

Special Resolution
Sydney Credit Union Limited

WHEREAS:

1. A special meeting of the Members was held on September 11, 2023;
2. the board of directors (the “**Board**”) of Sydney Credit Union Limited (the “**Credit Union**”) recommends (the “**Recommendation**”) to the members of the Credit Union (the “**Members**”) that the Credit Union amalgamate with The North Sydney Credit Union Limited (the “**Amalgamation**”) in accordance with the *Credit Union Act, 1994* (the “**Act**”) and the proposed amalgamation agreement (the “**Amalgamation Agreement**”); and
3. approval of the Recommendation for the Amalgamation must be passed by the Members by way of special resolution, as defined in the Act.

BE IT RESOLVED as a special resolution of the Members:

1. The acceptance by the Credit Union of the Amalgamation Agreement is hereby ratified, approved and confirmed.
2. The Credit Union be amalgamated with The North Sydney Credit Union Limited in accordance with the Amalgamation Agreement and by-laws as presented to the Members with the notice of special meeting of Members dated August 23, 2023.
3. The Board be, and is hereby authorized to do all things necessary or desirable to effect the Amalgamation of the Credit Union pursuant to the provisions of the Act and Amalgamation Agreement, including but not limited to:
 - a. complete any actions or undertakings within its jurisdiction and authority, including execution of any documents reasonably necessary for upholding its duties and responsibilities to the Credit Union, and to give effect to the Amalgamation;
 - b. oversee the proper execution of a communications plan throughout the process, which includes effective delivery of information and documents in a timely manner; and
 - c. make such incidental changes to the Amalgamation Agreement, Articles of Amalgamation, the By-laws, and any ancillary documentation as may be needed to ensure the approval of NS Credit Union Deposit Insurance Corporation (CUDIC) prior to the proposed effective amalgamation date of 01 January 2024.
4. All acts and things heretofore done by any of the officers and directors of the Credit Union, in respect of the matters aforesaid be and the same are hereby authorized, approved, ratified and confirmed.

CERTIFICATE

I, the undersigned, hereby certify the foregoing is a true copy of the Special Resolution duly presented at a Special Meeting of Members of Sydney Credit Union Limited duly held on the 11 day of September 2023.

DATED this day of , 20_ . _____
Secretary