

## Notice of Meeting of the Members of Northeast Family Federal Credit Union

NCUA 6305A (05/20)

The Board of Directors of Northeast Family Federal Credit Union have called a special meeting of the members of this credit union at 5pm April 21, 2025, at our Manchester Office (233 Main Street, Manchester, CT 06045-0810).

The purpose of this meeting is:

1. To consider and act upon a plan and proposal for merging Northeast Family Federal Credit Union with and into Self-Help Federal Credit Union (hereinafter referred to as the "Continuing Credit Union"), whereby all assets and liabilities of Northeast Family FCU will be merged with and into the Continuing Credit Union. All members of Northeast Family FCU will become members of the Continuing Credit Union and will be entitled to and will receive shares in the Continuing Credit Union for the shares they own in Northeast Family FCU on the effective date of the merger.

2. To ratify, confirm and approve the action of the Board of Directors in authorizing the officers of Northeast Family FCU, 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 Board of Directors of Northeast Family FCU encourages you to attend the meeting and vote on the proposed merger. Whether or not you expect to participate in the meeting, we urge you to sign, date and promptly return the enclosed ballot to vote on the proposed merger.

If you wish to submit comments about the merger to share with other members, you may submit them to the National Credit Union Administration (NCUA) at <https://www.ncua.gov/support-services/credit-union-resources-expansion/resources/comments-proposed-credit-union-mergers>

or mail to: NCUA - Office of Credit Union Resources and Expansion, 1775 Duke Street, Alexandria, VA 22314 RE: Member-to-Member Communication for Northeast Family Federal Credit Union.

The NCUA will post comments received from members on its website, along with the member's name, subject to the limitations and requirements of its regulations.

**Other Information Related to the Proposed Merger:** The Board of Directors has carefully evaluated and analyzed the assets and liabilities of the credit unions and the value of shares in both credit unions. The financial statements of both credit unions, as well as the projected combined financial statement of the continuing credit union, follow as separate documents. In addition, the following information applies to the proposed merger.

**Reasons for merger:** The Board of Directors has concluded that the proposed merger is desirable and in the best interests of members. Self Help FCU, like Northeast Family FCU, is a low-income credit union with a strong history of commitment to its communities, especially those excluded from the financial mainstream. This merger with a mission-aligned financial institution will enable Northeast Family FCU to expand the products offered to members.

**Net Worth:** The net worth of a merging credit union at the time of a merger transfers to the continuing credit union. Self-Help FCU has a higher net worth ratio than Northeast Family FCU.

**Share adjustment or distribution:** Northeast Family FCU will not distribute a portion of its net worth to its members in the merger. The board of directors has determined a share adjustment, or other

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distribution of Northeast Family's net worth is unnecessary because Northeast Family FCU has a lower net worth ratio than Self-Help FCU.

The main office of the continuing credit union will be as follows:  
301 W. Main St.  
Durham, NC 27701

The branch office(s) of the continuing credit union will be as follows:

- Manchester Office: 233 Main St., Manchester, CT 06045-0180
- North Windham Office: 361 Boston Post Road, Route 6, North Windham, CT
- 21 Self-Help Federal Branches and Loan Centers in CA, 5 Branches in WA; 9 Branches in IL; and 2 Branches in WI

**Changes to services and member benefits:** the merger will expand member access to mortgage loans and will enable higher deposit rates for members.

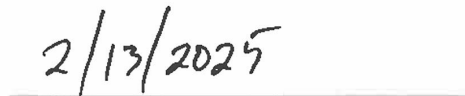
Please note that the proposed merger must have the approval of the majority of members who vote.

Enclosed with this Notice of Special Meeting is a Ballot for Merger Proposal. If you cannot attend the meeting, please complete the Ballot and return it via mail to: 233 Main St., PO Box 180, Manchester, CT 06045-0180.

To be counted, your Ballot must be received by April 21, 2025 at 3:00 pm.

BY THE ORDER OF THE BOARD OF DIRECTORS:

  
\_\_\_\_\_  
Board Presiding Officer

  
\_\_\_\_\_  
Date

**COMBINED STATEMENT OF FINANCIAL CONDITION  
AS OF 12/31/2024**

|  | Continuing CU<br><u>Self-Help FCU</u><br>12/31/2024 | Merging CU<br><u>NFFCU</u><br>12/31/2024 | Combined<br><u>Balance Sheet</u><br>12/31/2024 |
|--|---|--|--|
| <b>ASSETS</b>                            |   |  |  |
| Total Loans Outstanding                  | 1,520,052,532                                       | 39,392,717                               | 1,559,445,249                                  |
| (Less) Allowance for Loan Losses         | (39,578,828)  | (438,993)                                | (40,017,821)                                   |
| Net Loans                                | 1,480,473,704                                       | 38,953,724                               | 1,519,427,428                                  |
| Cash                                     | 476,780,108   | 31,857,629                               | 508,637,737                                    |
| Investments                              | 72,405,158  | 25,692,939                               | 98,098,097                                     |
| Land and Building (net)                  | 57,495,095  | 574,400                                  | 58,069,495                                     |
| Other Fixed Assets (net)                 | 8,315,382   | 38,225                                   | 8,353,607                                      |
| All Other Assets                         | 37,641,532  | 1,800,991                                | 39,442,523                                     |
| <b>Total Assets</b>                      | <b>2,133,110,979</b>                                | <b>98,917,908</b>                        | <b>2,232,028,887</b>                           |
| <b>LIABILITIES AND EQUITY</b>            |   |  |  |
| Notes Payable                            | 120,140,000   | 0  | 120,140,000                                    |
| Non-Trading Derivatives Liabilities, net | 0   | 0  | 0  |
| Accrued Dividends                        | 126,595   | 0  | 126,595  |
| Accounts Payable & Other Liabilities     | 39,751,302  | 745,923                                  | 40,497,225                                     |
| Total Shares                             | 1,485,234,604                                       | 87,128,469                               | 1,572,363,073                                  |
| <b>Total Liabilities</b>                 | <b>1,645,252,501</b>                                | <b>87,874,392</b>                        | <b>1,733,126,893</b>                           |
| Other Reserves                           | 19,557,921  | (508,471)                                | 19,049,450                                     |
| Undivided Earnings                       | 167,300,557   | 11,551,987                               | 178,852,544                                    |
| Secondary Capital                        | 301,000,000   | 0  | 301,000,000                                    |
| Merged Equity                            | 0   | 0  | 0  |
| <b>Total Equity</b>                      | <b>487,858,478</b>                                  | <b>11,043,516</b>                        | <b>498,901,994</b>                             |
| <b>Total Liabilities and Equity</b>      | <b>2,133,110,979</b>                                | <b>98,917,908</b>                        | <b>2,232,028,887</b>                           |

