursuant to which Gulf & Fraser and Interior Savings will merge and combine their respective operations into one successor entity by way of amalgamation (the "**Proposed Merger**"), all in accordance with the terms and conditions set out in the Amalgamation Agreement.

#### Required Vote

In accordance with Section 20 of the *Credit Union Incorporation Act* (British Columbia) and the voting processes provided for in the Rules of Gulf & Fraser, Gulf & Fraser is seeking your approval, as a member, on the below Special Resolution to approve the Amalgamation Agreement, which sets out the terms and conditions of the Proposed Merger.

#### Proposed Resolution

**BE IT RESOLVED**, as a special resolution, that the Amalgamation Agreement between Interior Savings Credit Union and Gulf and Fraser Fishermen's Credit Union under section 20 of the *Credit Union Incorporation Act* be and is hereby approved, and accordingly:

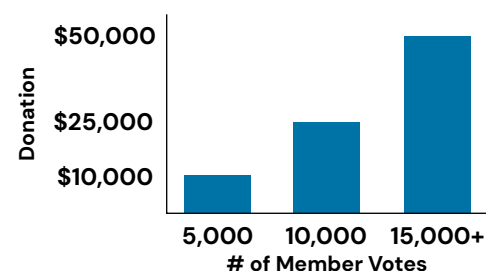
- Gulf and Fraser Fishermen's Credit Union is hereby authorized and directed to execute the Amalgamation Agreement; and
- the directors of Gulf and Fraser Fishermen's Credit Union are hereby authorized and directed to take the steps necessary to complete the amalgamation of Interior Savings Credit Union and Gulf and Fraser Fishermen's Credit Union in accordance with the terms and subject to the conditions contained in the Amalgamation Agreement."

#### More Information

Please refer to the Guide to Understanding the Proposed Merger (the "**Guide**") included with this Notice of Special Resolution and the Supplementary Information Package (the "**Supplementary Information Package**"), which can be found at [www.togetherwearebetter.ca](http://www.togetherwearebetter.ca). The Guide and the Supplementary Information Package are intended to provide the members of Gulf & Fraser with pertinent information about the Proposed Merger to allow them to make an informed decision. A summary of the key provisions of the Amalgamation Agreement can be found at page 14 of the Guide. You can obtain a full copy of the Amalgamation Agreement from any branch of Gulf & Fraser or by downloading a copy at [www.togetherwearebetter.ca](http://www.togetherwearebetter.ca).

### Vote and Support BC Wildfire Recovery Fund!

Your vote will help raise up to \$50,000 to support the United Way's United for BC Wildfire Recovery Fund. The more members who vote, the more we'll donate! Be sure to cast your vote!



# Membership Voting Information

## When to vote

Voting is open from 9:30am PT Friday, October 20 through to 4:30pm PT Monday, November 6, 2023.

## General voting rules

- All ballots must be received by 4:30pm PT Monday, November 6, 2023. Ballots received after such time will be deemed invalid.
- Failure to complete the ballot, pursuant to the voting instructions, may render your ballot invalid.
- Only one vote per member will be counted.
- Mail-in ballots from eligible members of Gulf & Fraser received prior to the opening of voting will be deemed to have been cast on the first day that voting is open.

## Who can vote

### Personal members (individuals)

Each individual member who meets the following requirements is entitled to one vote:

1. The person is a member in accordance with the Rules of Gulf & Fraser as of August 31, 2023.
2. The member is 19 years of age or older.
3. The member owns at least five Class "A" Membership Equity Shares. If Class "A" Membership Equity Shares are jointly held, only the first person named on the account is entitled to vote.

### Business members

Business members include organizations, partnerships, incorporated companies, incorporated associations, societies, and unincorporated associations. Each business member who meets the following requirements is entitled to one vote:

1. The business member is a member in accordance with the Rules of Gulf & Fraser as of August 31, 2023.
2. The business member must own at least five Class "A" Membership Equity Shares.
3. The business member's vote is cast by an authorized representative who may be a credit union member or non-member and who is 19 years of age or older.

## How to vote

### Personal members

Personal members will vote online through a secure website hosted by the Credit Union Executives Society (CUES).

- During the voting period described above, login to vote at <https://eballot.app/gulfandfraser/login.cfm>
- Follow the prompts to submit your vote

Personal members may request a mail ballot by contacting our Member Hub at 604-419-8888 prior to Wednesday, October 25, 2023. In order for a mail ballot to be counted, it must be received by Gulf & Fraser before 4:30 PM PT on Monday, November 6, 2023 by following the instructions on the ballot. Postage has been pre-paid if mailed in Canada.

### Business members

Business members are required to vote by mail-in paper ballot. A pre-paid mail-in paper ballot was included with the Guide that was mailed to members. Please follow the instructions on the ballot, which must be received by Gulf & Fraser no later than 4:30pm on Monday, November 6, 2023 in order to be counted.

## Voter confidentiality

Voter information will be used exclusively by the returning officer appointed by Gulf & Fraser to administer the vote. Voter information will not be used for any other purpose or distributed to any other parties. The returning officer will not disclose any personal information about any voter without the voter's prior consent, unless the returning officer has a good faith belief that such disclosure is necessary to comply with legal process or other legal requirements of any court, governmental authority or agency, to protect or defend rights, interests or property of the returning officer.

