

**Notice of Meeting of the  
Members of Winston-Salem Federal Credit Union**

NCUA 6305A

The Board of Directors of Winston-Salem Federal Credit Union (WSFCU) have called a special meeting of the members of this credit union for 5:00 pm Eastern Time on December 13, 2024 at 711 E. Salem Street, Winston-Salem, NC 27101. Refreshments will be provided. The purpose of this meeting is:

1. To consider and act upon a plan and proposal for merging WSFCU with and into Self-Help Credit Union (hereinafter referred to as the "Continuing Credit Union"), whereby all assets and liabilities of WSFCU will be merged with and into the Continuing Credit Union. All members of WSFCU 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 WSFCU 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 WSFCU, 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 WSFCU 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://ncua.gov/support-services/credit-union-resources-expansion/credit-union-merger-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 WSFCU.

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 Credit Union, like WSFCU Credit Union has a strong history of serving working families that are not well served by mainstream financial institutions. This merger with a mission-aligned financial institution will enable WSFCU to grow our suite of products and continue to serve our existing 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 Credit Union has a higher net worth ratio than WSFCU.

**Notice of Meeting of the  
Members of Winston-Salem Federal Credit Union  
NCUA 6305A**

**Share adjustment or distribution:** WSFCU Credit Union will not distribute a portion of its net worth to its members in the merger.

**Locations of merging and continuing credit union:** WSFCU Credit Union's main office in the state of North Carolina will be located at 711 E. Salem Street, Winston-Salem, NC 27101.

Self-Help Credit Union's main office will continue to be located at 301 W. Main Street, Durham, North Carolina 27701. By virtue of the merger, WSFCU members will be able to use Self-Help's branch network, which includes:

- 20 branch locations across North Carolina, including the nearest existing branch located at 3400 Battleground Avenue, Greensboro, NC 27410
- 14 branch locations across Virginia, South Carolina and Florida

**Changes to services and member benefits:** the merger will expand member access to home mortgage and other consumer loans for individuals.

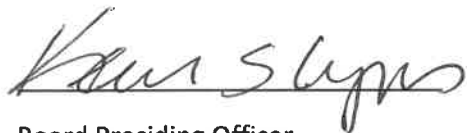
**Merger-related financial arrangements:** none.

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

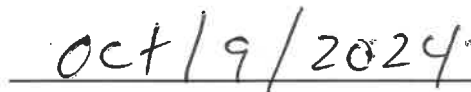
Enclosed with this Notice of Special Meeting is a Ballot for Merger Proposal. If you cannot attend the meeting, please complete the Ballot and return it via email to: [creditunion@gmail.com](mailto:creditunion@gmail.com) or in person or by mail to: Winston-Salem Federal Credit Union, 711 E. Salem Street, Winston-Salem, NC 27101.

To be counted, your Ballot must be received by December 13, 2024, by 3:00 pm Eastern Time in the lobby at the branch location or delivered in-person at the meeting.

BY THE ORDER OF THE BOARD OF DIRECTORS:



Board Presiding Officer



Date

**COMBINED STATEMENT OF FINANCIAL CONDITION  
AS OF 6/30/2024**

	Continuing CU <u>Self-Help CU</u> 6/30/2024	Merging CU <u>WSFCU</u> 6/30/2024	Combined <u>Balance Sheet</u> 6/30/2024
<b>ASSETS</b>			
Total Loans Outstanding	1,575,043,641	19,614,790	1,594,658,431
(Less) Allowance for Loan Losses	(47,588,039)	(531,176)	(48,119,215)
Net Loans	1,527,455,602	19,083,614	1,546,539,216
Cash	153,483,834	12,436,810	165,920,644
Investments	16,300,102	27,209,599	43,509,701
Land and Building (net)	25,417,413	954,325	26,371,738
Other Fixed Assets (net)	32,914,356	103,539	33,017,895
All Other Assets	49,849,972	1,178,096	51,028,068
<b>Total Assets</b>	<b>1,805,421,279</b>	<b>60,965,983</b>	<b>1,866,387,262</b>
<b>LIABILITIES AND EQUITY</b>			
Notes Payable	1,147,501	0	1,147,501
Non-Trading Derivatives Liabilities, net	0	0	0
Accrued Dividends	82,295	60	82,355
Accounts Payable & Other Liabilities	45,595,910	1,184,841	46,780,751
Total Shares	1,258,938,278	53,328,366	1,312,266,644
<b>Total Liabilities</b>	<b>1,305,763,984</b>	<b>54,513,267</b>	<b>1,360,277,251</b>
Other Reserves	40,031,993	1,646,884	41,678,877
Undivided Earnings	158,625,302	4,805,832	163,431,134
Secondary Capital	301,000,000	0	301,000,000
Merged Equity	0	0	0
<b>Total Equity</b>	<b>3,064,359,557</b>	<b>114,294,349</b>	<b>3,178,653,906</b>
<b>Total Liabilities and Equity</b>	<b>1,805,421,279</b>	<b>60,965,983</b>	<b>1,866,387,262</b>

**COMBINED INCOME STATEMENTS**  
**6/30/2024**

	Continuing CU <u>Self-Help CU</u> ytd 6/30/2024	Merging CU <u>WSFCU</u> ytd 6/30/2024	Combined <u>Income Statement</u> ytd 6/30/2024
<b>INTEREST INCOME YEAR-TO-DATE</b>			
Interest on Loans	41,489,313	826,999	42,316,312
Less Interest Refund	0	-525	-525
Income from Investments	4,108,266	811,142	4,919,408
Other Interest Income <sup>1</sup>	0	0	0
<b>TOTAL INTEREST INCOME</b>	<b>45,597,579</b>	<b>1,638,666</b>	<b>47,236,245</b>
<b>INTEREST EXPENSE YEAR-TO-DATE</b>			0
Dividends	14,882,066	313,109	15,195,175
Interest on Deposits	0	0	0
Interest on Borrowed Money	109,300	0	109,300
<b>TOTAL INTEREST EXPENSE</b>	<b>14,991,366</b>	<b>313,109</b>	<b>15,304,475</b>
<b>NET INTEREST INCOME</b>	<b>30,606,213</b>	<b>1,325,557</b>	<b>31,931,770</b>
Provision for Loan & Lease Losses or Total Credit Loss Expense	372,157	193,038	565,195
<b>NON-INTEREST INCOME YEAR-TO-DATE</b>			
Fee Income	1,401,037	493,685	1,894,722
Other Income	2,010,616	260,662	2,271,278
Gain (Loss) on Derivatives	-35,873	0	-35,873
Gain (Loss) on Disposition of Fixed Assets	0	0	0
<b>TOTAL NON-INTEREST INCOME</b>	<b>3,375,780</b>	<b>754,347</b>	<b>4,130,127</b>
<b>NON-INTEREST EXPENSE YEAR-TO-DATE</b>			
Employee Compensation & Benefits	12,623,477	851,866	13,475,343
Travel, Conference Expense	315,453	10,752	326,205
Office Occupancy	2,391,785	91,428	2,483,213
Office Operation Expense	2,362,801	689,098	3,051,899
Educational and Promotion	186,065	10,001	196,066
Loan Servicing Expense	2,429,714	69,268	2,498,982
Professional, Outside Service	463,995	183,094	647,089
Member Insurance	75,841	0	75,841
Operating Fees	146,400	3,994	150,394
Miscellaneous Non-Interest Expense	740,836	28,290	769,126
<b>TOTAL NON-INTEREST EXPENSE</b>	<b>21,736,367</b>	<b>1,937,791</b>	<b>23,674,158</b>
<b>NET INCOME (LOSS)</b>	<b>11,873,469</b>	<b>-50,925</b>	<b>11,822,544</b>

# Ballot for Merger Proposal

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

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

Your credit union must receive this ballot by **December 13, 2024 at 3:00pm**

Please mail or bring it to:

Winston-Salem Federal Credit Union

711 E. Salem Street

Winston-Salem, NC 27101

I have read the Notice of Special Meeting for the members of the Winston-Salem FCU.

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)