



Prospera Credit Union
Special General Meeting

July 8 | 1 pm | Civic Hotel, 13475 Central Avenue, Surrey





Let's power the future for all of us



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Welcome to Prospera's Special General Meeting (SGM)

As a credit union, our purpose is to build the financial prosperity of our members, enabling thriving local enterprises, financially empowered people and vibrant, healthy communities. We remain unwavering in our commitment to doing what is right for our members, our employees and the local communities we serve.

Dear Members,

We're excited about our proposed plans to continue federally and merge with Coast Capital Savings Federal Credit Union and Sunshine Coast Credit Union. Together, we share a vision of creating Canada's largest national purpose-driven federal credit union, with the combined strength to do more for our members, employees and communities. Every decision we make is made with you—and your future—in mind. Prospera's elected Board of Directors and management team have reviewed the benefits of this proposed continuance and merger—and the risks of not merging—and unanimously **recommend you vote YES** on this historic opportunity.

The financial landscape is changing, meaning we need to change, too. This continuance and merger would create a combined federal credit union and allow us to do more for our members. Pooling our resources will help us keep pace with increasingly complex regulatory requirements, cybersecurity safeguards, competitive pressures and constantly evolving technologies that help make banking convenient, effortless and secure. It will also allow us to invest more in innovation to ensure we can continue to anticipate and meet our members' needs.

This continuance and merger will allow us to be more resilient than ever by allowing us to gain scale, which brings with it the ability to accelerate investment in technological innovation, offering a compelling alternative to the big banks. United, we can build a better tomorrow by providing Canadians with greater choice in banking and a trusted financial partner that truly has their best interests at heart.

By coming together, we'll strengthen our ability to make a meaningful impact on the lives of members, employees and communities and build resilience for cooperative banking in Canada. We're moving ahead at a time when we all need it the most.

As a credit union member, you play an important role in making our vision a reality. Your support will help all of our members, employees and communities thrive like never before. Vote YES and let's power the future for all of us.

Gina Arsens
Chair, Board of Directors

Gavin Toy
President and CEO



Agenda

- Call to Order
- Ascertainment of Quorum
- Chair's Welcome
- Appointment of Recording Secretary and Parliamentarian
- Adoption of Rules of Order
- Adoption of Agenda
- Report on the Special Resolution from the Board Chair
- Questions from the Floor
- Announce Special Resolution Voting Results
- Adjournment

In-Person Voting Procedures for the Special Resolution

- Registration runs from 12:30 pm to 1:15 pm.
- Meeting begins at 1:00 pm.
- Ballots will be provided to eligible voting members during registration.
- Once registration closes at 1:15 pm, ballots will no longer be distributed.
- Only ballots issued at the meeting will be accepted for in-person voting.
- Board Chair will announce Last Call for Voting.

Rules of Order

The Rules of Order below have been established by the Chair to facilitate progress, include members in orderly discussion, and to ensure fairness, equality and common sense:

Business

1. Apart from procedural motions related to the conduct of the business of the meeting, the only motions or resolutions that shall be in order are those that are included in the approved agenda for the meeting. No business other than the business of the meeting set out in the approved agenda shall be considered at the meeting.

Participation

2. Only Prospera Members who are 19 years or older are entitled to participate in the meeting.
3. Invited guests and non-voting members may attend the meeting but may not make motions or vote and, unless requested by the Chair, may not participate in discussion.
4. Members arriving after the close of registration may be admitted to attend the meeting but will not receive voting credentials and may not vote. This is to ensure all voting credentials are verified at registration and supports the orderly conduct of the meeting.

Discussion

5. A Member who wishes to speak on an item will display their voting card, wait for a microphone and to be recognized by the Chair, and open by stating their full name.
6. A Member may speak up to two (2) times on each agenda item, with each turn limited to three (3) minutes. A second turn is permitted only after all Members who wish to speak for the first time have done so. After this, a Member may speak up to two additional times, also limited to three minutes per turn.
7. Discussion must be germane to the pending agenda item.
8. A question period of up to 30 minutes is included on the agenda to allow members to ask questions relevant to the special resolution. The Chair has the discretion to extend the question period if deemed appropriate. The Chair may also conclude the question period earlier if there are no further questions from members.

9. All persons present at a meeting must be respectful to others and avoid personal attacks, or disorderly or discourteous behaviour. Any person causing a disturbance at the meeting may have their communication access revoked or be removed from the meeting at the direction of the Chair. The Chair's decision to do so, which is subject to an undebatable appeal that can be made by any member, shall be announced during the meeting and recorded in the minutes.

Voting

10. Voting on the Special Resolution will be conducted by written ballot or such other means as may be determined by the Chair.
11. Voting on any other matter will be conducted by a show of hands or such other means as may be determined by the Chair.
12. Each member who has been a member in good standing since the voting record date of May 8, 2025, is entitled to one (1) vote on each motion presented.
13. Proxy voting is not permitted.