All ballots are to be received, authenticated and tallied by the returning officer. Gulf & Fraser has appointed KPMG LLP to serve as returning officer to oversee the process and tabulation of votes on the Gulf & Fraser special resolution.

## Results

Results of the vote will be shared on the merger website at [www.togetherwearebetter.ca](http://www.togetherwearebetter.ca) and in-branch following receipt of the results from the returning officer.

If you have any questions about the voting process or the Proposed Merger generally, please visit [www.togetherwearebetter.ca](http://www.togetherwearebetter.ca) or contact us at 604-419-8888.

## Virtual Member Information Sessions and In-branch Open House Sessions

In addition to the information in the Guide, join one of the virtual Member Information Sessions or in-branch Open House sessions noted below to ask questions and learn more about the Proposed Merger. All members are welcome to join.

### Virtual Member Information Sessions

Gulf & Fraser members are invited to attend the following virtual Member Information Sessions.

Date	Time	Details
Thursday, October 26	6:30pm – 8:00pm	Members of our Board and Co-CEOs Bill Kiss and Jeff Shewfelt will share merger details and answer your questions about the Proposed Merger.
Thursday, November 2	6:30pm – 8:00pm	Members of our Board and Co-CEOs Bill Kiss and Jeff Shewfelt will be joined by Board members from Interior Savings and Brian Harris, Interior Savings CEO.

### Registration

For the virtual Member Information Sessions, we ask that members register prior to October 24. For the in-branch Open House sessions, members may register in advance or simply drop in.

To register, visit [www.togetherwearebetter.ca](http://www.togetherwearebetter.ca) or contact us at [bettertogether@gulfandfraser.com](mailto:bettertogether@gulfandfraser.com) or 604-419-8888.

For a schedule of all in-branch Open House sessions, please see the next page.

## In-branch Open House Sessions

Members are invited to attend an in-branch Open House at Gulf & Fraser or Interior Savings branches to engage with our leadership teams and ask your questions about the Proposed Merger. If you don't have any questions, stop by to say hello!

Region	Date	Time	Branch
Abbotsford	Saturday, October 21	10:00am – 12:00pm	Gulf & Fraser Mt. Lehman Centre Branch 100-3224 Mt. Lehman Road, Abbotsford
	Tuesday, October 24	10:00am – 12:00pm	Gulf & Fraser Abbotsford Branch 100-2600 Gladys Avenue, Abbotsford
Aldergrove	Friday, October 20	10:00am – 12:00pm	Gulf & Fraser Aldergrove Branch 2941 272 Street, Aldergrove
Boundary	Friday, October 27	10:00am – 12:00pm	Gulf & Fraser Grand Forks Branch 447 Market Avenue, Grand Forks
Burnaby	Monday, October 23	2:00pm – 4:00pm	Gulf & Fraser Edmonds Branch 101-7310 Kingsway, Burnaby
Central Okanagan – Kelowna	Thursday, October 26	2:00pm – 4:00pm	Interior Savings Orchard Centre Branch 2071 Harvey Avenue, Kelowna
Kamloops	Tuesday, October 31	10:00am – 12:00pm	Interior Savings Tranquille Branch 430 Tranquille Road, Kamloops
Langley	Wednesday, November 1	2:00pm – 4:00pm	Gulf & Fraser Langley Branch 300-7150 200 Street, Langley
New Westminster	Friday, October 20	2:00pm – 4:00pm	Gulf & Fraser New Westminster Branch 760 6 Street, New Westminster
North Okanagan	Thursday, October 26	10:00am – 12:00pm	Interior Savings Vernon Branch 4301 32 Street, Vernon
Peace Region	Monday, October 23	2:00pm – 4:00pm	Interior Savings Fort St. John Branch 10344 100 Street, Fort St John
Port Coquitlam	Monday, October 23	10:00am – 12:00pm	Gulf & Fraser Port Coquitlam Branch 400-2748 Lougheed Highway, Port Coquitlam
Prince George	Tuesday, October 24	2:00pm – 4:00pm	Interior Savings Victoria Branch 879 Victoria Street, Prince George
Richmond	Friday, October 27	2:00pm – 4:00pm	Gulf & Fraser Richmond Centre Branch 130-7971 Westminster Highway, Richmond
	Saturday, October 28	10:00am – 12:00pm	Gulf & Fraser West Richmond Branch 120-8900 No. 1 Road, Richmond
South Okanagan	Friday, October 27	3:00pm – 5:00pm	Interior Savings Oliver Branch 6287 Main Street, Oliver
Surrey	Tuesday, October 24	2:00pm – 4:00pm	Gulf & Fraser Nordel Branch 101-12020 Nordel Way, Surrey
Thompson Nicola	Monday, October 30	10:00am – 12:00pm	Interior Savings Merritt Branch 1959 Voght Street, Merritt
	Tuesday, October 31	2:00pm – 4:00pm	Interior Savings Ashcroft Branch 201 Railway Avenue, Ashcroft
Vancouver	Friday, October 20	10:00am – 12:00pm	Gulf & Fraser Main Street Branch 1-2949 Main Street, Vancouver