

Interior Savings 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 – Interior Savings Credit Union

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

Proposed Transaction for Consideration by the Members of Interior Savings Credit Union

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

Required Vote

In accordance with Section 20 of the *Credit Union Incorporation Act* (British Columbia) and pursuant to the voting process provided for in the rules of Interior Savings, Interior Savings is seeking your approval, as a member, on the below Special Resolution to approve the Amalgamation Agreement to effect the Proposed Merger.

Proposed Resolution

BE IT RESOLVED, BY WAY OF SPECIAL RESOLUTION OF THE MEMBERS OF INTERIOR SAVINGS CREDIT UNION, THAT,

1. the Amalgamation Agreement between Interior Savings Credit Union and Gulf and Fraser Fishermen's Credit Union providing for the amalgamation of Interior Savings Credit Union and Gulf and Fraser Fishermen's Credit Union pursuant to section 20 of the *Credit Union Incorporation Act* (British Columbia) be and is hereby approved; and
2. any one officer or director of Interior Savings Credit Union is hereby authorized to execute and deliver the Amalgamation Agreement and to do all things and to execute and deliver all instruments and documents necessary or desirable to carry out and give effect to 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

Along with this Notice, is a guide to the Proposed Merger (the "Guide"), which is intended to provide the members of Interior Savings 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 Interior Savings, or by downloading a copy at www.togetherwearebetter.ca.

Voting

Voting on this Special Resolution will be available to eligible members and will be conducted:

- a) for members that are individuals (natural person(s)), online through a secure website hosted by the Credit Union Executives Society (CUES) or by requesting a mail-in paper ballot from their local Interior Savings branch or corporate office; and

- b) for members that are not individuals (ex., organizations, partnerships, incorporated companies, incorporated associations, societies, and unincorporated associations), via mail-in paper ballot (included with the Guide).

How to Vote

Voter eligibility

To be eligible to vote on the special resolution, a member must:

- be nineteen (19) years or older; and
- be a member in good standing in accordance with the Rules of Interior Savings as of September 10, 2023.

In accordance with the Rules of Interior Savings and the *Credit Union Incorporation Act* (British Columbia), a member of Interior Savings, who is not an individual, is entitled to one vote. This vote may be cast by an account signer (who is deemed to be authorized to sign on behalf of the non-individual member) or alternatively, an authorized representative may be designated by an account signer. The designated individual may be a credit union member or non-member but must be of 19 years of age or older. To designate a representative to vote, an authorized account signer must complete a Designation of Representative form.

If Membership Shares in Interior Savings are jointly held and each joint holder owns a minimum of five Membership Shares, then each joint holder is entitled to one vote. If Membership Shares are jointly held and not all joint holders own a minimum of five Membership Shares, then only the number of joint holders for which a minimum of five Membership Shares are jointly held are entitled to vote, as appearing in the order such joint holders are named on the membership application.

Eligible members are entitled to cast one (1) vote. Junior members are not eligible to vote.

Voting period

The voting period will commence at 9:30am PT on Friday, October 20 and end at 4:30pm PT on Monday, November 6, 2023. Votes must be cast in the prescribed form during this stipulated voting period in order to be counted.

Voting methods

The method through which members may cast their votes differ depending on whether a member is an individual (natural person(s)) or not an individual (ex., organizations, partnerships, incorporated companies, incorporated associations, societies, and unincorporated associations). Please carefully review the below depending on your membership to ensure your vote is properly cast.

Remote Electronic Voting (for members that are individuals)

Eligible members that are individuals will vote online through a secure website hosted by the Credit Union Executive Society (CUES). During the voting period described above, login to vote at <https://eballot.app/interiorsavings/login.cfm> and follow the prompts to submit your vote. Electronic votes must be cast during the prescribed voting period in order to be counted. Eligible members that are individuals may request a pre-paid mail-in paper ballot from any Interior Savings branch, or by contacting our Member Service Centre at 1-855-220-2580 prior to Wednesday, October 25, 2023, and may submit their vote by following the instructions on the ballot. In order for a mailed-in paper ballot to be counted, it must be received by FH&P Lawyers LLP as Interior Savings' Deputy Returning Officer by 4:30 PM PT on Monday, November 6, 2023.

Mail-in Paper Ballot Voting (for members that are not individuals)

Eligible members that are not individuals will vote by mail-in paper ballot (a pre-paid paper ballot is

included with the Guide that was mailed to members). Please follow the instructions on the ballot. As indicated under “Voter Eligibility”, members that are not individuals may designate an authorized representative, who may be a credit union member or non-member of 19 years of age or older, to complete the ballot and vote on behalf of such non-individual member. To designate an authorized representative, the account signatory (or signatories, as applicable) must complete a Designation of Representation Form. Contact bettertogether@interiorsavings.com or 1-855-220-2580 to request a copy of the form. Form must be returned before close of voting.

Ballots must be received by FH&P Lawyers LLP as Interior Savings’ Deputy Returning Officer by no later than 4:30pm PT on Monday November 6, 2023 in order to be counted.

Voter confidentiality

Voter information will be used exclusively by the returning officer appointed by Interior Savings 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. Interior Savings has appointed CUES as its Returning Officer to oversee the electronic voting process and tabulation of votes and FH&P Lawyers LLP as its Deputy Returning Officer to receive and count the mail-in paper ballots as well as confirm voting results (electronic and mail ballots).

Results

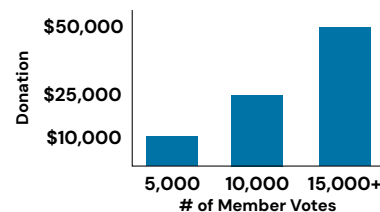
Results of the vote will be shared on the merger website at www.togetherwearebetter.ca and in-branch following receipt of results from the returning officer.

Questions and additional information about the proposed merger

For more information about the Proposed Merger generally or if you have any questions, please visit www.togetherwearebetter.ca or contact us at 1-855-220-2580.

Vote and Support BC Wildfire Relief Efforts!

Your vote will help raise up to \$50,000 to support BC wildfire relief efforts. The more members who vote, the more we’ll donate! Be sure to cast your vote!



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

Interior Savings members are invited to attend the following virtual Member Information Sessions.

Date	Time	Details
Wednesday, October 25	6:30pm – 8:00pm	Members of our Board and CEO Brian Harris will share merger details and answer your questions about the Proposed Merger.
Thursday, November 2	6:30pm – 8:00pm	Members of our Board and CEO Brian Harris will be joined by Board members of Gulf & Fraser along with Bill Kiss and Jeff Shewfelt, Co-CEOs, Gulf & Fraser.

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

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 or contact us at 1-855-220-2580.