Conduct of Meeting

14. The Special General Meeting will be conducted in accordance with the provisions of the Credit Union Incorporation Act (CUIA), Prospera's Credit Union Rules and to the extent not inconsistent therewith, the current edition of Robert's Rules of Order, Newly Revised.
15. No person may photograph, record or film the proceedings of the meeting by use of any camera or other electronic device, without the permission of the Chair or the consent of the meeting.
16. The Chair may declare the meeting adjourned on conclusion of all business set forth on the adopted agenda.

Special Resolution

The following is the Special Resolution to be voted on at the meeting:

Be it resolved, by way of Special Resolution of the members of Prospera Credit Union, that,

- 1. the Amalgamation Agreement dated May 8, 2025, among Prospera Credit Union, Coast Capital Savings Federal Credit Union, and Sunshine Coast Credit Union (the "Amalgamation Agreement") is approved;*
- 2. Prospera Credit Union is authorized to apply to Canada's Minister of Finance for letters patent:*
 - (a) continuing Prospera Credit Union as a federal credit union, and*
 - (b) amalgamating Prospera Credit Union immediately thereafter in accordance with the Amalgamation Agreement; and*
- 3. the directors and officers of Prospera Credit Union are authorized to do all things and execute all instruments and documents necessary or desirable to carry out and give effect to the amalgamation in accordance with the terms and conditions of the Amalgamation Agreement.*

Amalgamation Agreement

The full Amalgamation Agreement has been presented to members as an Appendix to the extended digital member guide posted to powerthefuture.ca

A summary of the Amalgamation Agreement has also been presented to members as part of the extended digital member guide and has also been included on the next page for ease of reference.

See next page for summary...

Learn more at powerthefuture.ca

[Powerthefuture.ca](https://powerthefuture.ca) is a website dedicated to providing information for members about the proposed continuance and merger. Here you'll find all the details you need to know including an extended digital guide, key terms and concepts, FAQs and much more (including the Amalgamation Agreement). This site continues to be your go-to for staying engaged and informed in this exciting moment in the history of our credit union.

Summary

The following is a summary of key terms of the Amalgamation Agreement, which includes the combined federal credit union's recommended initial Board of Directors and Bylaws, that members of Prospera, Coast Capital and Sunshine Coast credit unions are voting on.

Article	Overview
Amalgamation	<p>Sets out key procedural elements regarding the amalgamation and matters relating to the formation of the combined federal credit union, including:</p> <ul style="list-style-type: none"> Coast Capital, Prospera and Sunshine Coast agree to amalgamate and to continue as one federal credit union under the Bank Act. The legal name of the combined federal credit union will be "Coast Capital Savings Federal Credit Union" and the existing names of Coast Capital, Prospera and Sunshine Coast will continue to be used as trade names. The legal head office of the combined federal credit union will be Coast Capital's current head office and the combined federal credit union would operate through a distributed workforce. The combined federal credit union will be organized and carry on business on a cooperative basis. Each outstanding membership share in Coast Capital, Prospera and Sunshine Coast will be converted into one membership share of the combined federal credit union. The credit unions expect to redeem any non-membership shares that are currently outstanding prior to completion of the merger. If there are any non-membership shares that are outstanding at the completion of the merger, which is not expected, they will be exchanged for equity shares in the combined federal credit union. See the section titled Shares on page 18 of the extended digital member guide for further information. Initial directors of the combined federal credit union and their initial terms are listed in Schedule "A" and the bylaws are provided in Schedule "B".
Representations and Warranties	Sets out customary reciprocal representations and warranties.
Amalgamated Federal Credit Union	<p>Sets out the credit unions' agreement on certain matters relating to the combined federal credit union, including:</p> <ul style="list-style-type: none"> Expectation that the products and services of the parties will generally be maintained, subject to compliance with laws. Matters relating to employees will be dealt with in accordance with Schedule 4.2, including confirming that the combined federal credit union will assume obligations for all Coast Capital, Prospera and Sunshine Coast employees upon completion of the merger and recognize their length of service, and establishing principles for integration to treat all employees fairly. Commitment to continue operating in the communities that the credit unions currently service and to ensuring that all current members will continue to have access to such services.
Covenants	Commitments of the credit unions to, among other things, continue to conduct business in the ordinary course of business and cooperate to complete the transaction and take the steps required to obtain all required approvals.
Conditions Precedent	Conditions that must be satisfied before the credit unions are obligated to complete the amalgamation, which must be satisfied or waived on or before the date on which the merger is completed. This includes all necessary approvals, including from: (a) the members of each credit union, (b) the British Columbia Financial Services Authority in respect of the continuances of Prospera and Sunshine Coast, (c) the Competition Bureau, and (d) Canada's Minister of Finance in respect of the continuances of Prospera and Sunshine Coast and the amalgamation.
Termination	Sets out the terms under which the agreement may be terminated or the participation of one of the three credit unions may be ended. If the participation of one of the credit unions is ended—for example, if membership approval of one of the parties is not obtained—the transaction can proceed as a two-party merger, as long as one of the parties is Coast Capital.



Thank you
for voting!



PROSPERA
CREDIT UNION