

NOTICE OF SPECIAL MEETING
OF THE MEMBERS OF
_____ CREDIT UNION, INC.

NOTICE IS HEREBY GIVEN that a special meeting of the members of this credit union has been called and will be held at _____, _____ on _____, 20____, at ____ o'clock ____m., for the following purpose:

1. To consider and act upon a plan and proposal for merging this credit union, (hereinafter called the "Merging Credit Union") with _____Credit Union, (hereinafter called the "Continuing Credit Union") whereby all assets and liabilities of the Merging Credit Union will be transferred to said Continuing Credit Union and all members of the Merging Credit Union will become members of the Continuing Credit Union and will be entitled to and will receive shares in said Continuing Credit Union for the shares they own in the Merging Credit Union on the effective date of the merger.

2. To ratify, confirm, and approve the action of the Board of Directors of this credit union in authorizing the officers of this credit union, subject to the approval of members, to do all things and to execute all agreements, documents, and other papers necessary to carry out the proposed merger.

The directors of the participating credit unions have made a careful analysis of the assets and liabilities of the participating credit unions and have appraised the sound value of shares in each credit union. The appraisal of such share values is shown on the attached financial statements of each credit union and combined financial statements of all of the credit unions.

The directors of the participating credit unions have reached the conclusion that the proposed merger is desirable for the following reasons:

It is the opinion of the Board of Directors of this credit union that the merger should be completed with the following adjustment to shares for the following reasons:

The office of Continuing Credit Union will be located at:

Any member of this credit union who attends the special meeting and who objects to and votes against the proposal or who notifies the Board of Directors or officers of this credit union in writing that he objects to the merger will be entitled and permitted to withdraw his shares in this credit union at their face value, within 30 days subsequent to the date of the special meeting.

In order to accomplish the merger it is necessary to obtain approval of a majority of the members of the merging credit union *who are present at the special meeting*.

Also enclosed with this Notice is a Member Account Verification form. Please review your account balances, complete and sign the verification form, and return it promptly to the Chairman of the Supervisory Committee at _____, in the enclosed envelope. Do NOT return the verification to the credit union office. If the Member Account Verification is not returned by _____, 20 ____, it will be assumed that your account balances as indicated on the enclosure are correct.

BY ORDER OF THE BOARD OF DIRECTORS:

Chairman of the Board

Date

MEMBER ACCOUNT VERIFICATION

The balances of my accounts,

Account Number(s) _____,

in the _____ Credit Union, as of _____,

20____, are correct as shown below except as I have indicated differences.

Share balance \$ _____

Loan balance \$ _____

Differences: _____

Please submit this form to:

Signature

Date