

# **NOTICE OF MEETING OF THE MEMBERS OF MISSISSIPPI CENTRAL FEDERAL CREDIT UNION**

The Board of Directors of Mississippi Central Federal Credit Union (MSCFCU) has called a special meeting of all members at the Morton office, located at 5134 Highway 80, Morton, MS, 39117 on December 30, 2024.

The purpose of the Special Meeting and Member Action is:

1. To consider and act upon a plan and proposal for merging MSCFCU with and into Magnolia Federal Credit Union (hereinafter referred to as "MFCU") whereby all assets and liabilities of MSCFCU will be merged with and into MFCU. All members of MSCFCU will become members of MFCU and will be entitled to and will receive shares in MFCU for the shares they own in MSCFCU 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 MSCFCU, 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 MSCFCU encourages you to attend the meeting and vote on the proposed merger. Whether or not you expect to attend the meeting, we urge you to sign, date and promptly return the enclosed mail 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://ncua.gov/support-services/credit-union-resources-expansion/credit-union-merger-resources/comments-proposed-credit-union-mergers> or mail to:

NCUA, Credit Union Resources and Expansion  
1775 Duke Street  
Alexandria, VA 22314

RE: Member-to-Member Communication for merging Mississippi Central Federal Credit Union with and into Magnolia Federal Credit Union

The NCUA will post comments received from members on its website, along with 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 statements 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 interest of members because the mission and values of MSCFCU and MFCU align, with the goal of providing responsible financial products and services to everyone in our communities, especially low-income and underserved individuals.

Members of the continuing credit union will benefit from additional branch locations and a wide array of financial products and services. By combining the credit unions' strengths, the continuing credit union will be more competitive and better positioned to meet the financial needs of its members.

## **Net Worth**

MSCFCU does not have a higher net worth ratio than MFCU. Upon the merger, the net worth of MSCFCU will transfer to MFCU.

## **Share Adjustment or Distribution**

Based on a review of the credit unions' financials independently and combined, the Board of Directors of MFCU and MSCFCU have determined that no adjustment of shares or net worth is to be made.

## **Locations of Merging and Continuing Credit Union**

All MSCFCU locations will remain open post-merger. All MFCU locations and ATMs/ITMs will remain open post-merger. The following branch locations will serve members following the merger:

### **Jackson, MS Branch**

240 Briarwood Drive  
Jackson, MS 39206

### **Gluckstadt, MS Branch**

1770 Highway 51  
Madison, MS 39110

### **Flowood, MS Branch**

2847 Lakeland Drive  
Flowood, MS 39232

### **Morton, MS Branch**

5134 Highway 80  
Morton, MS 39117

### **G.V. (Sonny) Montgomery VA Medical Center ITM**

1500 E. Woodrow Wilson Avenue  
Jackson, MS 39216

## Changes to Services and Member Benefits

As a result of the merger, members of MSCFCU will have access to more financial products and services, including online & mobile banking, a wider array of share accounts and loan products, debit/credit/ATM cards, an expansive network of surcharge-free ATMs throughout the country, and other services for increased financial well-being.

## Merger-Related Financial Arrangements

NCUA Regulations require merging credit unions to disclose certain increases in compensation that any of the merging credit union's officials or the five most highly compensated employees have received or will receive in connection with the merger. There are no financial arrangements related to the merger and no material retention agreements or compensation agreements related to the merger.

## Merger Approval and Ballot

The proposed merger must have the approval of the majority of members who vote. Enclosed with this Notice of Special Meeting is the Ballot for Merger Proposal.

Please complete the Ballot and return it to:

Mississippi Central Federal Credit Union  
5134 Highway 80  
Morton, MS 39117

**To be counted, your ballot must be received by December 30, 2024 at 9 am.** Ballots received after this date and time will not be counted. You may also cast your vote in person at the meeting on December 30, 2024 at 9 am.



10-31-24

## Ballot for Merger Proposal

Name of Member: \_\_\_\_\_

Account Number: \_\_\_\_\_

Your credit union must receive this ballot by **12/30/24**

Please mail or bring it to:

Mississippi Central Federal Credit Union  
5134 US-80, Morton, MS 39117

I have read the Notice of Special Meeting for the members of MS Central 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.

\_\_\_\_\_  
Member Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Member Name (printed)