**COMBINED INCOME STATEMENTS**  
**12/31/2024**

|  | Continuing CU<br>Self-Help FCU<br>ytd 12/31/2024 | Merging CU<br>NFFCU<br>ytd 12/31/2024 | Combined<br>Income Statement<br>ytd 12/31/2024 |
|--|--|---------------------------------------|--|
| <b>INTEREST INCOME YEAR-TO-DATE</b>                            |  |                                       |  |
| Interest on Loans  | 92,395,211                                       | 1,976,103                             | 94,371,314                                     |
| Less Interest Refund   | -  | -                                     | -  |
| Income from Investments  | 24,709,950                                       | 1,331,980                             | 26,041,930                                     |
| Other Interest Income <sup>1</sup>                             | -  | -                                     | -  |
| <b>TOTAL INTEREST INCOME</b>                                   | <b>117,105,161</b>                               | <b>3,308,083</b>                      | <b>120,413,244</b>                             |
| <b>INTEREST EXPENSE YEAR-TO-DATE</b>                           |  |                                       |  |
| Dividends  | 26,347,980                                       | 186,594                               | 26,534,574                                     |
| Interest on Deposits   | -  | -                                     | -  |
| Interest on Borrowed Money                                     | 15,899,626                                       | 40,016                                | 15,939,642                                     |
| <b>TOTAL INTEREST EXPENSE</b>                                  | <b>42,247,606</b>                                | <b>226,610</b>                        | <b>42,474,216</b>                              |
| <b>NET INTEREST INCOME</b>                                     | <b>74,857,555</b>                                | <b>3,081,473</b>                      | <b>77,939,028</b>                              |
| Provision for Loan & Lease Losses or Total Credit Loss Expense | (2,593,398)                                      | 106,574                               | (2,486,824)                                    |
| <b>NON-INTEREST INCOME YEAR-TO-DATE</b>                        |  |                                       |  |
| Fee Income   | 3,284,846  | 309,689                               | 3,594,535                                      |
| Other Income   | 5,456,940  | 381,190                               | 5,838,130                                      |
| Gain (Loss) on Derivatives                                     | -  | -                                     | -  |
| Gain (Loss) on Disposition of Fixed Assets                     | (676,263)  | -                                     | (676,263)                                      |
| <b>TOTAL NON-INTEREST INCOME</b>                               | <b>8,065,523</b>                                 | <b>690,879</b>                        | <b>8,756,402</b>                               |
| <b>NON-INTEREST EXPENSE YEAR-TO-DATE</b>                       |  |                                       |  |
| Employee Compensation & Benefits                               | 34,148,128                                       | 1,455,260                             | 35,603,388                                     |
| Travel, Conference Expense                                     | 851,433  | 50,075                                | 901,508  |
| Office Occupancy   | 8,484,107  | 132,302                               | 8,616,409                                      |
| Office Operation Expense                                       | 14,567,356                                       | 370,968                               | 14,938,324                                     |
| Educational and Promotion                                      | 760,649  | 54,800                                | 815,449  |
| Loan Servicing Expense   | 1,356,242  | 211,805                               | 1,568,047                                      |
| Professional, Outside Service                                  | 2,059,122  | 494,160                               | 2,553,282                                      |
| Member Insurance   | -  | -                                     | -  |
| Operating Fees   | 401,824  | 19,303                                | 421,127  |
| Miscellaneous Non-Interest Expense                             | 1,598,986  | 96,362                                | 1,695,348                                      |
| <b>TOTAL NON-INTEREST EXPENSE</b>                              | <b>64,227,847</b>                                | <b>2,885,035</b>                      | <b>67,112,882</b>                              |
| <b>NET INCOME (LOSS)</b>                                       | <b>21,288,629</b>                                | <b>780,743</b>                        | <b>22,069,372</b>                              |

Form ballot, NCUA 6306A

## Ballot for Merger Proposal

Name of Member:

Account Number:

Your credit union must receive this ballot by April 21, 2025 by 3:00pm. Please mail to PO Box 180, Manchester, CT 06045-0180 or bring it to our Manchester Office 233 Main Street, Manchester, CT.

I have read the Notice of Special Meeting for the members of Northeast Family Federal Credit Union. The meeting will be held on the above date to consider and act upon the merger proposal described in the notice. I vote on the proposal as follows (check one box):

**Approve** the proposed merger and authorize the Board of Directors to take all necessary action to accomplish the merger.

**Do not approve** the proposed merger.

Signed:

Member's Name:

Date: